



SAN FRANCISCO PLANNING DEPARTMENT

Memo to the Planning Commission

HEARING DATE: MAY 23, 2013

Date: May 20, 2013
Case No.: 2008.1084EHKXRTZ
Project Address: 706 Mission Street
Project Site Zoning: C-3-R (Downtown, Retail, Commercial)
400-I Height and Bulk District
Block/Lots: 3706/093, 275, portions of 277 (706 Mission Street)
0308/001 (Union Square)
Project Sponsor: 706 Mission Street, LLC
c/o Sean Jeffries of Millennium Partners
735 Market Street, 4th Floor
San Francisco, CA 94107
Staff Contact: Kevin Guy – (415) 558-6163
Kevin.Guy@sfgov.org
Recommendations: **Adopt CEQA Findings**
Approve Section 309 Determination of Compliance with Conditions
Recommend Approval (Zoning Map/Planning Code Text Amendments)
Adopt General Plan Referral Findings
Raise Cumulative Shadow Limit for Union Square
Adopt Findings Regarding Shadow Impacts

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BACKGROUND

On April 11, 2013, the Planning Commission was scheduled to consider a proposed project at 706 Mission Street to rehabilitate the existing 10-story, 144-foot tall Aronson Building, and construct a new, adjacent 47-story tower, with a roof height of 520 feet and an additional 30-foot tall mechanical penthouse (for a total height of 550 feet). The two buildings would be connected and would contain up to 215 dwelling units, a “core-and-shell” museum space measuring approximately 52,000 square feet that will house the permanent home of the Mexican Museum, and approximately 4,800 square feet of retail space. The project would reconfigure portions of the existing Jessie Square Garage to increase the number of parking spaces from 442 spaces to 470 spaces, add loading and service vehicle spaces, and would allocate up to 215 parking spaces within the garage to serve the proposed residential uses. The Project Sponsor has proposed a “flex option” that would retain approximately 61,000 square feet of office uses within the existing Aronson Building, and would reduce the residential component of the project to approximately 191 dwelling units (collectively, “Project”).

The Commission would have considered the following actions on April 11, 2013: 1) Adopt findings under the California Environmental Quality Act, including findings rejecting alternatives as infeasible and adopting a Statement of Overriding Considerations and Mitigation, Monitoring, and Reporting Programs; 2) Adopt Findings of Consistency with the General Plan and Priority Policies of Planning Code Section 101.1; 3) Approved jointly with the Recreation and Park Commission an increase of the

absolute cumulative shadow limit for Union Square; 4) Adopt findings that the net new shadow cast by the project on Union Square will not be adverse to the use of the park, and to allocate to the Project the absolute cumulative shadow limit for Union Square; 5) Recommend that the Board of Supervisors approve a Height Reclassification to reclassify the site from the 400-I Height and Bulk District to the 520-I Height and Bulk District; 6) Recommend that the Board of Supervisors approve a Zoning Text Amendment and Zoning Map Amendment to establish the "Yerba Buena Center Mixed-Use Special Use District"(SUD) on the site; and, 7) Approve a Determination of Compliance pursuant to Planning Code Section 309, with requests for exceptions from Planning Code requirements including "Reduction of Ground-Level Wind Currents in C-3 Districts", "Off-Street Parking Quantity", "Rear Yard, and "General Standards for Off-Street Parking and Loading" to allow curb cuts on Third and Mission Streets (Case No. 2008.1084EHKXRTZ).

An appeal of the certification of the Environmental Impact Report (EIR) prepared for the Project was filed prior to the April 11 hearing. Therefore, the item was continued to May 23, 2013. On May 7, 2013, the Board of Supervisors unanimously rejected the appeal and upheld the certification of the EIR. During discussion of the EIR's impacts analysis, which found that the project would contribute in a cumulatively considerable manner to a significant and unavoidable cumulative shadow impact to public parks and open space in the Downtown area, several members of the Board raised concerns regarding the shadow that would be cast by the Project, in particular, on Union Square. On May 15, 2013, the Historic Preservation Commission approved a Major Permit to Alter for the rehabilitation of the Aronson Building.

CURRENT PROJECT – HEIGHT REDUCTIONS

In response to the concerns regarding shadow raised by the Board of Supervisors, the Project Sponsor has proposed reducing the height of the proposed tower from a maximum roof height of 520 feet, to a roof height of 480 feet. The sculpted roofline shown in the previous iteration of the project would be retained, with the top of the mechanical penthouse reaching a height of 510 feet. No other changes to the tower envelope or architectural expression are proposed. The reduction in tower height would also reduce the number of dwelling units from a minimum of 162 units to a minimum of 145 units. As a result of the reduced height, the Project sponsor is no longer seeking approval of the "office flex" option described in the April 11 staff report.

ERRATA/AMENDMENTS TO PREVIOUSLY-ISSUED REPORT

Should the Planning Commission wish to approve the various entitlement actions for the Project, staff recommends that the Commission authorize staff to incorporate the following revisions to the draft motions and resolutions in order to reflect the reduction in the height of the tower from a maximum of 520 feet (with an additional 30-foot tall mechanical penthouse) to a maximum of 480 feet (with an additional 30-foot tall mechanical penthouse) and the related reduction in the number of dwelling units from a minimum of 162 units to a minimum of 145 units:

1) **Hearing Date.** References to the previously-scheduled April 11, 2013 hearing date would be updated to the May 23, 2013 hearing date.

2) **Height Change.** The draft resolutions and motions make multiple references to the maximum roof height of the tower at 520 feet, and the maximum height of the mechanical penthouse at 550 feet. The description of these heights should be changed throughout, to 480 feet and 510 feet, respectively. The change in the height of the tower also results in changes to the descriptions of other aspects of the Project, including the dwelling unit count, floor area ratio, maximum permitted residential parking, required residential open space, and required bicycle parking. The height reclassification proposed in association with the Project would also be revised, proposed to reclassify the site from the 400-I Height and Bulk District to the 480-I Height and Bulk District (rather than the previously-requested 520-I District). The Special Use District proposed in association with the Project would be revised to reflect the reduction in the minimum number of dwelling units, from 162 units to 145 units.

3) **CEQA Findings/MMRP.** The staff report prepared for the April 11, 2013 hearing was transmitted without findings under the California Environmental Quality Act (CEQA) and the Mitigation, Monitoring, and Reporting Program (MMRP) for the Project. At the hearing on May 15, 2013, the Historic Preservation Commission adopted CEQA Findings and an MMRP in association with the approval for the Major Permit to Alter for the rehabilitation of the Aronson Building. These CEQA findings and the MMRP are attached to this Memo for reference, and would be adopted by reference through the following language added to the "Decision" section of the resolution raising the allowable shadow limit for Union Square:

"FURTHERMORE, the Planning Commission hereby adopts the findings under the California Environmental Quality Act and the Mitigation, Monitoring, and Reporting Program for the Project, as adopted by Historic Preservation Commission Motion No. 0197, which are incorporated by reference as though fully set forth herein."

4) **Shadow Analysis.** The draft Section 295 motion and resolution prepared for the April 11, 2013 hearing were prepared based on a technical shadow analysis of the Project at its previously-proposed roof height of 520 feet. The reduction of the tower height to 480 feet will reduce the amount of shadow that would be cast by the Project on Union Square. However, in order to quantify this reduced shadow impact, an updated technical shadow analysis must be prepared. To ensure that the Section 295 actions only authorize an amount of shadow that corresponds to the actual amount of shadow cast by the Project, the following language would be added to the "Decision" section of the Section 295 resolution raising the allowable shadow limit for Union Square:

"Should the building envelope of the Project be reduced, the increase in the cumulative shadow limit authorized by this action shall be reduced to the amount of shadow that would be cast by the revised Project."

In addition, the following language would be added to "Decision" section of the Section 295 motion allocating net new shadow on Union Square to the Project:

"Should the building envelope of the Project be reduced, the allocation of additional shadow on Union Square cast by the Project shall be reduced to the amount of shadow that would be cast by the revised Project."

To ensure that the reduced shadow impact is accurately quantified by an updated technical shadow analysis, the following condition of approval would be added to the Section 309 Motion:

“Shadow Analysis. Prior to the issuance of a site permit, the Project Sponsor shall submit an updated technical shadow analysis for the Project which reflects the final building envelope authorized by this approval. The content of the technical shadow analysis shall be subject to review and approval by Planning Department, and shall quantify the amount of net new shadow that would be cast by the Project on Union Square.

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

RECOMMENDATION

Staff recommends approval of the Project with the reduction in tower height, with the specific modification of the entitlement actions described in this Memo. The reduction in height would not trigger any new impacts under CEQA that were not previously analyzed and disclosed in the EIR prepared for the Project. While reducing shadow impacts to Union Square compared with the previous tower height, the revised Project would continue to implement key goals and policies of the General Plan to focus new housing within an intense, walkable urban context, to support the arts by providing space for the Mexican Museum, and to rehabilitate an important historic resource (the Aronson Building).

Attachments:

- 1) California Environmental Quality Act Findings, including Mitigation, Monitoring, and Reporting Program
 - To be attached as Exhibit A to Section 295 Resolution

- 2) Revised Project Plans

Exhibit 1

706 MISSION STREET – THE MEXICAN MUSEUM AND RESIDENTIAL TOWER PROJECT CALIFORNIA ENVIRONMENTAL QUALITY ACT FINDINGS: FINDINGS OF FACT, EVALUATION OF MITIGATION MEASURES AND ALTERNATIVES, AND STATEMENT OF OVERRIDING CONSIDERATIONS SAN FRANCISCO HISTORIC PRESERVATION COMMISSION

In determining to approve a Major Permit to Alter for the 706 Mission Street – The Mexican Museum and Residential Tower Project located at 706 Mission Street (Assessor’s Block 3706, Lots 093, 275, and 277 (portion)), described in Section I, Project Description below, (“Project”), the San Francisco Historic Preservation Commission (“Commission”) makes and adopts the following findings of fact regarding the Project and mitigation measures and alternatives, and adopts the statement of overriding considerations and the Mitigation Monitoring and Reporting Program, 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. (“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 Project, the Project Objectives, the environmental review process for the Project, the approval actions to be taken, and the location of records;

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

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

Section IV identifies significant, unavoidable wind and shadow impacts (specifically cumulative shadow impacts), of the Project that cannot be avoided or reduced to less-than-significant levels through Mitigation Measures;

Section V evaluates the different project alternatives and the economic, legal, social, technological, and other considerations that support approval of the Project as proposed and the rejection of these alternatives; and

Section VI makes a Statement of Overriding Considerations setting forth the specific economic, legal, social, technological, or other benefits of the Project that outweigh the significant and unavoidable adverse environmental effects and support the rejection of the project alternatives.

The **Mitigation Monitoring and Reporting Program (“MMRP”)** for the mitigation measures that have been proposed for adoption is attached with these findings as Exhibit 2. The MMRP is required by CEQA Section 21081.6 and CEQA Guidelines Section 15091. The MMRP provides a table setting forth each

mitigation measure listed in the Final Environmental Impact Report for the Project ("Final EIR") that is required to reduce or avoid a significant adverse impact. The MMRP also specifies the agency responsible for implementation of each measure and establishes monitoring actions and a monitoring schedule. The full text of the mitigation measures is set forth in the MMRP.

These findings are based upon substantial evidence in the entire record before the Commission. The references set forth in these findings to certain pages or sections of the Draft Environmental Impact Report ("Draft EIR" or "DEIR") or the Responses to Comments ("RTC"), which together comprise 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.

MOVED, that the Commission has reviewed and considered the Final EIR and the record associated therewith, including the comments and submissions made to this Commission, and based thereon hereby adopts these findings under the California Environmental Quality Act, including rejecting alternatives as infeasible and adopting a Statement of Overriding Considerations, and adopts the MMRP attached as Exhibit 2 to Motion No. XXXXX based on the following findings:

I. Project Description

A. 706 Mission Street – The Mexican Museum and Residential Tower Project

The project site is on the northwest corner of Third and Mission Streets, at 706 Mission Street. It consists of three lots: the entirety of Assessor's Block 3706, Lots 093 and 275, and portions of Assessor's Block 3706, Lot 277. Together, these lots cover an area of approximately 63,468 square feet or approximately 1.45 acres. The area of the project site includes the below-grade publically-owned Jessie Square Garage, which would become private by conveyance to the project sponsor.

Lot 093, an approximately 15,460 square foot, rectangular parcel is currently developed with the 10-story, 154-foot-tall Aronson Building (a 144-foot-tall building with a 10-foot-tall mechanical penthouse). The building was originally constructed in 1903, and two annexes were added in 1978. The Aronson Building is rated "A" (highest importance) by the Foundation for San Francisco's Architectural Heritage, and it is eligible for listing on the National Register of Historic Places and the California Register of Historical Resources. The Aronson Building is also designated as a Category I Significant Building within the New Montgomery-Mission-Second Street Conservation District. Including the annexes, the Aronson Building contains a total of approximately 120,340 gross square feet (gsf), with approximately 13,700 gsf of storage and utility space in the basement, an approximately 10,660-gsf retail space on the ground floor, which is currently occupied by a Rochester Big & Tall retail clothing store, and approximately 95,980 gsf of office space on the second through tenth floors. Including the annexes, the Aronson Building covers approximately 74 percent of Lot 093.

Lot 275 is occupied by the existing ramp that provides vehicular access from Stevenson Street to the subsurface Jessie Square Garage. This lot has an area of approximately 1,635 square feet.

A currently vacant approximately 9,780 square foot portion of Lot 277 is the future permanent home of The Mexican Museum (Mexican Museum parcel). The subsurface Jessie Square Garage is the other

portion of Lot 277 that makes up the project site. The Jessie Square Garage contains 442 parking spaces within a footprint of approximately 45,310 square feet. Currently, vehicles enter the Jessie Square Garage from Stevenson Street and exit onto either Stevenson or Mission Streets.

The proposed project would include a 47-story, 520-foot-tall tower (with a 30-foot-tall elevator/mechanical penthouse), with two floors below grade on The Mexican Museum parcel and the western portion of the Aronson Building parcel. The new tower would be west of, adjacent to, and physically connected to the existing Aronson Building. The overall project would contain space for The Mexican Museum, a ground-floor retail/restaurant use, up to 215 residential units, seven floors of flex space in the Aronson Building, which would remain as office use or be converted to residential use, and associated building services.

In the proposed tower, there would be up to 43 floors of residential space, including mechanical areas, and four floors of museum space. The Mexican Museum would occupy the ground through fourth floors, and residential uses would occupy the fifth through forty-seventh floors. The fifth floor of the tower would be occupied by residential or residential amenity space, unless the residential amenity space is on the tenth floor of the Aronson Building as discussed below. Approximately 2,100 gsf on Basement Level B2 would be allocated to The Mexican Museum for storage. About 15,900 gsf on Basement Levels B1 and B2 would be occupied by the elevator core and building services.

As part of the proposed project, the historically important Aronson Building would be restored and rehabilitated, and the existing mechanical penthouse on the roof of the Aronson Building would be removed. The Aronson Building currently contains approximately 10,660 gsf of retail space on the ground floor and approximately 95,980 gsf of office space on the second through tenth floors. With the proposed project, the Aronson Building would have lobby space and retail/restaurant space on the ground floor. The Mexican Museum would occupy the second and third floors and possibly some or all of the ground floor of the Aronson Building. The fourth through tenth floors of the Aronson Building have been designated as flex space for which two options are proposed. These are described in greater detail below. In addition to being designated as flex space, the tenth floor of the Aronson Building could be occupied by residential amenity space if the residential amenity is not provided on the fifth floor of the proposed tower. Building services would occupy a small portion of each floor.

The flex space options for the Aronson Building are referred to as the “residential flex option” and the “office flex option.” The seven floors of flex space are currently occupied by approximately 61,320 gsf of office space, which could either be converted from office use to residential use or remain as office use with the proposed project. Under the residential flex option, the seven floors would be converted into up to 28 residential units. The proposed project would provide up to 215 residential units (including the residential units in the Aronson Building) and no office space under the residential flex option. As discussed above, the tenth floor of the Aronson Building could be used as residential amenity space. Under the office flex option, the seven floors of existing office space would continue to be used as offices, which would result in up to 191 residential units (no residential units in the Aronson Building) and approximately 61,320 gsf of office space in the proposed project. If the tenth floor of the Aronson Building were used as residential amenity space instead of office space under the office flex option, there would be approximately 52,560 gsf of office space in the proposed project.

Under the residential flex option for the Aronson Building, the proposed project would contain a total of approximately 710,525 gsf, with approximately 580,630 gsf of residential uses, approximately 22,200 gsf of residential amenity space, approximately 52,285 gsf of museum space, approximately 4,800 gsf of retail/restaurant space, approximately 8,505 gsf of storage space, approximately 41,720 gsf of building core, mechanical, and service space, and approximately 385 gsf of space for the ramp that leads out of the existing Jessie Square Garage to Mission Street.

Under the office flex option for the Aronson Building, the proposed project would contain a total of approximately 710,525 gsf, with approximately 519,310 gsf of residential uses and approximately 61,320 gsf of office space. The approximate square footages of residential amenity space, museum space, retail/restaurant space, storage space, building core, mechanical, and service space, and space for the existing ramp that leads out of the Jessie Square Garage to Mission Street would be the same as they are for the residential flex option described above.

The Jessie Square Garage would be reconfigured to include 470 spaces, 210 of which would be made available to the general public. Under the proposed project, all non-project vehicles would continue to enter the Jessie Square Garage from Stevenson Street. Project residents would have the option of parking their own vehicles or using a valet service. Project residents who choose to park their own vehicles would be required to enter the garage from Stevenson Street; they would not be allowed to access the project site from Third Street using the car elevators to enter the garage. Project residents who choose to use the valet service would drive onto the project site from Third Street using the existing curb cut and driveway. As under current conditions, all loading trucks would exit the Jessie Square Garage onto Stevenson Street only, but delivery vans, service vehicles, and all other vehicles would have the option of exiting the garage onto either Stevenson or Mission Streets.

While several vehicular access variants to the proposed project were analyzed in the EIR, none of them are being approved by this Commission or any other City decision maker. Because of this, these findings do not address the significant and unavoidable impacts that the Final EIR identified would result if the vehicular access variants were to be approved.

B. Successor Agency Project Objectives

The objectives of the Successor Agency are as follows:

- To complete the redevelopment of the Yerba Buena Center (YBC) Redevelopment Project Area envisioned under the *Yerba Buena Center Redevelopment Plan*.
- To stimulate and attract private investment and generate sales taxes and other General Fund revenues from new uses on the project site, thereby improving the City's overall economic health, employment opportunities, tax base, and community economic development opportunities.
- To provide for the development of a museum facility and an endowment for The Mexican Museum on Successor Agency-owned property located adjacent to Jessie Square, at the heart of San Francisco's cultural district location, in a manner that is consistent with *General Plan Policy*

VI-1.9, to “create opportunities for private developers to include arts spaces in private developments city-wide.”

- To ensure construction of a preeminent building with a superior level of design for this important site across from Yerba Buena Gardens and adjacent to Jessie Square in a manner that complements the landscaping and design of Jessie Square.
- To provide housing in an urban infill location to help alleviate the effects of suburban sprawl.
- To provide temporary and permanent employment and contracting opportunities for minorities, women, qualified economically disadvantaged individuals, and other residents both in the South of Market area and in the City generally, in a manner consistent with the City’s current and future equal opportunity programs.
- To create a development that is financially feasible and that can fund the project’s capital costs and ongoing operation and maintenance costs related to the redevelopment and long-term operation of the Mexican Museum parcel without reliance on public funds.
- To maximize the quality of the pedestrian experience along Mission Street and Third Street, while maintaining accessibility to the project site for automobiles and loading.
- To transfer ownership of the Jessie Square Garage to a private entity, while providing adequate parking in the Jessie Square Garage for the Contemporary Jewish Museum, St. Patrick’s Church, The Mexican Museum, and the public.
- To provide for rehabilitation of the historically important Aronson Building.
- To secure funding for new and affordable below-market rate units beyond the amount currently required by City ordinances.
- To secure additional funding for operations, management, and security of Yerba Buena Gardens.

C. Project Sponsor Objectives

The objectives of the project sponsor, 706 Mission Street Co., LLC, are as follows:

- To construct a residential building of superior quality and design that complements and is generally consistent with the downtown area, furthering the objectives of the *General Plan’s* Urban Design Element and the *Yerba Buena Center Redevelopment Plan*.
- To redevelop the project site with a high-quality residential development that includes a ground-floor retail or restaurant use.

- To provide housing in downtown San Francisco that is accessible to local and regional transit, as well as cultural amenities and attractions, such as performing art centers, and art museums and exhibitions.
- To rehabilitate the historically important Aronson Building.
- To design and construct the project to a minimum of Leadership in Energy and Environmental Design (LEED) Silver standards (or such higher and additional requirements as adopted by the City and County of San Francisco), thereby reducing the project's carbon footprint and maximizing the energy efficiency of the building.
- To develop a project that is financially feasible and financeable, and to create a level of development sufficient to support the costs of providing the public benefits delivered by the project, including space and funding for The Mexican Museum; rehabilitation of the historically important Aronson Building; funding of affordable, below-market-rate housing; and funding for the maintenance of Yerba Buena Gardens, and that can fund project costs.
- To provide adequate parking and vehicular access to serve the needs of project residents and their visitors.

D. Planning and Environmental Review Process

The Project Sponsor submitted an Environmental Evaluation application for the project on June 30, 2008. The Environmental Evaluation application was revised on December 7, 2009, and again on March 5, 2012, to reflect design changes to the proposed project. The San Francisco Planning Department (the "Department") determined that an Environmental Impact Report was required and published and distributed a Notice of Preparation of an EIR ("NOP ") on April 13, 2011. The NOP is Appendix A to the Draft EIR. The public review period on the NOP began on April 14, 2011, and ended on May 13, 2011.

The Department published a Draft Environmental Impact Report (DEIR) on June 27, 2012. The Commission held a public hearing to solicit testimony on the DEIR on July 27, 2013. The Department received written comments on the DEIR from June 28, 2012, to August 13, 2012. The Department published the Responses to Comments on March 7, 2013. The DEIR, together with the Responses to Comments constitute the Final EIR. The FEIR was certified by Planning Commission on March 21, 2013, by Motion No. 18829. Certification of the FEIR was appealed to the Board of Supervisors. On May 7, 2013, the Board of Supervisors rejected the appeal and affirmed the certification of the FEIR.

E. Approval Actions

1. Actions by the Planning Commission

- Certification of the Final EIR on March 21, 2013, by Planning Commission Motion No. 18829;
- General Plan referral to determine project consistency with the General Plan and the Priority Policies.

- Recommend approval to the Board of Supervisors of a Zoning Map amendment to reclassify the existing 400-foot height limit for the project site, shown on Zoning Map Sheet HT01, and to amend Zoning Map Sheet SU01 to show the Special Use District.
 - Recommend approval to the Board of Supervisors of a Special Use District to address Floor Area Ratio, height, and other land use controls for the project site, which may include additional provisions regarding permitted uses, the provision of cultural/museum use within the SUD, floor area ratio limitations, dwelling unit exposure, height of rooftop equipment, bulk limitations, and curb cut locations.
 - Approval of a Section 309 Determination of Compliance and Request for Exceptions for the construction of a new building in a C-3 District.
 - Approval of amendment of the quantitative shadow standard for Union Square that was established on February 7, 1989, pursuant to Planning Commission Resolution No. 11595; and Section 295 shadow significance determination and allocation to project.
2. Action by this Historic Preservation Commission
- Approval of a Major Permit to Alter pursuant to Article 11 of the Planning Code.
3. Actions by the Board of Supervisors
- The Planning Commission's certification of the Final EIR was appealed to the Board of Supervisors, and on May 7, 2013, the Board of Supervisors upheld the certification of the Final EIR.
 - Adoption of a Zoning Map amendment to reclassify the existing 400-foot height limit for the project site, shown on Zoning Map Sheet HT01, and to amend Zoning Map Sheet SU01 to show the Special Use District.
 - Adoption of a Special Use District to address Floor Area Ratio, height, and other land use controls for the project site, which may include additional provisions regarding permitted uses, the provision of cultural/museum use within the SUD, floor area ratio limitations, dwelling unit exposure, height of rooftop equipment, bulk limitations, and curb cut locations.
4. Actions by the Recreation and Park Commission
- Approval of amendment of the quantitative shadow standard for Union Square that was established on February 7, 1989, pursuant to Planning Commission Resolution No. 11595;
 - Recommendation to the Planning Commission regarding the Section 295 shadow significance determination and allocation to project.

5. Actions by the Successor Agency to the Redevelopment Agency, and the Oversight Board of the Successor Agency
 - Approval of the Agreement of Purchase and Sale for the Mexican Museum parcel and the Jessie Square Garage.
 - Approval of parking structure bond purchase/defeasance documents.
6. Actions by the Department of Public Works
 - Approval of the tentative map
7. Actions by the Department of Public Works and the SFMTA Board of Directors
 - Approval of a street improvement permit and/or encroachment permit to (1) extend the existing Jessie Square passenger loading/unloading zone on Mission Street by approximately 83 feet, 6 inches to the east, resulting in a 154-foot-long passenger loading/unloading zone; and (2) designate the curb along Third Street in front of the project site as a white zone for passenger loading/unloading.
8. Actions by the Department of Building Inspection
 - Approval of the site permit
 - Approval of demolition, grading, and building permits
9. Actions by the San Francisco Public Utilities Commission
 - Approval of compliance with requirements of the Stormwater Management Ordinance for projects with over 5,000 square feet of disturbed ground area.

F. Location and Custodian of Records

The public hearing transcript, a copy of the letters regarding the Draft EIR received during the public review period, the administrative record, and background documentation for the FEIR are located at the Planning Department, 1650 Mission Street, San Francisco. The Commission Secretary is the custodian of records for the Planning Department and the Commission.

These findings are based upon substantial evidence in the entire record before the Commission.

II. Impacts Found Not to Be Significant And Thus Do Not Require Mitigation

Under CEQA, no mitigation measures are required for impacts that are less than significant (Pub. Res. Code, § 21002; CEQA Guidelines, § 15126.4, subd. (a)(3), 15091). As more fully described in the Final EIR and based on substantial evidence in the whole record of this proceeding, the Commission hereby finds

that implementation of the Project would not result in any significant impacts in the following areas and that these impact areas therefore do not require mitigation.

A. **Land Use and Land Use Planning**

- **Impact LU-1:** The proposed project would not physically divide an established community.
- **Impact LU-2:** The proposed project would not conflict with any applicable land use plan, policy, or regulation of an agency with jurisdiction over the project (including, but not limited to, the general plan, specific plan, local coastal program, or zoning ordinance) adopted for the purpose of avoiding or mitigating an environmental effect.
- **Impact LU-3:** The proposed project would not have a substantial adverse impact on the character of the vicinity.
- **Impact C-LU-1:** The proposed project, in combination with past, present, or reasonably foreseeable future projects, would not result in a cumulatively considerable contribution to significant adverse cumulative land use impacts related to a physical division of an established community; to conflicts with applicable land use plans, policies, or regulations of an agency with jurisdiction over the project (including, but not limited to, a general plan, specific plan, local coastal program, or zoning ordinance) adopted for the purpose of avoiding or mitigating an environmental effect; and to the existing character of the vicinity.

B. **Aesthetics**

- **Impact AE-1:** The proposed project would not have a substantial adverse effect on a scenic vista.
- **Impact AE-2:** The proposed project tower would not have a substantial adverse effect on a scenic resource.
- **Impact AE-3:** The proposed project would not have a substantial adverse effect on the visual character or quality of the site and its surroundings.
- **Impact AE-4:** The proposed project would not create a new source of substantial light or glare which would adversely affect day or nighttime views in the area or which would substantially impact other people or properties.
- **Impact C-AE-1:** The proposed project, in combination with past, present and reasonably foreseeable future projects in the project vicinity, would not make a cumulatively considerable contribution to a significant impact related to aesthetics.

C. **Population and Housing**

- **Impact PH-1:** The proposed project would not induce substantial population growth in an area, either directly or indirectly.
- **Impact PH-2:** The proposed project would not displace substantial numbers of existing housing units or create demand for additional housing, necessitating the construction of replacement housing elsewhere.
- **Impact PH-3:** The proposed project would not displace substantial numbers of people, necessitating the construction of replacement housing elsewhere.
- **Impact C-PH-1:** The proposed project, in combination with past, present and reasonably foreseeable future projects, would not result in a cumulatively considerable contribution to significant adverse cumulative impacts related to population growth, housing, and employment, either directly or indirectly.

D. **Cultural and Paleontological Resources**

- **Impact CP-5:** The proposed rehabilitation, repair and reuse of the Aronson Building under the proposed project would not cause a substantial adverse change in the significance of the Aronson Building as a historical resource under CEQA.
- **Impact CP-6:** The proposed project tower would not cause a substantial adverse change in the significance of the Aronson Building historical resource.
- **Impact CP-7:** The proposed project tower would not cause a substantial adverse change in the significance of nearby historical resources.
- **Impact C-CP-2:** The proposed project, in combination with other past, present, and reasonably foreseeable future projects in the project vicinity, would not have a cumulatively considerable contribution to a significant impact on historic architectural resources.

E. **Transportation and Circulation**

- **Impact TR-1:** The proposed project would not cause a substantial increase in traffic that would cause the level of service to decline from LOS D or better to LOS E or F, or from LOS E to F at seven intersections studied in the project vicinity.
- **Impact TR-2:** The proposed project would not cause a substantial increase in transit demand that could not be accommodated by adjacent transit capacity; nor would it cause a substantial increase in delays or costs such that significant adverse impacts in transit service levels could occur.
- **Impact TR-3:** The proposed project would not result in substantial overcrowding on public sidewalks, nor create potentially hazardous conditions for pedestrians, or otherwise interfere with pedestrian accessibility to the site and adjoining areas.
- **Impact TR-4:** The proposed project would not create potentially hazardous conditions for bicyclists, or otherwise substantially interfere with bicycle accessibility to the site and adjoining areas.
- **Impact TR-5:** The loading demand of the proposed project during the peak hour of loading activities would be accommodated within the proposed on-site loading facilities or within convenient on-street loading zones, and would not create potentially hazardous traffic conditions or significant delays involving traffic, transit, bicycles, or pedestrians.
- **Impact TR-6:** Construction and operation of the proposed project would not result in inadequate emergency access.
- **Impact TR-7:** Construction-related impacts of the proposed project would not be considered significant due to their temporary and limited duration.
- **Impact C-TR-1:** The proposed project would not contribute considerably to future cumulative traffic increases that would cause levels of service to deteriorate to unacceptable levels at seven intersections.
- **Impact C-TR-2:** The proposed project would not contribute considerably to cumulative increases in transit ridership that would cause the levels of service to deteriorate to unacceptable levels.
- **Impact C-TR-3:** The construction impacts of the proposed project would not result in a considerable contribution to a significant cumulative impact when combined with other nearby proposed projects due to the temporary and limited duration of the construction of the proposed project and nearby projects.

F. Noise

- **Impact NO-4:** The proposed project's new residences and cultural uses would not be substantially affected by existing noise levels.
- **Impact C-NO-1:** Construction of the proposed project, in combination with other past, present, and reasonably foreseeable future projects in the project vicinity, would not result in a cumulatively considerable contribution to significant temporary or periodic increases in ambient noise levels in the project vicinity above levels existing without the proposed project.
- **Impact C-NO-3:** Operation of the proposed project, in combination with other past, present, and reasonably foreseeable future projects in the project vicinity, would not result in a cumulatively considerable contribution to significant permanent increase in ambient noise levels in the project vicinity above levels existing without the project.
- **Impact C-NO-4:** Noise from traffic increases generated by the proposed project, when combined with noise from reasonably foreseeable traffic growth forecast to the year 2030, would not contribute considerably to significant cumulative traffic noise impacts.

G. Air Quality

- **Impact AQ-1:** Construction of the proposed project would not violate an air quality standard or contribute substantially to an existing or projected air quality violation; nor would it result in a cumulatively considerable net increase of criteria air pollutants, for which the project region is in nonattainment under an applicable ambient air quality standard.
- **Impact AQ-2:** Construction of the proposed project would not expose sensitive receptors to substantial pollutant concentrations of fugitive dust.
- **Impact AQ-4:** Operation of the proposed project would not violate an air quality standard or contribute substantially to an existing or projected air quality violation; nor would it result in a cumulatively considerable net increase of any criteria air pollutant for which the project region is in nonattainment under an applicable ambient air quality standard.
- **Impact AQ-5:** Operation of the proposed project would not generate emissions of PM_{2.5} and toxic air contaminants, including diesel particulate matter, at levels that would expose sensitive receptors to substantial pollutant concentrations.
- **Impact AQ-6:** Operation of the proposed project would not expose new on-site sensitive receptors to substantial pollutant concentrations.
- **Impact AQ-7:** Construction and operation of the proposed project would not conflict with or obstruct implementation of the Bay Area 2010 Clean Air Plan (CAP), the applicable air quality plan.
- **Impact AQ-8:** Construction and operation of the proposed project would not expose a substantial number of people to objectionable odors.
- **Impact C-AQ-1:** Construction and operation of the proposed project, in combination with other past, present, and reasonably foreseeable future projects, would not result in a cumulatively considerable contribution to exposure of sensitive receptors to significant cumulative substantial pollutant concentrations.

H. Greenhouse Gas Emissions

- **Impact C-GG-1:** The proposed project would be consistent with the City's GHG Reduction Plan and the AB 32 Scoping Plan, and would, therefore, not result in a cumulatively considerable

contribution to significant cumulative GHG emissions or conflict with any policy, plan, or regulation adopted for the purpose of reducing GHG emissions.

I. **Wind and Shadow**

- **Impact WS-1:** The proposed project would not alter wind in a manner that substantially affects public areas.
- **Impact C-WS-1:** The proposed project, in combination with past, present, and reasonably foreseeable future projects in the project vicinity, would not make a cumulatively considerable contribution to a significant cumulative wind impact.
- **Impact WS-2:** The proposed project would not create new shadow in a manner that substantially affects outdoor recreation facilities and other public areas.

J. **Recreation**

- **Impact RE-1:** The proposed project would not increase the use of existing park and recreational facilities such that substantial physical deterioration of facilities would occur or be accelerated.
- **Impact RE-2:** The proposed project would not require the construction or expansion of recreational facilities that might have an adverse physical effect on the environment.
- **Impact RE-3:** The proposed project would not physically degrade existing recreational resources.
- **Impact C-RE-1:** Construction of the proposed project, in combination with past, present and reasonably foreseeable future projects, would not result in a cumulatively considerable contribution to significant adverse cumulative impacts on recreational facilities.

K. **Utilities and Service Systems**

- **Impact UT-1:** The proposed project would not exceed the wastewater treatment requirements of the Regional Water Quality Control Board.
- **Impact UT-2:** The proposed project would not require or result in the construction of new or the expansion of existing water or wastewater treatment facilities, or stormwater drainage facilities, the construction of which could have significant environmental effects.
- **Impact UT-3:** The proposed project would not result in a determination that there is insufficient capacity in the wastewater treatment system to serve the proposed project's estimated demand in addition to its existing demand.
- **Impact C-UT-1:** Construction of the proposed project, in combination with other past, present and reasonably foreseeable future projects, would not result in a cumulatively considerable contribution to a significant adverse cumulative impact regarding the treatment of stormwater runoff or capacity of wastewater treatment facilities or stormwater drainage facilities.
- **Impact UT-4:** The proposed project would be adequately served by existing water entitlements and water supply resources, and would not require new or expanded water supply resources or entitlements.
- **Impact C-UT-2:** Construction of the proposed project, in combination with other past, present and reasonably foreseeable future projects, would not result in a cumulatively considerable contribution to a significant adverse cumulative impact on water supply.
- **Impact UT-5:** The proposed project would increase the amount of solid waste generated on the project site, but would be adequately served by the City's landfill and would comply with Federal, State, and local statutes and regulations related to solid waste.

- **Impact C-UT-3:** Construction of the proposed project, in combination with other past, present and reasonably foreseeable future projects, would not result in a cumulatively considerable contribution to a significant adverse cumulative impact on solid waste disposal facilities.

L. **Public Services**

- **Impact PS-1:** The proposed project would not increase demand for public services to the extent that new facilities would have to be constructed or existing facilities altered in order to maintain acceptable service ratios, response times, or other performance objectives for any public services such as police protection, fire protection and emergency services, schools, or libraries.
- **Impact C-PS-1:** The proposed project, in combination with other past, present and reasonably foreseeable future projects, would not result in a cumulatively considerable contribution to significant adverse cumulative impacts that would result in a need for construction of new or physically altered facilities in order to maintain acceptable service ratios, response times, or other performance objectives for any public services, including police protection, fire protection and emergency services, schools, and libraries.

M. **Biological Resources**

- **Impact BI-1:** The proposed project would not have a substantial adverse effect, either directly or through habitat modifications, on any species identified as a candidate, sensitive, or special-status species in local or regional plans, policies, or regulations, or by the CDFG or USFWS.
- **Impact BI-2:** The proposed project would not have a substantial adverse effect on the movement of native resident or migratory fish or wildlife species or with established native resident or migratory wildlife corridors, nor would it impede the use of native wildlife nursery sites.
- **Impact BI-3:** The proposed project would not conflict with local policies or ordinances protecting biological resources.
- **Impact C-BI-1:** The proposed project, in combination with past, present and reasonably foreseeable future projects in the project vicinity, would not make a cumulatively considerable contribution to a significant adverse cumulative impact on biological resources.

N. **Geology and Soils**

- **Impact GE-1:** The proposed project would not expose people or structures to potential substantial adverse effects, including the risk of loss, injury, or death involving rupture, ground-shaking, liquefaction, or landslides.
- **Impact GE-2:** The proposed project would not result in substantial soil erosion or loss of topsoil.
- **Impact GE-3:** The proposed project would not be located on a geologic unit or soil that is unstable, or that would become unstable as a result of the project, and potentially result in on- or offsite landslide, lateral spreading, subsidence, liquefaction or collapse.
- **Impact GE-4:** The proposed project would not be located on expansive soil, as defined in Table 18-1-B of the Uniform Building Code, creating substantial risks to life or property.
- **Impact C-GE-1:** The proposed project, in combination with other past, present and other reasonably foreseeable future projects in the vicinity, would not result in a cumulatively considerable contribution to significant adverse cumulative impacts with respect to geology, soils, or seismicity.

- O. **Hydrology and Water Quality**
- **Impact HY-1:** The proposed project would not violate any water quality standards or waste discharge requirements or otherwise substantially degrade water quality.
 - **Impact HY-2:** The proposed project would not substantially deplete groundwater supplies or interfere with groundwater recharge.
 - **Impact HY-3:** The proposed project would not substantially alter the existing drainage pattern of the site or area, including through the alteration of the course of a stream or river, in a manner that would result in substantial erosion or siltation or substantially increase the rate or amount of surface runoff in a manner that would result in flooding on or off site.
 - **Impact HY-4:** Construction of the proposed project would not create or contribute runoff water which would exceed the capacity of existing or planned stormwater drainage systems or provide substantial additional sources of polluted runoff.
 - **Impact HY-5:** Operation of the proposed project would not create or contribute runoff water which would exceed the capacity of existing or planned stormwater drainage systems or provide substantial additional sources of polluted runoff.
 - **Impact C-HY-1:** The proposed project, in combination with other past, present and reasonably foreseeable future projects, would not result in a cumulatively considerable contribution to a significant adverse cumulative impact on hydrology and water quality.
- P. **Hazards and Hazardous Materials**
- **Impact HZ-1:** The proposed project would not have a substantial adverse effect on the public or the environment through the routine transport, use, or disposal of hazardous materials.
 - **Impact HZ-3:** The proposed project would not emit hazardous emissions or handle hazardous or acutely hazardous materials, substances, or waste within one quarter mile of an existing or proposed school.
 - **Impact HZ-4:** The proposed project would not impair implementation of or physically interfere with an adopted emergency response plan or emergency evacuation plan.
 - **Impact HZ-5:** The proposed project would not expose people or structures to a risk of loss, injury or death involving fires.
 - **Impact C-HZ-1:** The proposed project, when combined with other past, present and reasonably foreseeable future projects, would not result in a cumulatively considerable contribution to a significant adverse cumulative impact on hazards and hazardous materials.
- Q. **Mineral and Energy Resources**
- **Impact ME-1:** The proposed project would not have a significant adverse impact on the availability of a known mineral resource and/or a locally important mineral resource recovery site.
 - **Impact ME-2:** The proposed project would not have a substantial adverse effect on the use of fuel, water, or energy consumption, and would not encourage activities that could result in the use of large amounts of fuel, water, or energy, or use these in a wasteful manner.
 - **Impact C-ME-1:** The proposed project, in combination with other past, present and reasonably foreseeable future projects in the vicinity, would not result in a cumulatively considerable contribution to a significant adverse cumulative impact on mineral and energy resources.

R. **Agricultural and Forest Resources**

- **Impact AG-1:** The proposed project would not have a substantial adverse effect on the conversion of farmland, would not conflict with existing zoning for agricultural use or with a Williamson Act contract, nor involve other changes that would result in conversion of farmland to non-agricultural use.
- **Impact AG-2:** The proposed project would not conflict with existing zoning for, or cause rezoning of, forest land or timberland, nor would it result in the loss of forest land or the conversion of forest land to non-forest use.
- **Impact C-AG-1:** The proposed project, in combination with other past, present and reasonably foreseeable future projects in the vicinity, would not result in a cumulatively considerable contribution to a significant adverse cumulative impact on agricultural resources or forest land or timberland.

III. Potentially Significant Impacts That Are Avoided Or Reduced To A Less-Than-Significant Level And Findings Regarding Mitigation Measures

The following Sections III and IV set forth the Commission's findings about the Final EIR's determinations regarding significant environmental impacts and the mitigation measures proposed to address them. These findings provide the written analysis and conclusions of the Commission regarding the environmental impacts of the Project and the mitigation measures included as part of the Final EIR and adopted by the Commission and other City decision makers as part of the Project. To avoid duplication and redundancy, and because the Commission agrees with, and hereby adopts, the conclusions in the Final EIR, these findings will not repeat the complete analysis and conclusions in the Final EIR, but instead summarizes and incorporates them by reference herein and relies upon them as substantial evidence supporting these findings.

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

As set forth below, the Commission adopts and incorporates all of the mitigation measures within its jurisdiction set forth in the Final EIR and the attached MMRP to substantially lessen or avoid the potentially significant and significant impacts of the Project. The Commission and other City decision makers intend to adopt each of the mitigation measures proposed in the Final EIR. Accordingly, in the event a mitigation measure recommended in the Final EIR has inadvertently been omitted in these findings or the MMRP, such mitigation measure is hereby adopted and incorporated in the findings below by reference. In addition, in the event the language describing a mitigation measure set forth in these findings or the MMRP fails to accurately reflect the mitigation measures in the Final EIR due to a clerical error, the language of the policies and implementation measures as set forth in the Final EIR shall control. The impact numbers and mitigation measure numbers used in these findings reflect the information contained in the Final EIR.

The potentially significant impacts of the Project that will be mitigated through implementation of mitigation measures are identified and summarized below along with the corresponding mitigation measures.

A. **Cultural and Paleontological Resources**

- **Impact CP-1:** Construction activities for the proposed project would cause a substantial adverse change in the significance of archaeological resources, if such resources are present within the project site.
 - Ground-disturbing construction activity within the project site, particularly within previously undisturbed soils, could adversely affect the significance of archaeological resources by impairing the ability of such resources to convey important scientific and historical information. This effect would be considered a substantial adverse change in the significance of an historical resource and would therefore be a potentially significant impact under CEQA.
 - The following mitigation measures, as more fully described in the Final EIR, are hereby adopted in the form set forth in the Final EIR and the attached MMRP and will be implemented as provided herein, to mitigate the potentially significant impact of Impact CP-1.
 - **Mitigation Measure M-CP-1a:** Archaeological Test, Monitoring, Data Recovery and Reporting
 - **Mitigation Measure M-CP-1b:** Interpretation
 - Based on the final EIR and the entire administrative record, it is hereby found and determined that implementing Mitigation Measures M-CP-1a and M-CP-1b would reduce Impact CP-1 to a less-than significant level because Mitigation Measure M-CP-1a would ensure that any potentially affected archaeological deposits would be identified, evaluated, and, as appropriate, subject to data recovery and reporting by a qualified archaeologist under the oversight of the Environmental Review Officer, and Mitigation Measure M-CP-1b would ensure that a plan for the post-recovery interpretation of buried or submerged archaeological resources is developed and implemented with the assistance of qualified archaeologist and under the oversight of the Environmental Review Officer.

- **Impact CP-2:** Construction activities for the proposed project would cause a substantial adverse change in the significance of human remains, if such resources are present within the project site.
 - Ground-disturbing construction activity within the project site, particularly within previously undisturbed soils, could adversely affect the significance of human remains, which would be a potentially significant impact under CEQA.
 - The following mitigation measure, as more fully described in the Final EIR, is hereby adopted in the form set forth in the Final EIR and the attached MMRP and will be implemented as provided herein, to mitigate the potentially significant impact of Impact CP-2.

a less than significant level because the mitigation measure ensures that all field and construction personnel will be informed of the potential presence of archaeological resources within the project site and the procedures that are to be followed in the event such resources are encountered during construction activities.

- **Impact C-CP-1:** Disturbance of archaeological and paleontological resources, if encountered during construction of the proposed project, in combination with other past, present, and future reasonably foreseeable projects, would make a cumulatively considerable contribution to a significant cumulative impact on archaeological resources.
 - When considered with other past and proposed development projects within San Francisco and the Bay Area region, the potential disturbance of archaeological and paleontological resources within the project site could make a cumulatively considerable contribution to a loss of significant historic and scientific information about California, Bay Area, and San Francisco history and prehistory, which would be a potentially significant impact under CEQA.
 - The following mitigation measures, as more fully described in the Final EIR, are hereby adopted in the form set forth in the Final EIR and the attached MMRP and will be implemented as provided herein, to mitigate the potentially significant impact of Impact C-CP-1.
 - **Mitigation Measure M-CP-1a:** Archaeological Test, Monitoring, Data Recovery and Reporting
 - **Mitigation Measure M-CP-1b:** Interpretation
 - **Mitigation Measure M-CP-3:** Paleontological Resources Monitoring and Mitigation Program
 - **Mitigation Measure M-CP-4:** Accidental Discovery
 - Based on the final EIR and the entire administrative record, it is hereby found and determined that implementing Mitigation Measures M-CP-1a, M-CP-1b, M-CP-3, and M-CP-4 would reduce the project's contribution to Impact C-CP-1 to a less than cumulatively considerable level because these mitigation measures would ensure that plans for testing, monitoring, data recovery, documentation and interpretation are approved and implemented to preserve and realize the information potential of archaeological and paleontological resources that may be encountered on the project site.

B. **Noise**

- **Impact NO-1:** Construction of the proposed project would generate noise levels in excess of standards established in the San Francisco General Plan or noise ordinance and would result in a substantial temporary or periodic increase in ambient noise levels in the project vicinity above levels existing without the project.
 - The project's demolition, excavation, and building construction activities would temporarily and intermittently increase noise in the project vicinity to levels that could be considered an annoyance by occupants of nearby properties, which would be a potentially significant impact under CEQA. The loudest construction activities, such as installing piles, grading, and excavation, would occur over the first two year of the

construction period, and once the activity is completed, the associated high noise levels would no longer be experienced by the affected sensitive receptors.

- The following mitigation measures, as more fully described in the Final EIR, are hereby adopted in the form set forth in the Final EIR and the attached MMRP and will be implemented as provided herein, to mitigate the potentially significant impact of Impact NO-1.
 - **Mitigation Measure M-NO-1a:** Reduce Noise Levels During Construction
 - **Mitigation Measure M-NO-1b:** Noise-Reducing Techniques and Muffling Devices for Pile Installation
- Based on the final EIR and the entire administrative record, it is hereby found and determined that implementing Mitigation Measures M-NO-1a and M-NO-1b would reduce Impact NO-1 to a less than significant level because Mitigation Measure M-NO-1 would require the project contractor to use equipment with lower noise emissions and sound controls or barriers where feasible, locate stationary equipment as far as possible from sensitive receptors, and designate a noise coordinator, and Mitigation Measure M-NO-1b would require the use of feasible noise-reducing techniques for installing piles. The combination of these measures would decrease construction noise levels and minimize the significant effects.
- **Impact NO-2:** Construction of the proposed project would result in exposure of persons to or generation of excessive groundborne vibration or groundborne noise levels.
 - Proposed project demolition, excavation, and building construction activities would temporarily generate groundborne vibration in the project vicinity that could be considered an annoyance by occupants of adjacent properties, especially residential and cultural uses adjacent to the site, and could also damage nearby structures, with the highest levels of groundborne vibration expected during demolition and the installation of piles for structural support. This would be a potentially significant impact under CEQA.
 - The following mitigation measures, as more fully described in the Final EIR, are hereby adopted in the form set forth in the Final EIR and the attached MMRP and will be implemented as provided herein, to mitigate the potentially significant impact of Impact NO-2.
 - **Mitigation Measure M-NO-2a:** Minimize Vibration Levels During Construction
 - **Mitigation Measure M-NO-2b:** Pre-Construction Assessment to Protect Structures from Ground Vibration Associated with Pile Installation
 - **Mitigation Measure M-NO-2c:** Vibration Monitoring and Management Plan
 - Based on the final EIR and the entire administrative record, it is hereby found and determined that implementing Mitigation Measures M-NO-2a, M-NO-2b, and M-NO-2c would reduce Impact NO-2 to a less than significant level because Mitigation Measure M-NO-2a would provide for a community liaison to respond to and address complaints and require protective construction techniques, Mitigation Measure M-NO-2b would implement a pre-construction assessment and, if needed, monitoring during vibration causing activities to detect ground settlement or lateral movement of structures, and Mitigation Measure M-NO-2c would implement a vibration monitoring and management

plan to avoid any adverse vibration-related impact to historic structures. With implementation of Mitigation Measures M-NO-2a and M-NO-2b, potential vibration impacts in the project vicinity would be reduced to levels that would be less than significant. With implementation of Mitigation Measure M-NO-2c, there would be no significant vibration-related impacts to the Aronson Building.

- **Impact NO-3:** Operation of the proposed project would generate noise levels in excess of standards established in the San Francisco General Plan or noise ordinance and would result in a substantial permanent increase in ambient noise levels in the project vicinity above levels existing without the project.
 - Operation of the proposed project would introduce additional noise sources to the area, including additional motor vehicle traffic and new mechanical systems, such as ventilation equipment. Although specific information regarding the proposed stationary noise sources is currently not available, building mechanical systems would be capable of generating noise levels in excess of applicable General Plan noise-land use compatibility thresholds on adjacent sensitive receptors, which could result in potentially significant impacts on both the on-site and adjacent noise-sensitive residential and cultural uses.
 - The following mitigation measure, as more fully described in the Final EIR, is hereby adopted in the form set forth in the Final EIR and the attached MMRP and will be implemented as provided herein, to mitigate the potentially significant impact of Impact NO-3.
 - **Mitigation Measure M-NO-3: Stationary Operational Noise Sources**
 - Based on the final EIR and the entire administrative record, it is hereby found and determined that implementing Mitigation Measures M-NO-3 would reduce Impact NO-3 to a less than significant level because this mitigation measure would require the screening, shielding, or setting back of stationary noise sources from noise-sensitive receptors, and would require that a qualified acoustical consultant measure the noise levels of operating exterior equipment within three months after its installation.
- **Impact C-NO-2:** Construction of the proposed project, in combination with other past, present, and reasonably foreseeable future projects in the project vicinity, would result in a cumulatively considerable contribution to significant exposure of persons to or generation of excessive groundborne vibration or groundborne noise levels.
 - The project along with other nearby projects such as the SFMOMA Expansion (151 Third Street), the Palace Hotel (2 New Montgomery Street), and the Central Subway project have the potential for cumulatively significant groundborne vibration and noise level impacts, particularly during initial phases of proposed project construction. However, the periods when construction vibration impacts would overlap would be brief and limited, and the overall cumulative construction vibration impacts would not be cumulatively significant.
 - The following mitigation measures, as more fully described in the Final EIR, are hereby adopted in the form set forth in the Final EIR and the attached MMRP and will be implemented as provided herein, to mitigate the potentially significant impact of Impact C-NO-2.

- **Mitigation Measure M-NO-2a:** Minimize Vibration Levels During Construction
- **Mitigation Measure M-NO-2b:** Pre-Construction Assessment to Protect Structures from Ground Vibration Associated with Pile Installation
- **Mitigation Measure M-NO-2c:** Vibration Monitoring and Management Plan
- Based on the final EIR and the entire administrative record, it is hereby found and determined that with implementation of Mitigation Measures M-NO-2a, M-NO-2b, and M-NO-2c, the proposed project would not result in a cumulatively considerable contribution to significant cumulative impacts associated with groundborne vibration for the reasons discussed under Impact NO-2 above and as more fully set forth in the final EIR.

C. **Air Quality**

- **Impact AQ-3:** Construction of the proposed project would generate emissions of PM_{2.5} and toxic air contaminants, including diesel particulate matter, at levels that would expose sensitive receptors to substantial pollutant concentrations.
 - The Air Quality Technical Report that was prepared for the project found that constructions emissions would exceed the threshold of significance for excess cancer risk at the project MEI if the emissions were not mitigated.
 - The following mitigation measure, as more fully described in the Final EIR, is hereby adopted in the form set forth in the Final EIR and the attached MMRP and will be implemented as provided herein, to mitigate the potentially significant impact of Impact AQ-3.
 - **Mitigation Measure M-AQ-3:** Construction Emissions Mitigation
 - Based on the final EIR and the entire administrative record, it is hereby found and determined that implementing Mitigation Measure M-AQ-3 would reduce Impact AQ-3 to a less than significant level because this mitigation measure would require a Construction Emissions Mitigation Plan designed to reduce construction-related diesel particulate matter emissions from off-road construction equipment used at the site by at least 65 percent as compared to the construction equipment list, schedule, and inventory provided by the sponsor on May 27, 2011, which would bring emissions below the threshold of significance for excess cancer risk.

D. **Hazards and Hazardous Materials**

- **Impact HZ-2:** The proposed project would have a substantial adverse effect on the public or the environment through the accidental release of hazardous materials into the environment.
 - In order to construct the proposed tower, excavation to a depth of approximately 41 feet below the surface on the west side of the Aronson Building would be required, which could have the potential to expose the public and environment to contaminants in the soil.
 - The following mitigation measure, as more fully described in the Final EIR, is hereby adopted in the form set forth in the Final EIR and the attached MMRP and will be implemented as provided herein, to mitigate the potentially significant impact of Impact HZ-2.

- **Mitigation Measure M-HZ-2: Hazardous Materials – Testing for and Handling of Contaminated Soil**
 - Based on the final EIR and the entire administrative record, it is hereby found and determined that implementing Mitigation Measure M-HZ-2 would reduce Impact HZ-2 to a less than significant level because this mitigation measure would require soil testing for contaminants of concern, preparation of a Soil Mitigation Plan for managing contaminated soils on the site, and protocols for the handling, hauling, and disposal of contaminated soils, which would reduce the potential for exposure of the public and the environment to a less than significant level.

The Project Sponsor has agreed to implement all mitigation measures identified in the Final EIR for the project. The required mitigation measures are fully enforceable and will be included as conditions of approval by and the Commission and other City decision makers. Pursuant to CEQA Section 21081.6, adopted mitigation measures will be implemented and monitored as described in the MMRP, which is incorporated herein by reference.

With the required mitigation measures, all potential project impacts, with the exception of impacts described in Section IV below, would be avoided or reduced to a less-than-significant level.

As authorized by CEQA Section 21081 and CEQA Guidelines Section 15091, 15092, and 15093, based on substantial evidence in the whole record of this proceeding, the City finds that, unless otherwise stated, all of the changes or alterations to the Project identified in the mitigation measures have been or will be required in, or incorporated into, the project to mitigate or avoid the significant or potentially significant environmental impacts listed herein, as identified in the Final EIR, that these mitigation measures will be effective to reduce or avoid the potentially significant impacts as described in the EIR, and these mitigation measures are feasible to implement and are within the responsibility and jurisdiction of the City and County of San Francisco to implement or enforce.

IV. 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 Commission finds that, where feasible, changes or alterations have been required, or incorporated into, the Project to avoid or substantially lessen the significant environmental impacts. The Commission finds that changes have been required in, or incorporated into, the Project that, pursuant to Public Resources Code section 21002 and CEQA Guidelines section 15091, may substantially lessen, but do not avoid (i.e., reduce to less than significant levels), the potentially significant environmental effect associated with implementation of the Project. The Commission adopts all of the mitigation measures proposed in the Final EIR and set forth in the MMRP. The Commission further finds, however, for the impact listed below, despite the implementation of mitigation measures, the effects remain significant and unavoidable.

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

A. **Significant and Unavoidable Impacts – Cumulative Shadow**

- **Impact C-WS-2:** The proposed project, in combination with past, present, and reasonably foreseeable future projects in the project vicinity, would create new shadow in a manner that substantially affects outdoor recreation facilities or other public areas, resulting in a significant cumulative shadow impact. The proposed project would make a cumulatively considerable contribution to this significant cumulative shadow impact.
 - There are several proposed projects in the project vicinity that have the potential to shadow outdoor recreation facilities or other public areas, including some of the same open spaces that the proposed project would shadow. Reasonably foreseeable future projects in the vicinity of the project site include 151 Third Street (the San Francisco Museum of Modern Art Expansion Project), 2 New Montgomery Street (the Palace Hotel Project), and the Transit Tower, and the other projects contemplated by the Transit Center District Plan. The proposed project in combination with other proposed projects in the vicinity would add new shadow on various open spaces and public areas. By contributing shadow to open spaces and public areas, the proposed project would make a cumulatively considerable contribution to the significant and unavoidable cumulative shadow impacts.
 - There is no feasible mitigation for the proposed project's contribution to cumulative shadow impacts, because any theoretical mitigation that would address the cumulatively considerable contribution to shadow impacts on outdoor recreation facilities or other public areas within the project vicinity would fundamentally alter the project's basic design and programming parameters. Thus, rather than treat a substantial reduction in height as a mitigation measure, the EIR analyzed a reduction in height in two separate alternatives.
 - With regard to the project's shadow impacts on Union Square, other than a reduction in the height of the tower to approximately 351 feet or less, no further modification of the tower could eliminate the tower's net new shadow on Union Square. The project has already undergone design revisions to sculpt the top of the tower in order to reduce shadow on Union Square. The original project proposed by the project sponsor included an elliptical tower design that was approximately 630 feet tall and 170 feet wide at the highest level. That proposal was modified to reflect a shorter and more slender rectangular tower design that was shifted to the west on the project site to reduce shadow impacts on Union Square. The rectangular design ultimately chosen for the project would break up the tower massing and top into smaller volumes at different or staggered heights, particularly along the eastern edge of the site and tower, to further reduce shadow. In addition, the tower massing and the tower core were moved 15 feet to the west on the project site, and the tower cantilever over the Aronson Building was reduced from 106 feet to 8 feet to further reduce shadow impacts on Union Square.

- Even if the project's shadow impacts to Union Square were eliminated, the project would still shadow other downtown open spaces and public areas such as sidewalks. A further reduction of the building height beyond that already included would substantially reduce the development program of the proposed project. Thus, the project's cumulatively considerable contribution to the significant and unavoidable impact would remain and there is no feasible mitigation to reduce the project's contribution to this significant cumulative impact to a less-than-cumulatively considerable level. Because a significant decrease in the tower height affects the Project significantly, these height reductions were discussed as alternatives. See also the discussion of the Existing Zoning Alternative and the Reduced Shadow Alternative, below.
- Therefore, the proposed project, in combination with past, present, and reasonably foreseeable future projects in the project vicinity would create new cumulative shadow in a manner that would substantially affect parks, outdoor recreation facilities, or other public areas. This cumulative shadow impact would be significant and unavoidable, and the proposed project would make a cumulatively considerable contribution to this significant cumulative shadow impact.

V. Alternatives Rejected and the Reasons for Rejecting Them as Infeasible

The Commission rejects the Alternatives set forth in the Final EIR and listed below because the Commission finds that there is substantial evidence, including evidence of economic, legal, social, technological, and other considerations described in this Section, in addition to those described in Section VI below, under CEQA Guidelines 15091(a)(3), that make infeasible such Alternatives. In making these determinations, the Commission is aware that CEQA defines “feasibility” to mean “capable of being accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, social, legal, and technological factors.” The Commission is also aware that under CEQA case law the concept of “feasibility” encompasses (i) the question of whether a particular alternative promotes the underlying goals and objectives of a project, and (ii) the question of whether an alternative is “desirable” from a policy standpoint to the extent that desirability is based on a reasonable balancing of the relevant economic, environmental, social, legal, and technological factors.

The Commission adopts the EIR's analysis and conclusions regarding alternatives eliminated from further consideration, both during the scoping process and in response to comments. The Commission certifies that it has independently reviewed and considered the information on the alternatives provided in the Final EIR and in the record. The Project Sponsor engaged Economic & Planning Systems, Inc. to prepare an economic analysis of the financial feasibility of the project alternatives described in the EIR. (Report on the Financial Feasibility of 706 Mission Street: The Mexican Museum and Residential Tower Project and Alternatives, dated May 2013 (the “EPS Report”). The Successor Agency retained an independent economic consultant Keyser Marston Associates, Inc., to peer review the EPS Report and Keyser Marston Associates prepared the “Peer Review of Financial Feasibility Report for 706 Mission Street” (“Peer Review”). The Peer Review, independently reviewed and evaluated by the Successor Agency, concurs with the results of the EPS Report. Planning Department staff and the Commission have independently reviewed and concur with the results of the EPS Report and the Peer Review. The Final EIR reflects the Commission's and the City's independent judgment as to the alternatives.

The Commission finds that the Project provides the best balance between satisfaction of the project objectives and mitigation of environmental impacts to the extent feasible, as described and analyzed in the EIR, and adopts a statement of overriding considerations as set forth in Section VI below.

While the Commission makes these findings regarding the environmental impacts and feasibility of each of the alternatives analyzed in the final EIR, if feasible mitigation measures substantially lessen or avoid the significant adverse environmental effects of a project, the project may be approved without an evaluation of the feasibility of project alternatives. *Laurel Hills Homeowners Association v. City Council of Los Angeles*, 83 Cal.App.3d 515, 521 (1978). With respect to the project, all significant impacts can be reduced to a less than significant level with feasible mitigations measures, except for the project's cumulatively considerable contribution to significant cumulative shadow impacts. Thus, although the Commission makes these findings regarding the environmental impacts of each of the alternatives, CEQA only requires that the Commission make findings regarding the alternatives that would substantially lessen or avoid the project's cumulatively considerable contribution to significant cumulative shadow impacts. Findings for the Separate Buildings Alternative and Increased Residential Density Alternative

are therefore not required by CEQA, although the Commission nevertheless makes findings for those alternatives below.

The FEIR analyzed five alternatives to the Project: No Project Alternative, Existing Zoning Alternative, Separate Buildings Alternative, Increased Residential Density Alternative, and Reduced Shadow Alternative. These alternatives and the reasons for rejecting them are described below.

1. **No Project Alternative**

Under the No Project Alternative, the site would remain in its existing condition. Assuming that the existing physical conditions at the project site would remain into the foreseeable future, none of the impacts associated with the proposed project would occur.

The No Project Alternative would not create net new shadow on Union Square, or any other public open spaces, privately owned publicly accessible open spaces, or public sidewalks, and therefore would not result in a cumulatively considerable contribution to the significant unavoidable cumulative shadow impact. Because existing conditions on the project site would not change under this alternative, there would be no impacts related to land use and land use planning, aesthetics, population and housing, cultural and paleontological resources, transportation and circulation, noise, air quality, greenhouse gas emissions, wind, recreation, utilities and service systems, public services, biological resources, geology and soils, hydrology and water quality, hazards and hazardous materials, mineral and energy resources or agricultural and forest resources. Under the proposed project, the impacts with respect to these environmental topics would be either less than significant or less than significant with mitigation, except for agricultural and forest resources. Both the No Project Alternative and the proposed project would have no impact on agricultural and forest resources.

The No Project Alternative would not be desirable or meet either the Successor Agency or the Project Sponsor's objectives, as more particularly described below. The No Project Alternative is rejected in favor of the project and is found infeasible for the following environmental, economic, legal, social, technological, and/or other reasons:

- The No Project Alternative would not meet any of the Successor Agency or the Project Sponsor's objectives.
- The No Project Alternative would not complete the redevelopment of the YBC Redevelopment Project Area envisioned under the former *Yerba Buena Center Redevelopment Plan*.
- The No Project Alternative would not stimulate and attract private investment and generate sales taxes and other General Fund revenues from new uses on the project site, thereby improving the City's overall economic health, employment opportunities, tax base, and community economic development opportunities.
- The No Project Alternative would not provide for the development of a museum facility and an endowment for The Mexican Museum on Successor Agency-owned property located

adjacent to Jessie Square, at the heart of San Francisco's cultural district location, in a manner that is consistent with General Plan Policy VI-1.9, to "create opportunities for private developers to include arts spaces in private developments city-wide."

- The No Project Alternative would not result in construction of a preeminent building with a superior level of design for this important site across from Yerba Buena Gardens and adjacent to Jessie Square in a manner that complements the landscaping and design of Jessie Square.
- The No Project Alternative would not provide housing in an urban infill location to help alleviate the effects of suburban sprawl.
- The No Project Alternative would not provide temporary and permanent employment and contracting opportunities for minorities, women, qualified economically disadvantaged individuals, and other residents both in the South of Market area and in the City generally, in a manner consistent with the City's current and future equal opportunity programs.
- The No Project Alternative would not maximize the quality of the pedestrian experience along Mission Street and Third Street, while maintaining accessibility to the project site for automobiles and loading.
- The No Project Alternative would not provide for rehabilitation of the historically important Aronson Building.
- The No Project Alternative would not secure funding for new and affordable below-market-rate units.
- The No Project Alternative would not secure additional funding for operations, management, and security of Yerba Buena Gardens.
- The No Project Alternative would not result in the construction of a residential building of superior quality and design that complements and is generally consistent with the downtown area, furthering the objectives of the General Plan's *Urban Design Element* and the former *Yerba Buena Center Redevelopment Plan*.
- The No Project Alternative would not redevelop the project site with a high-quality residential development that includes a ground-floor retail or restaurant use.
- The No Project Alternative would not provide housing in downtown San Francisco that is accessible to local and regional transit, as well as cultural amenities and attractions, such as performing art centers, and art museums and exhibitions.

The Commission finds each of these reasons provide sufficient independent grounds for rejecting the No Project Alternative.

2. Existing Zoning Alternative

The intent of the Existing Zoning Alternative is to provide an alternative that meets all applicable provisions of the Planning Code and existing zoning for the project site. In addition, this alternative would reduce the significant and unavoidable cumulative shadow impacts compared to the proposed project, but not to a less than significant level. Under this alternative, a new 13-story, approximately 196-foot-tall building with a 9.0 to 1 FAR would be constructed adjacent to and west of the Aronson Building. As with the proposed project, the Aronson Building would be restored and rehabilitated, and the new building would be connected to it. This alternative would provide an approximately 45,000-gsf cultural space for The Mexican Museum, compared to the approximately 52,285-gsf of cultural space provided for the museum under the proposed project. Vehicular access into and out of the existing subsurface Jessie Square Garage would not change from existing conditions. Unlike the proposed project, under this alternative, there would not be a driveway on Third Street to serve the residential units. The vehicular access variants analyzed for the proposed project would not apply to this alternative.

The Existing Zoning Alternative would reduce as compared to the proposed project the cumulatively considerable contribution to a significant and unavoidable cumulative shadow impact, but not to a less than cumulatively considerable level. While the reduced building height of the new tower under this alternative would not create net new shadow on Union Square, unlike the proposed project, shadow from the proposed tower could still reach some of the same public open spaces, privately owned publicly accessible open spaces, and public sidewalks that would be shadowed by the proposed project, and therefore may contribute to a cumulatively significant shadow impact. As with the proposed project (but generally to a lesser degree than with the proposed project), there would be less-than-significant impacts related to land use and land use planning, aesthetics, population and housing, transportation and circulation, greenhouse gas emissions, wind, recreation, utilities and service systems, public services, biological resources, geology and soils, hydrology and water quality, and mineral and energy resources. As with the proposed project (but generally to a lesser degree than with the proposed project), there would be less-than-significant impacts with mitigation related to cultural and paleontological resources, noise, air quality, and hazards and hazardous materials. Both the Existing Zoning Alternative and the proposed project would have no impact on agricultural and forest resources.

The Existing Zoning Alternative would meet some, but not all, of the Successor Agency and Project Sponsor's objectives. For example, it would attract private investment and generate sales taxes and other General Fund revenues from new uses on the project site, and would provide housing in an urban infill location, near transit and cultural amenities to help alleviate the effects of suburban sprawl, although not as much housing as under the proposed project. The Existing Zoning Alternative would provide temporary and permanent employment and contracting opportunities for minorities, women, qualified economically disadvantaged individuals, and other residents although the scope of these alternatives would be less than with the proposed project due to the reduced size of the Existing Zoning Alternative. The Existing Zoning Alternative would provide for rehabilitation of the historically important Aronson Building. The Existing Zoning Alternative would design and construct the project to a minimum of Leadership in Energy and Environmental Design (LEED) Silver standards (or such higher and additional requirements as adopted by the City and County of San Francisco), thereby reducing the project's carbon footprint and maximizing the energy efficiency of the building.

But, the Existing Zoning Alternative would reduce but not avoid the proposed project's cumulatively considerable contribution to a significant and unavoidable cumulative shadow impact, although the reduced height of the new tower under this alternative would not create net new shadow on Union Square. Furthermore, the Existing Zoning Alternative would not be desirable or meet many of the Successor Agency and Project Sponsor's objectives and/or would not advance those objectives to the extent that the proposed project would, as more particularly described below.

The EPS Report indicates that the Existing Zoning Alternative is not financially feasible because project costs plus developer targeted return would exceed project revenues under this alternative. The Existing Zoning Alternative is not financially feasible with or without the purchase of TDRs because under this Alternative, the height of the tower is reduced, which reduces the number of revenue generating units, and per square foot construction costs are highest under this alternative due to a decrease in construction cost efficiency. Additionally, the Jessie Square Garage would not be conveyed to the Project Sponsor under this alternative, which means the Alternative does not include defeasance of the outstanding Jessie Square Garage bonds or repayment of the Successor Agency's debt to the City. It also does not generate parking-related revenue.

The Existing Zoning Alternative is projected to generate approximately \$134 million in gross project revenues under the Office Flex Option and approximately \$149 million under the Residential Flex Option. With the purchase of TDRs, projected development costs, including developer return, are approximately \$268 million under the Office Flex Option and approximately \$292 million under the Residential Flex Option. The Project Residuals, above the minimum return on investment needed for project feasibility, are estimated at approximately negative \$133.4 million under the Office Flex Option and approximately negative \$142.6 million under the Residential Flex Option. With the purchase of TDRs, the Project Residuals for this Alternative are estimated at approximately negative \$134.2 million under the Office Flex Option and approximately negative \$143.4 million under the Residential Flex Option. The Peer Review concurs with this opinion.

Therefore, the Existing Zoning Alternative is rejected in favor of the project and is found infeasible for the following environmental, economic, legal, social, technological, and/or other reasons:

- The Existing Zoning Alternative would not avoid the proposed project's cumulatively considerable contribution to a significant and unavoidable cumulative shadow impact.
- The Existing Zoning Alternative would not transfer ownership of the Jessie Square Garage to a private entity and therefore does not include defeasance of the outstanding Jessie Square Garage bonds or repayment of the Successor Agency's debt to the City.
- The Existing Zoning Alternative would not create a development that meets the Successor Agency's and Project Sponsor's objective to be financially feasible with the ability to fund the Project's capital costs and ongoing operation and maintenance costs related to the redevelopment and long-term operation of the Mexican Museum parcel without reliance on public funds.

- Because the Existing Zoning Alternative would not create a development that is financially feasible, the Existing Zoning Alternative would not be constructed, and none of the benefits associated with the Project, such as the construction of The Mexican Museum core and shell at no cost to the Successor Agency or City, the endowment for The Mexican Museum, funding for new and affordable market rate units, rehabilitation of the historically important Aronson Building, defeasance of the outstanding Jessie Square Garage bonds and repayment of the Successor Agency's debt to the City, or additional funding for operations, management, and security of Yerba Buena Gardens, would exist under this Alternative. Thus the Existing Zoning Alternative is infeasible because it does not meet the Successor's Agency's objectives to: complete the redevelopment of the Yerba Buena Redevelopment Project Area; to stimulate and attract private development on the site; to provide for the development of a museum facility and an endowment for that facility; and others noted in the EIR on pages II.5 to II.6.
- Because the Existing Zoning Alternative substantially reduces the residential density and the number of housing units produced at this site, this Alternative is infeasible because it does not fully satisfy General Plan policies such as Housing Element Policies 1.1 and 1.4, among others noted in the Department's staff report accompany the Project Approvals on the Determination of Compliance with Section 309, among other approvals. The Project site is well-served by transit, services and shopping and is suited for dense residential development, where residents can commute and satisfy convenience needs without frequent use of a private automobile. The Project Site is located immediately adjacent to employment opportunities within the Downtown Core, and is in an area with abundant local and region-serving transit options, including the future Transit Center. For these reasons, a project with fewer residential units at this site is not compatible with the General Plan and is infeasible.
- The Existing Zoning Alternative is infeasible because it substantially reduces the residential density and the number of housing units produced at this site, and thus does not meet the Successor Agency's objectives to the extent that the Project does. Among other objectives, the Existing Zoning Alternative would not stimulate and attractive private investment, sales tax and other General Fund revenues to the extent that the Project would; would not provide temporary and permanent jobs to the extent that the Project would; and due to its reduced height, it may not provide a preeminent building of the same stature as the Project.

The Commission finds each of these reasons provide sufficient independent grounds for rejecting the Existing Zoning Alternative.

3. Separate Buildings Alternative

The purpose of the Separate Buildings Alternative is to minimize changes to the Aronson Building, while still meeting most of the Project Sponsor's objectives and the objectives of the Successor Agency. Under this alternative, a new 47-story, 520-foot-tall building (with 30 foot tall mechanical/elevator penthouse) would be constructed adjacent to and west of the Aronson Building. The Mexican Museum would occupy space on the first through fifth floors of the new building. Unlike the proposed project, the new building would not be connected to the Aronson Building. Unlike the proposed project, the Separate Buildings Alternative would not undertake the full scope of rehabilitation and restoration of the Aronson Building;

only repairs and improvements necessary to prevent further deterioration of the Aronson Building or to permit continued occupancy of the Aronson Building would be undertaken. However, the two non-historic annexes would still be demolished under this alternative. This alternative would include a down ramp along the north side of the Aronson Building from Third Street. The existing curb cut on Third Street would be used to provide vehicular ingress to the existing Jessie Square Garage by project residents for below-grade valet access and project-related delivery and service vehicles via a ramp. The vehicular access variants analyzed for the proposed project would not apply to this alternative.

The Separate Buildings Alternative would result in similar project-level and cumulative impacts as identified under the proposed project. Since the building design and configuration of the proposed tower would be the same as under the proposed project, this alternative would result in significant unavoidable cumulative shadow impact due to the creation of net new shadow on public open spaces, privately owned publicly accessible open spaces, and public sidewalks. As with the proposed project, there would be less-than-significant impacts related to land use and land use planning, aesthetics, population and housing, transportation and circulation, greenhouse gas emissions, wind, recreation, utilities and service systems, public services, biological resources, geology and soils, hydrology and water quality, and mineral and energy resources. As with the proposed project, there would be less-than-significant impacts with mitigation related to cultural and paleontological resources, noise, air quality, and hazards and hazardous materials. Both the Separate Buildings Alternative and the proposed project would have no impact on agricultural and forest resources.

The Separate Building Alternative would meet some but not all of the Successor Agency and Project Sponsor's objectives. It would complete the redevelopment of the YBC Redevelopment Project Area envisioned under the former *Yerba Buena Center Redevelopment Plan* and stimulate and attract private investment and generate sales taxes and other General Fund revenues from new uses on the project site. The Separate Buildings Alternative would provide for the development of a museum facility for The Mexican Museum. It would provide housing, near transit and cultural amenities, in an urban infill location to help alleviate the effects of suburban sprawl, although not as many housing units as under the proposed project. The Separate Buildings Alternative would provide temporary and permanent employment and contracting opportunities for minorities, women, qualified economically disadvantaged individuals, and other residents, although not as many opportunities as with the proposed project. The Separate Buildings Alternative would transfer ownership of the Jessie Square Garage to a private entity, while providing adequate parking for other cultural uses. The Separate Buildings Alternative would design and construct the project to a minimum of Leadership in Energy and Environmental Design (LEED) Silver standards (or such higher and additional requirements as adopted by the City and County of San Francisco), thereby reducing the project's carbon footprint.

The Separate Buildings Alternative would result in similar project-level and cumulative impacts as the proposed project, and would not avoid or substantially lessen the proposed project's cumulatively considerable contribution to a significant and unavoidable cumulative shadow impact. The Separate Buildings Alternative would not be desirable or meet some of the Successor Agency or the Project Sponsor's objectives, and/or would not advance those objectives to the extent that the proposed project would, as more particularly described below. Therefore, the Separate Buildings Alternative is rejected in favor of the project and is found infeasible for the following environmental, economic, legal, social, technological, and/or other reasons:

- The Separate Buildings Alternative would result in similar project-level and cumulative impacts as the proposed project, and, most significantly, would not avoid or substantially lessen the project's cumulatively considerable contribution to a significant cumulative shadow impact.
- The Separate Buildings Alternative would not undertake the full scope of rehabilitation and restoration of the historically important Aronson Building as would be the case under the proposed project. Instead, only repairs and improvements necessary to prevent further deterioration and/or to permit continued occupancy would be undertaken meaning that the objective of rehabilitating the building would not be met.

The Commission finds each of these reasons provide sufficient independent grounds for rejecting the Separate Buildings Alternative.

4. **Increased Residential Density Alternative**

The purpose of the Increased Residential Density Alternative is to consider a project that would provide more residential dwelling units within the same amount of floor area as would be provided by the proposed project. Under this alternative, a new 47-story, 520-foot-tall building (with 30 foot tall elevator/mechanical penthouse) would be constructed adjacent to and west of the Aronson Building. As with the proposed project, the Aronson Building would be restored and rehabilitated, and the new building would be connected to the Aronson Building. As with the proposed project, seven floors in the Aronson Building would be designated as flex space for the residential and office flex options. Under the residential flex option, the Aronson Building would include up to 325 residential units (110 more units than under the proposed project) and no office space. Under the office flex option, this building would include up to 283 residential units (92 more units than under the proposed project) and approximately 61,320 gsf of office space. As with the proposed project, the Increased Residential Density Alternative would use the existing curb cut on Third Street to provide vehicular ingress to the existing Jessie Square Garage. This access would be for use by project residents only. As with the proposed project, this alternative would include a residential drop-off area (vehicular access would be the same as under the proposed project). The vehicular access variants analyzed for the proposed project would also apply to this alternative.

The Increased Residential Density Alternative would result in similar project-level and cumulative impacts as identified under the proposed project, although some of the alternative's impacts, such as traffic and circulation and air quality during project operations, would be slightly greater because of the increased density. The Increased Residential Density Alternative would not avoid or reduce any significant environmental effects of the proposed project. Because the building design and configuration of the proposed tower would be the same as under the proposed project, this alternative would result in significant unavoidable cumulative shadow impact due to the creation of net new shadow on Union Square and other public open spaces, privately owned publicly accessible open spaces, and public sidewalks. As with the proposed project, there would be less-than-significant impacts related to land use and land use planning, aesthetics, population and housing, transportation and circulation, greenhouse gas emissions, wind, recreation, utilities and service systems, public services, biological resources, geology and soils, hydrology and water quality, and mineral and energy resources. As with the proposed project, there would be less-than-significant impacts with mitigation related to cultural and

paleontological resources, noise, air quality, and hazards and hazardous materials. Both the Increased Residential Density Alternative and the proposed project would have no impact on agricultural and forest resources.

The Increased Residential Density Alternative would meet some but not all of the Project Sponsor's objectives. For example, it would stimulate and attract private investment and generate sales taxes and other General Fund revenues from new uses on the project site. and result in the construction of a preeminent building at this important site across from Yerba Buena Gardens and adjacent to Jessie Square. The Increased Residential Density Alternative would provide housing, close to transit and cultural amenities, in an urban infill location to help alleviate the effects of suburban sprawl. It would provide temporary and permanent employment and contracting opportunities for minorities, women, qualified economically disadvantaged individuals, and other residents. and would transfer ownership of the Jessie Square Garage to a private entity, while providing adequate parking for other existing nonprofit organizations and the public in the Jessie Square Garage. The Increased Residential Density Alternative would provide for rehabilitation of the historically important Aronson Building and would design and construct the project to a minimum of Leadership in Energy and Environmental Design (LEED) Silver standards (or such higher and additional requirements as adopted by the City and County of San Francisco), thereby reducing the project's carbon footprint and maximizing the energy efficiency of the building.

But, the Increased Residential Density Alternative would result in similar project-level and cumulative impacts as identified under the proposed project, would slightly increase some impacts, and would not avoid or substantially lessen the proposed project's cumulatively considerable contribution to a significant and unavoidable cumulative shadow impact.

The Increased Residential Density Alternative would meet most of the Successor Agency and Project Sponsor's objectives but not all of the Successor Agency or Project Sponsor's Objectives. In addition, according to the EPS Report, the Increased Residential Density Alternative is not financially feasible because project costs plus developer targeted return would exceed project revenues under this alternative. The Increased Residential Density Alternative is not financially feasible because the direct per square foot construction costs are higher under the Increased Residential Density Alternative than under the Proposed Project. Though there are more units in the Increased Residential Density Alternative than there are in the Proposed Project, the overall square footage is the same. Because residential revenue is based on a per square foot price (rather than a per unit price), the residential revenue is similar to the Proposed Project.

The Increased Residential Density Alternative is projected to generate approximately \$566 million in gross project revenues under the Office Flex Option and approximately \$585 million under the Residential Flex Option. Projected development costs, including developer return, are approximately \$595 million under the Office Flex Option and approximately \$610 million under the Residential Flex Option. The Project Residuals, above the minimum return on investment needed for project feasibility, are estimated at approximately negative \$29.3 million under the Office Flex Option and approximately negative \$25.6 million under the Residential Flex Option. The Peer Review concurs with this opinion.

The Increased Residential Density Alternative is rejected in favor of the project and is found not to be feasible or desirable for the following environmental, economic, legal, social, technological, and/or other reasons:

- The Increased Residential Density Alternative would result in similar project-level and cumulative impacts as identified under the proposed project, would slightly increase some impacts, and would not avoid or reduce any significant environmental effects of the proposed project. Specifically, when compared to the proposed project, this alternative would result in incrementally increased impacts under Transportation and Circulation (additional trips on already impacted intersections; additional demand on transit service), Air Quality (additional project related operational emissions), Greenhouse Gas (additional project related emissions increasing the project's carbon footprint), Recreation (additional residents seeking recreation facilities), Public Services (additional residents seeking police or fire protection services), and Utilities and Service Systems (additional residents increasing water usage and generating additional wastewater).
- The Increased Residential Density Alternative would not meet the objective to create a development that is financially feasible and that can fund the Project's capital costs and ongoing operation and maintenance costs related to the redevelopment and long-term operation of the Mexican Museum parcel without reliance on public funds.
- Because the Increased Residential Density Alternative would not create a development that is financially feasible, the Increased Density Alternative would not be constructed, and none of the benefits associated with the Project, such as the construction of The Mexican Museum core and shell at no cost to the Successor Agency or City, the endowment for The Mexican Museum, funding for new and affordable market rate units, rehabilitation of the historically important Aronson Building, defeasance of the outstanding Jessie Square Garage bonds and repayment of the Successor Agency's debt to the City, or additional funding for operations, management, and security of Yerba Buena Gardens, would exist under this Alternative. Thus the Increased Residential Density Alternative is infeasible because it does not meet the Successor's Agency's objectives mentioned above including, but not limited to: complete the redevelopment of the Yerba Buena Redevelopment Project Area; to stimulate and attract private development on the site; to provide for the development of a museum facility and an endowment for that facility; and others noted in the EIR on pages II.5 to II.6.

The Commission finds each of these reasons provide sufficient independent grounds for rejecting the Increased Residential Density Alternative.

5. **Reduced Shadow Alternative**

The purpose of the Reduced Shadow Alternative is to reduce the shadow impacts that would be caused by development under the proposed project. Under this alternative, a new 27-story, approximately 351-foot-tall tower, including a mechanical penthouse, would be constructed adjacent to, west of and connected to the Aronson Building, with approximately 45,000 gsf of cultural space for The Mexican Museum as compared to approximately 52,285 square feet under the proposed project. As with the

proposed project, the Aronson Building would be restored and rehabilitated. This alternative's residential flex option would include up to 186 residential units (29 fewer residential units than planned under the proposed project's residential flex option) and no office space on the project site. This alternative's office flex option would include up to 162 residential units (29 fewer residential units than under the proposed project's office flex option) and approximately 52,560 gsf of office space. This alternative would also include approximately 4,800 gsf of retail/restaurant space. As under the proposed project, the Jessie Square Garage would be converted from a public garage to a private garage. Unlike the proposed project, the Reduced Shadow Alternative would not include a driveway from Third Street to serve the residential units. Vehicular access into and out of the existing subsurface Jessie Square Garage would not change from under existing conditions. The vehicular access variants analyzed for the proposed project would not apply to this alternative.

The Reduced Shadow Alternative, like the proposed project, would result in a cumulatively considerable contribution to a significant and unavoidable cumulative shadow impact. Although the reduced building height of the new tower under this alternative would substantially reduce shadow impacts and would not create net new shadow on Union Square, unlike the proposed project, shadow from the proposed tower could still reach some of the same public open spaces, privately owned publicly accessible open spaces, and public sidewalks that would be shadowed by the proposed project. Therefore, this alternative may contribute to a cumulatively significant shadow impact. As with the proposed project (but generally to a lesser degree than with the proposed project), there would be less-than-significant impacts related to land use and land use planning, aesthetics, population and housing, transportation and circulation, greenhouse gas emissions, wind, recreation, utilities and service systems, public services, biological resources, geology and soils, hydrology and water quality, and mineral and energy resources. As with the proposed project (but generally to a lesser degree than with the proposed project), there would be less-than-significant impacts with mitigation related to cultural and paleontological resources, noise, air quality, and hazards and hazardous materials. Both the Reduced Shadow Alternative and the proposed project would have no impact on agricultural and forest resources.

The Reduced Shadow Alternative would meet some, but not all of the Successor Agency and Project Sponsor's objectives. It would complete redevelopment of the YBC Redevelopment Project Area envisioned under the Yerba Buena Center Redevelopment Plan and attract private investment and generate sales taxes and other General Fund revenues from new uses on the project site, although to a lesser extent than with the proposed project. The Reduced Shadow Alternative would provide housing, close to transit and cultural amenities, in an urban infill location to help alleviate the effects of suburban sprawl, although fewer housing units than with the proposed project. The Reduced Shadow Alternative would provide temporary and permanent employment and contracting opportunities for minorities, women, qualified economically disadvantaged individuals, and other residents, although to a lesser extent than with the proposed project. The Reduced Shadow Alternative would transfer ownership of the Jessie Square Garage to a private entity, while providing adequate parking in the Jessie Square Garage for adjacent nonprofit organizations and the public. The Reduced Shadow Alternative would provide for rehabilitation of the historically important Aronson Building and would design and construct the project to a minimum of Leadership in Energy and Environmental Design (LEED) Silver standards (or such higher and additional requirements as adopted by the City and County of San Francisco), thereby reducing the project's carbon footprint and maximizing the energy efficiency of the building.

The Reduced Shadow Alternative, like the proposed project, would result in a cumulatively considerable contribution to a significant and unavoidable cumulative shadow impact, although the reduced building height of the new tower under this alternative would reduce shadow impacts and would not create net new shadow on Union Square. The Reduced Shadow Alternative would not be desirable or meet many of the Successor Agency or Project Sponsor's objectives, and/or would not advance those objectives to the extent that the proposed project would, as more particularly described below.

In addition, according to the EPS Report, the Reduced Shadow Alternative is not financially feasible because project costs plus developer targeted return would exceed project revenues under this alternative. The Reduced Shadow Alternative is not financially feasible with or without the purchase of TDRs. In this Alternative, the height of the tower is reduced from 520 feet in the Proposed Project to 351 feet, which reduces the number of residential units to 162 under the Office Flex Option and 186 under the Residential Flex Option and reduces potential revenue from residential sales. There are fewer units to generate revenue, and the number of upper floors of the Project, which command substantial price premiums due to views, are not available under the Reduced Shadow Alternative. At the same time, per square foot development costs are higher under the Reduced Shadow Alternative relative to the Proposed Project due to a decrease in construction cost efficiency. Within certain construction type thresholds, the taller the structure, the lower the cost per square foot due to cost-spreading efficiencies. The combination of these factors results in an alternative that is not financially feasible.

The Reduced Shadow Alternative is projected to generate approximately \$297 million in gross project revenues under the Office Flex Option and approximately \$313 million under the Residential Flex Option. With the purchase of TDRs, projected development costs, including developer return, are approximately \$434 million under the Office Flex Option and approximately \$452 million under the Residential Flex Option. The Project Residuals, above the minimum return on investment needed for project feasibility, are estimated at approximately negative \$134.5 million under the Office Flex Option and approximately \$137.6 million under the Residential Flex Option. With the purchase of TDRs, the Project Residuals for this Alternative are estimated at approximately negative \$136.4 million under the Office Flex Option and approximately \$139.5 million under the Residential Flex Option. The Peer Review concurs with this opinion.

The Reduced Shadow Alternative is rejected in favor of the project and is found infeasible for the following environmental, economic, legal, social, technological, and/or other reasons:

- While the Reduced Shadow Alternative would include a reduced height tower of 27-stories as compared to the proposed project's 47-story tower and would create a no net new shadow on Union Square, its shadow could still reach some of the same public open spaces, privately owned publicly accessible open spaces, and public sidewalks that would be shadowed by the proposed project.
- The Reduced Shadow Alternative would not result in a development that is financially feasible and thus does not meet the Successor Agency's and Project Sponsor's objective to create a financially feasible project that can fund the project's capital costs and ongoing operation and

maintenance costs related to the redevelopment and long-term operation of the Mexican Museum parcel without reliance on public funds.

- Because the Reduced Shadow Alternative would not create a development that is financially feasible, the Reduced Shadow Alternative would not be constructed, and none of the benefits associated with the Project, such as the construction of The Mexican Museum core and shell at no cost to the Successor Agency or City, the endowment for The Mexican Museum, funding for new and affordable market rate units, rehabilitation of the historically important Aronson Building, defeasance of the outstanding Jessie Square Garage bonds and repayment of the Successor Agency's debt to the City, or additional funding for operations, management, and security of Yerba Buena Gardens, would exist under this Alternative. Thus the Reduced Shadow Alternative is infeasible because it does not meet the Successor's Agency's objectives to: complete the redevelopment of the Yerba Buena Redevelopment Project Area; to stimulate and attract private development on the site; to provide for the development of a museum facility and an endowment for that facility; and others noted in the EIR on pages II.5 to II.6.
- Because the Reduced Shadow Alternative substantially reduces the residential density and the number of housing units produced at this site, this Alternative is infeasible because it does not fully satisfy General Plan policies such as Housing Element Policies 1.1 and 1.4, among others noted in the Department's staff report accompany the Project Approvals on the Determination of Compliance with Section 309, among other approvals. The Project site is well-served by transit, services and shopping and is suited for dense residential development, where residents can commute and satisfy convenience needs without frequent use of a private automobile. The Project Site is located immediately adjacent to employment opportunities within the Downtown Core, and is in an area with abundant local and region-serving transit options, including the future Transit Center. For these reasons, a project with fewer residential units at this site is not compatible with the General Plan and is infeasible.
- The Reduced Shadow Alternative is infeasible because it substantially reduces the residential density and the number of housing units produced at this site, and thus does not meet the Successor Agency's objectives to the extent that the Project does. Among other objectives, the Existing Zoning Alternative would not stimulate and attractive private investment, sales tax and other General Fund revenues to the extent that the Project would; would not provide temporary and permanent jobs to the extent that the Project would; and due to its reduced height, it may not provide a preeminent building of the same stature as the Project. t

The Commission finds each of these reasons provide sufficient independent grounds for rejecting the Reduced Shadow Alternative.

Alternatives Rejected and Reasons for Rejection

The EIR identifies alternatives that were considered by the Planning Department as lead agency, or the Successor Agency, but were rejected as infeasible during the design development and scoping process, and explains the reasons underlying this determination. Among the factors that were considered include the failure to meet most of the basic objectives of the proposed project and inability to avoid significant

environmental impacts. These considered and rejected alternatives are the Off-Site Alternative, a Freestanding Alternative, an Office Use Alternative, and Elliptical Tower Plan Alternative.

1. Off-Site Alternative. An Off-Site Alternative that would consist of a project design and programming similar to the proposed project, but in a different, though comparable infill location within the City and County of San Francisco was considered but rejected. An Off-Site Alternative would not meet many of the project objectives, particularly the objective of completing the redevelopment of the Yerba Buena Center Redevelopment Project Area and providing for the development of a museum facility and endowment for The Mexican Museum on the Successor Agency-owned property adjacent to Jessie Square. An Off-Site Alternative was also rejected since it would not include rehabilitation of the Aronson Building. The Commission finds each of these reasons provide sufficient independent grounds for rejecting the Off-Site Alternative.
2. Freestanding Alternative. A Freestanding Alternative that would result in a development on the Mexican Museum parcel of a freestanding museum with no development, including rehabilitation of the Aronson Building, on the 706 Mission Street parcel, was considered and rejected. Construction of a freestanding museum for The Mexican Museum by the prior San Francisco Redevelopment Agency (“SFRA”) was considered not financeable because the SFRA did not, and the Successor Agency does not, have sufficient funds to cover the costs of constructing a freestanding museum on that parcel. Also, this alternative would not meet any of the project objectives. Lastly, a Freestanding Alternative was rejected because it would not result in any reduced impacts that are not already being evaluated in other alternatives, such as the Existing Zoning Alternative. The Commission finds each of these reasons provide sufficient independent grounds for rejecting the Freestanding Alternative.
3. Office Use Alternative. An Office Use Alternative that would include only office use in both the proposed tower and Aronson Building was considered and rejected. This alternative was rejected because the proposed project already has an office flex option that includes fewer proposed residential units and office-only use in the existing Aronson Building, and because an Office Use Alternative would generate more peak hour trips than would the proposed project. Further, an Office Use Alternative would not result in any reduced impacts, due to increased trip generation related to a project containing more office space. In addition, the Office Use Alternative was rejected because it would not meet the Successor Agency’s project objective of providing housing in an urban infill location. The Commission finds each of these reasons provide sufficient independent grounds for rejecting the Office Use Alternative.
4. Elliptical Tower Plan. The Environmental Evaluation Application, as originally submitted to the Planning Department in 2008, called for partial demolition of the Aronson Building and construction of a 42-story, approximately 630-foot-tall tower to the west of, adjacent to, and partially within, the Aronson Building at its northwest corner. This scheme was disfavored by Planning Department staff both because of its impacts on the physical integrity of the historic Aronson Building, as well as due to staff concerns regarding aesthetics related to its elliptical tower plan design. The Commission finds each of these reasons provide sufficient independent grounds for rejecting the Elliptical Tower Plan.

Additional Alternatives Proposed by the Public

Various comments have proposed additional alternatives to the project. To the extent that these comments addressed the adequacy of the EIR analysis, they were described and analyzed in the RTC. As presented in the record, the Final EIR reviewed a reasonable range of alternatives, and CEQA does not require the City or the project sponsor to consider every proposed alternative so long as the CEQA requirements for alternatives analysis have been satisfied. For the foregoing reasons, as well as economic, legal, social, technological and/or other considerations set forth herein, and elsewhere in the record, these alternatives are rejected.

VI. Statement of Overriding Considerations

Pursuant to CEQA section 21081 and CEQA Guideline 15093, the Commission hereby finds, after consideration of the Final EIR and the evidence in the record, that each of the specific overriding economic, legal, social, technological and other benefits of the Project as set forth below independently and collectively outweighs the significant and unavoidable impacts of the project and is an overriding consideration warranting approval of the Project. Any one of the reasons for approval cited below is sufficient to justify approval of the Project. Thus, even if a court were to conclude that not every reason is supported by substantial evidence, the Commission will stand by its determination that each individual reason is sufficient. The substantial evidence supporting the various benefits can be found in the Final EIR and in the documents found in the administrative record.

On the basis of the above findings and the substantial evidence in the whole record of this proceeding, the Commission specifically finds that there are significant benefits of the Project in spite of the unavoidable significant impacts, and therefore makes this Statement of Overriding Considerations. The Commission further finds that, as part of the process of obtaining Project approval, all significant effects on the environment from implementation of the Project have been eliminated or substantially lessened where feasible. All mitigation measures proposed in the Final EIR for the proposed Project are adopted as part of this approval action. Furthermore, the Commission has determined that any remaining significant effects on the environment found to be unavoidable are acceptable due to the following specific overriding economic, technological, legal, social and other considerations. In addition, the Commission finds that the rejected Project Alternatives are also rejected for the following specific economic, social, or other considerations, in addition to the specific reasons discussed in Section V, above.

- The Project will provide a new permanent home for The Mexican Museum, a longtime cultural attraction of the City. The permanent home of The Mexican Museum will contribute to the City's reputation as home to first class cultural amenities and attractions.
- The Project will provide a \$5 million operating endowment for The Mexican Museum to support its ongoing operations.
- The Project will rehabilitate the historic Aronson Building, which is rated "A" (highest importance) by the Foundation for San Francisco's Architectural Heritage and is eligible for listing on the National Register of Historic Places and the California Register of Historical

Resources, and which was recently designated as a Category I Significant Building in the expanded New Montgomery-Mission-Second Street Conservation District, and which is in need of repair.

- The Project will create up to 215 new housing units, which will increase the City's and region's housing supply. These new housing units will be in close proximity to transit, employment opportunities, and neighborhood serving retail uses.
- The Project will pay an affordable housing in-lieu fee in an amount equivalent to a 28% housing production requirement, which is substantially in excess of the 20% requirement under the City's Planning Code. The Project's affordable housing in-lieu fee will be used to construct much needed affordable housing in the City.
- The Project will provide additional private funding for operations, management, and security of Yerba Buena Gardens; funding which would not be available without the project.
- The Project will construct a high quality, world-class, mixed-use development, designed by an internationally recognized architecture firm in accordance with sound urban design principles. The Project will create a new mixed-use residential development on an urban infill site in close proximity to transit, the Downtown and SOMA employment centers, the Yerba Buena cultural district, and retail uses.
- The Project's residential tower will be built to at least Leadership in Energy and Environmental Design (LEED) Silver construction standards consistent with the requirements of the Building Code for the City and County of San Francisco (or such higher and additional requirements as adopted by the City and County of San Francisco). The LEED Silver standard will help reduce the City's overall contribution to greenhouse gas emissions and global warming as well as reducing the project's carbon footprint by providing for a highly energy efficient building.
- In redeveloping the project site with a high quality residential development that includes a cultural component and a ground floor retail or restaurant use, the project will further the objectives of the General Plan's Urban Design Element and complete the development of the former Yerba Buena Center Redevelopment Plan.

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MITIGATION MEASURES FOR THE 706 MISSION STREET – THE MEXICAN MUSEM AND RESIDENTIAL TOWER PROJECT				
<i>Cultural Resources (Archeological Resources) Mitigation Measures</i>				
<p>Mitigation Measure M-CP-1a: Archeological Testing, Monitoring, Data Recovery and Reporting</p> <p>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 an archeological consultant from the pool of qualified archeological consultants maintained by the Planning Department archeologist. 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 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 Sect. 15064.5 (a) and (c).</p> <p><u>Consultation with Descendant Communities</u></p> <p>On discovery of an archeological site associated with descendant Native Americans or the Overseas Chinese an appropriate representative of the descendant group and the ERO shall be contacted. The representative of the descendant group shall be given the opportunity to monitor archeological field investigations of the site and to consult with ERO regarding appropriate archeological treatment of the site, of recovered data from the site, and, if applicable, any interpretative treatment of the associated archeological site. A copy of the Final Archaeological Resources Report shall be provided to the representative of the descendant group.</p>	<p>Project sponsor to retain qualified professional archeologist from the pool of archeological consultants maintained by the Planning Department.</p> <p>Project sponsor/archeological consultant</p>	<p>Prior to commencement of soil-disturbing activities, submittal of all plans and reports for approval by the ERO.</p> <p>For the duration of soil-disturbing activities</p>	<p>The archeological consultant shall undertake an archeological testing program as specified herein. (See below regarding archeological consultant's reports)</p> <p>Project Sponsor/archeological consultant shall contact the ERO and descendant group representative upon discovery of an archeological site associated with descendant Native Americans or the Overseas Chinese. The representative of the descendant group shall be given the opportunity to monitor archeological</p>	<p>Considered complete when Project Sponsor retains a qualified professional archeological consultant.</p> <p>Considered complete upon submittal of Final Archaeological Resources Report.</p>

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<p><u>Archeological Testing Program</u></p> <p>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 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</p>	<p>Project sponsor/Archeological consultant at the direction of the ERO.</p> <p>Project sponsor/Archeological consultant in consultation with the</p>	<p>Prior to any excavation, site preparation or construction and prior to testing, an Archeological Testing Plan (ATP) is to be submitted to and approved by the ERO.</p> <p>At the completion of the archeological testing program</p>	<p>field investigations on the site and consult with the ERO regarding appropriate archaeological treatment of the site, of recovered data from the site, and, if applicable, any interpretative treatment of the associated archaeological site.</p> <p>Archeological Consultant shall prepare a Final Archaeological Resources Report in consultation with the ERO. (per below). A copy of this report shall be provided to the ERO and the representative of the descendant group.</p> <p>Archeological consultant to undertake archaeological testing program (ATP) in consultation with ERO.</p> <p>Archeological consultant to submit results of testing, and if significant archaeological resources</p>	<p>Considered complete with approval of ATP by ERO and on finding by ERO that ATP is implemented.</p> <p>Considered complete on submittal to ERO of report on ATP</p>

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<p>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><u>Archeological Monitoring Program</u></p> <p>If the ERO in consultation with the archeological consultant determines that an archeological monitoring program (AMP) shall be implemented the archeological monitoring program shall minimally include the following provisions:</p> <ul style="list-style-type: none"> 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, 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; The archeological consultant shall advise all project contractors to be on the 	<p>ERO.</p> <p>Project sponsor, and project archaeological consultant, in consultation with the ERO.</p>	<p>The archaeological consultant, project sponsor, and ERO shall meet prior to commencement of soils-disturbing activities. If ERO determines that archaeological monitoring is necessary, monitor throughout all soils-disturbing</p>	<p>may be present, in consultation with ERO, determine whether additional measures are warranted. If significant archaeological resources are present and may be adversely affected, project sponsor, at its discretion, may elect to redesign the project, or implement data recovery program, unless ERO determines the archeological resource is of greater interpretive than research significance and that interpretive use is feasible.</p> <p>If required, Archaeological Consultant to prepare Archaeological Monitoring Program (AMP) in consultation with the ERO.</p> <p>Project sponsor, project archaeological consultant, archaeological monitor, and project sponsor’s contractors shall implement</p>	<p>findings.</p> <p>Considered complete on approval of AMP by ERO; submittal of report regarding findings of AMP; and finding by ERO that AMP is implemented.</p>

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<p>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;</p> <ul style="list-style-type: none"> • 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; • The archeological monitor shall record and be authorized to collect soil samples and artifactual/ecofactual material as warranted for analysis; • 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. <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><u>Archeological Data Recovery Program</u></p> <p>If the ERO, in consultation with the archaeological consultant, determines that archaeological data recovery programs shall be implemented, 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</p>	<p>Project sponsor and project archaeological consultant, in consultation with ERO.</p>	<p>activities.</p> <p>If there is a determination by the ERO that an Archeological Data Recovery Program (ADRP) is required.</p>	<p>the AMP, if required by the ERO.</p> <p>If required, Archaeological consultant to prepare an Archeological Data Recovery Plan (ADRP) in consultation with the ERO.</p>	<p>Considered complete on submittal of ADRP to ERO.</p>

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<p>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"> • <i>Field Methods and Procedures.</i> Descriptions of proposed field strategies, procedures, and operations. • <i>Cataloguing and Laboratory Analysis.</i> Description of selected cataloguing system and artifact analysis procedures. • <i>Discard and Deaccession Policy.</i> Description of and rationale for field and post-field discard and deaccession policies. • <i>Interpretive Program.</i> Consideration of an on-site/off-site public interpretive program during the course of the archeological data recovery program. • <i>Security Measures.</i> Recommended security measures to protect the archeological resource from vandalism, looting, and non-intentionally damaging activities. • <i>Final Report.</i> Description of proposed report format and distribution of results. • <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. <p><u>Human Remains and Associated or Unassociated Funerary Objects</u></p> <p>The treatment of human remains and of associated or unassociated funerary objects</p>	<p>Project sponsor and</p>	<p>In the event human</p>	<p>Archaeological consultant/</p>	<p>Considered complete on</p>

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<p>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.</p>	<p>project archaeological consultant, in consultation with the San Francisco Coroner, NAHC and MLD.</p>	<p>remains and/or funerary objects are encountered.</p>	<p>Archaeological monitor/project sponsor or contractor to contact San Francisco County Coroner. Implement regulatory requirements, if applicable, regarding discovery of Native American human remains and associated/unassociated funerary objects. Contact Archaeological consultant and Environmental Review Officer (ERO).</p>	<p>notification of the San Francisco County Coroner and NAHC, if necessary.</p>
<p><u>Final Archeological Resources Report</u></p> <p>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.</p> <p>Once approved by the ERO, copies of the FARR shall be distributed as follows: California Archaeological Site Survey Northwest Information Center (NWIC) shall receive one (1) copy and the ERO shall receive a copy of the transmittal of the FARR to the NWIC. The Environmental Planning division of the Planning Department shall</p>	<p>Project sponsor and project archaeological consultant, in consultation with ERO</p> <p>Archeological Consultant at the direction of the ERO</p>	<p>If applicable, after completion of archeological data recovery, inventorying, analysis and interpretation.</p> <p>If applicable, upon approval of Final Archeological</p>	<p>If applicable, Archaeological consultant to submit a Draft Final Archeological Resources Report (FARR) to ERO.</p> <p>Archeological Consultant to distribute FARR.</p>	<p>Considered complete on submittal of FARR and approval by ERO.</p> <p>Considered complete when Archeological</p>

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<p>receive one bound, one unbound and one unlocked, searchable PDF copy on CD of the FARR along with copies of any formal site recordation forms (CA DPR 523 series) and/or documentation for nomination to the National Register of Historic Places/California Register of Historical Resources. In instances of high public interest in or the high interpretive value of the resource, the ERO may require a different final report content, format, and distribution than that presented above.</p>		<p>Resources Report by ERO.</p>		<p>Consultant to provide written certification to ERO that required FARR distribution has been completed.</p>
<p>Mitigation Measure M-CP-1b: Interpretation</p> <p>Based on a reasonable presumption that archaeological resources may be present within the project site, and to the extent that that the potential significance of some such resources is premised on CRHR Criteria 1 (Events), 2 (Persons), and/or 3 (Design/Construction), the following measure shall be undertaken to avoid any potentially significant adverse effect from the proposed project on buried or submerged historical resources.</p> <p>The project sponsor shall implement an approved program for interpretation of</p>	<p>Project sponsor and archaeological consultant, in consultation with ERO.</p>	<p>Prior to issuance of final certificate of occupancy</p>	<p>Archaeological consultant shall develop a feasible, resource-specific program for post-recovery interpretation of resources. All plans and recommendations for interpretation by the</p>	<p>Considered complete upon installation of approved interpretation program.</p>

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<p>resources. The project sponsor shall retain the services of a qualified archaeological consultant having expertise in California urban historical and marine archaeology. The archaeological consultant shall develop a feasible, resource-specific program for post-recovery interpretation of resources. The particular program for interpretation of artifacts that are encountered within the project site will depend upon the results of the data recovery program and will be the subject of continued discussion between the ERO, consulting archaeologist, and the project sponsor. Such a program may include, but is not limited to, any of the following (as outlined in the ARDTP): surface commemoration of the original location of resources; display of resources and associated artifacts (which may offer an underground view to the public); display of interpretive materials such as graphics, photographs, video, models, and public art; and academic and popular publication of the results of the data recovery.</p> <p>The archaeological consultant’s work shall be conducted at the direction of the ERO, and in consultation with the project sponsor. All plans and recommendations for interpretation by the consultant shall be submitted first and directly to the ERO for review and comment, and shall be considered draft reports subject to revision until final approval by the ERO.</p>			<p>Archaeological consultant shall be submitted first and directly to the ERO for review and comment, and shall be considered draft reports subject to revision until deemed final by ERO. ERO to approve final interpretation program. Project sponsor to implement an approved for interpretation program .</p>	
<p>Mitigation Measure M-CP-3: Paleontological Resources Monitoring and Mitigation Program</p> <p>The project sponsor shall retain the services of a qualified paleontological consultant having expertise in California paleontology to design and implement a Paleontological Resources Monitoring and Mitigation Program. The PRMMP shall include a description of when and where construction monitoring would be required; emergency discovery procedures; sampling and data recovery procedures; procedure for the preparation, identification, analysis, and curation of fossil specimens and data recovered; preconstruction coordination procedures; and procedures for reporting the results of the monitoring program.</p> <p>The PRMMP shall be consistent with the Society for Vertebrate Paleontology Standard Guidelines for the mitigation of construction-related adverse impacts to paleontological resources and the requirements of the designated repository for any fossils collected. During construction, earth-moving activities shall be monitored by a qualified paleontological consultant having expertise in California paleontology in the areas where these activities have the potential to disturb previously undisturbed native sediment or sedimentary rocks. Monitoring need not be conducted in areas where the ground has been previously disturbed, in areas of artificial fill, in areas underlain by</p>	<p>Project sponsor to retain appropriately qualified consultant to prepare PRMMP, carry out monitoring, and reporting, if srequired.</p>	<p>Prior to and during construction</p>	<p>ERO to approve final PRMMP</p>	<p>Considered complete on approval of final PRMMP.</p>

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<p>nonsedimentary rocks, or in areas where exposed sediment would be buried, but otherwise undisturbed.</p> <p>The consultant’s work shall be conducted in accordance with this measure and at the direction of the City’s ERO. Plans and reports prepared by the consultant shall be submitted first and directly to the ERO for review and comment, and shall be considered draft reports subject to revision until final approval by the ERO. Paleontological monitoring and/or data recovery programs required by this measure could suspend construction of the proposed project for as short a duration as reasonably possible and in no event for more than 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 potential effects on a significant paleontological resource as previously defined to a less-than-significant level.</p>	<p>The project paleontological consultant to consult with the ERO as indicated.</p>	<p>Prior to and during construction, if required.</p>	<p>Consultant shall provide brief monthly reports to ERO during monitoring or as identified in the PRMMP, and notify the ERO immediately if work should stop for data recovery during monitoring</p> <p>The ERO to review and approve the final documentation as established in the PRMMP</p>	<p>Considered complete on approval of final documentation by ERO.</p>
<p>Mitigation Measure M-CP-4: Accidental Discovery</p> <p>The following mitigation measure is required to avoid any potential adverse effect from the proposed project on accidentally discovered buried or submerged historical resources as defined in <i>CEQA Guidelines</i> Section 15064.5(a)(c). The project sponsor shall distribute the Planning Department archeological resource “ALERT” sheet to the project prime contractor; to any project subcontractor (including demolition, excavation, grading, foundation, pile driving, etc. firms); or utilities firm involved in soils disturbing activities within the project site. Prior to any soils disturbing activities being undertaken each contractor is responsible for ensuring that the “ALERT” sheet is circulated to all field personnel including, machine operators, field crew, pile drivers, supervisory personnel, etc. The project sponsor shall provide the Environmental Review Officer (ERO) with a signed affidavit from the responsible parties (prime contractor, subcontractor(s), and utilities firm) to the ERO confirming that all field personnel have received copies of the Alert Sheet.</p> <p>Should any indication of an archeological resource be encountered during any soils disturbing activity of the project, the project Head Foreman and/or project sponsor shall immediately notify the ERO and shall immediately suspend any soils disturbing activities in the vicinity of the discovery until the ERO has determined what additional measures should be undertaken.</p>	<p>Project sponsor to prepare “ALERT” sheet and provide signed affidavit from project contractor, subcontractor(s) and utilities firm(s) stating that all field personnel have received copies of the “ALERT” sheet</p> <p>Project sponsor and project contractor’s Head Foreman</p>	<p>Prior to any soil-disturbing activities</p> <p>During soil-disturbing activities</p>	<p>Project sponsor to provide signed affidavit from project contractor, subcontractor(s) and utilities firm(s) to the ERO stating that all field personnel have received copies of the “ALERT” sheet.</p> <p>Upon potential resource discovery, the project Head Foreman and/or project sponsor shall immediately notify the ERO and shall immediately suspend any soils disturbing activities in</p>	<p>Considered complete upon submission of affidavit regarding distribution of Alert sheet</p> <p>Upon resource discovery, suspension of work and contact of ERO.</p>

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forms (CA DPR 523 series) and/or documentation for nomination to the National Register of Historic Places/California Register of Historical Resources. In instances of high public interest or interpretive value, the ERO may require a different final report content, format, and distribution than that presented above.				
Noise Mitigation Measures				
<p>Mitigation Measure M-NO-1a: Reduce Noise Levels During Construction The following practices shall be incorporated into the construction contract agreement documents to be implemented by the construction contractor:</p> <ul style="list-style-type: none"> • Provide best available noise control techniques for equipment and trucks, such as providing acoustic enclosures and mufflers for stationary equipment, shroud or shield impact tools, and installing barriers around particularly noisy activities at the construction sites so that the line of sight between the construction activities and nearby sensitive receptor locations is blocked to the maximum feasible extent. The placement of barriers or acoustic blankets shall be reviewed and approved by the Director of Public Works prior to issuance of permits for construction activities. • Use construction equipment with lower noise emission ratings whenever possible, particularly for air compressors. • Provide sound-control devices on equipment no less effective than those provided by the manufacturer. • Locate stationary equipment, material stockpiles, and vehicle staging areas as far as practicable from sensitive receptor locations. • Prohibit unnecessary idling of internal combustion engines. • Require applicable construction-related vehicles and equipment to use designated truck routes to access the project sites. • Prior to the issuance of the building permit, along with the submission of construction documents, the project sponsor shall designate a Noise Disturbance Coordinator (on-site construction complaint and enforcement manager) and submit to the Planning Department and Department of Building Inspection (DBI) a protocol to respond to and track complaints pertaining to construction noise. This 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 conspicuously posted on-site describing noise complaint procedures and a complaint hotline 	Project sponsor and project construction contractor(s)	Prior to receiving building permit, incorporate practices identified in M-NO-1a into the construction contract agreement documents. Throughout construction duration, at least 14 days prior to any extreme noise-generating activities, the project sponsor shall notify building owner and occupants within 300 feet of the project construction area of the expected dates, hours, and duration of such activities.	Project sponsor to submit to Planning Department and DBI documentation designating a Noise Disturbance Coordinator and protocol for complaints pertaining to noise. Project sponsor to provide copies of contract documents to Planning Department that show construction contractor agreement with specified practices.	Considered complete upon submittal of contract documents incorporating identified practices.

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<p>number that shall be answered at all times during construction; (3) identification of the Noise Disturbance Coordinator for the project (name, phone number, email address); and (4) notification of property owners and occupants within 300 feet of the project construction area at least 14 days in advance of extreme noise generating activities (activities expected to generate levels of 90 dBA or greater) about the estimated duration of the activity.</p> <ul style="list-style-type: none"> • Obtain a work permit from the Director of Public Works or the Director of Building Inspection for any nighttime work, pursuant to San Francisco Noise Ordinance Section 2908. • Obtain noise variances (as necessary) consistent with San Francisco Police Code Section 2910. 				
<p>Mitigation Measure M-NO-1b: Noise-Reducing Techniques and Muffling Devices for Pile Installation</p> <p>If piles are determined to be necessary, the project sponsor shall require its construction contractor to use noise-reducing pile installation techniques including: avoiding impact pile driving where possible, pre-drilling pile holes (if feasible, based on soils; see Mitigation Measure M-NO-2b, pp. IV.F.26-IV.F.27) to the maximum feasible depth, installing intake and exhaust mufflers on pile installation equipment, vibrating piles into place when feasible, and installing shrouds around the pile driving hammer where feasible. Should impact pile-driving be necessary for the proposed project, the project sponsor would require that the construction contractor limit pile driving activity to result in the least disturbance to neighboring uses, and establish pile-driving hours, in consultation with the Director of Public Works, to disturb the fewest people. At least 48 hours prior to pile driving activities, the project sponsor shall notify building owners and occupants within 500 feet of the project site of the dates, hours, and expected duration of pile driving.</p>	Project sponsor and project construction contractor(s)	At least 48 hours prior to construction activities that require pile driving, the project sponsor shall notify building owners and occupants within 500 feet of the project site of the dates, hours, and expected duration of such activities.	Project sponsor to provide evidence of pile driving schedule established in consultation with DPW and copies of notices to building owners and occupants to Planning Department. If piles are necessary, the project sponsor shall require its construction contractor to use noise-reducing pile installation techniques including: avoiding impact pile driving where possible, pre-drilling pile holes (if feasible, based on soils; see Mitigation Measure M-NO-2b.	Considered complete upon submittal of schedule and copies of notices to the Planning Department and documentation of noise-reducing pile installation techniques utilized.
<p>Mitigation Measure M-NO-2a: Minimize Vibration Levels During Construction</p> <p>The following practices shall be incorporated into the construction contract agreement documents to be implemented by the construction contractor:</p>	Project sponsor and project construction contractor(s)	During project construction	Project sponsor to incorporate into the construction contract	Considered complete upon submittal of

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<ul style="list-style-type: none"> • Make the Noise Disturbance Coordinator (see Mitigation Measure M-NO-1a) available to respond to vibration complaints from nearby vibration-sensitive uses, and submit to the Planning Department and Department of Building Inspection (DBI) a protocol to respond to and track complaints pertaining to vibration. Recurring disturbances shall be evaluated by a qualified acoustical consultant to ensure compliance with applicable standards; • Avoid impact pile driving where possible. Utilize drilled piles or the use of a sonic pile driver where the geological conditions permit their use (see Mitigation Measure M-NO-2b); • Select demolition methods not involving impact tools, where possible; • Avoid vibratory rollers and packers, where possible; • Operate earth-moving equipment as far away from vibration-sensitive receptors as possible; and • Phase demolition and ground-impacting activity (excavation and shoring) to reduce occurrences in the same time period, when and where feasible. 			agreement documents to be implemented by the construction contractor the measures to minimize vibration levels specified in M-NO-2a, including designation of a Noise Disturbance Coordinator and protocol for complaints pertaining to vibration. Project sponsor to provide copies of contract documents and protocol for complaints to Planning Department that show construction contractor agreement with specified practices.	contract documents to the Planning Department and submittal of documentation designating a Noise Disturbance Coordinator and protocol for complaints pertaining to vibration to DBI.
<p>Mitigation Measure M-NO-2b: Pre-Construction Assessment to Protect Structures from Ground Vibration Associated with Pile Installation</p> <p>If impact pile driving is necessary, the project sponsor shall retain a qualified geotechnical engineer to conduct a pre-construction assessment of existing subsurface conditions and the structural integrity of nearby buildings subject to ground vibration prior to receiving a building permit. If recommended by the geotechnical engineer, for structures or facilities within 80 feet of pile installation activities (Westin Hotel and Contemporary Jewish Museum [formerly known as the Jessie Street Substation]), the project sponsor shall require groundborne vibration monitoring of nearby structures. The assessment shall be based on the specific conditions at the construction site such as, but not limited to, the following:</p> <ul style="list-style-type: none"> • Pre-construction surveying of potentially affected structures; • Underpinning of foundations of potentially affected structures, as necessary; • The need for a monitoring program during vibration-causing construction activities to detect ground settlement or lateral movement of structures in the vicinity of excavation, shoring, or impact activities, should pile driving be required. If pile driving is found to be needed, results of ground vibration 	Project sponsor, project construction contractor(s), and qualified geotechnical engineers	Prior to building permit issuance If a monitoring program is needed, project sponsor to provide results of monitoring to Department of Building	Project sponsor shall retain a qualified geotechnical engineer to conduct a pre-construction assessment of existing subsurface conditions and the structural integrity of nearby buildings subject to ground vibration prior to receiving a building permit. Geotechnical engineer to provide reports to Department of Building Inspection for review and approval. If recommended by the geotechnical engineer, for structures or facilities within 80 feet of pile installation activities	Considered complete upon approval of pre-construction assessment, and if necessary, results of groundborne vibration monitoring shall be submitted to DBI during vibration-causing construction activities.

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<p>monitoring shall be submitted to the Department of Building Inspection (DBI). In the event of unacceptable ground movement, as determined by the DBI, pile installation shall cease and corrective measures, protective shoring, and alternative construction methods shall be implemented. Corrective measures to reduce ground movement from pile driving include: jetting or using a high-pressure stream of air and water to erode the soil adjacent to the pile; predrilling; using cast-in-place or auger cast piles; using pile cushioning; or using nonimpact drivers. The pile installation program and ground stabilization measures shall be reevaluated and approved by the Department of Building Inspection.</p>		<p>Inspection weekly during construction.</p>	<p>(Westin Hotel and Contemporary Jewish Museum [formerly known as the Jessie Street Substation]), the project sponsor shall require groundborne vibration monitoring of nearby structures. Results of ground vibration monitoring shall be submitted to the Department of Building Inspection (DBI).</p>	
<p>Mitigation Measure M-NO-2c: Vibration Monitoring and Management Plan A Pre-Construction Assessment of the Aronson Building shall be conducted by a qualified structural engineer and preservation architect who meet the Secretary of the Interior’s Historic Preservation Professional Qualification Standards. The Pre-Construction Assessment prepared shall establish a baseline, and shall contain written descriptions of the existing condition, along with photographs, measured drawings, sketches, and/or CAD drawings of all cracks, spalling, or similar. Particular attention shall be paid to loose terra cotta, cracks, bulges and planes in and out of plumb, floors in and out of level, openings and roof planes, as needed.</p> <p>A vibration management and continuous monitoring plan shall be developed and adopted to protect the Aronson Building against damage caused by vibration or differential settlement caused by vibration during project construction. The vibration management and monitoring plan related to the Aronson Building shall be submitted to the Planning Department Preservation Staff prior to issuance of any building permits. The vibration management and monitoring plan shall include pre-construction surveys, continuous vibration monitoring throughout the duration of the major structural project activities, and for one year following project completion if determined necessary by the preservation architect. The vibration management and monitoring plan shall be at the direction of the qualified structural engineer and shall constitute a blended approach, using both optical survey targets and crack monitors. The use of optical survey targets and crack monitors during construction shall</p>	<p>Project sponsor to retain appropriately qualified structural engineer and preservation architect</p>	<p>Prior to building permit issuance</p> <p>Continuous vibration monitoring of the Aronson Building shall occur throughout the duration of major structural project construction activities and, if determined necessary by the preservation architect, for one year following</p>	<p>Project sponsor to retain appropriately qualified structural engineer and preservation architect to prepare Pre-Construction Assessment of the Aronson Building. Planning Department to review and approve Pre-Construction Assessment of the Aronson Building.</p> <p>Project sponsor to retain appropriately qualified structural engineer and preservation architect to prepare vibration management and continuous monitoring plan. Vibration management plan and monitoring plan shall be prepared prior to building</p>	<p>Considered complete upon approval of Pre-Construction Assessment of the Aronson Building.</p> <p>Considered complete upon development, submittal, and approval by DBI and the Planning Department of a vibration management and continuous monitoring plan</p>

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measure whether ground displacement during construction is approaching levels at which damage to the historic resource may be possible. Construction methods shall be reevaluated if measurements and levels of vibration are found to exceed the levels established in the vibration management and monitoring plan and/or if damage to the historical resource may be possible.		project completion.	permit issuance	for the Aronson Building. Monitoring reports to be submitted to DBI.
<p>Mitigation Measure M–NO-3: Stationary Operational Noise Sources</p> <p>All fixed, stationary sources of noise (e.g., building mechanical systems (HVAC equipment), standby power generator, ventilation equipment, etc.) shall be located away from noise-sensitive receptors, be enclosed within structures with adequate setback and screening, be installed adjacent to noise reducing shields, or constructed with some other adequate noise attenuating features, to achieve compliance with the noise level limits of the San Francisco Noise Ordinance. Noise from fixed, stationary sources must not exceed the performance standard of Section 2909(d) of the San Francisco Police Code for any sleeping or living room in any dwelling unit located on residential property: an interior noise level of 45 dBA between the hours of 10:00 PM to 7:00 AM or 55 dBA between the hours of 7:00 AM to 10:00 PM. Once the stationary noise sources have been installed, the project sponsor shall retain a qualified acoustical consultant to measure the noise levels of operating exterior equipment within three months after the installation. If project stationary noise sources exceed the applicable noise standards, a qualified acoustical consultant shall be retained by the project sponsor to evaluate whether additional noise attenuation measures or acoustic insulation should be installed in order to meet the applicable noise standards. Examples of such measures include acoustical enclosures, replacement of equipment, or relocation of equipment. Results of the measurements shall be provided to the City to show compliance with the standards.</p>	Project sponsor to retain qualified acoustical consultant	Within three months after installation of stationary noise sources, project sponsor to retain acoustical consultant to measure noise levels in dwelling unit most likely to be affected by operating exterior equipment.	Project sponsor to provide results of stationary noise measurements to DPH and the Planning Department.	Considered complete upon submittal of noise measurement results to DPH and the Planning Department, and documentation of noise attenuation measures or acoustic insulation installed, if required to meet the applicable noise standards.
<i>Air Quality Mitigation Measures</i>				
<p>Mitigation Measure M-AQ-3: Construction Emissions Minimization</p> <p>To reduce the potential health risk resulting from project construction activities, the project sponsor shall prepare a Construction Emissions Minimization Plan (included as Appendix G) designed to reduce construction-related diesel particulate matter emissions from off-road construction equipment used at the site by at least 65 percent as compared to the construction equipment list, schedule, and inventory provided by</p>	Project sponsor and project construction contractor(s) shall prepare and implement Construction Emissions	At least 14 days prior to the commencement of construction activities	Project sponsor/contractor to submit a Construction Emissions Minimization Plan to the ERO demonstrating	Considered complete upon ERO/Planning Department review and

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<p>the sponsor on May 27, 2011.</p> <p>The project sponsor shall include all requirements identified in the Construction Emissions Minimization Plan in contract specifications for the entire duration of construction activities.</p> <p>The Construction Emissions Minimization Plan shall include the following requirements, which would achieve the required 65 percent reduction in construction period diesel particulate matter emissions:</p> <ul style="list-style-type: none"> • Limit idling times by either shutting equipment off when not in use or reducing the maximum idling time to two minutes. • Prohibit use of diesel generators for electric power because on-site distribution of electricity is available. • Require construction contractors to use electric or propane powered devices for the following types of equipment: <ul style="list-style-type: none"> – Tower Crane – Fork Lifts and Manlifts – Portable Welders – Concrete Placing Booms • Require construction contractors to use portable compressors that are either electric powered or powered by gasoline engines or engines compliant with Tier 4 standards. • Require use of Interim Tier 4 or Tier 4 equipment where such equipment is available and feasible for use. Use of Interim Tier 4 or Tier 4 equipment would be feasible for the following types of equipment: <ul style="list-style-type: none"> – Backhoes – Rubber-Tired Dozers • Require use of Tier 2/Tier 3 equipment retrofitted with ARB Level 3 Verified Diesel Emissions Control System (VDECS, which includes diesel particulate filters). The following types of equipment are identified as candidates for retrofitting with ARB-certified Level 3 VDECS (which are capable of reducing DPM emissions by 85 percent or more), due to their expected operating modes (i.e., fairly constant use at high revolutions per minute): 	<p>Minimization Plan.</p>		<p>construction-related diesel particulate matter emissions from off-road construction equipment used at the site is reduced by at least 65 percent as compared to the construction equipment list, schedule, and inventory provided by the sponsor on May 27, 2011. Project sponsor may elect to submit to the ERO a demonstration that alternative measures achieve the specified emissions reduction.</p>	<p>approval of Construction Emissions Minimization Plan or alternative measures that achieve the same emissions reduction.</p>

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<ul style="list-style-type: none"> – Excavators – Concrete Boom Pumps – Concrete Trailer Pumps • Use of Tier 3 equipment for the following types of equipment: <ul style="list-style-type: none"> – Portable Cranes – Soil Mix Drill Rigs – Soldier Pile Drill Rigs – Shoring Drill Rigs <p>If the foregoing requirements are implemented, no further quantification of emissions shall be required. Alternatively, the project sponsor may elect to substitute alternative measures in the Construction Emissions Minimization Plan for review and approval by the Environmental Review Officer (ERO). Such alternative measures would be subject to demonstrating that the alternative measures would achieve the required 65 percent reduction in construction period diesel particulate matter emissions, including without limitation the following:</p> <ul style="list-style-type: none"> • Use of other late-model engines, low-emission diesel products, alternative fuels, engine retrofit technology, after-treatment products, and add-on devices such as particulate filters; and • Other options as such become available. <p>The project sponsor shall submit the Construction Emissions Minimization Plan to the ERO for review and approval by an Environmental Planning Air Quality Specialist prior to the commencement of construction activities.</p>				
<i>Hazards and Hazardous Materials Mitigation Measures</i>				
<p>Mitigation Measure M-HZ-2: Hazardous Materials - Testing for and Handling of Contaminated Soil</p> <p>During excavation, the project sponsor shall hire a consultant to collect soil samples (borings), including, but not limited to, the location of the underground storage tank on the north side of the Aronson Building. The soil samples shall be tested for petroleum hydrocarbons and lead. If petroleum hydrocarbons and/or lead are present in soil, the soil shall be removed under the supervision of the San Francisco Department of Public Health (DPH) and disposed of in a suitable landfill, or otherwise addressed consistent with applicable Federal, State, and local laws. In addition, the sponsor shall perform the</p>	<p>Project Sponsor to retain qualified professional consultant for Steps 1, 2 and 4.</p> <p>Project construction</p>	<p>Soil report on the soil testing and Site Mitigation Plan (SMP) shall be approved by the Department of Public Health (DPH) prior to building permit issuance,</p>	<p>Project sponsor and/or Project construction contractor to submit reports as specified in steps 1 to 4 to Department of Public Health (DPH) and/or the</p>	<p>Step 1 complete upon submittal of soils testing results to DPH for review.</p> <p>Step 2 complete with submittal and</p>

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<p>following actions with respect to contaminated soil:</p> <p>Step 1: Soil Testing</p> <p>Prior to obtaining building permits, the project sponsor shall hire a consultant to collect soil samples (borings) from selected locations in the work area in which soil would be disturbed and/or excavated. (This initial soil sampling and reporting shall be done prior to excavation, but additional soil testing from on-site soil stockpiles may also be required, if there are indications [e.g., odors, visible staining] of contamination in the excavated soil.)</p> <p>The soil samples shall be tested for these Compounds of Concern: total lead, petroleum hydrocarbons, and volatile organic compounds (VOCs). The consultant shall analyze the soil borings as discrete, not composite samples. The consultant shall prepare a report on the soil testing for the Compounds of Concern that includes the laboratory results of the soil testing and a map that shows the locations from which the consultant collected the soil samples. (See Step 3, below).</p> <p>The project sponsor shall submit the report on the soil testing for the Compounds of Concern for the Sub-Phase and the current fee in the form of a check payable to the San Francisco Department of Public Health, to the Hazardous Waste Program, Department of Public Health, 1390 Market Street, Suite 210, San Francisco, California 94102. The current fee shall cover three hours of soil testing report review and administrative handling. If additional review is necessary, DPH shall bill the project sponsor for each additional hour of review over the first three hours. These fees shall be charged pursuant to Section 31.23(c) of the San Francisco Administrative Code. DHP shall review the soil testing program to determine whether soils on the project site are contaminated with any of the Compounds of Concern at or above potentially hazardous levels.</p> <p>Step 2: Preparation of Site Mitigation Plans</p> <p>The project sponsor shall prepare a Site Mitigation Plan (SMP). The SMP shall include a discussion of the level of contamination of soils by Compounds of Concern, if any, based on the soils testing in Step 1. The SMP shall set forth mitigation measures for managing contaminated soils on the site, if any, including but not limited to: 1) the alternatives for managing contaminated soils on the site (e.g., encapsulation, partial or complete removal, treatment, recycling for reuse, or a combination); 2) the preferred alternative for managing contaminated soils on the site and a brief justification; and 3) the specific practices to be used to handle, haul, and dispose of contaminated soils on the site. The SMP shall be submitted to the DPH for review and approval. A copy of the SMP shall be submitted to the Planning Department to become part of the case file. Additionally, the DPH may require confirmatory samples for the project site.</p>	<p>contractor to carry out and report on activities required in Step 3.</p>	<p>with a copy to the Planning Department.</p> <p>Project construction contractor shall conduct handling, hauling and disposal of soils pursuant to measures specified in Step 3 for duration of construction activities.</p> <p>After excavation and foundation construction activities are completed, project sponsor to submit closure report to DPH for approval pursuant to Step 4.</p>	<p>Planning Department.</p>	<p>approval of the SMP by DPH.</p> <p>Steps 3 and 4 considered complete upon approval and implementation of closure / certification report by DPH. A copy of the closure report shall be provided to the Planning Department.</p>

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<p>Step 3: Handling, Hauling, and Disposal Contaminated Soils</p> <p>(a) Specific work practices: The construction contractor shall be alert for the presence of contaminated soils during excavation and other construction activities on the site (detected through soil odor, color, and texture and results of on-site soil testing), and shall be prepared to handle, profile (i.e., characterize), and dispose of such soils appropriately (i.e., as dictated by local, State, and Federal regulations, including OSHA work practices) when such soils are encountered on the site.</p> <p>(b) Dust suppression: Soils exposed during excavation for site preparation and project construction activities shall be kept moist throughout the time they are exposed, both during and after work hours.</p> <p>(c) Surface water runoff control: Where soils are stockpiled, visqueen shall be used to create an impermeable liner, both beneath and on top of the soils, with a berm to contain any potential surface water runoff from the soil stockpiles during inclement weather.</p> <p>(d) Soils replacement: If necessary, clean fill or other suitable material(s) shall be used to bring portions of the project site, where lead-contaminated soils have been excavated and removed, up to construction grade.</p> <p>(e) Hauling and disposal: If soils are contaminated such that they must be hauled off-site for treatment and/or disposal, contaminated soils shall be hauled off the project site by waste hauling trucks appropriately certified with the State of California and adequately covered to prevent dispersion of the soils during transit, and shall be disposed of at the permitted hazardous waste disposal facility registered with the State of California.</p> <p>Step 4: Preparation of Closure/Certification Report</p> <p>After excavation and foundation construction activities are completed, the project sponsor shall prepare and submit a closure/certification report to DPH for review and approval for that area. The closure/certification report shall include the mitigation measures (if any were necessary) in the SMP for handling and removing contaminated soils, if any, from the project site, and if applicable, whether the construction contractor modified any of these mitigation measures, and how and why the construction contractor modified those mitigation measures.</p>				

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IMPROVEMENT MEASURES FOR THE 706 MISSION STREET – THE MEXICAN MUSEUM AND RESIDENTIAL TOWER PROJECT				
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<p>Improvement Measure I-TR-A: Traffic Signal Timing Modifications. As an improvement measure to enhance ability of drivers exiting Stevenson Street at Third Street to merge into and across Third Street traffic flow, the project sponsor shall request that the SFMTA consider revising the signal timing and off-sets to ensure that sufficient clearance time is provided so that vehicles do not spill back into the midblock intersection (the intersection is currently striped “KEEP CLEAR”). In addition, the project sponsor shall request that SFMTA consider relocating the pedestrian signal north of Stevenson Street closer to the intersection to reduce the propensity of pedestrians crossing Stevenson Street during a “don’t walk” phase.</p>	Project sponsor	Coordination to occur prior to building occupancy	Project sponsor to request the SFMTA consider revising the signal timing and off-sets to ensure that sufficient clearance time is provided so that vehicles do not spill back into the midblock intersection (the intersection is currently striped “KEEP CLEAR”). The project sponsor shall request that SFMTA consider relocating the pedestrian signal north of Stevenson Street closer to the intersection to reduce the propensity of pedestrians crossing Stevenson Street during a “don’t walk” phase.	Considered complete after request and coordination with SFMTA for the two requests specified in I-TR-A.
<p>Improvement Measure I-TR-B: “Garage Full” Sign on Third Street. As an improvement measure to minimize the number of vehicles accessing Stevenson Street when the Jessie Square Garage is full, the project sponsor shall strive to install, or cause to be installed, an LED (or similar) “Garage Full” sign at the intersection of Third Street at Stevenson Street.</p>	Project sponsor and project construction contractor(s)	Prior to building occupancy prior to building occupancy.	Project sponsor to strive to install an LED (or similar) “Garage Full” sign at the intersection of Third Street at Stevenson Street.	Considered complete after installation of “Garage Full” sign and documentation of same provided to ERO.
<p>Improvement Measure I-TR-C: Monitoring and Abatement of Queues. As an improvement measure to reduce the potential for queuing by vehicles accessing the project site, the owner/operator of the proposed project shall strive to ensure that recurring vehicle queues do not occur on Third Street or Mission Street adjacent to the proposed project site. A vehicle queue is defined as one or more vehicles (destined to</p>	Project sponsor or building management representative	Ongoing during building occupancy	Project Sponsor to ensure that recurring vehicle queues do not occur on Mission Street adjacent to	This improvement measure is ongoing during the life of the project.

**MITIGATION MONITORING AND REPORTING PROGRAM FOR
 THE 706 MISSION STREET – THE MEXICAN MUSEUM AND RESIDENTIAL TOWER PROJECT
 (Includes Text for Adopted Mitigation Measures and Improvement Measures)**

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
<p>the parking facility) blocking any portion of the Third Street or Mission Street sidewalk or roadway for a consecutive period of three minutes or longer on a daily or weekly basis. If the Planning Director, or his or her designee, suspects that a recurring queue is present, the Planning Department shall notify the project sponsor in writing. Upon request, the owner/operator shall hire a qualified transportation consultant to evaluate the conditions at the site for no less than 7 days. The consultant shall prepare a monitoring report to be submitted to the Department for review. If the Planning Department determines that a recurring queue does exist, the facility owner/operator shall have 90 days from the date of the written determination to abate the queue.</p>	<p>and Planning Department/Project Sponsor</p>	<p>Ongoing during building occupancy</p>	<p>the proposed project site. If the Planning Director, or his or her designee, suspects that a recurring queue is present, the Planning Department shall notify the project sponsor in writing. Upon request, the owner/operator shall hire a qualified transportation consultant to evaluate the conditions at the site for no less than 7 days. If the Planning Department determines that a recurring queue does exist, the facility owner/operator shall have 90 days from the date of the written determination to abate the queue.</p>	<p>Considered complete upon Planning Department determination that no queuing exists. Otherwise, if monitoring shows that a recurring queue exists, considered complete when queue is abated.</p>
<p>Improvement Measure I-TR-D: Installation of Eyebolts. As an improvement measure to reduce pole clutter on Third Street and on Mission Street, the project sponsor could review with Planning Department and SFMTA staff whether it would be appropriate to install eyebolts in the renovated building to support Muni’s overhead wire system.</p>	<p>Project sponsor</p>	<p>Prior to building permit issuance</p>	<p>Project sponsor to consult with Planning Department and SFMTA. If necessary, Planning Department and SFMTA shall review eyebolt installation plan.</p>	<p>Considered complete upon consultation with Planning Department and SFMTA. If eyebolt installation is determined appropriate by City agencies, then considered complete with approval of eyebolt installation</p>

MITIGATION MONITORING AND REPORTING PROGRAM FOR THE 706 MISSION STREET – THE MEXICAN MUSEUM AND RESIDENTIAL TOWER PROJECT (Includes Text for Adopted Mitigation Measures and Improvement Measures)				
MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
				plan.
<p>Improvement Measure I-TR-E: Consolidation of Traffic Signal and Overhead Wire Poles . To eliminate pole clutter and reduce pedestrian obstructions on the Third Street sidewalk adjacent to the project site, and to improve pedestrian flow, it may be possible to consolidate the three traffic signal and overhead wire poles, and relocate the existing mailbox which extends further from the curb than the adjacent newspaper rack. (The newspaper rack and mailbox are proposed to be removed from the sidewalk during project construction.) The project sponsor could make these requests to the San Francisco Department of Public Works (DPW) (newspaper rack), the U.S. Postal Service (mail box), and SFMTA (overhead wire poles and traffic signals).</p>	Project sponsor	Requests made prior to building permit issuance	Project sponsor to consult with and request Planning Department, SFMTA, DPW, and the U.S. Postal Service consider measures to eliminate pole clutter and pedestrian obstructions on the Third Street sidewalk as described in I-TR-E.	Considered complete upon requests made by project sponsor for traffic signal and overhead wire pole consolidation and the relocation of the existing mailbox.
<p>Improvement Measure I-TR-F: Pedestrian Measures on Third Street. This improvement measure includes the following measures to reduce conflicts between pedestrians and vehicles on Third Street adjacent to the project site:</p> <ul style="list-style-type: none"> • During peak periods of pedestrian activity on Third Street (7 AM to 7 PM), the project sponsor shall staff the driveway entry on Third Street with a traffic control attendant to facilitate vehicular ingress into the project driveway from Third Street. • The project sponsor shall provide adequate valet service to ensure that queuing space for a minimum of two vehicles within the internal drop-off area is available at all times (the internal driveway can accommodate up to six vehicles). • The project sponsor shall use alternate pavement treatment for the sidewalk at the driveway on Third Street, as determined appropriate by DPW, SFMTA, and the Planning Department. • The project sponsor shall explore the potential for providing audio and/or visual treatments to alert pedestrians that a vehicle is about to cross the sidewalk from the adjacent travel lanes (typically such treatments are for vehicles exiting, not entering, a driveway). 	<p>Project sponsor or building management representative</p> <p>Project sponsor or building management representative</p> <p>Project sponsor and project contractor</p> <p>Project sponsor or building management representative</p>	<p>Ongoing, after building occupancy</p> <p>Ongoing, after building occupancy</p> <p>Prior to completion of construction</p> <p>Prior to building occupancy</p>	<p>Project sponsor or building management representative shall staff the driveway on Third Street with a traffic control attendant. Such attendant shall facilitate vehicular ingress during peak periods of pedestrian activity.</p> <p>Project sponsor and project contractor use alternate pavement treatment for the sidewalk at the driveway on Third Street, as determined appropriate by DPW, SFMTA, and the Planning Department.</p>	<p>This improvement measure is an ongoing activity. Provide documentation of compliance to the ERO.</p> <p>Considered complete upon application of pavement treatment. Considered complete with documentation to the ERO regarding potential audio and/or visual treatments.</p>
<p>Improvement Measure I-TR-G: Reduce Pedestrian-Vehicle Conflict Areas. Pedestrian conditions on Third Street between Mission and Market Streets include an</p>	Project sponsor in consultation with DPW,	Prior to building occupancy, provided that	Project sponsor shall work with DPW, SFMTA, and	Considered complete

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MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
<p>existing pedestrian-vehicle conflict zone associated with the Westin Hotel passenger loading operations located on the west side of Third Street. To improve the pedestrian experience on Third Street between Mission and Market Streets, the project sponsor shall work with DPW, SFMTA, and the Planning Department to assess the feasibility of other measures or treatments to reduce pedestrian-vehicle conflicts in this area. Measures to be assessed for feasibility could include the construction of bulb outs at the intersection of Third and Mission Streets, additional signage, alternate pavement treatment for sidewalks at driveways, automated warning devices, and/or the potential reconfiguration of parking and loading strategies in the area. The project sponsor shall cooperate with the City in seeking the consent to or participation in such measures by other property owners on Third Street between Mission and Market Streets, provided that such measures shall not be required for the project where such consent or participation cannot be secured in a reasonable, timely, and economic manner.</p>	<p>SFMTA, and the Planning Department.</p>	<p>such measures shall not be required for the project where such consent or participation cannot be secured in a reasonable, timely, and economic manner.</p>	<p>the Planning Department to assess the feasibility of other measures or treatments to reduce pedestrian-vehicle conflicts in this area. If required, the project sponsor shall cooperate with the City in seeking the consent to, or participation in, such measures by other property owners on Third Street between Mission and Market Streets.</p>	<p>following consultation with DPW, SFMTA, and the Planning Department and upon determination of feasibility of measures or treatment to reduce pedestrian-vehicle conflicts.</p>
<p>Improvement Measure I-TR-H: Coordination of Moving Activities. To ensure that residential move-in and move-out activities do not impede traffic flow on Mission Street or Third Street, the project sponsor shall encourage that move-in and move-out operations, as well as larger deliveries, should be scheduled and coordinated through building management.</p>	<p>Project sponsor or building management representative</p>	<p>Ongoing, after building occupancy</p>	<p>The project sponsor shall encourage that move-in and move-out operations, as well as larger deliveries, should be scheduled and coordinated through building management.</p>	<p>Provide documentation to the Planning Department regarding procedures to implement this improvement measure. Ongoing for the life of the project</p>
<p>Improvement Measure I-TR-I: Construction - Traffic Control Plan. As an improvement measure to reduce potential conflicts between construction activities and pedestrians, transit and autos, SFMTA could require that the contractor prepare a traffic control plan for project construction. The project sponsor and construction contractor(s) shall meet with DPW, SFMTA, the Fire Department, Muni, the Planning Department and other City agencies to coordinate feasible measures to reduce traffic congestion, including temporary transit stop relocations (if determined necessary) and other measures to reduce potential traffic and transit disruption and pedestrian circulation effects during construction of the proposed project.</p> <p>The contractor could be required to comply with the City of San Francisco’s Regulations for Working in San Francisco Streets, which establish rules and permit</p>	<p>Project sponsor and project construction contractor(s)</p>	<p>Throughout the construction duration</p>	<p>Project sponsor and project construction contractor(s) to coordinate with DPW, SFMTA, the Fire Department, the Planning Department and other applicable City agencies. If required, contractor to prepare a Traffic Control Plan (TCP) for project construction activities.</p>	<p>Considered complete once project sponsor and construction contractor(s) meet with DPW, SFMTA, the Fire Department, Muni, the Planning Department and other City</p>

MITIGATION MONITORING AND REPORTING PROGRAM FOR THE 706 MISSION STREET – THE MEXICAN MUSEUM AND RESIDENTIAL TOWER PROJECT (Includes Text for Adopted Mitigation Measures and Improvement Measures)				
MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
requirements so that construction activities can be done safely and with the least possible interference with pedestrians, bicyclists, transit and vehicular traffic.				agencies to coordinate feasible measures for maintenance of traffic during project construction. If required the contractor will implement the TCP as agreed upon by DPW until completion of construction activities.
Improvement Measure I-TR-J: Construction – Carpools. As an improvement measure to minimize parking demand associated with construction workers, the project sponsor could request the construction contractor to encourage carpooling and transit access to the site by construction workers.	Project sponsor and project construction contractor(s)	During project construction	Project sponsor could request the construction contractor to encourage carpooling and transit access to the site by construction workers.	Considered complete upon providing documentation of such request to the Planning Department.
Improvement Measure I-TR-K: Construction - Truck Traffic Management. As an improvement measure to minimize construction traffic impacts on Third Street and Mission Street, and on pedestrian, transit and traffic operations, the construction contractor could be required to retain San Francisco Police Department traffic control officers during peak construction periods.	Project sponsor and project construction contractor(s)	During peak periods of project construction	Project Sponsor to retain SFPD traffic control officers to minimize construction traffic impacts on Third Street and Mission Street, and on pedestrian, transit and traffic operations. DPW to monitor implementation.	Project sponsor provides documentation of retention of San Francisco Police Department traffic control officers during peak construction periods..
Improvement Measure I-TR-L: Construction - Update Adjacent Businesses and Residents. As an improvement measure to minimize construction impacts on access for nearby institutions and businesses, DPW could require the project sponsor to provide nearby residences and adjacent businesses with regularly-updated information	Project sponsor and project construction contractor(s)	During project construction	Project sponsor to provide nearby residences and adjacent businesses with regularly-updated	Provide documentation regarding compliance with I-

**MITIGATION MONITORING AND REPORTING PROGRAM FOR
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<p>regarding project construction, including construction activities, peak construction vehicle activities (e.g., concrete pours), travel lane closures, and lane closures. The information should include contact information, including that the public can contact the SFMTA General Enforcement Division for blocked driveways and access, DPW’s Street Use and Mapping for complaints regarding construction activities interfering with travel lanes, or the San Francisco Police Department for violations related to construction street space permits issued by DPW or Special Traffic Permits issues by SFMTA. A web site could be created by project sponsor that would provide current construction information of interest to neighbors.</p>			<p>information regarding project construction and appropriate contact information as described in I-TR-L. A web site could be created by project sponsor that would provide current construction information of interest to neighbors.</p>	<p>TR-L to Planning Department. Considered complete with provision of documentation and completion of construction activities.</p>
<p>Improvement Measure I-TR-M: Transportation Demand Management. As an improvement measure to encourage use of alternative modes and reduce the proposed project’s parking demand and parking shortfall, the project sponsor could implement the following Transportation Demand Management strategies:</p> <p>Provide a transportation insert for the move-in packet. This packet could provide information on transit service (Muni and BART lines, schedules and fares), information on where transit passes could be purchased, and information on the 511 Regional Rideshare Program.</p> <p>Information on transportation options, including updates, would be posted on the Homeowners Association (HOA) website and/or by other resident communications method.</p> <p>The project sponsor could consider including in the price of rental or HOA fee one monthly Clipper card with transit pass for each unit.</p> <p>Provide function of TDM program coordinator with training for this role.</p> <p>Offer employee incentives to increase use of alternative modes of travel.</p> <p>Consider providing and maintaining bicycles and facilities for use by tenants/employees.</p> <p>Provide information related to access to bicycle parking and facilities in the area to tenants and employees.</p> <p>Examine additional ways to improve bicycle and pedestrian safety at project vehicle and building access and entries, with the goal of reducing potential conflicts between private autos, transit vehicles, and commercial loading activities and alternative</p>	<p>Project sponsor or building management representative</p>	<p>Ongoing, after building occupancy</p>	<p>Project sponsor to implement TDM measures specified in I-TR-M and provide documentation to the Planning Department.</p>	<p>This improvement measure is ongoing during the life of the project. Project sponsor to provide documentation of implementation of TDM measures to the Planning Department.</p>

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MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
modes of travel.				
<p>Improvement Measure I-TR-N: Monitoring and Abatement of Queues on Mission Street. To reduce the potential for queuing by vehicles accessing the project site, it shall be the responsibility of the owner/operator of the proposed project to ensure that recurring vehicle queues do not occur on Mission Street adjacent to the proposed project site. A vehicle queue is defined as one or more vehicles (destined to the parking facility) blocking any portion of the Mission Street sidewalk or roadway for a consecutive period of three minutes or longer on a daily or weekly basis. If the Planning Director, or his or her designee, suspects that a recurring queue is present, the Planning Department shall notify the project sponsor in writing. Upon request, the owner/operator shall hire a qualified transportation consultant to evaluate the conditions at the site for no less than 7 days. The consultant shall prepare a monitoring report to be submitted to the Department for review. If the Planning Department determines that a recurring queue does exist, the facility owner/operator shall have 90 days from the date of the written determination to abate the queue.</p>	<p>Project sponsor and Planning Department/Project Sponsor</p>	<p>Ongoing during building occupancy Ongoing during building occupancy</p>	<p>Project Sponsor to ensure that recurring vehicle queues do not occur on Mission Street adjacent to the proposed project site. If the Planning Director, or his or her designee, suspects that a recurring queue is present, the Planning Department shall notify the project sponsor in writing. Upon request, the owner/operator shall hire a qualified transportation consultant to evaluate the conditions at the site for no less than 7 days. If the Planning Department determines that a recurring queue does exist, the facility owner/operator shall have 90 days from the date of the written determination to abate the queue.</p>	<p>This improvement measure is ongoing during the life of the project. Considered complete upon Planning Department determination that no queuing exists. Otherwise, if monitoring shows that a recurring queue exists, considered complete when queue is abated.</p>
<p>Improvement Measure I-NO-A: Residential Use/Cultural Component Plan Review by Qualified Acoustical Consultant. To ensure that interior noise levels at proposed noise-sensitive uses on the project site do not result in excessive awakenings or disturbances, or exceed an interior noise level standards of Title 24 of the California Code of Regulations and the San Francisco Noise Ordinance including Section 2909(d), a qualified acoustical consultant shall review plans for all new residential uses, cultural component areas (The Mexican Museum), and any other sensitive use area and provide recommendations to provide acoustical insulation or other equivalent measures to reduce interior noise levels. The project sponsor would</p>	<p>Project sponsor, qualified acoustical consultant, and project construction contractor(s).</p>	<p>Acoustical studies provided to DBI at the time the Architectural Addendum Permit is submitted for review.</p>	<p>Project sponsor to engage a qualified acoustical consultant to provide recommendations regarding acoustical insulation or other equivalent measures to reduce interior noise levels.</p>	<p>Considered complete upon submission of studies to DBI and implementation of any measures required to ensure that interior noise</p>

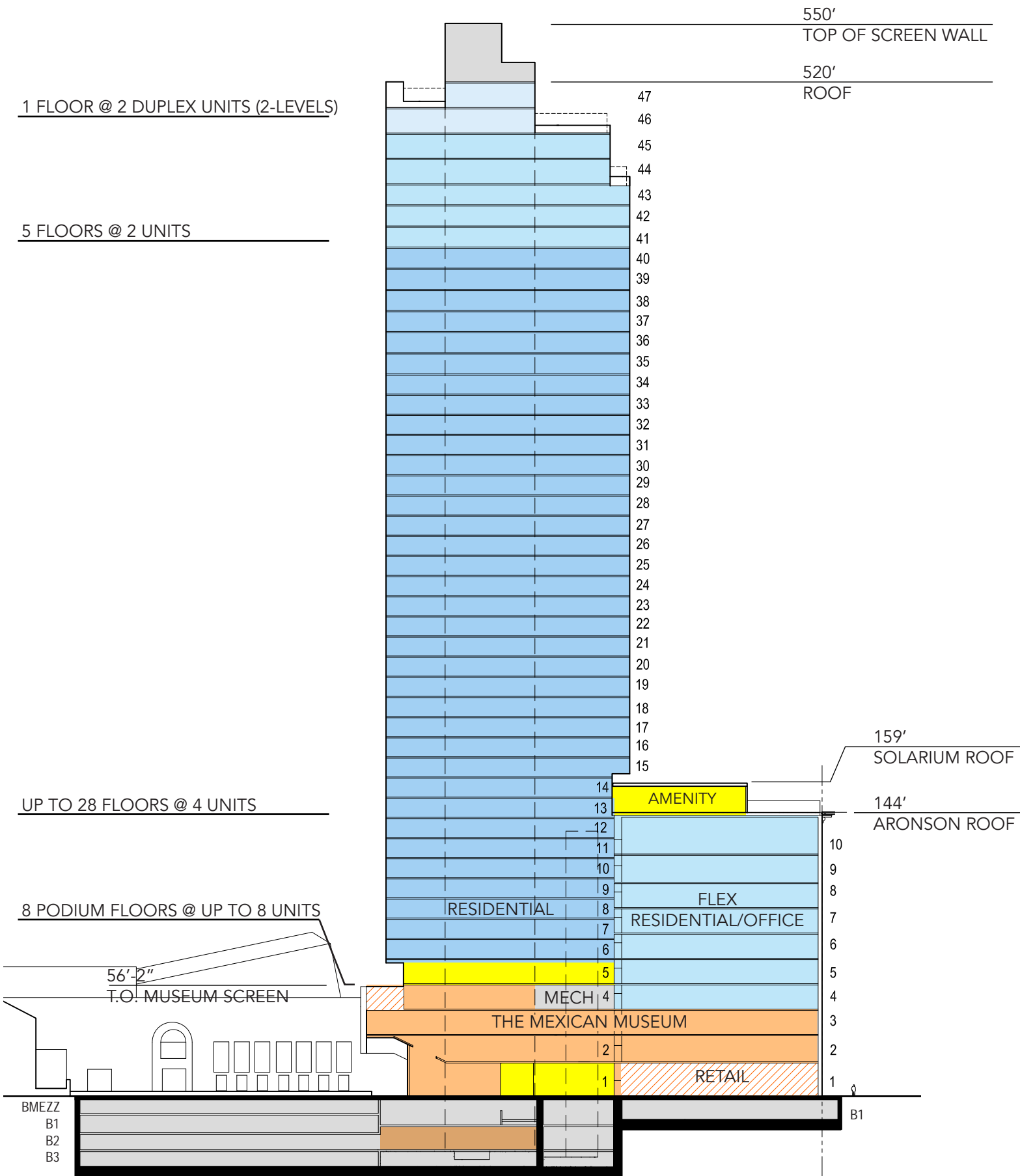
**MITIGATION MONITORING AND REPORTING PROGRAM FOR
 THE 706 MISSION STREET – THE MEXICAN MUSEUM AND RESIDENTIAL TOWER PROJECT
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MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
<p>include noise insulating features to ensure that interior noise would not exceed 45 dBA (Ldn) in any habitable room. These studies shall be presented to DBI at the time that the Architectural Addendum Permit is submitted for review. Noise-insulating features for the exterior façade and envelope of the 706 Mission Street tower and rehabilitated Aronson Building may include acoustically designed systems for appropriate Outside-Inside Transmission Class ratings for curtain-wall assemblies; acoustically designed systems for appropriate Outside-Inside Transmission Class ratings for exterior punched windows and window wall assemblies; acoustically-rated exterior wall construction and assemblies; and acoustically designed exterior wall openings, such as trickle vents or Z-ducts, as required.</p>			<p>The project sponsor would include noise insulating features into the project to ensure that interior noise would not exceed 45 dBA (Ldn) in any habitable room. These studies shall be presented to the Department of Building Inspection (DBI).</p>	<p>would not exceed 45 dBA (Ldn) in any habitable room.</p>
<p>Improvement Measure I-WS-A. As an improvement measure to reduce ground-level wind speeds in areas used for public seating, the project sponsor shall meet with Planning Department staff to determine which locations would benefit the most from wind reduction measures and what types of wind reduction measures could be implemented at these locations. The project sponsor shall strive to install, or cause to be installed, wind reduction measures that could include hedges, planter boxes, trees, and trellises. In the event that some locations are not on property owned or otherwise controlled by the project sponsor, the project sponsor shall discuss the implementation of these wind reduction measures with the appropriate parties, which could include the Successor Agency, other City departments, or other property owners.</p>	<p>Project sponsor in coordination with the Planning Department and adjacent property owners.</p>	<p>Project sponsor to meet with Planning Department staff prior to building occupancy. Project sponsor shall strive to install, or cause to be installed, wind reduction measures prior to building occupancy, provided that occupancy shall not be delayed in the event that measure has not been implemented.</p>	<p>Project sponsor to coordinate with the Planning Department staff to determine which locations would benefit the most from wind reduction measures and what types of wind reduction measures could be implemented at these locations. In the event that some locations are not on property owned, or otherwise controlled by the project sponsor, the project sponsor shall discuss the implementation of these wind reduction measures with the appropriate parties, which could include the Successor Agency, other City departments, or other property owners.</p>	<p>Considered complete upon meeting with Planning Department, and if determined appropriate, the implementation of wind reduction measures.</p>
<p>Improvement Measure I-WS-B As an improvement measure, the project sponsor would address the wind conditions and usability of the proposed private roof terraces</p>	<p>Project sponsor and project construction</p>	<p>Prior to building occupancy, provided that</p>	<p>Project sponsor to address the wind conditions and</p>	<p>Considered complete upon</p>

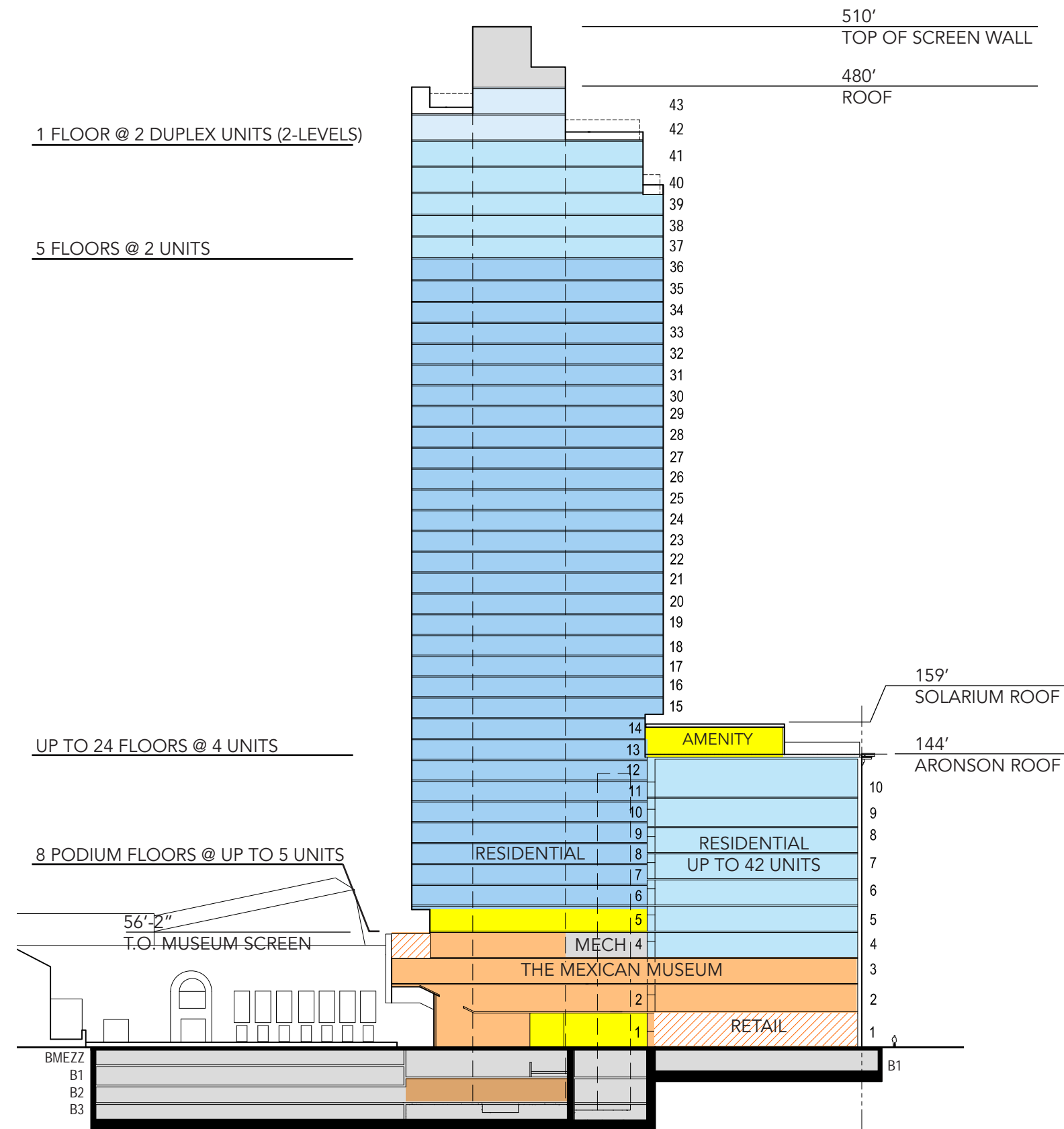
**MITIGATION MONITORING AND REPORTING PROGRAM FOR
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<p>on the west side of the tower and the common open space on the north side of the Aronson Building roof through the implementation of building design considerations as well as wind control measures in order to improve wind conditions in these locations. Wind control measures to be implemented may include trellises, landscaping, tall parapets and/or wind screens.</p>	<p>contractor(s)</p>	<p>occupancy shall not be delayed in the event that this measure has not been completed.</p>	<p>usability of the proposed private roof terraces on the west side of the tower and the common open space on the north side of the Aronson Building roof through implementation of building design considerations as well as wind control measures as described in I-WS-B. Project sponsor to provide documentation of compliance to Planning Department.</p>	<p>implementation and documentation to the Planning Department of wind control measures.</p>

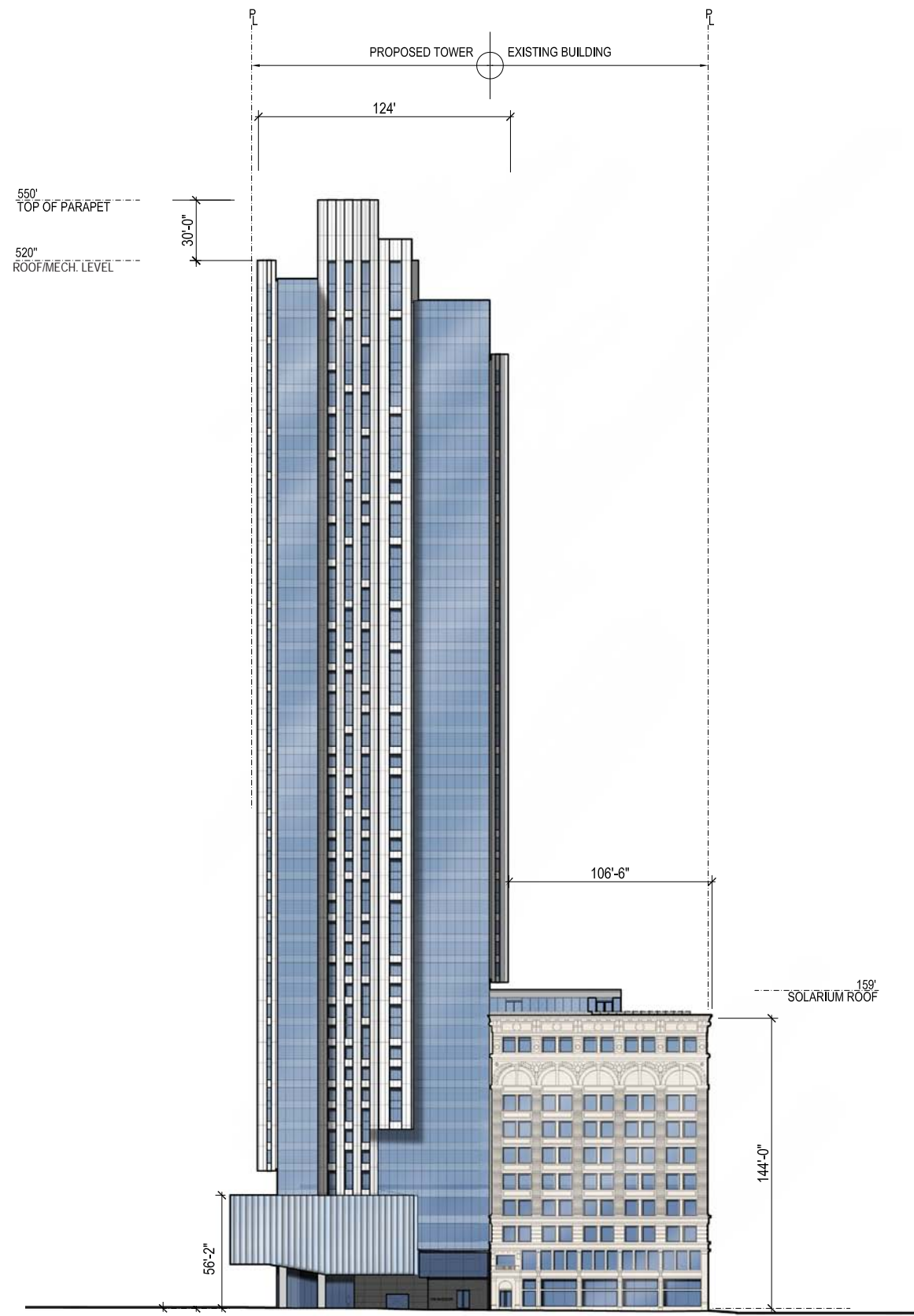
SUPPLEMENTAL DRAWINGS



ORIGINAL PROJECT - 520' TOWER

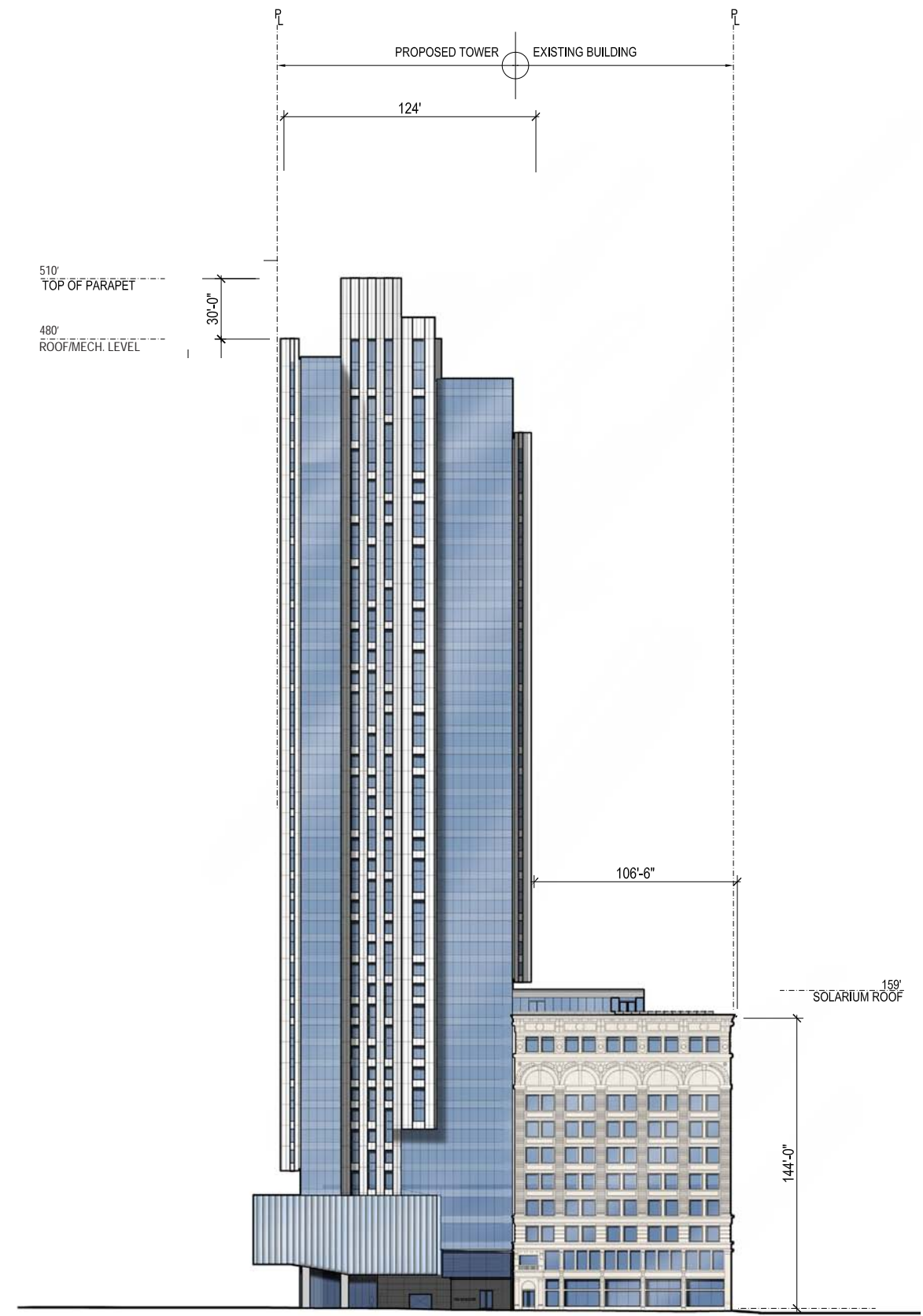


MODIFIED PROJECT - 480' TOWER



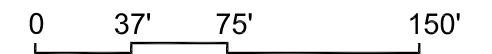
SOUTH ELEVATION

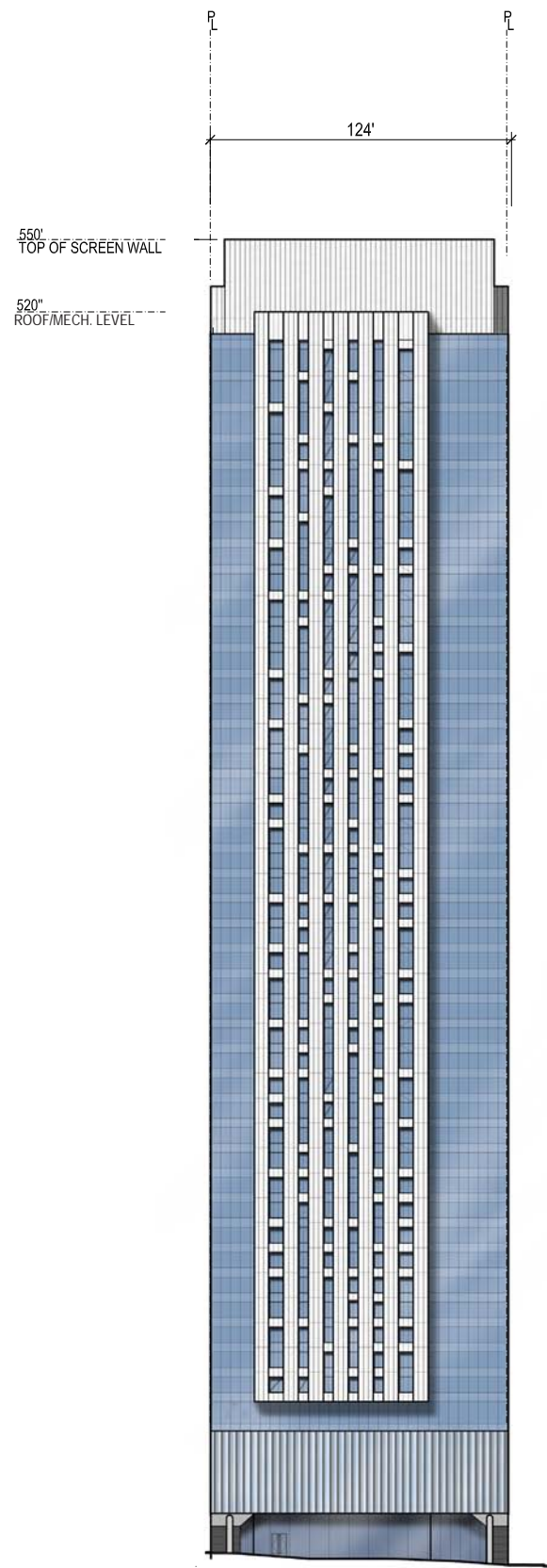
ORIGINAL PROJECT - 520' TOWER



SOUTH ELEVATION

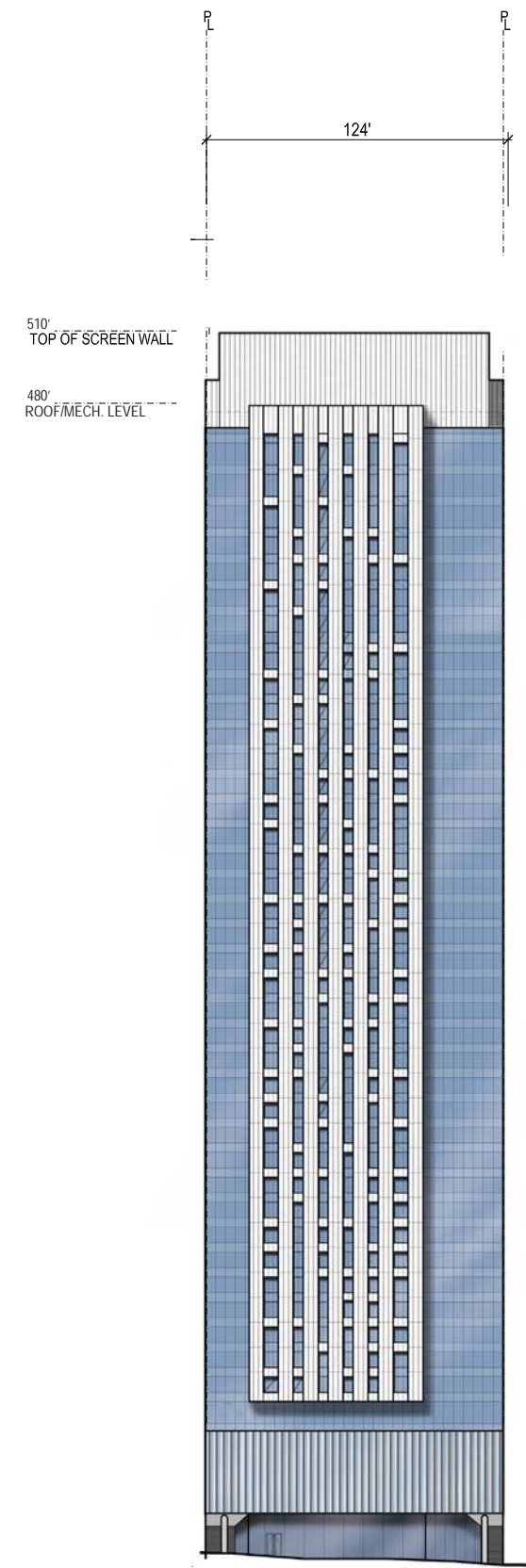
MODIFIED PROJECT - 480' TOWER





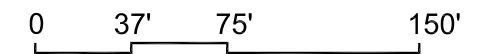
WEST ELEVATION

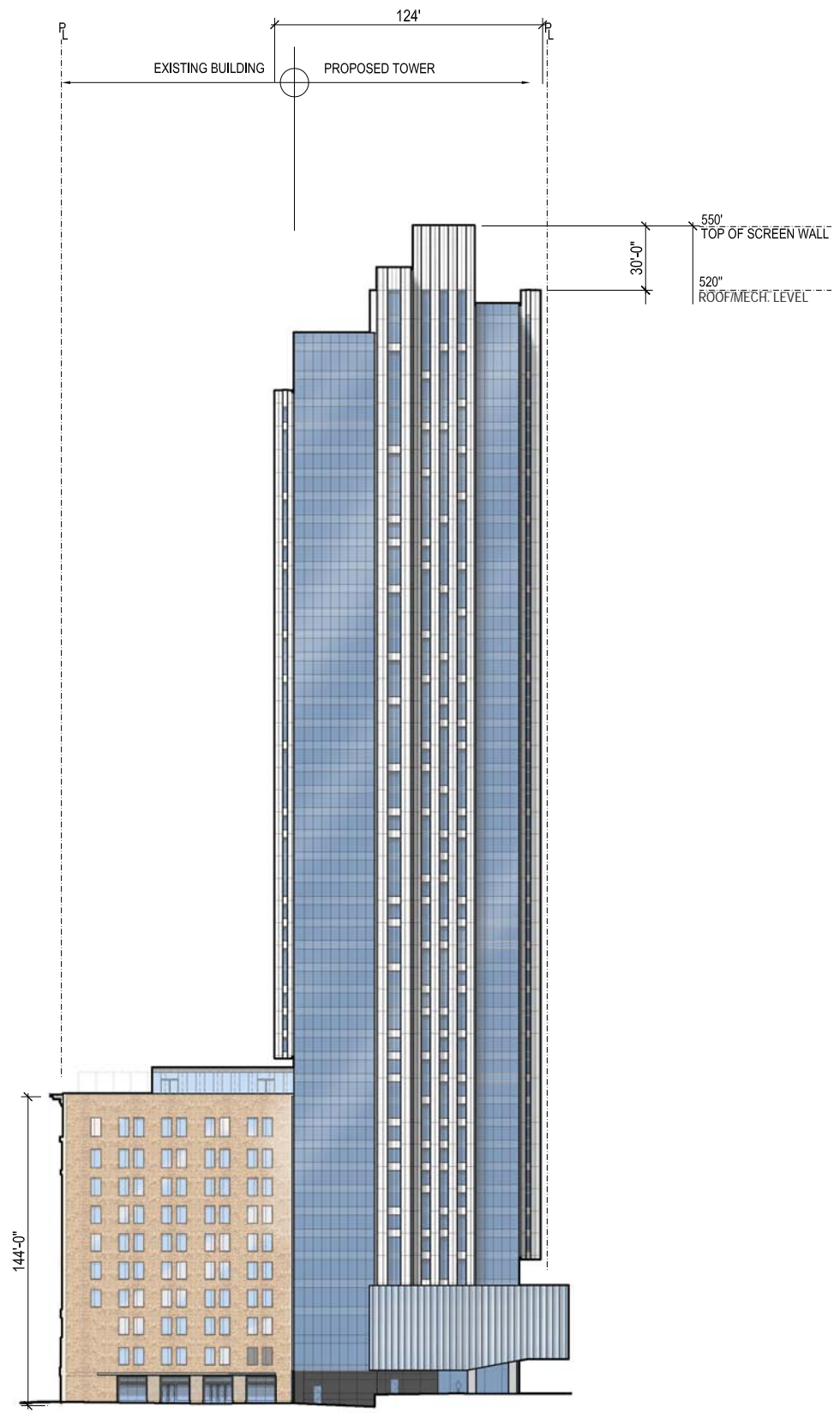
ORIGINAL PROJECT - 520' TOWER



WEST ELEVATION

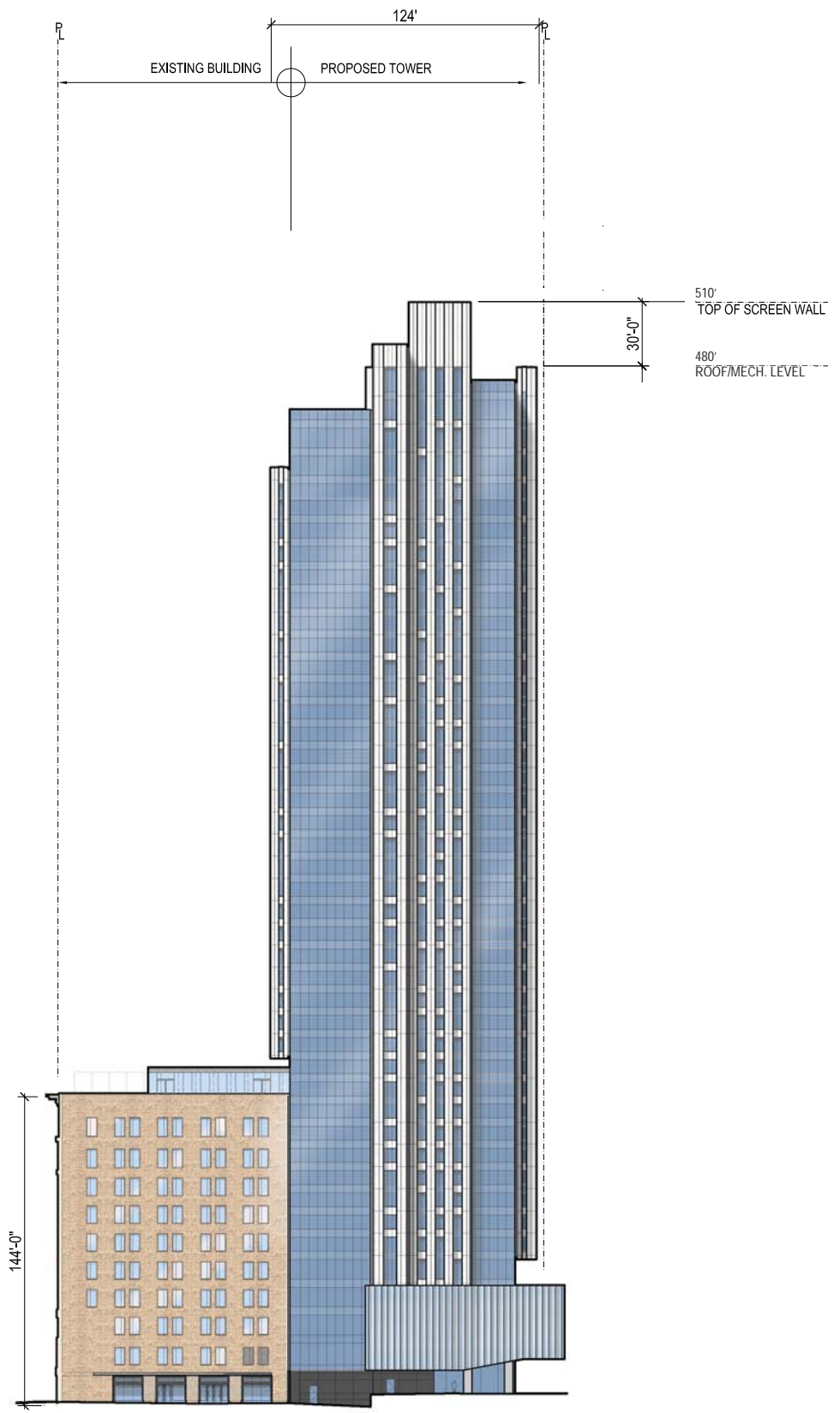
MODIFIED PROJECT - 480' TOWER





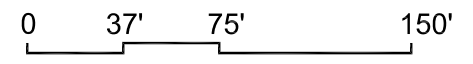
NORTH ELEVATION

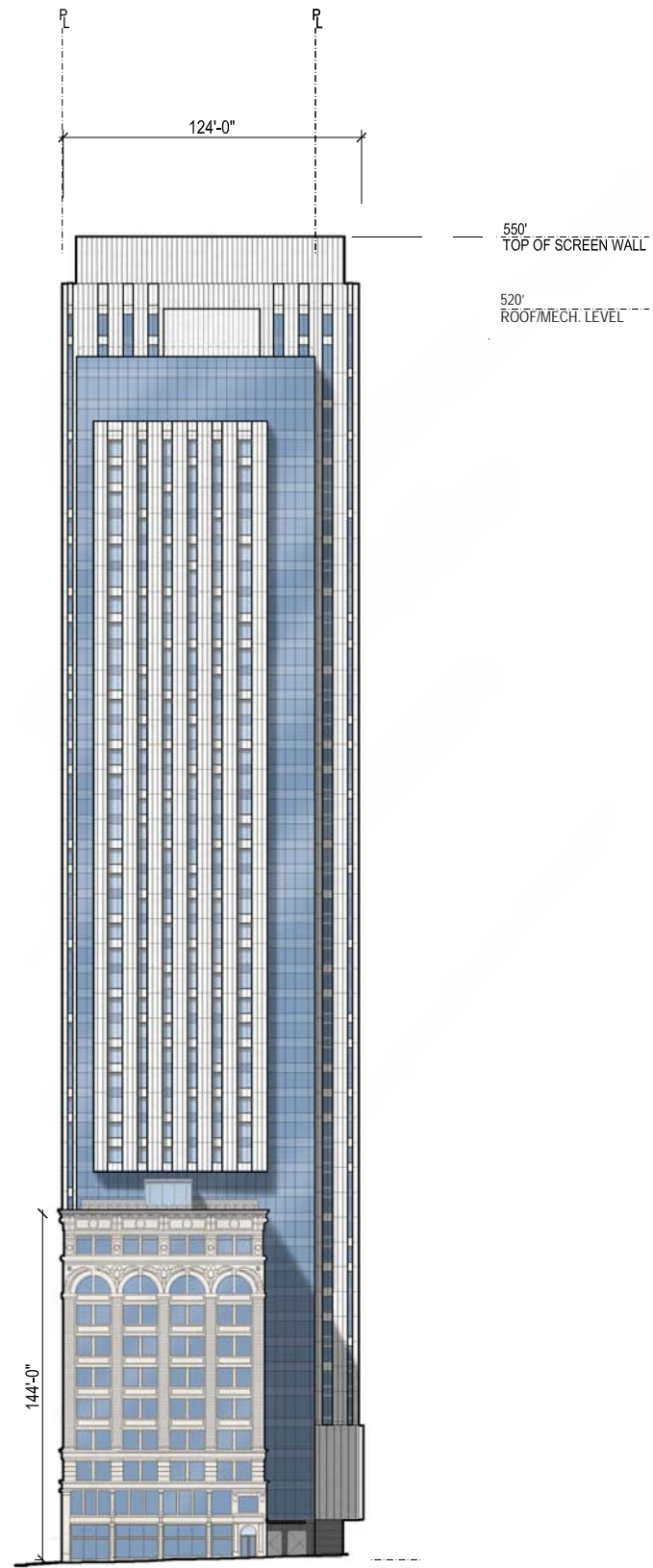
ORIGINAL PROJECT - 520' TOWER



NORTH ELEVATION

MODIFIED PROJECT - 480' TOWER





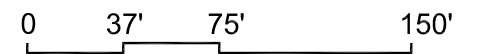
EAST ELEVATION

ORIGINAL PROJECT - 520' TOWER



EAST ELEVATION

MODIFIED PROJECT - 480' TOWER





ORIGINAL PROJECT - 520' TOWER



MODIFIED PROJECT - 480' TOWER



SAN FRANCISCO PLANNING DEPARTMENT

Executive Summary

SECTION 309 DETERMINATION OF COMPLIANCE ZONING MAP AMENDMENT PLANNING CODE TEXT AMENDMENT GENERAL PLAN REFERRAL SECTION 295 SHADOW ANALYSIS

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Information:
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HEARING DATE: APRIL 11, 2013

Date: March 28, 2013
Case No.: **2008.1084EHKXRTZ**
Project Address: **706 Mission Street**
Project Site Zoning: C-3-R (Downtown, Retail, Commercial)
400-I Height and Bulk District
Block/Lots: 3706/093, 275, portions of 277 (706 Mission Street)
0308/001 (Union Square)
Project Sponsor: 706 Mission Street, LLC
c/o Sean Jeffries of Millennium Partners
735 Market Street, 4th Floor
San Francisco, CA 94107
Staff Contact: Kevin Guy – (415) 558-6163
Kevin.Guy@sfgov.org
Recommendations: **Adopt CEQA Findings**
Approve Section 309 Determination of Compliance with Conditions
Recommend Approval (Zoning Map/Planning Code Text Amendments)
Adopt General Plan Referral Findings
Raise Cumulative Shadow Limit for Union Square
Adopt Findings Regarding Shadow Impacts

PROJECT DESCRIPTION

The Project would rehabilitate the existing 10-story, 144-foot tall Aronson Building, and construct a new, adjacent 47-story tower, reaching a roof height of 520 feet with a 30-foot tall mechanical penthouse. The two buildings would be connected and would contain up to 215 dwelling units, a “core-and-shell” museum space measuring approximately 52,000 square feet that will house the permanent home of the Mexican Museum, and approximately 4,800 square feet of retail space. The project would reconfigure portions of the existing Jessie Square Garage to increase the number of parking spaces from 442 spaces to 470 spaces, add loading and service vehicle spaces, and would allocate up to 215 parking spaces within the garage to serve the proposed residential uses. The Project Sponsor has proposed a “flex option” that would retain approximately 61,000 square feet of office uses within the existing Aronson Building, and would reduce the residential component of the project to approximately 191 dwelling units.

The Project includes the reclassification of the subject property from the existing 400-foot height limit to a 520-foot height limit, as well as the adoption of the “Yerba Buena Center Mixed-Use Special Use District” (“SUD”). The proposed SUD would modify specific Planning Code regulations related to permitted uses, the provision of a cultural/museum use within the SUD, floor area ratio limitations, dwelling unit exposure, height of rooftop equipment, bulk limitations, and curb cut locations.

Through transactional documents between the project sponsor and the Successor Agency to the Redevelopment Agency (“Successor Agency”), the Successor Agency would convey to the Project Sponsor the Jessie Square garage and the portion of property located between the Aronson Building parcel and Jessie Square that would be developed with the tower portion of the Project (portions of Lot 277, Assessor’s Block 3706). The Successor Agency would also convey to the Project Sponsor the parcel containing the garage access driveway (Lot 275, Assessor’s Block 3706) from Stevenson Street. In addition, the Project Sponsor would provide \$5 million endowment for the operation of the Mexican Museum, and would contribute an additional affordable housing fee to the Successor Agency equal to 8% of the residential units.

SITE DESCRIPTION AND PRESENT USE

The Project Site measures 72,181 sq. ft. and is comprised of three separate parcels within Assessor’s Block 3706. Lot 093 is located at the northwest corner of Third and Mission Streets, and is currently developed with the existing 10-story, 144-foot tall Aronson Building. The Aronson Building is designated as a Category I (Significant) Building in Article 11 of the Planning Code, and is located within the New Montgomery-Mission-Second Street Conservation District. The building contains approximately 96,000 sq. ft. of office uses and approximately 10,600 sq. ft. of ground-floor retail uses.

Lot 275 is improved with an existing vehicular access ramp that leads from Stevenson Street into the subterranean Jessie Square Garage. Lot 277 includes the property located between the Aronson Building parcel and Jessie Square, fronting along Mission Street. This property is the location of the proposed tower portion of the Project, and is currently unimproved except for a subsurface foundation structure. Lot 277 also includes the subterranean Jessie Square Garage, which is improved with the Jessie Square public plaza on the surface. The Project would reconfigure and utilize a portion of the Jessie Square garage, which is considered a part of the Project Site. However, the Jessie Square plaza located on the surface of a portion of Lot 277 would not be changed by this Project, and is not considered part of the Project Site.

SURROUNDING PROPERTIES & NEIGHBORHOOD

The Project Site is situated within the C-3-R Downtown Commercial zoning district, and is within the former Yerba Buena Center Redevelopment Area, a context characterized by intense urban development and a diverse mix of uses. Numerous cultural institutions are clustered in the immediate vicinity, including SFMOMA, the Yerba Buena Center for the Arts, the Museum of the African Diaspora, the Contemporary Jewish Museum, the Cartoon Art Museum, the Children’s Creativity Museum, the California Historical Museum, and others. Multiple hotels and high-rise residential and office buildings are also located in the vicinity, including the W Hotel, the St. Regis Hotel and Residences, the Four Seasons, the Palace Hotel, the Paramount Apartments, One Hawthorne Street, the Westin, the Marriott Marquis, and the Pacific Telephone building. Significant open spaces in the vicinity include Yerba Buena

Gardens to the south, and Jessie Square immediately to the west of the project site. The Moscone Convention Center facilities are located one block to the southwest, and the edge of the Union Square shopping district is situated two blocks northwest of the site. The Financial District is located in the blocks to the northeast and to the north. The western edge of the recently-adopted Transit Center District Plan area is located one-half block to the east at Annie Street.

ENVIRONMENTAL REVIEW

On June 27, 2012, the Department published a draft Environmental Impact Report (EIR) for public review (Case No. 2008.1084E). The draft EIR was available for public comment until August 13, 2012. On August 2, 2012, the Commission conducted a duly noticed public hearing at a regularly scheduled meeting to solicit comments regarding the draft EIR. On March 7, 2013, the Department published a Comments and Responses document, responding to comments made regarding the draft EIR prepared for the Project. On March 21, 2013, the Planning Commission held a duly noticed public hearing and certified the final EIR for the Project.

HEARING NOTIFICATION REQUIREMENTS

TYPE	REQUIRED PERIOD	REQUIRED NOTICE DATE	ACTUAL NOTICE DATE	ACTUAL PERIOD
Classified News Ad	20 days	March 22, 2013	March 22, 2013	20 days
Posted Notice	20 days	March 22, 2013	March 22, 2013	20 days
Mailed Notice	20 days	March 22, 2013	March 22, 2013	20 days

PUBLIC COMMENT

To date, the Department has not received any specific communications related to the requested entitlements. However, numerous written and verbal comments were provided during the public comment period for the draft EIR prepared for the Project. These comments related to a wide variety of topic areas, and were addressed as part of the Comments and Responses document prepared during the environmental review of the Project.

ISSUES AND OTHER CONSIDERATIONS

- **Height Reclassification/Special Use District.** The Project proposes to reclassify the property from the 400-I to the 520-I Height and Bulk District, and to establish the “Yerba Buena Center Mixed-Use Special Use District” (SUD) on the property. The proposed SUD would modify specific Planning Code regulations related to permitted uses, the provision of a cultural/museum use within the SUD, floor area ratio limitations, dwelling unit exposure, height of rooftop equipment, bulk limitations, and curb cut locations, as follows:
 - Permitted Uses – The SUD specifies that development within the SUD must include a cultural, museum, or similar public-serving institutional use measuring at least 35,000 sq. ft., no fewer than 162 dwelling units, and ground-floor retail or cultural uses within the Aronson Building.
 - Floor Area Ratio – 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-R District is 6.0 to 1. Under Sections 123 and 128, the FAR can be increased to a maximum of 9.0 to 1 with the purchase of transferable development rights (TDR). The FAR of the Project would exceed the base maximum FAR limit, as well as the

maximum FAR that could be achieved through the purchase of TDR . The proposed SUD would exempt the Project from the FAR limitations of Section 124, and the Project would not require the purchase of TDR.

- Dwelling Unit Exposure – Dwelling units on the south side of the Project would have exposure onto Mission Street, and units within the east side of the Aronson Building would have exposure onto Third Street. However, units that solely have exposure to the Westin walkway to the north, to Jessie Square to the west, and east-facing units within the tower above the 20th floor do not meet the requirements for dwelling unit exposure onto on-site open areas. The proposed SUD would exempt the Project from the exposure requirements of Section 140. It should be noted that Jessie Square and the Westin walkway are open spaces that are unlikely to be developed with structures in the future. Therefore, units that face these areas would continue to enjoy access to light and air. Additionally, units in the Tower that face east would have exposure onto the open area above the Aronson Building, as well as the width of Third Street beyond. Therefore, these units would also continue to enjoy access to light and air.
- Rooftop Equipment Height - The Project would reach a height of 520 feet to the roof, with rooftop mechanical structures and screening reaching a maximum height of approximately 550 feet. The Project Sponsor has proposed to reclassify the Project Site from the 400-I Height and Bulk District to the 520-I Height and Bulk District. In addition, the SUD would allow for an additional 30 feet of height above the roof to accommodate mechanical equipment and screening.
- Bulk Limitations - Section 270 establishes bulk controls by district. In the “-I” Bulk District, all portions of the building above a height of 150 feet are limited to a maximum length dimension of 170 feet and a maximum diagonal dimension of 200 feet. Above a height of 150 feet, the maximum horizontal length of the Project is approximately 123 feet, and the maximum diagonal dimension is approximately 158 feet. Therefore, the Project complies with the bulk controls of the “-I” Bulk District. The proposed SUD would further limit the maximum bulk controls to the maximum horizontal and diagonal dimensions proposed for the Project.
- Curb Cuts - Section 155 regulates the design of parking and loading facilities. Section 155(r)(3) specifies that no curb cuts may be permitted on the segment of Mission Street abutting the Project, except through Conditional Use authorization. The SUD proposed for the project would modify the regulations of Section 155 to allow a curb cut on Mission Street through an exception granted through the Section 309 review process, rather than through Conditional Use authorization.
- **Planning Code Exceptions.** The project does not strictly conform to several aspects of the Planning Code. As part of the Section 309 review process, the Commission may grant exceptions from certain requirements of the Planning Code for projects that meet specified criteria. The Project requests exceptions regarding "Rear Yard" (Section 134), "Reduction of Ground-Level Wind Currents in C-3 Districts" (Section 148), "Limitations on Residential Accessory Parking" (Section 151.1), and "General Standards for Off-Street Parking and Loading" to allow curb cuts on Mission and Third Streets (Section 155). Compliance with the specific criteria for each exception is summarized below, and is described in the attached draft Section 309 motion.
- **Rear Yard.** The Planning Code requires that the project provide a rear yard equal to 25 percent of the lot depth at the first level containing a dwelling unit, and at every subsequent level.

Exceptions to the rear yard requirements may be granted if the building location and configuration assure adequate light and air to the residential units and the open space provided. The property fronts on both Mission and Third Streets. Therefore, a complying rear yard would be situated toward the interior of the property, either abutting the Westin walkway or Jessie Square. It is unlikely that these open areas on the adjacent properties would be redeveloped in the foreseeable future. Therefore, adequate light and separation will be provided by the open spaces for residential units within the Project. The Project exceeds the Code requirements for common and private residential open space. In addition, residents would have convenient access to Jessie Plaza, Yerba Buena Gardens, and other large open public open spaces in the vicinity.

- **Ground Level Wind Currents.** The Code requires that new buildings in C-3 Districts must be designed so as to 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, 67 of the 95 test points in the vicinity currently exceed the pedestrian comfort level. Seven of the existing comfort exceedances would be eliminated, and nine new exceedances would be created, for a net increase of two exceedances. An exception under Section 148 (a) is therefore required. An exception to these requirements 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.

The Project would result in relatively modest changes in ground-level winds. The average wind speed would increase slightly from 12.6 to 12.7 mph. the average wind speed across all test points (nine mph) would not change appreciably, nor would the amount of time (17 percent) during which winds exceed the applicable criteria. The Project would not create any new exceedances in areas used for public seating. The Project incorporates several design features intended to baffle winds and reduce ground-level wind speeds. The third floor of the museum cantilevers over the on-site open space below, shielding this open space and redirecting some wind flows away from Jessie Square. The exterior of this cantilever includes projecting fins that will capture and diffuse winds before reaching the ground. In addition, the exterior of the museum at the first and second floors is chamfered to avoid localized wind eddies that would result from a typical rectilinear exterior.

- **Residential Accessory Parking.** The Planning Code does not require that residential uses in the C-3-R District provide off-street parking, but allows up to .25 cars per dwelling unit as-of-right. Residential uses may provide up to .75 cars per dwelling unit (or up to one car for each dwelling unit with at least two bedrooms and at 1,000 square feet of floor area), if the Commission makes specific findings that the parking is provided in a space-efficient manner, that the additional parking will not adversely affect pedestrian, bicycle, and transit movement, that the parking will not degrade the quality of the streetscape, and that free carshare memberships will be provided to households in the project.

While the parking is being provided at the maximum possible 1:1 ratio, the relatively small number of 215 off-street parking spaces is not expected to generate substantial traffic that would adversely impact pedestrian, transit, or bicycle movement. Given the proximity of the Project Site to the employment opportunities and retail services of the Downtown Core, it is expected that residents will prioritize walking, bicycle travel, or transit use over private automobile travel. In

addition, the proposed residential spaces are being reallocated from spaces within the existing garage that are currently used for general public parking. Residential uses generally generate fewer daily trips than the uses that are served by the existing public parking. Therefore, the conversion of spaces for residential use would not create new vehicular movement compared with existing conditions.

- **Curb Cuts.** Section 155 regulates the design of parking and loading facilities. Section 155(r)(4) specifies that no curb cuts may be permitted on the segment of Third Street abutting the Project. Within the C-3 Districts, the Planning Commission may grant an exception for this curb cut through the Section 309 Review process. Section 155(r)(3) specifies that no curb cuts may be permitted on the segment of Mission Street abutting the Project, except through Conditional Use authorization. The SUD proposed for the project would modify the regulations of Section 155 to allow a curb cut on Mission Street through an exception granted through the Section 309 review process, rather than through Conditional Use authorization.

Currently, the access for the Jessie Square garage is provided by an ingress/ egress driveway from Stevenson Street, as well as an egress-only driveway that exits onto Mission Street. The Project would retain the Mission Street curb cut, but would relocate it slightly, approximately 2.5 feet to the east. This curb cut would continue its present function to provide egress from the Jessie Street garage, helping to divide vehicular travel between the Stevenson Street and Mission Street driveways.

The Project also proposes to utilize an existing curb cut on Third Street for ingress-only vehicular access for residents. This curb-cut would access a driveway leading to two valet-operated car elevators, which would move vehicles into the Jessie Square garage. This curb cut was previously used to access a loading dock for the Aronson Building. This loading dock would be demolished as part of the Project. The EIR concludes that the Project, including the use of the existing curb-cuts on Third Street and Mission Street, would not result any significant pedestrian impacts, such as overcrowding on public sidewalks or creating potentially hazardous conditions. Given the limitations on the use of the curb cut (for inbound, valet service only), and given that the use of the curb cut would not cause any significant pedestrian impacts, the exception to allow the Project to utilize the Third Street curb cut is appropriate. However, because there could be improvements that might enhance pedestrian comfort and/or provide pedestrian amenities at the project site and in the vicinity, a condition of approval has been added requiring that the Project Sponsor collaborate with the Planning Department, DPW, and SFMTA to conduct a study to assess the existing pedestrian environment on the subject block, and to make recommendations for improvements that could be implemented to enhance pedestrian comfort and provide pedestrian amenities.

- **Shadow Impacts.** Section 295 (also known as Proposition K from 1984) requires that the Planning Commission disapprove any building permit application to construct a structure that will cast shadow on property under the jurisdiction of the Recreation and Park Department, unless it is determined that the shadow would not have an adverse impact on park use. In 1989, the Planning Commission and the Recreation and Park Commission adopted criteria for the implementation of Section 295, which included the adopting of Absolute Cumulative Shadow Limits (ACLs) for certain parks in and around the Downtown core.

A technical memorandum, prepared by Turnstone Consulting, was submitted on June 9, 2011, analyzing the potential shadow impacts of the Project to properties under the jurisdiction of the Recreation and Parks Department (Case No. 2008.1084K). The memorandum concluded that the Project would cast 337,744 sfh of net new shadow on Union Square on a yearly basis, which would be an increase of about 0.09% of the theoretical annual available sunlight ("TAAS") on Union Square.

October 11, 2012, the Planning Commission and the Recreation and Park Commission held a joint public hearing and raised the absolute cumulative shadow limits for seven open spaces under the jurisdiction of the Recreation and Park Department that could be shadowed by likely cumulative development sites in the Transit Center District Plan ("TCDP") Area, including Union Square. As part of this action, the Planning Commission and the Recreation and Park Commission designated the ACLs exclusively for shadows that are anticipated from the development of projects within the TCDP. Because the proposed Project lies outside the TCDP area, the Project requires a separate amendment to the ACL for Union Square.

The impact of the shadow cast by the Project on Union Square would be limited. The new shadow would occur for a limited amount of time during the year, from October 11th to November 8th, and from February 2nd to March 2nd for no more than one hour on any given day. The new shadow would not occur after 9:30 a.m. (the maximum new shadow range would be 8:30 a.m. to 9:30 a.m.), and would be consistent with the 1989 Memo qualitative standards for Union Square in that the new net shadow would not occur during mid-day hours. Usage of Union Square is relatively low in the morning hours.

REQUIRED ACTIONS

In order for the project to proceed, the Commission must 1) Adopt findings under the California Environmental Quality Act, including findings rejecting alternatives as infeasible and adopting a Statement of Overriding Considerations and Mitigation, Monitoring, and Reporting Programs; 2) Adopt Findings of Consistency with the General Plan and Priority Policies of Planning Code Section 101.1; 3) Approved jointly with the Recreation and Park Commission an increase of the absolute cumulative shadow limit for Union Square; 4) Adopt findings that the net new shadow cast by the project on Union Square will not be adverse to the use of the park, and to allocate to the Project the absolute cumulative shadow limit for Union Square; 5) Recommend that the Board of Supervisors approve a Height Reclassification to reclassify the site from the 400-I Height and Bulk District to the 520-I Height and Bulk District; 6) Recommend that the Board of Supervisors approve a Zoning Text Amendment and Zoning Map Amendment to establish the "Yerba Buena Center Mixed-Use Special Use District"(SUD) on the site; and, 7) Approve a Determination of Compliance pursuant to Planning Code Section 309, with requests for exceptions from Planning Code requirements including "Reduction of Ground-Level Wind Currents in C-3 Districts", "Off-Street Parking Quantity", "Rear Yard, and "General Standards for Off-Street Parking and Loading" to allow curb cuts on Third and Mission Streets.

BASIS FOR RECOMMENDATION

- The Project will add housing opportunities within an intense, walkable urban context.
- The Project will provide space for a permanent home for the Mexican Museum, within a cluster of art museums and cultural institutions, in an area served by abundant existing and planned transit service.

- The Project will contribute to an operating endowment for the Mexican Museum.
- The Project will rehabilitate the existing Aronson Building, which is a Category I (Significant) Building in Article 11 of the Planning Code located within the New Montgomery-Mission-Second Street Conservation District
- The Project would enhance the City's supply of affordable housing by participating in the Inclusionary Affordable Housing Program. The project will also contribute an additional affordable housing fee to the Successor Agency equal to 8% of the residential units.
- Residents of the Project 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 meets all applicable requirements of the Planning Code, aside from the exceptions requested pursuant to Planning Code Section 309, and the Planning Code provisions that would be modified by the proposed SUD.

RECOMMENDATION: Approval with Conditions
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Attachments:

- Draft CEQA Findings, including Mitigation, Monitoring, and Reporting Program (to be transmitted under separate cover)
- Draft Section 309 Motion
- Draft Section 295 Resolution
- Draft Section 295 Motion
- Draft General Plan Referral Motion
- Draft Resolution for Height Reclassification and Planning Code Text Amendment
 - Including Draft Ordinance
- Shadow Analysis Technical Memorandum
- Residential Pipeline Report
- Term Sheet, excerpt from Exclusive Negotiation Agreement between Project Sponsor and Successor Agency
- Block Book Map
- Aerial Photograph
- Zoning District Map
- 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 type="checkbox"/> Wireless Telecommunications Materials |
| <input checked="" type="checkbox"/> Sanborn Map | <input type="checkbox"/> Health Dept. review of RF levels |
| <input checked="" type="checkbox"/> Aerial Photo | <input type="checkbox"/> RF Report |
| <input checked="" type="checkbox"/> Context Photos | <input type="checkbox"/> Community Meeting Notice |
| <input checked="" type="checkbox"/> Site Photos | <input checked="" type="checkbox"/> Housing Documents |
| | <input checked="" type="checkbox"/> Inclusionary Affordable Housing Program: Affidavit for Compliance |
| | <input checked="" type="checkbox"/> Residential Pipeline |

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

Planner's Initials



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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Information:
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Planning Commission Draft Motion Section 309

HEARING DATE: APRIL 11, 2013

Date: March 28, 2013
Case No.: **2008.1084EHKXRTZ**
Project Address: **706 Mission Street**
Project Site Zoning: C-3-R (Downtown, Retail, Commercial)
 400-I Height and Bulk District
Block/Lots: 3706/093, 275, portions of 277 (706 Mission Street)
 0308/001 (Union Square)
Project Sponsor: 706 Mission Street, LLC
 c/o Sean Jeffries of Millennium Partners
 735 Market Street, 4th Floor
 San Francisco, CA 94107
Staff Contact: Kevin Guy – (415) 558-6163
Kevin.Guy@sfgov.org

ADOPTING FINDINGS RELATED TO THE APPROVAL OF A SECTION 309 DETERMINATION OF COMPLIANCE AND REQUEST FOR EXCEPTIONS FOR “REAR YARD” UNDER SECTION 134, “REDUCTION OF GROUND-LEVEL WIND CURRENTS” UNDER SECTION 148, “OFF-STREET PARKING QUANTITY” UNDER SECTION 151.1, AND “GENERAL STANDARDS FOR OFF-STREET PARKING AND LOADING” UNDER SECTION 155(r), AND ADOPTING FINDINGS UNDER THE CALIFORNIA ENVIRONMENTAL QUALITY ACT, FOR A PROJECT TO REHABILITATE AN EXISTING 10-STORY, 144-FOOT TALL BUILDING (THE ARONSON BUILDING), AND CONSTRUCT A NEW, ADJACENT 47-STORY TOWER, REACHING A ROOF HEIGHT OF 520 FEET WITH A 30-FOOT TALL MECHANICAL PENTHOUSE. THE TWO BUILDINGS WOULD BE CONNECTED AND WOULD CONTAIN UP TO 215 DWELLING UNITS, A “CORE-AND-SHELL” MUSEUM SPACE MEASURING APPROXIMATELY 52,000 SQUARE FEET, AND APPROXIMATELY 4,800 SQUARE FEET OF RETAIL SPACE. THE PROJECT WOULD RECONFIGURE PORTIONS OF THE EXISTING JESSIE SQUARE GARAGE TO INCREASE THE NUMBER OF PARKING SPACES FROM 442 SPACES TO 470 SPACES, ADD LOADING AND SERVICE VEHICLE SPACES, AND WOULD ALLOCATE UP TO 215 PARKING SPACES WITHIN THE GARAGE TO SERVE THE PROPOSED RESIDENTIAL USES. THE PROJECT INCLUDES A “FLEX OPTION” THAT WOULD RETAIN APPROXIMATELY 61,000 SQUARE FEET OF OFFICE USES WITHIN THE EXISTING ARONSON BUILDING, AND WOULD REDUCE THE RESIDENTIAL COMPONENT OF THE PROJECT TO 191

DWELLING UNITS. THE PROJECT SITE IS LOCATED AT 706 MISSION STREET (ASSESSOR'S BLOCK 3706, LOTS 093, 275, AND PORTIONS OF LOT 277), WITHIN THE C-3-R (DOWNTOWN OFFICE) DISTRICT AND THE 400-I HEIGHT AND BULK DISTRICT.

PREAMBLE

On June 30, 2008, Sean Jeffries, acting on behalf of Millennium Partners ("Project Sponsor") submitted an Environmental Evaluation Application with the Planning Department ("Department"), Case No. 2008.1084E. The Department issued a Notice of Preparation of Environmental Review on April 13, 2011, to owners of properties within 300 feet, adjacent tenants, and other potentially interested parties.

On October 24, 2012, the Project Sponsor filed an application with the Department for a Determination of Compliance pursuant to Planning Code Section ("Section") 309 with requested Exceptions from Planning Code ("Code") requirements for "Reduction of Ground-Level Wind Currents in C-3 Districts", "Off-Street Parking Quantity", "Rear Yard", and "General Standards for Off-Street Parking and Loading" to allow curb cuts on Third and Mission Streets, for a project to rehabilitate an existing 10-story, 144-foot tall building (the Aronson Building), and construct a new, adjacent 47-story tower, reaching a roof height of 520 feet with a 30-foot tall mechanical penthouse. The two buildings would be connected and would contain up to 215 dwelling units, a "core-and-shell" museum space measuring approximately 52,000 square feet that would house the Mexican Museum, and approximately 4,800 square feet of retail space. The project would reconfigure portions of the existing Jessie Square Garage to increase the number of parking spaces from 442 spaces to 470 spaces, add loading and service vehicle spaces, and would allocate up to 215 parking spaces within the garage to serve the proposed residential uses. The Project Sponsor has proposed a "flex option" that would retain approximately 61,000 square feet of office uses within the existing Aronson Building, and would reduce the residential component of the project to 191 dwelling units. The project is located at 706 Mission Street, Lots 093, 275, and portions of Lot 277 within Assessor's Block 3706 ("Project Site"), within the C-3-R District and the 400-I Height and Bulk District (collectively, "Project", Case No. 2008.1084X).

On October 24, 2012, the Project Sponsor submitted a request for a General Plan Referral Case No. 2008.1084R, regarding the changes in use, disposition, and conveyance of publicly-owned land, reconfiguration of the public sidewalk along Mission Street, and subdivision of the property. On April 11, 2013, the Planning Commission conducted a duly noticed public hearing at a regularly scheduled meeting and adopted Motion No. XXXXX determining that these actions are consistent with the objectives and policies of the General Plan and the Priority Policies of Section 101.1.

On October 24, 2012, the Project Sponsor submitted a request to amend Height Map HT01 of the Zoning Maps of the San Francisco Planning Code to reclassify the Project Site from the 400-I Height and Bulk District to the 520-I Height and Bulk District. (Case No. 2008.1084Z). On April 11, 2013, the Planning Commission conducted a duly noticed public hearing at a regularly scheduled meeting and adopted Resolution No. XXXXX, recommending that the Board of Supervisors approve the requested Height Reclassification.

On October 24, 2012, the submitted a request to amend Zoning Map SU01 and the text of the Planning Code to establish the "Yerba Buena Center Mixed-Use Special Use District" (SUD) on the property. The proposed SUD would modify specific Planning Code regulations related to permitted uses, the provision

of a cultural/museum use within the SUD, floor area ratio limitations, dwelling unit exposure, height of rooftop equipment, bulk limitations, and curb cut locations (Case No. 2008.1084T). On April 11, 2013, the Planning Commission conducted a duly noticed public hearing at a regularly scheduled meeting and adopted Resolution No. XXXXX, recommending that the Board of Supervisors approve the requested Height Reclassification and Planning Code Text Amendment.

On October 26, 2012, the Project Sponsor submitted a request for a Major Permit to Alter for the rehabilitation of the Aronson Building, a Category I (Significant) building under Article 11 of the Planning Code, located within the New Montgomery-Mission-Second Street Conservation District, including the removal of non-historic ground-floor infill materials, fire escapes, landings, and rooftop mechanical penthouse structures (Case No. 2008.1084H). On April 3, 2013, the Historic Preservation Commission conducted a duly noticed public hearing at a regularly scheduled meeting and adopted Motion No. XXXXX, approving the requested Major Permit to Alter.

On September 25, 2008, the Project Sponsor submitted a request for review of a development exceeding 40 feet in height, pursuant to Section 295, analyzing the potential shadow impacts of the Project to properties under the jurisdiction of the Recreation and Parks Department (Case No. 2008.1084K). Department staff prepared a shadow fan depicting the potential shadow cast by the development and concluded that the Project could have a potential impact to properties subject to Section 295. A technical memorandum, prepared by Turnstone Consulting, was submitted on June 9, 2011, analyzing the potential shadow impacts of the Project to properties under the jurisdiction of the Recreation and Parks Department. The memorandum concluded that the Project would cast 337,744 sfh of net new shadow on Union Square on a yearly basis, which would be an increase of about 0.09% of the Theoretically Available Annual Sunlight ("TAAS") on Union Square.

On April 11, 2013, the Planning Commission and the Recreation and Park Commission held a duly advertised joint public hearing and adopted Resolution No. XXXXX establishing an absolute cumulative shadow limit ("ACL") equal to 0.09% of the TAAS for Union Square. At the same hearing, the Recreation and Park Commission adopted Motion No. XXXXX recommending that the General Manager of the Recreation & Park Department recommend to the Planning Commission that the shadows cast by the Project on Union Square are not adverse to the use of the park, and that the Planning Commission allocate to the Project allowable shadow from the ACL for Union Square. At the same hearing, the Planning Commission held a duly noticed public hearing and adopted Motion No. XXXXX, finding that the shadows cast by the Project on Union Square would not be adverse to the use of the park, and allocating ACL to the Project for Union Square.

On June 27, 2012, the Department published a draft Environmental Impact Report (EIR) for public review. The draft EIR was available for public comment until August 13, 2012. On August 2, 2012, the Planning Commission ("Commission") conducted a duly noticed public hearing at a regularly scheduled meeting to solicit comments regarding the draft EIR. On March 7, 2013, the Department published a Comments and Responses document, responding to comments made regarding the draft EIR prepared for the Project.

On March 21, 2013, 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, Jonas Ionin, is the custodian of records, located in the File for Case No. 2008.1084E, 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 April 11, 2013, the Commission adopted Motion No. XXXXX, adopting CEQA findings, including a Statement of Overriding Considerations, and adopting the MMRP, which findings and adoption of the MMRP are hereby incorporated by reference as though fully set forth herein.

On April 11, 2013, the Commission conducted a duly noticed public hearing at a regularly scheduled meeting on Case No. 2008.1084X. 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. 2008.1084X for the Project, subject to conditions contained in Exhibit A, 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 measures 72,181 sq. ft. and is comprised of three separate parcels within Assessor's Block 3706. Lot 093 is located at the northwest corner of Third and Mission Streets, and is currently developed with the existing 10-story, 144-foot tall Aronson Building. The Aronson Building is designated as a Category I (Significant) Building in Article 11 of the Planning Code, and is located within the New Montgomery-Mission-Second Street Conservation District. The building contains approximately 96,000 sq. ft. of office uses and approximately 10,600 sq. ft. of ground-floor retail uses.

Lot 275 is improved with an existing vehicular access ramp that leads from Stevenson Street into the subterranean Jessie Square Garage. Lot 277 includes the property located between the Aronson Building parcel and Jessie Square, fronting along Mission Street. This property is the location of the proposed tower portion of the Project, and is currently unimproved except for a subsurface foundation structure. Lot 277 also includes the subterranean Jessie Square Garage, which is improved with the Jessie Square public plaza on the surface. The Project would reconfigure and utilize a portion of the Jessie Square garage, which is considered a part of the Project Site. However, the Jessie Square plaza located on the surface of a portion of Lot 277 would not be changed by this Project, and is not considered part of the Project Site.

3. **Surrounding Properties and Neighborhood.** The Project Site is situated within the C-3-R Downtown Commercial zoning district, and is within the former Yerba Buena Center Redevelopment Area, a context characterized by intense urban development and a diverse mix of uses. Numerous cultural institutions are clustered in the immediate vicinity, including SFMOMA, the Yerba Buena Center for the Arts, the Museum of the African Diaspora, the Contemporary Jewish Museum, the Cartoon Art Museum, the Children’s Creativity Museum, the California Historical Museum, and others. Multiple hotels and high-rise residential and office buildings are also located in the vicinity, including the W Hotel, the St. Regis Hotel and Residences, the Four Seasons, the Palace Hotel, the Paramount Apartments, One Hawthorne Street, the Westin, the Marriott Marquis, and the Pacific Telephone building. Significant open spaces in the vicinity include Yerba Buena Gardens to the south, and Jessie Square immediately to the west of the project site. The Moscone Convention Center facilities are located one block to the southwest, and the edge of the Union Square shopping district is situated two blocks northwest of the site. The Financial District is located in the blocks to the northeast and to the north. The western edge of the recently-adopted Transit Center District Plan area is located one-half block to the east at Annie Street.
4. **Proposed Project.** The Project would rehabilitate the existing 10-story, 144-foot tall Aronson Building, and construct a new, adjacent 47-story tower, reaching a roof height of 520 feet with a 30-foot tall mechanical penthouse. The two buildings would be connected and would contain up to 215 dwelling units, a “core-and-shell” museum space measuring approximately 52,000 square feet that will house the permanent home of the Mexican Museum, and approximately 4,800 square feet of retail space. The project would reconfigure portions of the existing Jessie Square Garage to increase the number of parking spaces from 442 spaces to 470 spaces, add loading and service vehicle spaces, and would allocate up to 215 parking spaces within the garage to serve the proposed residential uses. The Project Sponsor has proposed a “flex option” that would retain approximately 61,000 square feet of office uses within the existing Aronson Building, and would reduce the residential component of the project to approximately 191 dwelling units.

The Project includes the reclassification of the subject property from the existing 400-foot height limit to a 520-foot height limit, as well as the adoption of the “Yerba Buena Center Mixed-Use Special Use District” (“SUD”). The proposed SUD would modify specific Planning Code regulations related to permitted uses, the provision of a cultural/museum use within the SUD, floor area ratio limitations, dwelling unit exposure, height of rooftop equipment, bulk limitations, and curb cut locations.

5. **Public Comment.** To date, the Department has not received any specific communications related to the requested entitlements. However, numerous written and verbal comments were provided during the public comment period for the draft EIR prepared for the Project. These comments related to a wide variety of topic areas, and were addressed as part of the Comments and Responses document prepared during the environmental review of the 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-R District is 6.0 to 1. Under Sections 123 and 128, the FAR can be increased to a maximum of 9.0 to 1 with the purchase of transferable development rights (TDR).

The Project Site has a lot area of approximately 72,181 square feet. Therefore, up to 433,086 square feet of Gross Floor Area ("GFA") is allowed under the basic FAR limit, and up to 649,629 square feet of GFA is permitted with the purchase of TDR. Certain storage and mechanical spaces, as well as area for accessory parking is excluded from the calculation of GFA. In addition, within C-3 Districts, space devoted to the museum use is also excluded from the calculation of GFA. Subtracting these areas, the Project includes approximately 607,630 sq. ft. of GFA. Therefore, the Project exceeds with the maximum FAR limit, unless TDR is purchased. The proposed SUD would exempt the Project from the FAR limitations of Section 124, and the Project would not require the purchase of TDR.

- B. **Use and Dwelling Unit Density.** Section 215(a) allows dwelling units of up to one unit per 125 square feet of lot area within the C-3-R District as a principally permitted use. Section 218 allows retail uses within the C-3-R District as a principally permitted use. Section 221(e) allows recreational uses (such as the proposed museum) within the C-3-R District as a principally permitted use.

The Project Site has a lot area of approximately 72,181 square feet, which would allow up to 577 dwelling units as a principally permitted use. The proposed retail and museum uses are principally permitted. For the "flex" option, the retention of office space within the Project would reflect the continuation of a previously existing use. The Project complies with the permitted uses and dwelling unit density allowed by the Code.

- C. **Residential Open Space (Section 135).** Section 135 requires that a minimum of 36 square feet of private usable open space, or 47.9 square feet of common usable open space be provided for dwelling units within C-3 Districts. This Section specifies that the area counting as usable open space must meet minimum requirements for area, horizontal dimensions, and exposure.

Based on the specified ratios, the Project must provide 10,294 square feet of common open space to serve 215 dwelling units, or 9,145 square feet of common open space to serve 191 dwelling units. The Project includes a common outdoor terrace on the roof of the Aronson Building that measures 8,625 square feet. In addition, the Project includes a substantial open

space area along the frontage of the museum, at the west portion of the ground floor. This area measures approximately 3,500 square feet and would act as a physical and visual extension of Jessie Square. In total, the Project provides approximately 12,125 square feet of common open space that would be usable by residents, and complies with Section 135. In addition, private terraces are provided at the 44th, 46th, and 47th floors, in excess of the requirements of Section 135.

- D. **Public Open Space (Section 138).** New buildings in the C-3-R Zoning District must provide public open space at a ratio of one sq. ft. per 100 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 residential and museum uses in the Project are not subject to the open space requirement of Section 138. While retail and office uses are generally subject to the open space requirements of Section 138, the continuation of the existing retail and office uses within the Aronson Building would not require the provision of additional open space.

- E. **Streetscape Improvements (Section 138.1).** Section 138.1(b) requires that when a new building is constructed in C-3 Districts, street trees, enhanced paving, and other amenities such as lighting, seating, bicycle racks, or other street furnishings must be provided.

The Project will include appropriate streetscape improvements and will comply with this requirement. The conceptual project plans show the installation of street trees, pervious paving, and street furniture along the Mission and Third Street frontages of the building. The precise location, spacing, and species of the street trees, as well as other streetscape improvements, will be further refined throughout the building permit review process.

- F. **Dwelling Unit Exposure (Section 140).** Section 140 requires that at least one room of all dwelling units face onto a public street, a rear yard, or other open area that meets minimum requirements for dimensions.

Dwelling units on the south side of the Project would have exposure onto Mission Street. Units within the east side of the Aronson Building would have exposure onto Third Street. Units on the east side of the tower at the 15th floor and above would have exposure onto the volume above the Aronson Building, which has a horizontal dimension of approximately 105 feet. This open area meets the minimum dimensions for on-site spaces to provide exposure to the east-facing units in the tower, up to the 20th floor. Above the 20th floor, this space does not meet the minimum required dimensions. Therefore, units that solely have exposure onto this area above the 20th floor, as well as units that have exposure solely to the Westin walkway to the north or to Jessie Square to the west do not meet the requirements for dwelling unit exposure onto on-site open areas.

The proposed SUD would exempt the Project from the exposure requirements of Section 140. It should be noted that Jessie Square and the Westin walkway are open spaces that are unlikely to be developed with structures in the future. Therefore, units that face these areas would continue to enjoy access to light and air. Additionally, units in the Tower that face east would have exposure onto the open area above the Aronson Building, as well as the width of Third Street beyond. Therefore, these units would also continue to enjoy access to light and air.

- G. **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 Mission or Third Streets, and therefore does not apply to the Project.

The Project would add shadows to public sidewalks in the vicinity. The amount of shadow would vary based on time of day, time of year, the height and bulk of intervening existing and proposed development, and climatic conditions (clouds, fog, or sun) on a given day. In certain cases, existing and future development would mask or subsume new shadows from the Project that would otherwise be cast on sidewalks. In addition, because the sun is a disc rather than a single point in the sky, sunlight can “pass around” elements of buildings resulting in a diffuse shadow line (rather than a hard-edged shadow) at points that are distant from the Project.

Given the height of the Project and its location immediately adjacent to certain public sidewalks, it is unavoidable that it would cast new shadows onto sidewalks in the vicinity. However, limiting the Project to avoid casting shadows on sidewalks would contradict a basic premise of the City’s Transit First policy and the Downtown Area Plan, which, although not applicable to the Project, offers land use guidance for development at the Project site. That is, given the proximity of the Project Site to the abundant existing and planned transportation services on Market Street, Mission Street, the future Transit Center, and the future Central Subway, the Project should be developed at a height that creates intense urban development appropriate for a transit-oriented location.

- H. **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 550 feet tall to the top of the mechanical screen. In general, the amount of shadow that would be cast by the Project on surrounding open spaces will vary based on time of day, time of year, the height and bulk of intervening existing and proposed development, and climatic conditions (clouds, fog, or sun) on a given day. In certain cases, existing and future development would mask or subsume new shadows from the Project that would otherwise be cast on open spaces.

The Project would cast shadow on two public open spaces that are subject to Section 147. Jessie Square, which is located immediately to the west of the Project, would receive new shadow throughout the year that begins during the early morning hours. The duration and extent of shadow would vary throughout the year, receding by approximately 9:30am during the winter, by approximately 11:00 a.m. in the spring and fall, and by approximately 12:30 pm during the summer. In addition, Yerba Buena Lane would receive new shadow between sunrise and 9:30am during the summer. The new shadowing from the Project is largely unavoidable, given that Jessie Square is located immediately adjacent to the Project Site. A shadow envelope analysis included in the Responses to Comments on the Draft EIR determined that the new shadowing on Jessie Square would be primarily from the base of the building. Furthermore, the shadow envelope analysis determined that the maximum height of a building on the Project site that would not cast net new shadow on Jessie Square would vary depending on the building's location on the Project site. On the western portion of the Project site, which abuts Jessie Square, the maximum height that would not cast net new shadow on Jessie Square would be 20 feet, and the only location on the Project site where the proposed tower could be constructed without casting net new shadow on Jessie Square would be at the eastern end of the Project site (above the existing Aronson Building). However, constructing the proposed tower in this location would require the demolition of a portion of the interior of the Aronson Building.

The Project would also cast new shadow on three privately owned, publicly accessible open spaces (POPOS): plaza at 1 Kearny Street, the plaza at 560 Mission Street, and the Westin walkway located immediately north of the project site. For the plaza at 1 Kearny Street and the plaza at 560 Mission Streets, the new shadow would be brief in duration and would avoid mid-day shadows when these spaces would be expected to be in heaviest use during lunchtime. The Project would also cast shadow on the Westin walkway. The existing Aronson Building already casts shadow on portions of this walkway at various times throughout the year. The new shadowing from the Project is largely unavoidable, given that the Westin walkway is located immediately adjacent to the Project Site.

Given the height of the Project and its location immediately adjacent to certain public open spaces, it is unavoidable that the Project would cast new shadows onto some open spaces in the vicinity. However, limiting the Project to avoid casting shadows on public open spaces would contradict a basic premise of the City's Transit First policy and the Downtown Area Plan, which, although not applicable to the Project, offers land use guidance for development at the Project site. That is, given the adjacency of the Project Site to the abundant existing and planned transportation services, the Project should be developed at a height and density that creates intense urban development appropriate for a transit-oriented location. On balance, the Project is not expected to substantially affect the use of open spaces subject to

Section 147, and cannot be redesigned to reduce impacts without unduly restricting development potential.

- I. **Off-Street Parking: Non-Residential Uses (Section 151.1).** Pursuant to Section 151.1, non-residential uses in C-3 Districts are not required to provide off-street parking, but may provide a parking area of up to 7% of the gross floor area of the non-residential uses in the Project.

The Project would reconfigure portions of the existing Jessie Square garage to increase the number of parking spaces from 442 space to 470 spaces. These additional spaces would be available as general public parking, and would not be assigned to a specific user or tenant. Because the project would not add parking area to the garage that is dedicated to specific non-residential uses in the building, the Project complies with the seven percent maximum allowance for accessory non-residential parking.

- J. **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 3 loading spaces for the residential uses and museum uses on the site. Table 152.1 requires 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 632,915 square feet residential and museum uses, the Project requires three loading spaces. For the office "flex" option which includes 61,320 square feet of office space, three loading spaces would also be required for the museum and residential uses, and no loading spaces would be required to serve the office uses because it would be a continuation of an existing use. The Project includes two full-size off-street loading spaces and four service vehicle spaces. The Project complies with the loading requirement, including the flex option that would include office uses.

- K. **Bicycle Parking (Section 155.5).** New residential buildings require 25 Class 1 bicycle parking spaces plus one Class 1 bicycle parking space for every four dwelling units over 50.

The Project contains 215 dwelling units, and therefore requires 66 Class 1 bicycle parking spaces. The Project proposes a bicycle storage room with space for 67 bicycles within the subterranean garage, and therefore complies with this requirement. The final number of bicycle parking spaces provided will depend on the final unit count of the Project, but in any event the Project will satisfy bicycle parking requirements.

- L. **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 400-I Height and Bulk District.

The Project would reach a height of 520 feet to the roof, with rooftop mechanical structures and screening reaching a maximum height of approximately 550 feet. Therefore the Project exceeds the existing 400-I Height and Bulk District. The Project Sponsor has proposed to reclassify the Project Site from the 400-I Height and Bulk District to the 520-I Height and Bulk District. Planning Code Section 260(b)(1)(F) currently allows an additional 20 feet of height above the roof to accommodate mechanical structures and screening, and the Project Sponsor has proposed an SUD that would apply to the Project Site that would allow for an additional 30 feet of height above the roof to accommodate mechanical equipment and screening. Should the height reclassification and SUD be adopted by the Board of Supervisors, the Project would comply with the applicable height restrictions.

- M. **Bulk (Section 270).** Section 270 establishes bulk controls by district. In the “-I” Bulk District, all portions of the building above a height of 150 feet are limited to a maximum length dimension of 170 feet and a maximum diagonal dimension of 200 feet.

Above a height of 150 feet, the maximum horizontal length of the Project is approximately 123 feet, and the maximum diagonal dimension is approximately 158 feet. Therefore, the Project complies with the bulk controls of the “-I” Bulk District. It should be noted that the SUD proposed for the Project Site would further limit the maximum bulk controls to the maximum horizontal and diagonal dimensions proposed for the Project.

- N. **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.

A technical memorandum, prepared by Turnstone Consulting, was submitted on June 9, 2011, analyzing the potential shadow impacts of the Project to properties under the jurisdiction of the Recreation and Parks Department (Case No. 2008.1084K). The memorandum concluded that the Project would cast 337,744 sfh of net new shadow on Union Square on a yearly basis, which would be an increase of about 0.09% of the theoretical annual available sunlight (“TAAS”) on Union Square.

The Planning Commission and the Recreation and Park Commission held a duly advertised joint public hearing on April 11, 2013 and adopted Resolution No. XXXXX establishing an absolute cumulative shadow limit equal to 0.09% of the TAAS for Union Square. At the same hearing, the Recreation and Park Commission conducted a duly notice public hearing at regularly scheduled meeting and recommended that the Planning Commission find that the shadows cast by the Project on Union Square will not be adverse to the use of the park. At the same hearing, the Planning Commission adopted Motion No. XXXXX finding that the shadow cast by the Project would not be adverse to the use of Union Square, and allocated the cumulative shadow limit to the Project.

- O. **Inclusionary Affordable Housing Program (Section 415).** Planning Code Section 415 sets forth the requirements and procedures for the Inclusionary Affordable Housing Program. Under Planning Code Section 415.3, the current percentage

requirements apply to projects that consist of ten or more units, where the first application (EE or BPA) was applied for on or after July 18, 2006. Pursuant to Planning Code Section 415.5, the Project must pay the Affordable Housing Fee ("Fee"). This Fee is made payable to the Department of Building Inspection ("DBI") for use by the Mayor's Office of Housing for the purpose of increasing affordable housing citywide.

The Project Sponsor has submitted a 'Affidavit of Compliance with the Inclusionary Affordable Housing Program: Planning Code Section 415,' to satisfy the requirements of the Inclusionary Affordable Housing Program through payment of the Fee, in an amount to be established by the Mayor's Office of Housing at a rate equivalent to an off-site requirement of 20%. The project sponsor has not selected an alternative to payment of the Fee. The EE application was submitted on September 11, 2008. It should be noted that, through the transactional documents between the Project Sponsor and the Successor Agency, the project will contribute an additional affordable housing fee to the Successor Agency equal to 8% of the residential units.

- P. **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, or to pay a Public Art Fee.

The Project would comply by dedicating one percent of construction cost to works of art, or through payment of the Public Art Fee.

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. **Rear Yard (Section 134).** Section 134(a)(1) of the Planning Code requires a rear yard equal to 25 percent of the lot depth to be provided at the first level containing a dwelling unit, and at every subsequent level. Per Section 134(d), exceptions to the rear yard requirements may be granted provided that the building location and configuration assure adequate light and air to the residential units and the open space provided.

The property fronts on both Mission and Third Streets. Therefore, a complying rear yard would be situated toward the interior of the property, either abutting the Westin walkway or Jessie Square. It is unlikely that these open areas on the adjacent properties would be redeveloped in the foreseeable future. Therefore, adequate light and separation will be provided by the open spaces for residential units within the Project. As described in Item #6C above, the Project exceeds the Code requirements for common and private residential open space. In addition, residents would have convenient access to Jessie Plaza, Yerba Buena Gardens, and other large open public open spaces in the vicinity. Therefore, it is appropriate to grant an exception from the rear yard requirements.

- B. **Ground-Level Wind Currents (Section 148).** 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 95 test points.

Comfort Criterion

Without the Project, 67 of the 95 test points currently exceed the comfort criteria. With the Project, wind conditions would change only minimally. The average wind speed would increase from 12.6 to 12.7 mph. Seven of the existing comfort exceedances would be eliminated, and nine new exceedances would be created, for a net increase of two exceedances. 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 appreciably, nor would the amount of time (17 percent) during which winds exceed the applicable criteria. The Project would not create any new exceedances in areas used for public seating.

The Project incorporates several design features intended to baffle winds and reduce ground-level wind speeds. The third floor of the museum cantilevers over the on-site open space below,

shielding this open space and redirecting some wind flows away from Jessie Square. The exterior of this cantilever includes projecting fins that will capture and diffuse winds before reaching the ground. In addition, the exterior of the museum at the first and second floors is chamfered to avoid localized wind eddies that would result from a typical rectilinear exterior. Beyond these measures, the Project cannot be shaped or incorporate additional 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.

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 four of the 95 test points currently do not meet the wind hazard criterion. At two existing hazard exceedance locations at the intersection of Third and Market Streets, the Project would increase wind speeds by approximately 1 mph, with increased duration of approximately three to four hours per year. The Project would reduce wind speeds at the two other existing hazard exceedance locations. At a test point near the entrance to Yerba Buena Gardens on the south side of Mission Street, wind speeds would decrease by approximately 1 mph, with a decreased duration of approximately five hours per year. At a test point at Yerba Buena Lane, wind speeds would decrease by approximately 8 mph, with a decreased duration of approximately 92 hours per year. The Project would not create new hazard exceedances, and on balance, would improve wind conditions at the locations of existing hazard exceedances.

- C. Off-Street Parking – Residential Use (Section 151.1).** Pursuant to Section 151.1, residential uses in C-3 Districts are not required to provide off-street parking, but may provide up to .25 cars per dwelling unit as-of-right. Residential uses may provide up to .75 cars per dwelling unit (or up to one car for each dwelling unit with at least two bedrooms and at 1,000 square feet of floor area), if the Commission makes findings in accordance with Section 151.1(f).

With 215 dwelling units, the project may provide 54 off-street parking spaces as of right. The total number of spaces allowed as-of-right will depending on the final unit count. All dwelling units in the project have at least two bedrooms and exceed 1,000 square feet of floor area. Therefore, based on the ratios specified in Section 151.1, up to 215 spaces would be allowed to serve the Project if the Commission makes the findings specified in Section 151.1(f). These findings are as follows:

- a. For projects with 50 units or more, all residential accessory parking in excess of 0.5 parking spaces for each dwelling unit shall be stored and accessed by mechanical stackers or lifts, valet, or other space-efficient means that allows more space above-ground for housing, maximizes space efficiency and discourages use of vehicles for commuting or daily errands. The Planning Commission may authorize the request for additional parking notwithstanding that the project sponsor cannot fully satisfy this requirement provided that the project sponsor demonstrates hardship or practical infeasibility (such as for retrofit of existing

buildings) in the use of space-efficient parking given the configuration of the parking floors within the building and the number of independently accessible spaces above 0.5 spaces per unit is de minimus and subsequent valet operation or other form of parking space management could not significantly increase the capacity of the parking space above the maximums in Table 151.1.

Residential parking spaces would be provided in an existing underground garage accessible to Project residents via a car elevator managed by a valet operation.

- b. For any project with residential accessory parking in excess of 0.375 parking spaces for each dwelling unit, the project complies with the housing requirements of Sections 415 through 415.9 of this Code except as follows: the inclusionary housing requirements that apply to projects seeking conditional use authorization as designated in Section 415.3(a)(2) shall apply to the project.

The Project does not require Conditional Use authorization.

- c. Vehicle movement on or around the project site associated with the excess accessory parking does not unduly impact pedestrian spaces or movement, transit service, bicycle movement, or the overall traffic movement in the district.

While the parking is being provided at the maximum possible 1:1 ratio, the relatively small number of 215 off-street parking spaces is not expected to generate substantial traffic that would adversely impact pedestrian, transit, or bicycle movement. Given the proximity of the Project Site to the employment opportunities and retail services of the Downtown Core, it is expected that residents will opt prioritize walking, bicycle travel, or transit use over private automobile travel. In addition, the proposed residential spaces are being reallocated from spaces within the existing garage that are currently used for general public parking. Residential uses generally generate fewer daily trips than the uses that are served by the existing public parking. Therefore, the conversion of spaces for residential use would not create new vehicular movement compared with existing conditions.

The Project also proposes to utilize an existing curb cut on Third Street for ingress-only vehicular access for residents. This curb-cut would access a driveway leading to two valet-operated car elevators, which would move vehicles into the Jessie Square garage. This curb cut was previously used to access a loading dock for the Aronson Building. This loading dock would be demolished as part of the Project. The EIR concludes that the Project, including the use of the existing curb-cuts on Third Street and Mission Street, would not result any significant pedestrian impacts, such as overcrowding on public sidewalks or creating potentially hazardous conditions. Given the limitations on the use of the curb cut (for inbound, valet service only), and given that the use of the curb cut would not cause any significant pedestrian impacts, the exception to allow the Project to utilize the Third Street curb cut is appropriate. However, because there could be improvements that might enhance pedestrian comfort and/or provide pedestrian amenities at the project site and in the vicinity, a condition of approval has been added requiring that the Project Sponsor collaborate with the Planning Department, DPW, and

SFMTA to conduct a study to assess the existing pedestrian environment on the subject block, and to make recommendations for improvements that could be implemented to enhance pedestrian comfort and provide pedestrian amenities.

- d. Accommodating excess accessory parking does not degrade the overall urban design quality of the project proposal.
- e. All parking in the project is set back from facades facing streets and alleys and lined with active uses, and that the project sponsor is not requesting any exceptions or variances requiring such treatments elsewhere in this Code.
- f. Excess accessory parking does not diminish the quality and viability of existing or planned streetscape enhancements.

All parking for the Project is located within an existing subterranean garage and would not be visible from the public right-of-way. The Project will improve the streetscape by planting street trees and complying with similar streetscape requirements. Furthermore, improvement measures been imposed to improve the streetscape and pedestrian conditions by eliminating pole clutter and reducing pedestrian obstructions along Third Street. Thus, access to the accessory parking via Third Street would not degrade the overall urban design quality of the Project or the quality or viability of existing or planned street enhancements.

- g. In granting approval for such accessory parking above that permitted by right, the Commission may require the property owner to pay the annual membership fee to a certified car-share organization, as defined in Section 166(b)(2), for any resident of the project who so requests and who otherwise qualifies for such membership, provided that such requirement shall be limited to one membership per dwelling unit, when the following findings are made by the Commission:

(i) That the project encourages additional private-automobile use, thereby creating localized transportation impacts for the neighborhood.

(ii) That these localized transportation impacts may be lessened for the neighborhood by the provision of car-share memberships to residents.

Conditions of approval have been added requiring that the property owner provide membership to a certified car-share organization to any resident who so requests, limited to one membership per household.

- D. **Standards for Off-Street Parking and Loading (Section 155).** Section 155 regulates the design of parking and loading facilities. Section 155(r)(4) specifies that no curb cuts may be permitted on the segment of Third Street abutting the Project. Within the C-3 Districts, the Planning Commission may grant an exception for this curb cut through the Section 309 Review process. Section 155(r)(3) specifies that no curb cuts may be

permitted on the segment of Mission Street abutting the Project, except through Conditional Use authorization.

The SUD proposed for the project would modify the regulations of Section 155 to allow a curb cut on Mission Street through an exception granted through the Section 309 review process, rather than through Conditional Use authorization. Currently, the Jessie Square garage is accessed for ingress and egress via a driveway from Stevenson Street, as well as an egress-only driveway that exits onto Mission Street. The Project would retain the Mission Street curb cut, but would relocate it slightly, approximately 2.5 feet to the east, and would remain for egress only from Jessie Square Garage. The exception for Mission Street is appropriate given that the existing curb cut would only be relocated slightly and would remain for egress only from Jessie Square Garage. This curb cut would continue its present function to provide egress from the Jessie Street garage, helping to divide vehicular travel between the Stevenson Street and Mission Street driveways.

The Project also proposes to utilize an existing curb cut on Third Street for ingress-only vehicular access for residents. This curb-cut would access a driveway leading to two valet-operated car elevators, which would move vehicles into the Jessie Square garage. This curb cut was previously used to access a loading dock for the Aronson Building. This loading dock would be demolished as part of the Project. The EIR concludes that the Project, including the use of the existing curb-cuts on Third Street and Mission Street, would not result any significant pedestrian impacts, such as overcrowding on public sidewalks or creating potentially hazardous conditions. Given the limitations on the use of the curb cut (for inbound, valet service only), and given that the use of the curb cut would not cause any significant pedestrian impacts, the exception to allow the Project to utilize the Third Street curb cut is appropriate. However, because there could be improvements that might enhance pedestrian comfort and/or provide pedestrian amenities at the project site and in the vicinity, a condition of approval has been added requiring that the Project Sponsor collaborate with the Planning Department, DPW, and SFMTA to conduct a study to assess the existing pedestrian environment on the subject block, and to make recommendations for improvements that could be implemented to enhance pedestrian comfort and provide pedestrian amenities.

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

**HOUSING ELEMENT:
Objectives and Policies**

OBJECTIVE 1

TO PROVIDE NEW HOUSING, ESPECIALLY PERMANENTLY AFFORDABLE HOUSING, IN APPROPRIATE LOCATIONS WHICH MEETS IDENTIFIED HOUSING NEEDS AND TAKES INTO ACCOUNT THE DEMAND FOR AFFORDABLE HOUSING CREATED BY EMPLOYMENT DEMAND.

Policy 1.1:

Encourage higher residential density in areas adjacent to downtown, in underutilized commercial and industrial areas proposed for conversion to housing, and in neighborhood commercial districts where higher density will not have harmful effects, especially if the higher density provides a significant number of units that are affordable to lower income households.

Policy 1.3

Identify opportunities for housing and mixed-use districts near downtown and former industrial portions of the City.

Policy 1.4:

Locate in-fill housing on appropriate sites in established residential neighborhoods.

The Project would add residential units to an area that is well-served by transit, services, and shopping opportunities. The site is suited for dense residential development, where residents can commute and satisfy convenience needs without frequent use of a private automobile. The Project Site is located immediately adjacent to employment opportunities within the Downtown Core, and is in an area with abundant local- and region-serving transit options, including the future Transit Center.

**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. Furthermore, the Project would promote a varied and visually appealing skyline by contributing to the wide range of existing and proposed building heights in the Downtown / South of Market area.

The tower is designed to be compatible with the historic Aronson Building, and the proposed massing and articulation of the tower differentiate the two buildings, allowing each to maintain a related but distinct character and physical presence.

**COMMERCE AND INDUSTRY ELEMENT:
Objectives and Policies**

The **Commerce and Industry 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.

OBJECTIVE 2:

Maintain and enhance a sound and diverse economic base and fiscal structure for the city.

Policy 2.3:

Maintain a favorable social and cultural climate in the city in order to enhance its attractiveness as a firm location.

The Project Site is located in an area already characterized by a significant cluster of arts, culture, and entertainment destinations. The proposed Project will add substantial economic benefits to the City, and will contribute to the vitality of this district, in an area well served by hotels, shopping and dining opportunities, public transit, and other key amenities and infrastructure to support tourism.

**ARTS ELEMENT:
Objectives and Policies**

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

OBJECTIVE I-1:

RECOGNIZE THE ARTS AS NECESSARY TO THE QUALITY OF LIFE FOR ALL SEGMENTS OF SAN FRANCISCO.

Policy I-1.2:

Officially recognize on a regular basis the contributions arts make to the quality of life in San Francisco.

OBJECTIVE I-2:

Increase the contribution of the arts to the economy of San Francisco.

Policy I-2.1:

Encourage and promote opportunities for the arts and artists to contribute to the economic development of San Francisco.

Policy I-2.2:

Continue to support and increase the promotion of the arts and arts activities throughout the City for the benefit of visitors, tourists and residents.

OBJECTIVE III-2:

Strengthen the contribution of arts organizations to the creative life and vitality of San Francisco.

Policy III-2.2:

Assist in the improvement of arts organizations' facilities and access in order to enhance the quality and quantity of arts offerings.

OBJECTIVE VI-1:

Support the continued development and preservation of artists' and arts organizations' spaces.

Policy VI-1.11:

Identify, recognize, and support existing arts clusters and, wherever possible, encourage the development of clusters of arts facilities and arts related businesses throughout the city.

The Project will result in a the creation of a permanent home for the Mexican Museum, strengthening the recognition and reputation of San Francisco as a city that is supportive of the arts. Such activities enhance the recreational and cultural vitality of San Francisco, bolster tourism, and support the local economy by drawing regional, national, and international patrons.

**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, the future Transit Center, and the future Central Subway, and thus would make good use of the existing and planned transit services available in this area and would assist in maintaining the desirable urban

characteristics and services of the area. The walkable and transit-rich location of the Project will encourage residents and visitors to seek transportation options other than private automobile use.

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 4,800 sq. ft. of retail uses at the ground-floor. 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 residents and museum visitors will strengthen the customer base of businesses in the area.

- 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 will not displace any existing housing, and will add new residential units, retail spaces, and a museum to enhance the character of a district already characterized by intense, walkable urban development. 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 Inclusionary Affordable Housing Program. Specifically, the Project Sponsor will pay an in-lieu fee at a rate equivalent to an off-site requirement of 20%. It should be noted that, through the transactional documents between the Project Sponsor and the Successor Agency, the project will contribute an additional affordable housing fee to the Successor Agency equal to 8% of the residential units.

- 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, and is located within walking distance of abundant retail goods and services. The Project Site is located just 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 two blocks of the future Transbay Terminal (currently under construction) providing convenient access to other transportation services. Parking for the residential uses will occupy spaces within the existing Jessie Square garage. 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 uses. Retail space will be retained within the ground-floor of the Aronson Building, and the establishment of the Mexican Museum will provide additional employment opportunities.

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

The rehabilitation of the Aronson Building, as well as the construction of the new tower will comply with all current structural and seismic requirements under the San Francisco Building Code.

- G. That landmarks and historic buildings be preserved.

The Project includes the rehabilitation of the Aronson Building, a Category I (Significant) building under Article 11 of the Planning Code, located within the New Montgomery-Mission-Second Street Conservation District. The Project would not negatively affect any historic resources.

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

A technical memorandum, prepared by Turnstone Consulting, was submitted on June 9, 2011, analyzing the potential shadow impacts of the Project to properties under the jurisdiction of the Recreation and Parks Department (Case No. 2008.1084K). The memorandum concluded that the Project would cast 337,744 sfh of net new shadow on Union Square on a yearly basis, which would be an increase of about 0.09% of the theoretical annual available sunlight ("TAAS") on Union Square.

The Planning Commission and the Recreation and Park Commission held a duly advertised joint public hearing on April 11, 2013 and adopted Resolution No. XXXXX establishing an absolute cumulative shadow limit equal to 0.09% of the TAAS for Union Square. At the same hearing, the Recreation and Park Commission conducted a duly notice public hearing at regularly scheduled meeting and recommended that the Planning Commission find that the shadows cast by the Project on Union Square will not be adverse to the use of the park. At the same hearing, the Planning Commission adopted Motion No. XXXXX finding that the shadow cast by the Project would not be adverse to the use of Union Square, and allocated the cumulative shadow limit to the Project.

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.

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. 2008.1084X** and grants exceptions to Sections 134, 148, 151.1, and 155 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. 2008.1084X.

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 April 11, 2013

Jonas P. Ionin
Acting Commission Secretary

AYES:

NOES:

ABSENT:

ADOPTED: April 11, 2013

EXHIBIT A

AUTHORIZATION

This authorization is to grant a Planning Code Section 309 Determination of Compliance and Request for Exceptions, in connection with a project to rehabilitate an existing 10-story, 144-foot tall building (the Aronson Building), and construct a new, adjacent 47-story tower, reaching a roof height of 520 feet with a 30-foot tall mechanical penthouse. The two buildings would be connected and would contain up to 215 dwelling units, a “core-and-shell” museum space measuring approximately 52,000 square feet, and approximately 4,800 square feet of retail space. The project would reconfigure portions of the existing Jessie Square Garage to increase the number of parking spaces from 442 spaces to 470 spaces, add loading and service vehicle spaces, and would allocate up to 215 parking spaces within the garage to serve the proposed residential uses. This approval also includes a “flex option” that would retain approximately 61,000 square feet of office uses within the existing Aronson Building, and would reduce the residential component of the project to approximately 191 dwelling units. The project is located at 706 Mission Street, Lots 093, 275, and portions of Lot 277 within Assessor’s Block 3706 (“Project Site”), within the C-3-R District and the 400-I Height and Bulk District. The Project shall be completed in general conformance with plans dated April 11, 2013 and stamped "EXHIBIT B" included in the docket for Case No. 2008.1084X and subject to conditions of approval reviewed and approved by the Commission on April 11, 2013 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 April 11, 2013 under Motion No XXXXXX.

PRINTING OF CONDITIONS OF APPROVAL ON PLANS

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

Conditions of approval, Compliance, Monitoring, and Reporting

PERFORMANCE

Validity and Expiration for Rezoning and Text Map Amendment Applications. The authorization and right vested by virtue of this action is valid for three years from the effective date of the Motion. The construction of the approved Project shall commence within three (3) years from the date that the Planning Code text amendment(s) and/or Zoning Map amendment(s) become effective, or this authorization shall no longer be valid. A building permit from the Department of Building Inspection to construct the project and commence the approved use must be issued as this 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

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

Additional Project Authorization. The Project Sponsor must obtain a height reclassification from the 400-I Height and Bulk District to the 520-I Height and Bulk District, along with Zoning Text Amendment and Zoning Map Amendment to adopt the “Yerba Buena Center Mixed-Use Special Use District” associated with the Project for the subject property. The Project also requires findings under Section 295 to raise the absolute cumulative shadow limit for Union Square, and to determine that the shadow cast by the project on Union Square would not be adverse to the use of the park. 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

Mitigation Measures. Mitigation measures and improvement 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 Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

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. In particular, the Project may be further refined to provide a unique identity for the Mexican Museum, with particular attention given to

- Color and texture of exterior materials.
- Amount, location, and transparency of glazing
- Signage

Further design development of the Project, including the Mexican Museum, may be approved administratively by the Planning Department provided that such design development substantially conforms to the Architectural Design Intent Statement contained in the Environmental Impact Report for the project, and that the design development does not result in any new or substantially more severe environmental impacts than disclosed in the Environmental Impact Report for the Project.

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

Streetscape Plan. Pursuant to Planning Code Section 138.1, the Project Sponsor shall continue to work with Planning Department staff, in consultation with other City agencies, to refine the design and programming of the Streetscape Plan so that the plan generally meets the standards of the Better Streets

Plan and all applicable City standards. The Project Sponsor shall complete final design of all required street improvements, including procurement of relevant City permits, prior to issuance of first architectural addenda, and shall complete construction of all required street improvements prior to issuance of first temporary certificate of occupancy.

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

Transformer Vault. The location of individual project PG&E Transformer Vault installations has significant effects 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 effects 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.

For information about compliance, contact San Francisco Municipal Railway (Muni), San Francisco Municipal Transit Agency (SFMTA), at 415-701-4500, 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

Street Trees. Pursuant to Planning Code Section 138.1 (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 (DPW). In any case in which DPW cannot grant approval for installation of a tree in the public right-of-way, on the basis of inadequate sidewalk width, interference with utilities or other reasons regarding the public welfare, and where installation of such tree on the lot itself is also impractical, the requirements may be modified or waived by the Zoning Administrator to the extent necessary.

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

PARKING AND TRAFFIC

Pedestrian Conditions Analysis. Prior to the issuance of site permit, the Project Sponsor shall collaborate with the Planning Department, DPW, and SFMTA to conduct a study of pedestrian conditions on Block 3706. The scope of the study shall be determined by the Planning Department, and shall be subject to review and approval by the Planning Director. The study shall evaluate the feasibility and desirability of measures and treatments to enhance pedestrian comfort and accessibility in the area, and, in particular, shall make recommendations for improving the pedestrian realm along the western side of Third Street between Market Street and Mission Street. Measures and amenities that would enhance pedestrian comfort and accessibility to be assessed for feasibility include the construction of bulb-outs at the intersection of Third and Mission Streets, additional signage, alternative pavement treatment for sidewalks at driveways, audible signals at driveways, the reconfiguration of the porte-cochere at the Westin Hotel to eliminate one of its two existing curb cuts, and the potential for reconfiguration of other parking and loading strategies in the area. The Project Sponsor shall cooperate with the City in seeking the consent to participating in such measures by other property owners on Third Street between Mission and Market Streets, provided that such measures shall not be required for the project where such consent or participation cannot be secured in a reasonable, timely, and economic manner.

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

Car Share. Pursuant to Planning Code Section 166, no fewer than two 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. A reduction in the number of dwelling units may result in a proportionate reduction in the required number of car share parking spaces, consistent with the ratios specified in Section 166.

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

Car Share Memberships. Pursuant to Section 151.1(1)(f)(2), the Project Sponsor or successor property owners shall pay the annual membership fee to a certified car-share organization for any resident of the project who so requests and otherwise qualifies for such membership, provided that such requirement shall be limited to one membership per dwelling unit.

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

Bicycle Parking. The Project shall provide no fewer than 67 Class 1 bicycle parking spaces as required by Planning Code Sections 155.1 and 155.5. A reduction in the number of dwelling units may result in a proportionate reduction in the required number of bicycle parking spaces, consistent with the ratios specified in Section 155.5.

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

Parking Maximum. Pursuant to Planning Code Section 151.1, the Project shall provide no more than 215 off-street parking spaces to serve the residential units, at a ratio of one space per dwelling unit. Any reduction in the number of dwelling units shall require a proportionate reduction in the maximum number of allowable parking spaces

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

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

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, 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 effects during construction of the Project.

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

PROVISIONS

First Source Hiring. The Project shall adhere to the requirements of the First Source Hiring Construction and End-Use 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 415-581-2335, www.onestopSF.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 the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

Inclusionary Affordable Housing Program.

1. **Requirement.** Pursuant to Planning Code 415.5, the Project Sponsor must pay an Affordable Housing Fee at a rate equivalent to the applicable percentage of the number of units in an off-site project needed to satisfy the Inclusionary Affordable Housing Program Requirement for the principal project. The applicable percentage for this project is twenty percent (20%).

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org or the Mayor's Office of Housing at 415-701-5500, www.sf-moh.org.

2. **Other Conditions.** The Project is subject to the requirements of the Inclusionary Affordable Housing Program under Section 415 et seq. of the Planning Code and the terms of the City and County of San Francisco Inclusionary Affordable Housing Program Monitoring and Procedures Manual ("Procedures Manual"). The Procedures Manual, as amended from time to time, is incorporated herein by reference, as published and adopted by the Planning Commission, and as required by Planning Code Section 415. Terms used in these conditions of approval and not otherwise defined shall have the meanings set forth in the Procedures Manual. A copy of the Procedures Manual can be obtained at the Mayor's Office of Housing ("MOH") at 1 South Van Ness Avenue or on the Planning Department or Mayor's Office of Housing's websites, including on the internet at:

<http://sf-planning.org/Modules/ShowDocument.aspx?documentid=4451>.

As provided in the Inclusionary Affordable Housing Program, the applicable Procedures Manual is the manual in effect at the time the subject units are made available for sale or rent.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org or the Mayor's Office of Housing at 415-701-5500, www.sf-moh.org.

- a. The Project Sponsor must pay the Fee in full sum to the Development Fee Collection Unit at the DBI for use by MOH prior to the issuance of the first construction document, with an option for the Project Sponsor to defer a portion of the payment prior to issuance of the first certificate of occupancy upon agreeing to pay a deferral surcharge that would be deposited into the Citywide Inclusionary Affordable Housing Fund in accordance with Section 107A.13.3 of the San Francisco Building Code.
- b. Prior to the issuance of the first construction permit by the DBI for the Project, the Project Sponsor shall record a Notice of Special Restriction on the property that records a copy of this approval. The Project Sponsor shall promptly provide a copy of the recorded Notice of Special Restriction to the Department and to MOH or its successor.

- c. If project applicant fails to comply with the Inclusionary Affordable Housing Program requirement, the Director of DBI shall deny any and all site or building permits or certificates of occupancy for the development project until the Planning Department notifies the Director of compliance. A Project Sponsor's failure to comply with the requirements of Planning Code Sections 415 et seq. shall constitute cause for the City to record a lien against the development project and to pursue any and all other remedies at law.

Art - C-3 District. Pursuant to Planning Code Section 429 (formerly 149), the Project shall either 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, or shall comply with the requirements of Section 429 through the payment of the Public Art Fee. The Project Sponsor shall provide to the Director necessary information to make the determination of construction cost hereunder.

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

Art Plaques - C-3 District. Pursuant to Planning Code Section 429(b) (formerly 149(b)), if the Project Sponsor elects to satisfy the requirements of Section 429 by providing works of art on-site, 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 the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

Art - C-3 District. Pursuant to Planning Code Section 429 (formerly 149), if the Project Sponsor elects to satisfy the requirements of Section 429 by providing works of art on-site, 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 the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

Art - C-3 District. Pursuant to Planning Code Section 429 (formerly 149), if the Project Sponsor elects to satisfy the requirements of Section 429 by providing works of art on-site, 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 the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

MONITORING - AFTER ENTITLEMENT

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

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

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

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

OPERATION

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 of 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>

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

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

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



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 and Recreation and Park Commission Joint Draft Resolution Section 295

HEARING DATE: APRIL 11, 2013

Date: March 28, 2013
Case No.: 2008.1084EHKXRTZ
Project Address: 706 Mission Street
Project Site Zoning: C-3-R (Downtown, Retail, Commercial)
 400-I Height and Bulk District
Block/Lots: 3706/093, 276, 277 (706 Mission Street)
 0308/001 (Union Square)
Project Sponsor: 706 Mission Street, LLC
 c/o Sean Jeffries of Millennium Partners
 735 Market Street, 4th Floor
 San Francisco, CA 94107
Staff Contact: Aaron Hollister – (415) 575-9078
aaron.hollister@sfgov.org

JOINT RESOLUTION WITH THE RECREATION AND PARK COMMISSION TO AMEND THE SECTION 295 IMPLEMENTATION MEMO ADOPTED IN 1989 TO RAISE THE ABSOLUTE CUMULATIVE SHADOW LIMIT ON UNION SQUARE IN ORDER TO ALLOW THE PROPOSED PROJECT AT 706 MISSION STREET, AND ADOPTING FINDINGS UNDER THE CALIFORNIA ENVIRONMENTAL QUALITY ACT.

PREAMBLE

The people of the City and County of San Francisco, in June 1984, adopted an initiative ordinance, commonly known as Proposition K, codified as Section 295 of the Planning Code.

Section 295 requires that the Planning Commission disapprove any building permit application to construct a structure that will cast shadow on property under the jurisdiction of the Recreation and Park Department, unless it is determined that the shadow would not be significant or adverse. The Planning

Commission and the Recreation and Park Commission must adopt criteria for the implementation of that ordinance.

Section 295 is implemented by analyzing park properties that could be shadowed by new construction, including the current patterns of use of such properties, how such properties might be used in the future, and assessing the amount of shadowing, its duration, times of day, and times of year of occurrence. The Commissions may also consider the overriding social or public benefits of a project casting shadow.

Pursuant to Planning Code Section 295, the Planning Commission and the Recreation and Park Commission, on February 7, 1989, adopted standards for allowing additional shadows on the greater downtown parks (Resolution No. 11595).

Union Square ("Park"), which is 0.25 miles northwest of 706 Mission Street ("Project Site"), is a public open space that is under the jurisdiction of the Recreation and Park Commission. Union Square is an approximately 2.58-acre park that occupies the entire block bounded by Post Street on the north, Stockton Street on the east, Geary Street on the south, and Powell Street on the west. The plaza is primarily hardscaped and oriented to passive recreational uses, large civic gatherings, and ancillary retail. There are no recreational facilities and some grassy areas exist along its southern perimeter. There are pedestrian walkways and seating areas throughout the park, several retail kiosks and two cafés on the east side of the park. The park includes portable tables and chairs that can be moved to different locations. A 97-foot-tall monument commemorating the Battle of Manila Bay from the Spanish American War occupies the center of the park. Residents, shoppers, tourists, and workers use the park as an outdoor lunch destination and a mid-block pedestrian crossing. Throughout the year, the park is sunny during the middle of the day; it is shadowed by existing buildings to the east, south, and west during the early morning, late afternoon, and early evening. During the spring and autumn, Union Square is sunny from approximately 9:00 AM until 3:00 PM; it is shadowed by existing buildings during the early morning, late afternoon, and early evening. During the summer, Union Square is sunny from approximately 10:00 AM until 4:00 PM; it is shadowed by existing buildings during the early morning, late afternoon, and early evening. During the winter, Union Square is mostly sunny from approximately noon until 2:00 PM; it is shadowed by existing buildings during the rest of the day.

Union Square receives about 392,663,521 square-foot-hours ("sfh") of theoretical annual sunlight. Currently, there are about 150,265,376 sfh of existing annual shadow on the park. The ACL that was established for Union Square in 1989 is additional shadow that was equal to 0.1 percent of the TAAS on Union Square, which is approximately 392,663.5 sfh. Until October of 2012, Union Square currently has a remaining shadow allocation, or shadow budget, of approximately 323,123.5 sfh. Since the quantitative standard for Union Square was established in 1989, two completed development projects have affected the shadow conditions on Union Square. In 1996, a project to expand Macy's department store altered the massing of the structure and resulted in a net reduction of 194,293 sfh of existing shadow (with a corresponding increase in the amount of sunlight on the park), and in 2003, a project at 690 Market Street added 69,540 sfh of net new shadow on Union Square. Although the Macy's expansion project reduced the amount of existing shadow and increased the amount of available sunlight on Union Square, this amount has not been added back to the shadow budget for Union Square by the Planning Commission and the Recreation and Park Commission to account for these conditions.

Additionally, on October 11, 2012, the Planning Commission and the Recreation and Park Commission held a duly noticed joint public hearing and adopted Planning Commission Resolution No. 18717 and Recreation and Park Commission Resolution No. 1201-001 amending the 1989 Memo and raising the absolute cumulative shadow limits for seven open spaces under the jurisdiction of the Recreation and Park Department that could be shadowed by likely cumulative development sites in the Transit Center District Plan ("Plan") Area, including Union Square. In revising these ACLs, the Commissions also adopted qualitative criteria for each park related to the characteristics of shading within these ACLs by development sites within the Plan Area that would not be considered adverse, including the duration, time of day, time of year, and location of shadows on the particular parks. Under these amendments to the 1989 Memo, any consideration of allocation of "shadow" within these newly increased ACLs for projects within the Plan Area must be consistent with these characteristics. The Commissions also found that the "public benefit" of any proposed project in the Plan Area should be considered in the context of the public benefits of the Transit Center District Plan as a whole. During a joint public hearing on October 11, 2012, the Planning Commission and the Recreation and Park Commission increased the ACLs for seven downtown parks, including Union Square, to allow for shadow cast by development proposed under the Transit Center District Plan (TCDP). The ACL for Union Square was increased from the original limit of 0.1 percent of the TAAS (approximately 392,663.5 sfh) to 0.19 percent of the TAAS (approximately 746,060.7 sfh), but all of the available ACL was reserved for development sites within the Plan Area.

On October 11, 2012, following the joint hearing regarding the TCDP, the Recreation and Park Commission reviewed the shadow impacts of the proposed Transbay Tower at 101 First Street and made a formal recommendation to the Planning Commission to allocate a portion of the newly adopted ACL for Union Square to the Transbay Tower. On October 18, 2012, the Planning Commission allocated a portion of the newly adopted ACL to the Transbay Tower (Motion No. 18724, Case No. 2008.0789K).

On November 15, 2012, the Recreation and Park Commission made a formal recommendation to the Planning Commission to allocate a portion of the newly adopted ACL for Union Square to a proposed project at 181 Fremont Street. On December 6, 2012, the Planning Commission allocated a portion of the newly adopted ACL to 181 Fremont Street. As a result of these actions, the remaining ACL for Union Square is 0.1785 percent of the TAAS, which means that approximately 700,904.4 sfh of net new shadow could be cast on Union Square by other development proposed under the TCDP (Motion No. 18763, Case No. 2007.0456K).

On September 25, 2008, Margo Bradish, Esq., of Cox, Castle & Nicholson LLP on behalf of 706 Mission Street, LLC ("Project Sponsor") submitted a request for review of a development exceeding 40 feet in height, pursuant to Section 295, analyzing the potential shadow impacts of the Project to properties under the jurisdiction of the Recreation and Parks Department (Case No. 2008.1084K). Department staff prepared a shadow fan depicting the potential shadow cast by the development and concluded that the Project could have a potential impact to properties subject to Section 295.

On October 24, 2012, the Project Sponsor filed an application with the Planning Department ("Department") for a Determination of Compliance pursuant to Planning Code Section ("Section") 309 with requested Exceptions from Planning Code ("Code") requirements for "Reduction of Ground-Level Wind Currents in C-3 Districts", "Off-Street Parking Quantity", "Rear Yard, and "General Standards for Off-Street Parking and Loading" to allow curb cuts on Third and Mission Streets, for a project to

rehabilitate an existing 10-story, 144-foot tall building (the Aronson Building), and construct a new, adjacent 47-story tower, reaching a roof height of 520 feet with a 30-foot tall mechanical penthouse. The two buildings would be connected and would contain up to 215 dwelling units, a “core-and-shell” museum space measuring approximately 52,000 square feet, and approximately 4,800 square feet of retail space. The project would reconfigure portions of the existing Jessie Square Garage to increase the number of parking spaces from 442 spaces to 470 spaces, add loading and service vehicle spaces, and would allocate up to 215 parking spaces within the garage to serve the proposed residential uses. The Project Sponsor has proposed a “flex option” that would retain approximately 61,000 square feet of office uses within the existing Aronson Building, and would reduce the residential component of the project to 191 dwelling units. The project is located at 706 Mission Street, Lots 093, 276, and portions of Lot 277 within Assessor’s Block 3706 (“Project Site”), within the C-3-R District and the 400-I Height and Bulk District (collectively, “Project”, Case No. 2008.1084X).

On October 24, 2012, the Project Sponsor submitted a request for a General Plan Referral Case No, 2008.1084R, regarding the changes in use, disposition, and conveyance of publicly-owned land, reconfiguration of the public sidewalk along Mission Street, and subdivision of the property. On April 11, 2013, the Planning Commission conducted a duly noticed public hearing at a regularly scheduled meeting and adopted Motion No. XXXXX determining that these actions are consistent with the objectives and policies of the General Plan and the Priority Policies of Section 101.1.

On October 24, 2012, the Project Sponsor submitted a request to amend Height Map HT01 of the Zoning Maps of the San Francisco Planning Code to reclassify the Project Site from the 400-I Height and Bulk District to the 520-I Height and Bulk District. (Case No. 2008.1084Z). On April 11, 2013, the Planning Commission conducted a duly noticed public hearing at a regularly scheduled meeting and adopted Resolution No. XXXXX, recommending that the Board of Supervisors approve the requested Height Reclassification.

On October 24, 2012, the submitted a request to amend Zoning Map SU01 and the text of the Planning Code to establish the “Yerba Buena Center Mixed-Use Special Use District” (SUD) on the property. The proposed SUD would modify specific Planning Code regulations related to permitted uses, the provision of a cultural/museum use within the SUD, floor area ratio limitations, dwelling unit exposure, height of rooftop equipment, bulk limitations, and curb cut locations (Case No. 2008.1084T). On April 11, 2013, the Planning Commission conducted a duly noticed public hearing at a regularly scheduled meeting and adopted Resolution No. XXXXX, recommending that the Board of Supervisors approve the requested Height Reclassification and Planning Code Text Amendment.

A technical memorandum, prepared by Turnstone Consulting, was submitted on June 9, 2011, analyzing the potential shadow impacts of the Project to properties under the jurisdiction of the Recreation and Parks Department (Case No. 2008.1084K). The memorandum concluded that the Project would cast 337,744 sfh of net new shadow on Union Square on a yearly basis, which would be an increase of about 0.09% of the TAAS on Union Square for projects outside of the TCDP.

As part of their actions on October 11, 2012 to increase the ACLs for seven downtown parks, the Planning Commission and the Recreation and Park Commission designated the ACLs exclusively for projects that meet the criteria set forth in the TCDP. Projects that do not meet the criteria set forth in the TCDP may not utilize any portion of the amended ACLs if they cast net new shadow on any of the seven downtown

parks for which the ACLs were amended. Such projects would be required to seek their own amendments to the ACLs for these seven downtown parks. The Project is located outside the Plan area and is not eligible to utilize newly adopted ACL on the Park.

On March 21, 2013, 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 certified the Final EIR for the Project in compliance with CEQA, the CEQA Guidelines and Chapter 31.

The EIR concludes that the Project would not result in a project-specific significant shadow impact to recreation facilities or other public areas. With respect to Union Square, the EIR indicates that the net new shadow would be of limited duration and the new shadowing would occur at times when the use of Union Square is limited. The EIR concludes that the Project would, however, make a cumulatively considerable contribution to a significant cumulative shadow impact on public open spaces when taking into account other reasonably foreseeable future projects, such as the Transit Tower and the Palace Hotel Project, that would also result in new shadowing of public areas, including Union Square.

On April 11, 2013, the Commission adopted Motion No. XXXXX, adopting CEQA findings, including a Statement of Overriding Considerations, and adopting the Mitigation Monitoring and Reporting Program ("MMRP"), which findings and adoption of the MMRP are hereby incorporated by reference as though fully set forth herein.

The Planning Department, Jonas Ionin , is the custodian of records for this action, and such records are located at 1650 Mission Street, Fourth Floor, San Francisco, California.

The Planning Commission and the Recreation and Park Commission held a duly advertised joint public hearing on April 11, 2013 to consider whether to increase the absolute cumulative shadow limit equal to 0.09% of the TAAS for Union Square.

The Planning Commission has reviewed and considered reports, studies, plans and other documents pertaining to the Project.

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

Therefore, the Commission hereby resolves:

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 foregoing recitals are accurate, and also constitute findings of this Commission.
2. The additional shadow cast by the Project on Union Square, while numerically significant, would not be adverse to the use of Union Square, and is not expected to interfere with the use of the Park, for the following reasons: (1) the new shadow would not occur after 9:30 a.m. any day of the year (maximum new shadow range would be 8:30 a.m. to 9:30 a.m.) and would be consistent with the 1989 Memo qualitative standards for Union Square in that the new net shadow would not occur during mid-day hours; (2) the new shadow would generally occur in the morning hours during periods of relatively low park usage; (3) the new shadow would occur for a limited amount of time from October 11th to November 8th and from February 2nd to March 2nd for no more than one hour on any given day during the hours subject to Section 295; and (4) the new shadow does not affect the manner in which Union Square is used, which is mainly for passive recreational opportunities.
3. The staffs of both the Planning Department and the Recreation and Park Department have recommended increasing the cumulative shadow limit for the Park of 0.09% of the TAAS, equal to approximately 337,744 square-foot-hours of net new shadow.
4. A determination by the Planning Commission and the Recreation and Park Commission to raise the absolute cumulative shadow limit for the park in an amount that would accommodate the additional shadow that would be cast by the Project does not constitute an approval of the Project.

DECISION

That based upon the Record, the submissions by the Applicant, the staff of the Planning Department, the recommendation of the General Manager of the Recreation and Park Department, in consultation with the Recreation and Park Commission, and other interested parties, the oral testimony presented to the Planning Commission and the Recreation and Park Commission at the public hearing, and all other written materials submitted by all parties, the Planning Commission hereby ADOPTS, under Shadow Analysis Application No. 2008.1084K, the proposal to increase the cumulative shadow limit for the Park of 0.09%

I hereby certify that the foregoing Motion was ADOPTED by the Planning Commission at the meeting on April 11, 2013.

Jonas P. Ionin
Acting Commission Secretary

AYES:

NAYS:

ABSENT:

ADOPTED: April 11, 2013



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 295

HEARING DATE: APRIL 11, 2013

Date: March 28, 2013
Case No.: **2008.1084EHKXRTZ**
Project Address: **706 Mission Street**
Project Site Zoning: C-3-R (Downtown, Retail, Commercial)
 400-I Height and Bulk District
Block/Lots: 3706/093, 276, portions of 277 (706 Mission Street)
 0308/001 (Union Square)
Project Sponsor: 706 Mission Street, LLC
 c/o Sean Jeffries of Millennium Partners
 735 Market Street, 4th Floor
 San Francisco, CA 94107
Staff Contact: Aaron Hollister – (415) 575-9078
aaron.hollister@sfgov.org

ADOPTING FINDINGS, WITH THE RECOMMENDATION OF THE GENERAL MANAGER OF THE RECREATION AND PARK DEPARTMENT, IN CONSULTATION WITH THE RECREATION AND PARK COMMISSION THAT THE NET NEW SHADOW FROM THE PROPOSED PROJECT AT 706 MISSION STREET WILL NOT HAVE AN ADVERSE IMPACT ON UNION SQUARE, AS REQUIRED BY PLANNING CODE SECTION 295 (THE SUNLIGHT ORDINANCE), AND ALLOCATE NET NEW SHADOW ON UNION SQUARE TO THE PROPOSED PROJECT AT 706 MISSION STREET.

PREAMBLE

Under Planning Code Section 295 (also referred to as Proposition K from 1984), a building permit application for a project exceeding a height of 40 feet cannot be approved if there is any shadow impact on a property under the jurisdiction of the Recreation and Park Department, unless the Planning Commission, upon recommendation from the General Manager of the Recreation and Park Department, in consultation with the Recreation and Park Commission, makes a determination that the shadow impact will not be significant or adverse to the use of the property.

On February 7, 1989, the Recreation and Park Commission and the Planning Commission adopted criteria establishing absolute cumulative limits ("ACL") for additional shadows on 14 parks throughout San Francisco (Planning Commission Resolution No. 11595), as set forth in a February 3, 1989 memorandum (the "1989 Memo"). The ACL for each park is expressed as a percentage of the Theoretically Available Annual Sunlight ("TAAS") on the Park (with no adjacent structures present).

Union Square ("Park"), which is 0.25 miles northwest of 706 Mission Street ("Project Site"), is a public open space that is under the jurisdiction of the Recreation and Park Commission. Union Square is an approximately 2.58-acre park that occupies the entire block bounded by Post Street on the north, Stockton Street on the east, Geary Street on the south, and Powell Street on the west. The plaza is primarily hardscaped and oriented to passive recreational uses, large civic gatherings, and ancillary retail. There are no recreational facilities and some grassy areas exist along its southern perimeter. There are pedestrian walkways and seating areas throughout the park, several retail kiosks and two cafés on the east side of the park. The park includes portable tables and chairs that can be moved to different locations. A 97-foot-tall monument commemorating the Battle of Manila Bay from the Spanish American War occupies the center of the park. Residents, shoppers, tourists, and workers use the park as an outdoor lunch destination and a mid-block pedestrian crossing. Throughout the year, the park is sunny during the middle of the day; it is shadowed by existing buildings to the east, south, and west during the early morning, late afternoon, and early evening. During the spring and autumn, Union Square is sunny from approximately 9:00 AM until 3:00 PM; it is shadowed by existing buildings during the early morning, late afternoon, and early evening. During the summer, Union Square is sunny from approximately 10:00 AM until 4:00 PM; it is shadowed by existing buildings during the early morning, late afternoon, and early evening. During the winter, Union Square is mostly sunny from approximately noon until 2:00 PM; it is shadowed by existing buildings during the rest of the day.

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On September 25, 2008, Sean Jeffries of Millennium Partners, acting on behalf of 706 Mission Street, LLC ("Project Sponsor") submitted a request for review of a development exceeding 40 feet in height, pursuant to Section 295, analyzing the potential shadow impacts of the Project to properties under the jurisdiction of the Recreation and Parks Department (Case No. 2008.1084K). Department staff prepared a shadow fan depicting the potential shadow cast by the development and concluded that the Project could have a potential impact to properties subject to Section 295.

On October 24, 2012, the Project Sponsor filed an application with the Planning Department ("Department") for a Determination of Compliance pursuant to Planning Code Section ("Section") 309 with requested Exceptions from Planning Code ("Code") requirements for "Reduction of Ground-Level Wind Currents in C-3 Districts", "Off-Street Parking Quantity", "Rear Yard, and "General Standards for Off-Street Parking and Loading" to allow curb cuts on Third and Mission Streets, for a project to rehabilitate an existing 10-story, 144-foot tall building (the Aronson Building), and construct a new, adjacent 47-story tower, reaching a roof height of 520 feet with a 30-foot tall mechanical penthouse. The two buildings would be connected and would contain up to 215 dwelling units, a "core-and-shell" museum space measuring approximately 52,000 square feet, and approximately 4,800 square feet of retail space. The project would reconfigure portions of the existing Jessie Square Garage to increase the number of parking spaces from 442 spaces to 470 spaces, add loading and service vehicle spaces, and would

allocate up to 215 parking spaces within the garage to serve the proposed residential uses. The Project Sponsor has proposed a "flex option" that would retain approximately 61,000 square feet of office uses within the existing Aronson Building, and would reduce the residential component of the project to 191 dwelling units. The project is located at 706 Mission Street, Lots 093, 276, and portions of Lot 277 within Assessor's Block 3706 ("Project Site"), within the C-3-R District and the 400-I Height and Bulk District (collectively, "Project", Case No. 2008.1084X).

On October 24, 2012, the Project Sponsor submitted a request for a General Plan Referral Case No, 2008.1084R, regarding the changes in use, disposition, and conveyance of publicly-owned land, reconfiguration of the public sidewalk along Mission Street, and subdivision of the property. On April 11, 2013, the Planning Commission conducted a duly noticed public hearing at a regularly scheduled meeting and adopted Motion No. XXXXX determining that these actions are consistent with the objectives and policies of the General Plan and the Priority Policies of Section 101.1.

On October 24, 2012, the Project Sponsor submitted a request to amend Height Map HT01 of the Zoning Maps of the San Francisco Planning Code to reclassify the Project Site from the 400-I Height and Bulk District to the 520-I Height and Bulk District. (Case No. 2008.1084Z). On April 11, 2013, the Planning Commission conducted a duly noticed public hearing at a regularly scheduled meeting and adopted Resolution No. XXXXX, recommending that the Board of Supervisors approve the requested Height Reclassification.

On October 24, 2012, the submitted a request to amend Zoning Map SU01 and the text of the Planning Code to establish the "Yerba Buena Center Mixed-Use Special Use District" (SUD) on the property. The proposed SUD would modify specific Planning Code regulations related to permitted uses, the provision of a cultural/museum use within the SUD, floor area ratio limitations, dwelling unit exposure, height of rooftop equipment, bulk limitations, and curb cut locations (Case No. 2008.1084T). On April 11, 2013, the Planning Commission conducted a duly noticed public hearing at a regularly scheduled meeting and adopted Resolution No. XXXXX, recommending that the Board of Supervisors approve the requested Height Reclassification and Planning Code Text Amendment.

A technical memorandum, prepared by Turnstone Consulting, was submitted on June 9, 2011, analyzing the potential shadow impacts of the Project to properties under the jurisdiction of the Recreation and Parks Department (Case No. 2008.1084K). The memorandum concluded that the Project would cast 337,744 sfh of net new shadow on Union Square on a yearly basis, which would be an increase of about 0.09% of the TAAS on Union Square for projects outside of the TCDP.

On March 21, 2013, 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 certified the Final EIR for the Project in compliance with CEQA, the CEQA Guidelines and Chapter 31.

The EIR concludes that the Project would not result in a project-specific significant shadow impact to recreation facilities or other public areas. With respect to Union Square, the EIR indicates that the net new shadow would be of limited duration and the new shadowing would occur at times when the use of Union Square is limited. The EIR concludes that the Project would, however, make a cumulatively considerable contribution to a significant cumulative shadow impact on public opens spaces when taking into account other reasonably foreseeable future projects, such as the Transit Tower and the Palace Hotel Project, that would also result in new shadowing of public areas, including Union Square.

As part of their actions on October 11, 2012 to increase the ACLs for seven downtown parks, the Planning Commission and the Recreation and Park Commission designated the ACLs exclusively for projects that meet the criteria set forth in the TCDP. Projects that do not meet the criteria set forth in the TCDP may not utilize any portion of the amended ACLs if they cast net new shadow on any of the seven downtown parks for which the ACLs were amended. Such projects would be required to seek their own amendments to the ACLs for these seven downtown parks. The Project is located outside the Plan area and is not eligible to utilize newly adopted ACL on the Park.

On April 11, 2013, the Commission adopted Motion No. XXXXX, adopting CEQA findings, including a Statement of Overriding Considerations, and adopting the Mitigation Monitoring and Reporting Program ("MMRP"), which findings and adoption of the MMRP are hereby incorporated by reference as though fully set forth herein.

The Planning Department, Jonas Ionin , is the custodian of records for this action, and such records are located at 1650 Mission Street, Fourth Floor, San Francisco, California.

The Planning Commission and the Recreation and Park Commission held a duly advertised joint public hearing on April 11, 2013 and adopted Resolution No. XXXXX increasing the absolute cumulative shadow limit equal to 0.09% of the TAAS for Union Square.

On April 11, 2011, The Recreation and Park Commission conducted a duly notice public hearing at regularly scheduled meeting and recommended that the Planning Commission find that the shadows cast by the Project on Union Square will not be adverse to the use of Union Square.

The Planning Commission has reviewed and considered reports, studies, plans and other documents pertaining to the Project.

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

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 foregoing recitals are accurate, and also constitute findings of this Commission.
2. The additional shadow cast by the Project on Union Square, while numerically significant, would not be adverse to the use of Union Square, and is not expected to interfere with the use of the Park, for the following reasons: (1) the new shadow would not occur after 9:30 a.m. any day of the year (maximum new shadow range would be 8:30 a.m. to 9:30 a.m.) and would be consistent with the 1989 Memo qualitative standards for Union Square in that the new net shadow would not occur during mid-day hours; (2) the new shadow would generally occur in the morning hours during periods of relatively low park usage; (3) the new shadow would occur for a limited amount of time from October 11th to November 8th and from February 2nd to March 2nd for no more than one hour on any given day during the hours subject to Section 295; and (4) the new shadow does not affect the manner in which Union Square is used, which is mainly for passive recreational opportunities.
3. A determination by the Planning Commission and/or the Recreation and Park Commission to allocate net new shadow to the Project does not constitute an approval of the Project.

DECISION

Based upon the Record, the submissions by the Project Sponsor, the staff of the Planning Department, the recommendation of the General Manager of the Recreation and Park Department, in consultation with the Recreation and Park Commission, and other interested parties, the oral testimony presented to the Commission at the public hearing, and all other written materials submitted by all parties, the Commission hereby **DETERMINES**, under Shadow Analysis Application No. **2008.1084K**, that the net new shadow cast by the Project on Union Square would not be adverse to the use of the park, and **ALLOCATES** to the Project 337,744 square-foot-hours of additional shadow on Union Square (representing approximately 0.09% of the Theoretically Available Annual Sunlight for Union Square).

I hereby certify that the foregoing Motion was **ADOPTED** by the Planning Commission at the meeting on April 11, 2013.

Jonas P. Ionin
Acting Commission Secretary

AYES:

NAYS:

ABSENT:

ADOPTED: April 11, 2013



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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Information:
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Planning Commission Draft Motion General Plan Referral

HEARING DATE: APRIL 11, 2013

Date: March 28, 2013
Case No.: **2008.1084EHKXRTZ**
Project Address: **706 Mission Street**
Project Site Zoning: C-3-R (Downtown, Retail, Commercial)
 400-I Height and Bulk District
Block/Lots: 3706/093, 275, portions of 277 (706 Mission Street)
 0308/001 (Union Square)
Project Sponsor: 706 Mission Street, LLC
 c/o Sean Jeffries of Millennium Partners
 735 Market Street, 4th Floor
 San Francisco, CA 94107
Staff Contact: Kevin Guy – (415) 558-6163
Kevin.Guy@sfgov.org

ADOPTING FINDINGS RELATING TO THE DETERMINATION THAT 1) THE ACQUISITION, SALE, AND CONVEYANCE OF PUBLIC PROPERTY, 2) CHANGE OF USE OF PUBLIC PROPERTY; 3) RECONFIGURATION OF THE PUBLIC SIDEWALK ALONG MISSION STREET, AND, 4) SUBDIVISION OF THE PROPERTY AT 706 MISSION STREET, IN ASSOCIATION WITH A PROPOSAL TO REHABILITATE AN EXISTING 10-STORY, 144-FOOT TALL BUILDING (THE ARONSON BUILDING), AND CONSTRUCT A NEW, ADJACENT 47-STORY TOWER, REACHING A ROOF HEIGHT OF 520 FEET WITH A 30-FOOT TALL MECHANICAL PENTHOUSE. THE TWO BUILDINGS WOULD BE CONNECTED AND WOULD CONTAIN UP TO 215 DWELLING UNITS, A "CORE-AND-SHELL" MUSEUM SPACE MEASURING APPROXIMATELY 52,000 SQUARE FEET, AND APPROXIMATELY 4,800 SQUARE FEET OF RETAIL SPACE, WOULD BE CONSISTENT WITH THE OBJECTIVES AND POLICIES OF THE GENERAL PLAN AND THE PRIORITY POLICIES OF PLANNING CODE SECTION 101.1; AND ADOPTING FINDINGS UNDER THE CALIFORNIA ENVIRONMENTAL QUALITY ACT.

PREAMBLE

On June 30, 2008, Sean Jeffries, acting on behalf of Millennium Partners ("Project Sponsor") submitted an Environmental Evaluation Application with the Planning Department ("Department"), Case No.

2008.1084E. The Department issued a Notice of Preparation of Environmental Review on April 13, 2011, to owners of properties within 300 feet, adjacent tenants, and other potentially interested parties.

On October 24, 2012, the Project Sponsor filed an application with the Department for a Determination of Compliance pursuant to Planning Code Section ("Section") 309 with requested Exceptions from Planning Code ("Code") requirements for "Reduction of Ground-Level Wind Currents in C-3 Districts", "Off-Street Parking Quantity", "Rear Yard, and "General Standards for Off-Street Parking and Loading" to allow curb cuts on Third and Mission Streets, for a project to rehabilitate an existing 10-story, 144-foot tall building (the Aronson Building), and construct a new, adjacent 47-story tower, reaching a roof height of 520 feet with a 30-foot tall mechanical penthouse. The two buildings would be connected and would contain up to 215 dwelling units, a "core-and-shell" museum space measuring approximately 52,000 square feet that would house the Mexican Museum, and approximately 4,800 square feet of retail space. The project would reconfigure portions of the existing Jessie Square Garage to increase the number of parking spaces from 442 spaces to 470 spaces, add loading and service vehicle spaces, and would allocate up to 215 parking spaces within the garage to serve the proposed residential uses. The Project Sponsor has proposed a "flex option" that would retain approximately 61,000 square feet of office uses within the existing Aronson Building, and would reduce the residential component of the project to approximately 191 dwelling units. The project is located at 706 Mission Street, Lots 093, 275, and portions of Lot 277 within Assessor's Block 3706 ("Project Site"), within the C-3-R District and the 400-I Height and Bulk District (collectively, "Project", Case No. 2008.1084X). On April 11, 2013, the Planning Commission conducted a duly noticed public hearing at a regularly scheduled meeting and adopted Motion No. XXXXX, approving the Determination of Compliance with Section 309, and granting the requested exceptions.

On October 24, 2012, the Project Sponsor submitted a request for a General Plan Referral Case No, 2008.1084R, regarding the changes in use, disposition, and conveyance of publicly-owned land, reconfiguration of the public sidewalk along Mission Street, and subdivision of the property. On April 11, 2013, the Planning Commission conducted a duly noticed public hearing at a regularly scheduled meeting and adopted Motion No. XXXXX determining that these actions are consistent with the objectives and policies of the General Plan and the Priority Policies of Section 101.1.

On October 24, 2012, the Project Sponsor submitted a request to amend Height Map HT01 of the Zoning Maps of the San Francisco Planning Code to reclassify the Project Site from the 400-I Height and Bulk District to the 520-I Height and Bulk District. (Case No. 2008.1084Z). On April 11, 2013, the Planning Commission conducted a duly noticed public hearing at a regularly scheduled meeting and adopted Resolution No. XXXXX, recommending that the Board of Supervisors approve the requested Height Reclassification.

On October 24, 2012, the submitted a request to amend Zoning Map SU01 and the text of the Planning Code to establish the "Yerba Buena Center Mixed-Use Special Use District" (SUD) on a portion of the Project Site. The proposed SUD would modify specific Planning Code regulations related to permitted uses, the provision of a cultural/museum use within the SUD, floor area ratio limitations, dwelling unit exposure, height of rooftop equipment, bulk limitations, and curb cut locations (Case No. 2008.1084T). On April 11, 2013, the Planning Commission conducted a duly noticed public hearing at a regularly

scheduled meeting and adopted Resolution No. XXXXX, recommending that the Board of Supervisors approve the requested Height Reclassification and Planning Code Text Amendment.

On October 26, 2012, the Project Sponsor submitted a request for a Major Permit to Alter for the rehabilitation of the Aronson Building, a Category I (Significant) building under Article 11 of the Planning Code, located within the New Montgomery-Mission-Second Street Conservation District, including the removal of non-historic ground-floor infill materials, fire escapes, landings, and rooftop mechanical penthouse structures (Case No. 2008.1084H). On April 3, 2013, the Historic Preservation Commission conducted a duly noticed public hearing at a regularly scheduled meeting and adopted Motion No. XXXXX, approving the requested Major Permit to Alter.

On September 25, 2008, the Project Sponsor submitted a request for review of a development exceeding 40 feet in height, pursuant to Section 295, analyzing the potential shadow impacts of the Project to properties under the jurisdiction of the Recreation and Parks Department (Case No. 2008.1084K). Department staff prepared a shadow fan depicting the potential shadow cast by the development and concluded that the Project could have a potential impact to properties subject to Section 295. A technical memorandum, prepared by Turnstone Consulting, was submitted on June 9, 2011, analyzing the potential shadow impacts of the Project to properties under the jurisdiction of the Recreation and Parks Department. The memorandum concluded that the Project would cast 337,744 sfh of net new shadow on Union Square on a yearly basis, which would be an increase of about 0.09% of the Theoretically Available Annual Sunlight ("TAAS") on Union Square.

On April 11, 2013, the Planning Commission and the Recreation and Park Commission held a duly advertised joint public hearing and adopted Resolution No. XXXXX establishing an absolute cumulative shadow limit ("ACL") equal to 0.09% of the TAAS for Union Square. At the same hearing, the Recreation and Park Commission adopted Motion No. XXXXX recommending that the General Manager of the Recreation & Park Department recommend to the Planning Commission that the shadows cast by the Project on Union Square are not adverse to the use of the park, and that the Planning Commission allocate to the Project allowable shadow from the ACL for Union Square. At the same hearing, the Planning Commission held a duly noticed public hearing and adopted Motion No. XXXXX, finding that the shadows cast by the Project on Union Square would not be adverse to the use of the park, and allocating ACL to the Project for Union Square.

On June 27, 2012, the Department published a draft Environmental Impact Report (EIR) for public review. The draft EIR was available for public comment until August 13, 2012. On August 2, 2012, the Planning Commission ("Commission") conducted a duly noticed public hearing at a regularly scheduled meeting to solicit comments regarding the draft EIR. On March 7, 2013, the Department published a Comments and Responses document, responding to comments made regarding the draft EIR prepared for the Project.

On March 21, 2013, 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, Jonas Ionin, is the custodian of records, located in the File for Case No. 2008.1084E, 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 April 11, 2013, the Commission adopted Motion No. XXXXX, adopting CEQA findings, including a Statement of Overriding Considerations, and adopting the MMRP's, which findings and adoption of the MMRP's are hereby incorporated by reference as though fully set forth herein.

On April 11, 2013, the Commission conducted a duly noticed public hearing at a regularly scheduled meeting on Case No. 2008.1084R. 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 adopts the General Plan Referral described in Application No. 2008.1084R, based on the following findings:

FINDINGS

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

1. The above recitals are accurate and also constitute findings of this Commission.
2. **Site Description and Present Use.** The Project Site measures 72,181 sq. ft. and is comprised of three separate parcels within Assessor's Block 3706. Lot 093 is located at the northwest corner of Third and Mission Streets, and is currently developed with the existing 10-story, 144-foot tall Aronson Building. The Aronson Building is designated as a Category I (Significant) Building in Article 11 of the Planning Code, and is located within the New Montgomery-Mission-Second Street Conservation District. The building contains approximately 96,000 sq. ft. of office uses and approximately 10,600 sq. ft. of ground-floor retail uses.

Lot 275 is improved with an existing vehicular access ramp that leads from Stevenson Street into the subterranean Jessie Square Garage. Lot 277 includes the property located between the Aronson Building parcel and Jessie Square, fronting along Mission Street. This property is the location of the proposed tower portion of the Project, and is unimproved except for a subsurface foundation structure. Lot 277 also includes the subterranean Jessie Square Garage,

which is improved with the Jessie Square public plaza on the surface. The Project would reconfigure and utilize the Jessie Square garage, which is considered a part of the Project Site. However, the Jessie Square plaza located on the surface of a portion of Lot 277 would not be affected by this project, and is not considered part of the Project Site.

3. **Surrounding Properties and Neighborhood.** The Project Site is situated within the C-3-R Downtown Commercial zoning district, and is within the former Yerba Buena Center Redevelopment Area, a context characterized by intense urban development and a diverse mix of uses. Numerous cultural institutions are clustered in the immediate vicinity, including SFMOMA, the Yerba Buena Center for the Arts, the Museum of the African Diaspora, the Contemporary Jewish Museum, the Cartoon Art Museum, the Children's Creativity Museum, the California Historical Museum, and others. Multiple hotels and high-rise residential and office buildings are also located in the vicinity, including the W Hotel, the St. Regis Hotel and Residences, the Four Seasons, the Palace Hotel, the Paramount Apartments, One Hawthorne Street, the Westin, the Marriott Marquis, and the Pacific Telephone building. Significant open spaces in the vicinity include Yerba Buena Gardens to the south, and Jessie Square immediately to the west of the project site. The Moscone Convention Center facilities are located one block to the southwest, and the edge of the Union Square shopping district is situated two blocks northwest of the site. The Financial District is located in the blocks to the northeast and to the north. The western edge of the recently-adopted Transit Center District Plan area is located one-half block to the east at Annie Street.
4. **Proposed Project.** The Project would rehabilitate the existing 10-story, 144-foot tall Aronson Building, and construct a new, adjacent 47-story tower, reaching a roof height of 520 feet with a 30-foot tall mechanical penthouse. The two buildings would be connected and would contain up to 215 dwelling units, a "core-and-shell" museum space measuring approximately 52,000 square feet that will house the permanent home of the Mexican Museum, and approximately 4,800 square feet of retail space. The project would reconfigure portions of the existing Jessie Square Garage to increase the number of parking spaces from 442 spaces to 470 spaces, add loading and service vehicle spaces, and would allocate up to 215 parking spaces within the garage to serve the proposed residential uses. The Project Sponsor has proposed a "flex option" that would retain approximately 61,000 square feet of office uses within the existing Aronson Building, and would reduce the residential component of the project to 191 dwelling units.

The Project includes the reclassification of the subject property from the existing 400-foot height limit to a 520-foot height limit, as well as the adoption of the "Yerba Buena Center Mixed-Use Special Use District" ("SUD"). The proposed SUD would modify specific Planning Code regulations related to permitted uses, the provision of a cultural/museum use within the SUD, floor area ratio limitations, dwelling unit exposure, height of rooftop equipment, bulk limitations, and curb cut locations.

5. **Public Comment.** To date, the Department has not received any specific communications related to the requested entitlements. However, numerous written and verbal comments were provided during the public comment period for the draft EIR prepared for the Project. These comments related to a wide variety of topic areas, and were addressed as part of the

Comments and Responses document prepared during the environmental review of the Project.

6. **General Plan Referral.** San Francisco Charter Section 4.105 and Sections 2A.52 and 2A.53 of the San Francisco Administrative Code require that, for projects that include certain actions, the Department or the Commission must review these actions and determine whether the project is in conformity with the objectives and policies of the General Plan, as well as the Priority Policies of Section 101.1. The following aspects of the project trigger the requirement for a General Plan referral:
 - A. **Acquisition and Sale of Public Property, Public Trust Exchange.** Through transactional documents between the project sponsor and the Successor Agency to the Redevelopment Agency ("Successor Agency"), the Successor Agency would convey to the Project Sponsor the Jessie Square garage, as well as the portion of property located between the Aronson Building parcel and Jessie Square that would be developed with the tower portion of the Project (portions of Lot 277, Assessor's Block 3706). The Successor Agency would also convey to the Project Sponsor the parcel containing the garage access driveway (Lot 275, Assessor's Block 3706) from Stevenson Street to the Project Sponsor. The Project Sponsor would construct the core and shell of The Mexican Museum, and convey the core and shell of The Mexican Museum to the Successor Agency or its designee.
 - B. **Change of Use of Public Property.** The Project would result in a change of use of the portion of property located between the Aronson Building parcel and Jessie Square that would be developed with the tower portion of the Project, and which is currently vacant except for a subsurface structure.
 - C. **Reconfiguration of the Public Sidewalk.** The Project would include extending the existing 70-foot, 6-inch long passenger drop-off zone on Mission Street in front of Jessie Square by approximately 83 feet, 6-inches, creating a 154-foot long passenger drop-off zone.
 - D. **Subdivision of Project Site.** The Project Sponsor proposes to merge and subdivide the Project Site to create separate land and air space parcels for the various uses within the Project. In addition, the Project Sponsor proposed to subdivide the Project to create condominium units.
7. **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 4,800 sq. ft. of retail uses at the ground-floor. 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 residents and museum visitors will strengthen the customer base of businesses in the area.

- 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 will not displace any existing housing, and will add new residential units, retail spaces, and a museum to enhance the character of a district already characterized by intense, walkable urban development. 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 Inclusionary Affordable Housing Program. Specifically, the Project Sponsor will pay an in-lieu fee at a rate equivalent to an off-site requirement of 20%. It should be noted that, through the transactional documents between the Project Sponsor and the Successor Agency, the project will contribute an additional affordable housing fee to the Successor Agency equal to 8% of the residential units.

- 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, and is located within walking distance of abundant retail goods and services. The Project Site is located just 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 two blocks of the future Transbay Terminal (currently under construction) providing convenient access to other transportation services. Parking for the residential uses will occupy spaces within the existing Jessie Square garage. 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 uses. Retail space will be retained within the ground-floor of the Aronson Building, and the establishment of the Mexican Museum will provide additional employment opportunities.

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

The rehabilitation of the Aronson Building, as well as the construction of the new tower will comply with all current structural and seismic requirements under the San Francisco Building Code.

- G. That landmarks and historic buildings be preserved.

The Project includes the rehabilitation of the Aronson Building, a Category I (Significant) building under Article 11 of the Planning Code, located within the New Montgomery-Mission-Second Street Conservation District. The Project would not negatively affect any historic resources.

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

A technical memorandum, prepared by Turnstone Consulting, was submitted on June 9, 2011, analyzing the potential shadow impacts of the Project to properties under the jurisdiction of the Recreation and Parks Department (Case No. 2008.1084K). The memorandum concluded that the Project would cast 337,744 sfh of net new shadow on Union Square on a yearly basis, which would be an increase of about 0.09% of the theoretical annual available sunlight ("TAAS") on Union Square.

The Planning Commission and the Recreation and Park Commission held a duly advertised joint public hearing on April 11, 2013 and adopted Resolution No. XXXXX establishing an absolute cumulative shadow limit equal to 0.09% of the TAAS for Union Square. At the same hearing, the Recreation and Park Commission conducted a duly notice public hearing at regularly scheduled meeting and recommended that the Planning Commission find that the shadows cast by the Project on Union Square will not be adverse to the use of the park. At the same hearing, the Planning Commission adopted Motion No. XXXXX finding that the shadow cast by the Project would not be adverse to the use of Union Square, and allocated the cumulative shadow limit to the Project.

While the project would result in net new shadow on Jessie Square and Yerba Buena Lane, two other public open spaces, the shadow impacts would not be significant and would not adversely affect the use of these open spaces.

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

**HOUSING ELEMENT:
Objectives and Policies**

OBJECTIVE 1

**TO PROVIDE NEW HOUSING, ESPECIALLY PERMANENTLY AFFORDABLE HOUSING,
IN APPROPRIATE LOCATIONS WHICH MEETS IDENTIFIED HOUSING NEEDS AND**

TAKES INTO ACCOUNT THE DEMAND FOR AFFORDABLE HOUSING CREATED BY EMPLOYMENT DEMAND.

Policy 1.1:

Encourage higher residential density in areas adjacent to downtown, in underutilized commercial and industrial areas proposed for conversion to housing, and in neighborhood commercial districts where higher density will not have harmful effects, especially if the higher density provides a significant number of units that are affordable to lower income households.

Policy 1.3

Identify opportunities for housing and mixed-use districts near downtown and former industrial portions of the City.

Policy 1.4:

Locate in-fill housing on appropriate sites in established residential neighborhoods.

The Project would add residential units to an area that is well-served by transit, services, and shopping opportunities. The site is suited for dense residential development, where residents can commute and satisfy convenience needs without frequent use of a private automobile. The Project Site is located immediately adjacent to employment opportunities within the Downtown Core, and is in an area with abundant local- and region-serving transit options, including the future Transit Center.

**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. Furthermore, the Project would promote a varied and visually appealing skyline by contributing to the wide range of existing and proposed building heights in the Downtown / South of Market area.

The tower is designed to be compatible with the historic Aronson Building, and the proposed massing and articulation of the tower differentiate the two buildings, allowing each to maintain a related but distinct character and physical presence.

**COMMERCE AND INDUSTRY ELEMENT:
Objectives and Policies**

The **Commerce and Industry 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.

OBJECTIVE 2:

Maintain and enhance a sound and diverse economic base and fiscal structure for the city.

Policy 2.3:

Maintain a favorable social and cultural climate in the city in order to enhance its attractiveness as a firm location.

The Project Site is located in an area already characterized by a significant cluster of arts, culture, and entertainment destinations. The proposed Project will add substantial economic benefits to the City, and will contribute to the vitality of this district, in an area well served by hotels, shopping and dining opportunities, public transit, and other key amenities and infrastructure to support tourism.

**ARTS ELEMENT:
Objectives and Policies**

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

OBJECTIVE I-1:

RECOGNIZE THE ARTS AS NECESSARY TO THE QUALITY OF LIFE FOR ALL SEGMENTS OF SAN FRANCISCO.

Policy I-1.2:

Officially recognize on a regular basis the contributions arts make to the quality of life in San Francisco.

OBJECTIVE I-2:

Increase the contribution of the arts to the economy of San Francisco.

Policy I-2.1:

Encourage and promote opportunities for the arts and artists to contribute to the economic development of San Francisco.

Policy I-2.2:

Continue to support and increase the promotion of the arts and arts activities throughout the City for the benefit of visitors, tourists and residents.

OBJECTIVE III-2:

Strengthen the contribution of arts organizations to the creative life and vitality of San Francisco.

Policy III-2.2:

Assist in the improvement of arts organizations' facilities and access in order to enhance the quality and quantity of arts offerings.

OBJECTIVE VI-1:

Support the continued development and preservation of artists' and arts organizations' spaces.

Policy VI-1.11:

Identify, recognize, and support existing arts clusters and, wherever possible, encourage the development of clusters of arts facilities and arts related businesses throughout the city.

The Project will result in a the creation of a permanent home for the Mexican Museum, strengthening the recognition and reputation of San Francisco as a city that is supportive of the arts. Such activities enhance the recreational and cultural vitality of San Francisco, bolster tourism, and support the local economy by drawing regional, national, and international patrons.

**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, the future Transit Center, and the future Central Subway, and thus would make good use of the existing and planned transit services available in this area and would assist in maintaining the desirable urban

characteristics and services of the area. The walkable and transit-rich location of the Project will encourage residents and visitors to seek transportation options other than private automobile use.

9. The Commission hereby finds that approval of this General Plan Referral would promote the health, safety and welfare of the City.

DECISION

That based upon the Record, the submissions by the Applicant, the staff of the Department and other interested parties, the oral testimony presented to this Commission at the public hearings, and all other written materials submitted by all parties, the Commission hereby ADOPTS FINDINGS that 1) The acquisition and sale of public property, 2) Change of use of public property; 3) Reconfiguration of the public sidewalk along mission street, and, 4) Subdivision of the property at 706 Mission Street is consistent with the objectives and policies of the General Plan, and the Priority Policies of Section 101.1.

I hereby certify that the foregoing Motion was ADOPTED by the Planning Commission at its regular meeting on April 11, 2013

Jonas P. Ionin
Acting Commission Secretary

AYES:

NOES:

ABSENT:

ADOPTED: April 11, 2013



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 Resolution Zoning Map Amendment Planning Code Text Amendment

HEARING DATE: APRIL 11, 2013

Date: March 28, 2013
Case No.: **2008.1084EHKXRTZ**
Project Address: **706 Mission Street**
Project Site Zoning: C-3-R (Downtown, Retail, Commercial)
 400-I Height and Bulk District
Block/Lots: 3706/093, 275, portions of 277 (706 Mission Street)
 0308/001 (Union Square)
Project Sponsor: 706 Mission Street, LLC
 c/o Sean Jeffries of Millennium Partners
 735 Market Street, 4th Floor
 San Francisco, CA 94107
Staff Contact: Kevin Guy – (415) 558-6163
Kevin.Guy@sfgov.org

RESOLUTION OF THE PLANNING COMMISSION RECOMMENDING THAT THE BOARD OF SUPERVISORS AMEND ZONING MAP SHEET HT01 TO RECLASSIFY THE PROPERTY AT 706 MISSION STREET, BLOCK 3706, LOT 093 AND PORTIONS OF LOT 277, FROM THE 400-I HEIGHT AND BULK DISTRICT TO THE 520-I HEIGHT AND BULK DISTRICT, AND RECOMMENDING THAT THE BOARD OF SUPERVISORS AMEND ZONING MAP SHEET SU01 AND THE TEXT OF THE PLANNING CODE TO ADOPT THE "YERBA BUENA CENTER MIXED-USE SPECIAL USE DISTRICT" AT 706 MISSION STREET, BLOCK 3706, LOT 093 AND PORTIONS OF LOT 277, AND ADOPTING FINDINGS THAT THE PROPOSED AMENDMENT TO THE PLANNING CODE AND ZONING MAPS IS CONSISTENT WITH THE OBJECTIVES AND POLICIES OF THE GENERAL PLAN AND THE EIGHT PRIORITY POLICIES OF SECTION 101.1(b) OF THE PLANNING CODE, AND ADOPTING FINDINGS UNDER THE CALIFORNIA ENVIRONMENTAL QUALITY ACT.

RECITALS

1. **WHEREAS**, On October 24, 2012, 706 Mission Street Co LLC ("Project Sponsor") filed entitlement applications with the San Francisco Planning Department for the development of a mixed-use

development project ("Project") at the northwest corner of Third and Mission Streets, including an application for a Planning Code Text Amendment to create a new Yerba Buena Center Mixed-Use Special Use District, and an application for a Height Reclassification to reclassify the property at 706 Mission Street from the 400-I Height and Bulk District to the 520-I Height and Bulk District.

2. **WHEREAS** The Project is proposed to be developed on three parcels: (1) the entirety of Assessor's Block 3706, Lot 093, which is currently owned by the Applicant and which is improved with an existing 10-story, 144-foot-tall building with a 10-foot-tall mechanical penthouse ("Aronson Building"); (2) a portion of Assessor's Block 3706, Lot 277, which is currently owned by the Successor Agency to the Redevelopment Agency of the City and County of San Francisco ("Successor Agency"), and which was chosen by the former Redevelopment Agency Commission and The Mexican Museum Board of Trustees as the future permanent home of The Mexican Museum (the "Mexican Museum Parcel"); and (3) a portion of Assessor's Block 3706, Lot 277 and the entirety of Lot 275, which is currently owned by the Successor Agency, and which is improved with the below-grade, 442 parking space Jessie Square Garage (the "Garage Parcel"). The Aronson Building is designated as a Category I Significant Building within the expanded New Montgomery-Mission-Second Street Conservation District.
3. **WHEREAS**, As part of the Project, and pursuant to transaction documents to be entered into between the Successor Agency and the Applicant, the Successor Agency would convey the Garage Parcel and the Mexican Museum Parcel to the Applicant. The Applicant would then construct a new 47-story, 520-foot-tall tower (with a 30-foot-tall elevator/mechanical penthouse), with two floors below grade. The new tower would be adjacent to and physically connected to the existing Aronson Building, which would be rehabilitated in compliance with the Secretary of Interior's Standards.
4. **WHEREAS**, The new tower would contain up to 43 floors of residential space. The Mexican Museum would occupy the ground through fourth floors of the tower and the second and third floors and possibly some of the ground floor of the Aronson Building. The overall project would contain up to 215 residential units, seven floors of "flex space" in the Aronson Building, which would either be residential use or office use, space for The Mexican Museum, a ground-floor retail/restaurant use, and associated building services. The project would also entail certain reconfigurations of the Jessie Square Garage.
5. **WHEREAS**, Pursuant to transaction documents to be entered into between the Successor Agency and the Applicant, the Project would result in several public benefits, including the rehabilitation of the Category I Aronson Building, the construction of a core-and-shell for future occupancy by the Mexican Museum, a \$5,000,000 operating endowment for the Mexican Museum, and the creation of affordable housing opportunities through the payment of an in-lieu fee equal to 20% of the residential units, pursuant to the Inclusionary Affordable Housing Program in Sections 415 through 415.9, as well as the payment of an additional affordable housing fee to the Successor Agency equal to 8% of the residential units.
6. **WHEREAS**, In order for the Project to proceed and be developed as contemplated by the Applicant, the Successor Agency, and The Mexican Museum, a height reclassification and amendments to certain

provisions of the Planning Code are required, including modifications of regulations related to permitted uses, the provision of a cultural/museum use within the SUD, floor area ratio limitations, dwelling unit exposure, height of rooftop equipment, bulk limitations, and curb cut locations.

7. **WHEREAS**, On June 27, 2012, the Department published a draft Environmental Impact Report (EIR) for public review. The draft EIR was available for public comment until August 13, 2012. On August 2, 2012, the Planning Commission ("Commission") conducted a duly noticed public hearing at a regularly scheduled meeting to solicit comments regarding the draft EIR. On March 7, 2013, the Department published a Comments and Responses document, responding to comments made regarding the draft EIR prepared for the Project. On March 21, 2013, 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, Jonas Ionin, is the custodian of records, located in the File for Case No. 2008.1084E, at 1650 Mission Street, Fourth Floor, San Francisco, California.
8. **WHEREAS**, The Project would affirmatively promote, be consistent with, and would not adversely affect the General Plan, including the following objectives and policies, for the reasons set forth set forth in Item #8 of Motion No. XXXXX, Case No. 2008.1084X, which are incorporated herein as though fully set forth.
9. **WHEREAS**, The Project complies with the eight priority policies of Planning Code Section 101.1, for the reasons set forth set forth in Item #9 of Motion No. XXXXX, Case No. 2008.1084X, which are incorporated herein as though fully set forth.
10. **WHEREAS**, A proposed ordinance, attached hereto as Exhibit A, has been prepared in order to make the amendment to the Sheet HT01 of the Zoning Map by changing the height and bulk district for the Project Site, from the existing 400-I Height and Bulk District to a height limit of 520 feet. The proposed ordinance would also amend Zoning Map SU01 and the text of the Planning Code to establish the "Yerba Buena Center Mixed-Use" SUD on the property.
11. **WHEREAS**, the Office of the City Attorney has approved the proposed ordinance as to form.
12. **WHEREAS**, Section 4.105 of the San Francisco Charter and Section 302 of the Planning Code require that the Commission consider any proposed amendments to the City's Zoning Maps or Planning Code, and make a recommendation for approval or rejection to the Board of Supervisors before the Board of Supervisors acts on the proposed amendments.

13. **WHEREAS**, On April 11, 2013, the Commission adopted Motion No. XXXXX, adopting CEQA findings, including a Statement of Overriding Considerations, and adopting the MMRP, which findings and adoption of the MMRP are hereby incorporated by reference as though fully set forth herein.
14. **WHEREAS**, On April 11, 2013, the Commission conducted a duly noticed public hearing at a regularly scheduled meeting to consider the Proposed Zoning Map Amendment and Zoning Text Amendment.
15. **WHEREAS**, The Commission has had available to it for its review and consideration studies, case reports, letters, plans, and other materials pertaining to the Project contained in the Department's case files, and has reviewed and heard testimony and received materials from interested parties during the public hearings on the Project.

NOW, THEREFORE BE IT RESOLVED THAT, the Commission finds, based upon the entire Record, the submissions by the Applicant, 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, that the public necessity, convenience and general welfare require that Sheet HT01 of the Zoning Maps be amended to reclassify the height limit for the property from the existing 400-I Height and Bulk District to a height limit of 520 feet, and to amend Zoning Map SU01 and the text of the Planning Code to establish the "Yerba Buena Center Mixed-Use" SUD on the property, as proposed in Application No. 2008.1084TZ; and,

BE IT FURTHER RESOLVED THAT, the Planning Commission recommends the Board of Supervisors approve the proposed Zoning Map Amendment and Planning Code Text Amendment.

I hereby certify that the foregoing Resolution was ADOPTED by the Planning Commission at its regular meeting on April 11, 2013.

Jonas P. Ionin
Acting Commission Secretary

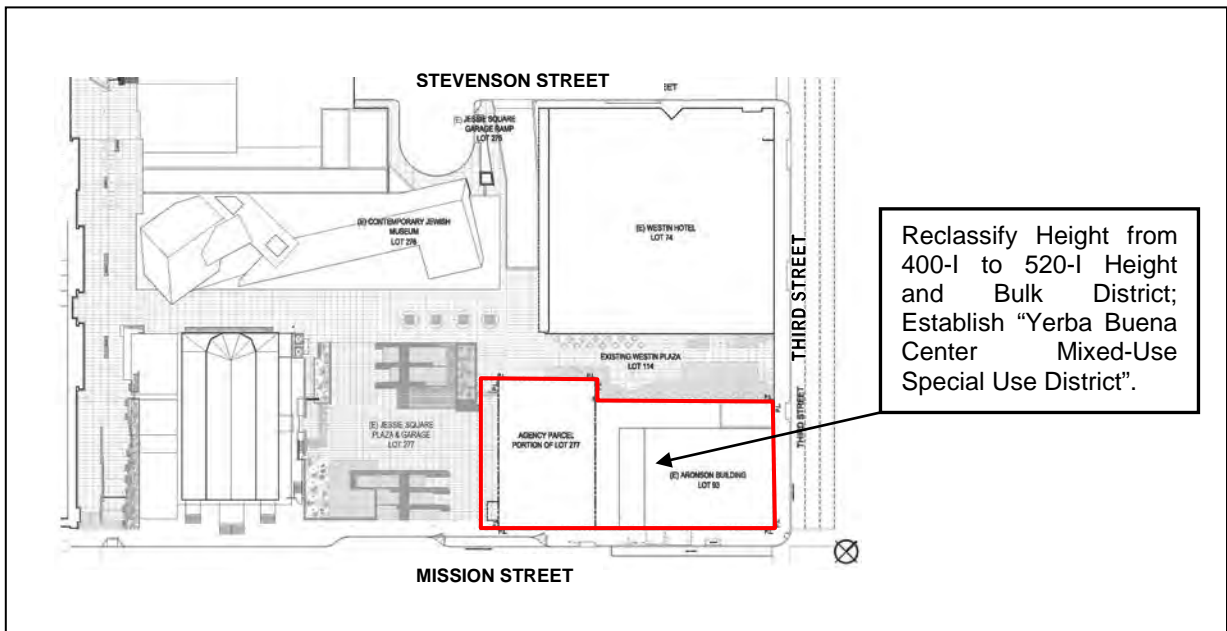
AYES:

NOES:

ABSENT:

ADOPTED: April 11, 2013

Proposed Zoning Map Amendments



1 [Planning Code - Yerba Buena Center Mixed-Use Special Use District]

2

3 **Ordinance amending the San Francisco Planning Code and Zoning Map by 1) adding**
 4 **section 249.71 to create the Yerba Buena Center Mixed-Use Special Use District located**
 5 **at 706 Mission Street, Lot 093 and portions of Lot 277 within Assessor’s Block 3706 to**
 6 **facilitate the development of the 706 Mission Street – The Mexican Museum and**
 7 **Residential Tower Project by modifying specific Planning Code regulations related to**
 8 **permitted uses, the provision of a cultural/museum use within the SUD, floor area ratio**
 9 **limitations, dwelling unit exposure, height of rooftop equipment, bulk limitations, and**
 10 **curb cut locations; 2) amending the Zoning Map to add the Special Use District and**
 11 **increase the height of property in the SUD from 400 feet to 520 feet; and making**
 12 **environmental findings and findings of consistency with general plan.**

13 NOTE: Additions are *single-underline italics Times New Roman*;
 14 deletions are ~~*strike-through italics Times New Roman*~~.
 15 Board amendment additions are double-underlined;
 16 Board amendment deletions are ~~strikethrough normal~~.

17 Be it ordained by the People of the City and County of San Francisco:

18 Section 1. General

19 (a) On October 24, 2012, 706 Mission Street Co LLC (the “Applicant”) filed
 20 entitlement applications with the San Francisco Planning Department for the development of a
 21 mixed-use development project (the “Project”) at the northwest corner of Third and Mission
 22 Streets, including an application for a Planning Code Text Amendment to create a new Yerba
 23 Buena Center Mixed-Use Special Use District.

24

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1 (b) The Project is proposed to be developed on three parcels: (1) the entirety of
2 Assessor's Block 3706, Lot 093, which is currently owned by the Applicant and which is
3 improved with an existing 10-story, 144-foot-tall building with a 10-foot-tall mechanical
4 penthouse (the "Aronson Building"); (2) a portion of Assessor's Block 3706, Lot 277, which is
5 currently owned by the Successor Agency to the Redevelopment Agency of the City and
6 County of San Francisco ("Successor Agency"), and which was chosen by the former
7 Redevelopment Agency Commission and The Mexican Museum Board of Trustees as the
8 future permanent home of The Mexican Museum (the "Mexican Museum Parcel"); and (3) a
9 portion of Assessor's Block 3706, Lot 277 and the entirety of Assessor's Block 3706, Lot 275,
10 which is currently owned by the Successor Agency, and which is improved with the below-
11 grade, 442 parking space Jessie Square Garage (the "Garage Parcel"). The Aronson Building
12 is designated as a Category I Significant Building within the expanded New Montgomery-
13 Mission-Second Street Conservation District.

14 (c) As part of the Project, and pursuant to transaction documents to be entered into
15 between the Successor Agency and the Applicant, the Successor Agency would convey the
16 Garage Parcel and the Mexican Museum Parcel to the Applicant. The Applicant would then
17 construct a new 47-story, 520-foot-tall tower (with a 30-foot-tall elevator/mechanical
18 penthouse), with two floors below grade. The new tower would be adjacent to and physically
19 connected to the existing Aronson Building, which would be rehabilitated in compliance with
20 the Secretary of Interior's Standards. The new tower would contain up to 43 floors of
21 residential space. The Mexican Museum would occupy the ground through fourth floors of the
22 tower and the second and third floors and possibly some of the ground floor of the Aronson
23 Building. The overall project would contain up to 215 residential units, seven floors of "flex
24 space" in the Aronson Building, which would either be residential use or office use, space for
25

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1 The Mexican Museum, a ground-floor retail/restaurant use, and associated building services.
2 The project would also entail certain reconfigurations of the Jessie Square Garage.

3 (d) Pursuant to transaction documents to be entered into between the Successor
4 Agency and the Applicant, the Project would result in several public benefits, including the
5 rehabilitation of the Category I Aronson Building, the construction of a core-and-shell for future
6 occupancy by the Mexican Museum, a \$5,000,000 operating endowment for the Mexican
7 Museum, and the creation of affordable housing opportunities through the payment of an in-
8 lieu fee equal to 20% of the residential units, pursuant to the Inclusionary Affordable Housing
9 Program in Sections 415 through 415.9, as well as the payment of an additional affordable
10 housing fee to the Successor Agency equal to 8% of the residential units.

11 (e) In order for the Project to proceed and be developed as contemplated by the
12 Applicant, the Successor Agency, and The Mexican Museum, amendments to certain
13 provisions of the Planning Code are required.

14

15 Section 2. Findings. The Board of Supervisors finds as follows:

16 (a) On March 21, 2013, the San Francisco Planning Commission certified that the
17 Final Environmental Impact Report ("Final EIR") for the 706 Mission Street – The Mexican
18 Museum and Residential Tower Project ("Project") was in compliance with the California
19 Environmental Quality Act, (California Public Resources Code section 21000, *et seq*)
20 ("CEQA"), the CEQA Guidelines, and Administrative Code Chapter 31 in Planning
21 Commission Motion No. _____. The Final EIR and Motion No. _____ are on file
22 with the Clerk of the Board of Supervisors in File No. _____ and are incorporated by
23 reference.

24

25

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1 (b) On _____, the Historic Preservation Commission, by Motion
2 No. _____, approved the Major Permit to Alter for the component of the Project that
3 involves the rehabilitation of the Aronson Building.

4 (c) On _____, the Planning Commission approved several actions associated
5 with the Project, including a Determination of Compliance with Planning Code Section 309 by
6 Motion No. _____, as well as a General Plan Referral by Motion No. _____. At the
7 same hearing, the Planning Commission and Recreation and Park Commission considered
8 jointly and approved several actions regarding new shadow being cast by the Project on
9 Union Square, a property within the jurisdiction of the Recreation and Park Department, by
10 Resolution No. _____ and Motion No., _____. Planning Commission Resolution
11 No. _____ and Motion No. _____ and Recreation and Park Commission
12 Resolution No. _____ and Motion No. _____ are on file with the Clerk of the
13 Board of Supervisors in File No. _____ and are incorporated by reference.

14 (d) At the hearing, both the Planning Commission and the Recreation and Park
15 Commission adopted CEQA Findings, including a Statement of Overriding Considerations and
16 a Mitigation Monitoring and Reporting Program (MMRP) as required by CEQA by Planning
17 Commission Motion No. _____ and Recreation and Park Commission Motion No.
18 _____ which are on file with the Clerk of the Board of Supervisors in File No. _____
19 and are incorporated by reference.

20 (e) Since the Planning Commission approved the Project and made CEQA findings,
21 the Board finds that there have been no substantial changes to the Project that would require
22 major revisions to the Final EIR or result in new or substantially more severe significant
23 environmental impacts that were not evaluated in the Final EIR; no substantial changes in
24 circumstances have occurred that would require major revisions to the Final EIR or result in

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1 new or substantially more severe significant environmental impacts that were not evaluated in
2 the Final EIR; no new information has become available that was not known and could not
3 have been known at the time the Final EIR was certified as complete and that would result in
4 new or substantially more severe significant environmental impacts not evaluated in the Final
5 EIR; and no mitigation measures or alternatives previously found infeasible would be feasible
6 or mitigation measures or alternatives considerably different than those analyzed in the Final
7 EIR would substantially reduce significant environmental impacts, but the project proponent
8 declines to adopt them.

9 (f) In accordance with the actions contemplated herein, this Board has reviewed
10 the Final EIR and adopts and incorporates by reference as though fully set forth herein the
11 findings, including the mitigation monitoring and reporting program, adopted by the Planning
12 Commission on _____ in Motion _____. The Board further finds that there is
13 no need to prepare a subsequent environmental impact report under CEQA Guidelines
14 Section 15162 for the actions contemplated herein.

15 (g) On _____, the Planning Commission conducted a duly noticed public
16 hearing on the proposed Zoning Map amendments and, found that the public necessity,
17 convenience and general welfare required the approval of the proposed Zoning Map
18 amendments, and by Resolution No. _____ recommended them for approval. The
19 Planning Commission found that the proposed Zoning Map amendments were, on balance,
20 consistent with the City's General Plan, and with Planning Code Section 101.1(b). A copy of
21 said Resolution is on file with the Clerk of the Board of Supervisors in File No.
22 _____ and is incorporated herein by reference.

23 (h) The Board finds that these Zoning Map amendments are on balance consistent
24 with the General Plan and with the Priority Policies of Planning Code Section 101.1 for the

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1 reasons set forth in Planning Commission Resolution No. _____ and the Board
2 hereby incorporates such reasons herein by reference.

3 (i) Pursuant to Planning Code Section 302, the Board finds that the proposed
4 ordinance will serve the public necessity, convenience and welfare for the reasons set forth in
5 Planning Commission Resolution No. _____, which reasons are incorporated by reference
6 as though fully set forth.

7

8 Section 3: The San Francisco Planning Code is hereby amended by adding Planning
9 Code Section 249.71, to read as follows:

10 **SEC 249.71. YERBA BUENA CENTER MIXED-USE SPECIAL USE DISTRICT.**

11 (a) **General.** A special use district entitled the “Yerba Buena Center Mixed-Use
12 Special Use District”, consisting of Assessor’s Block 3706, Lots 093 and 275, and portions of
13 Assessor’s Block 3706, Lot 277, is hereby established for the purposes set forth below. The
14 boundaries of the Yerba Buena Center Mixed-Use Special Use District are designated on
15 Sectional Map No. 1 SU of the Zoning Map.

16 (b) **Purpose.** The purpose of the special use district is to facilitate the development
17 of a mixed-use project at the corner of Third Street and Mission Street, which will include
18 cultural/museum, residential, retail/restaurant and potentially office uses. Including a museum
19 component within the project will strengthen the district of cultural institutions that are already
20 established in the area, including SFMOMA, the Yerba Buena Center for the Arts, the
21 Museum of the African Diaspora, the Contemporary Jewish Museum, the Cartoon Art
22 Museum, the Children’s Creativity Museum, and the California Historical Museum.

23 (c) **Use Controls.** The following provisions shall apply to the special use district:
24

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1 (1) **Cultural Uses.** The special use district shall require the development of at least
2 35,000 net square feet of cultural, museum, or similar public-serving institutional use with
3 frontage on Jessie Square as part of the project. Pursuant to the terms of the Purchase and
4 Sale Agreement (the "Purchase Agreement") between the Successor Agency to the
5 Redevelopment Agency of the City and County of San Francisco (the "Successor Agency")
6 and the project sponsor, (A) before any other project use may receive a certificate of
7 occupancy, the "core-and-shell" of the cultural, museum, or similar public-serving institutional
8 use must be constructed; and (B) the project sponsor must contribute to an operating
9 endowment to the museum at the times specified in the Purchase Agreement.

10 (2) **Permitted Uses.** The principally permitted uses in the special use district
11 include (A) the cultural use set forth in Section 249.71(c)(1) above; (B) either (i) a residential
12 development with approximately 4,800 square feet of retail/restaurant space, or (ii) a
13 residential/office development, including up to approximately 61,320 square feet of office
14 space, and up to approximately 4,800 square feet of retail/restaurant space; and (C) all uses
15 which are principally permitted in the C-3-R District. The uses in the special use district shall
16 include, at a minimum (A) the cultural use set forth in Section 249.71(c)(1) above; (B) no
17 fewer than 162 dwelling units, and (C) ground-floor retail or cultural space in the Aronson
18 Building. All uses which are conditionally permitted with conditional use authorization in the
19 C-3-R District are conditionally permitted with conditional use authorization in the special use
20 district, to the extent such uses are not otherwise designated as principally permitted uses
21 pursuant to this Section 249.71(c)(2).

22 (3) **Inclusionary Affordable Housing Program.** Development within the special
23 use district shall be subject to the Inclusionary Affordable Housing Program, as set forth in
24 Sections 415 through 415.9, through the payment of an in-lieu fee, which is currently equal to

1 20% of the total number of residential units in the principal project. Additional affordable
2 housing requirements are expected to be imposed through negotiations with the Successor
3 Agency to the Redevelopment Agency above and beyond the requirements of Sections 415
4 through 415.9.

5 (4) **Floor Area Ratio.** The floor area ratio limits set forth in Sections 123 and 124
6 for C-3-R Districts shall not apply within the special use district.

7 (5) **Dwelling Unit Exposure.** The dwelling unit exposure requirements of Section
8 140 shall not apply within the special use district.

9 (6) **Rooftop Screening.** Section 260(b)(1)(F) shall apply within the special use
10 district, except that the rooftop form created by any additional building volume shall not
11 exceed 30 feet in height, measured as provided in Section 260(a), and shall not exceed a total
12 volume, including the volume of the features being enclosed, equal to three-fourths of the
13 horizontal area of all upper tower roof areas of the building measured before the addition of
14 any exempt features times 30.

15 (7) **Bulk.** The bulk limits for new construction in the special use district at heights
16 above 160 feet shall be as set forth in Table 1 below:

17 **Table 1: Bulk Limits for New Construction At Heights Above 160 Feet**

Max Floor Plate	13,000 gsf
Max Plan Length	124 feet
Max Diagonal	157 feet

21 (8) **Protected Street Frontages.**
22 (A) Section 155(r)(3) shall not apply within the special use district.
23 (B) For the purposes of Section 155(r)(4), the project does not have alternative
24 frontage to Third Street and Mission Street, and therefore curb cuts accessing off-street

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1 parking or loading off Third Street and Mission Street may be permitted as an exception
2 pursuant to Section 309 and Section 155(r)(4).

3 (9) **Dwelling Unit Density.** No conditional use authorization pursuant to Section
4 303(c) is required for a dwelling unit density which exceeds the density ratios specified in
5 Section 215 for the C-3-R District.

6 (d) **Interpretation.** In the event of inconsistency or conflict between any provision
7 of this Section 249.71 and any other provision of the Planning Code, this Section 249.71 shall
8 prevail.

9 (e) **Sunset Provision.** This Section 249.71 shall be repealed 5 years after its initial
10 effective date unless the Project has received a first construction document or the Board of
11 Supervisors, on or before that date, extends or re-enacts it.

12
13 Section 4. The San Francisco Planning Code is hereby amended by amending Sectional
14 Map HT01 of the Zoning Map of the City and County of San Francisco, as follows:

<u>Description of Property</u>	<u>Height and Bulk</u> <u>Districts to be Superseded</u>	<u>Height and Bulk</u> <u>Districts Hereby Approved</u>
Assessor's Block/Lot 3706/Lot 093 and portions of Lot 277	400-I	520-I

20
21 Section 5. The San Francisco Planning Code is hereby amended by amending
22 Sectional Map SU01 of the Zoning Map of the City and County of San Francisco, as follows:

<u>Description of Property</u>	<u>Special Use District Hereby Approved</u>
--------------------------------	---

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<p>1 Assessor's Block/Lot 3706/Lot 2 093 and portions of Lot 277</p>	<p>Yerba Buena Center Mixed-Use Special Use District</p>
--	--

3
4 Section 6. Effective Date And Sunset Provision. This ordinance shall become effective
5 30 days from the date of passage. This ordinance shall be repealed 5 years after its initial
6 effective date unless the Project has received a first construction document or the Board of
7 Supervisors, on or before that date, extends or re-enacts it.

8
9 Section 7. This section is uncodified. In enacting this Ordinance, the Board intends to
10 amend only those words, phrases, paragraphs, subsections, sections, articles, numbers,
11 punctuation, charts, diagrams, or any other constituent part of the Planning Code that are
12 explicitly shown in this legislation as additions, deletions, Board amendment additions, and
13 Board amendment deletions in accordance with the "Note" that appears under the official title
14 of the legislation.

15
16 APPROVED AS TO FORM:
DENNIS J. HERRERA, City Attorney

17
18 By: _____
Susan Cleveland-Knowles
19 Deputy City Attorney

20
21
22
23
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Name of Supervisor/Committee/Department
BOARD OF SUPERVISORS

TURNSTONE CONSULTING

June 9, 2011

Mr. Aaron Hollister
Planning Department
City and County of San Francisco
1650 Mission Street, Suite 400
San Francisco, CA 94103

**RE: Case No. 2008.1084K
706 Mission Street
Shadow Analysis – Update of Information Submitted on June 2, 2011**

Dear Mr. Hollister:

Based on our telephone conversation, I have revised the information that was contained in a letter dated June 2, 2011 regarding net new project shadow on Union Square. The information contained in this letter supersedes the information contained in the letter dated June 2, 2011.

As noted in an email from Kevin Guy dated June 2, 2011, Union Square currently has an existing shadow load of about 150,265,376 square-foot-hours (sfh). The proposed project would add about 337,744 sfh of net new shadow on Union Square, for a total shadow load of about 150,603,120 sfh. This would be an increase of about 0.22 percent.

In February 1989, the Planning Commission and the Recreation and Park Commission established a quantitative standard, or shadow budget, for allowing development projects to cast additional net new shadow on Union Square. The shadow budget was set at 392,663.5 sfh of net new shadow. Since the shadow budget for Union Square was established, two completed development projects have affected the shadow conditions on Union Square. The Macy's expansion project resulted in a net reduction of 194,293 sfh of existing shadow (with a corresponding increase in sunlight), and a project at 690 Market Street added 69,540 sfh of net new shadow on Union Square.

Although the Macy's expansion project reduced the amount of existing shadow and increased the amount of available sunlight on Union Square, the 1989 shadow budget has not been formally amended by the Planning Commission and the Recreation and Park Commission to account for these conditions. The current shadow budget for Union Square, which accounts for the 69,540 sfh of net new shadow that were added by the project at 690 Market Street, is 323,123.5 sfh.

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As described above, the proposed project would add about 337,744 sfh of net new shadow on Union Square and exceed the current shadow budget by 14,620.5 sfh.¹ The project sponsor is proposing to amend the shadow budget for Union Square.

Summary of Union Square Shadow Information

Theoretical Annual Sunlight:	392,663,521 sfh
Shadow Load in February 1989:	150,390,128 sfh
Shadow Budget in February 1989:	392,663.5 sfh
Current Shadow Load (June 2011):	150,265,376 sfh ²
Current Shadow Budget (June 2011):	323,123.5 sfh ³
Net New Project Shadow:	337,744 sfh
Percentage of Theoretical Annual Sunlight:	0.09 percent
Percentage of Current Shadow Load:	0.22 percent
Remaining Shadow Budget:	-14,620.5 sfh

If you need additional information or have any questions regarding this matter, please contact me at (415) 536-2883 or mli@consultturnstone.com.

Sincerely,



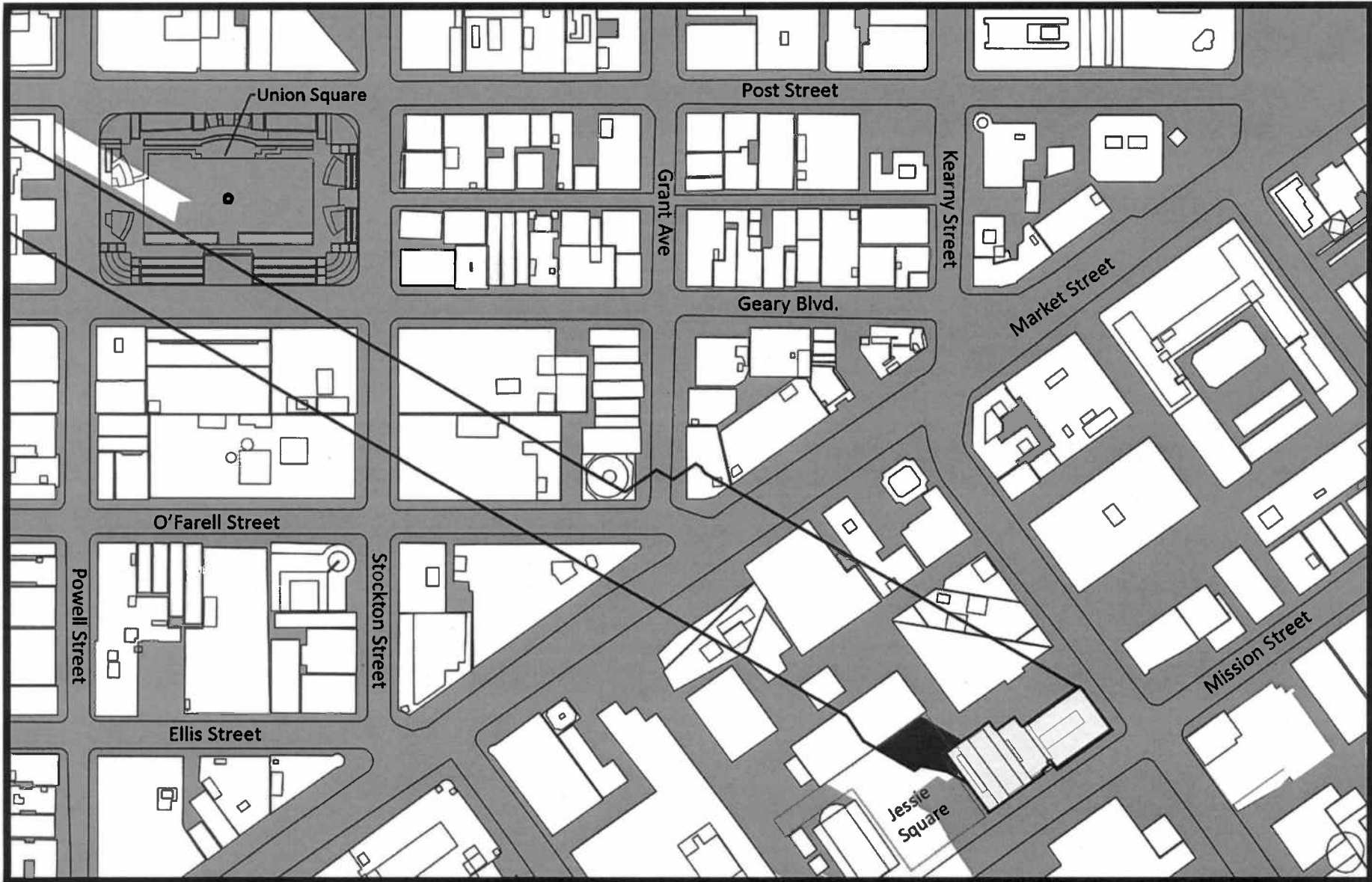
Michael Li

cc: Debra Dwyer
Kevin Guy

¹ If the 1989 shadow budget were formally amended by the Planning Commission and the Recreation and Park Commission to account for the Macy's expansion project, the current shadow budget would be 517,416.5 sfh. Following implementation of the proposed project, Union Square would have a remaining shadow budget of 179,672.5 sfh.

² This number accounts for the Macy's expansion project and 690 Market Street.

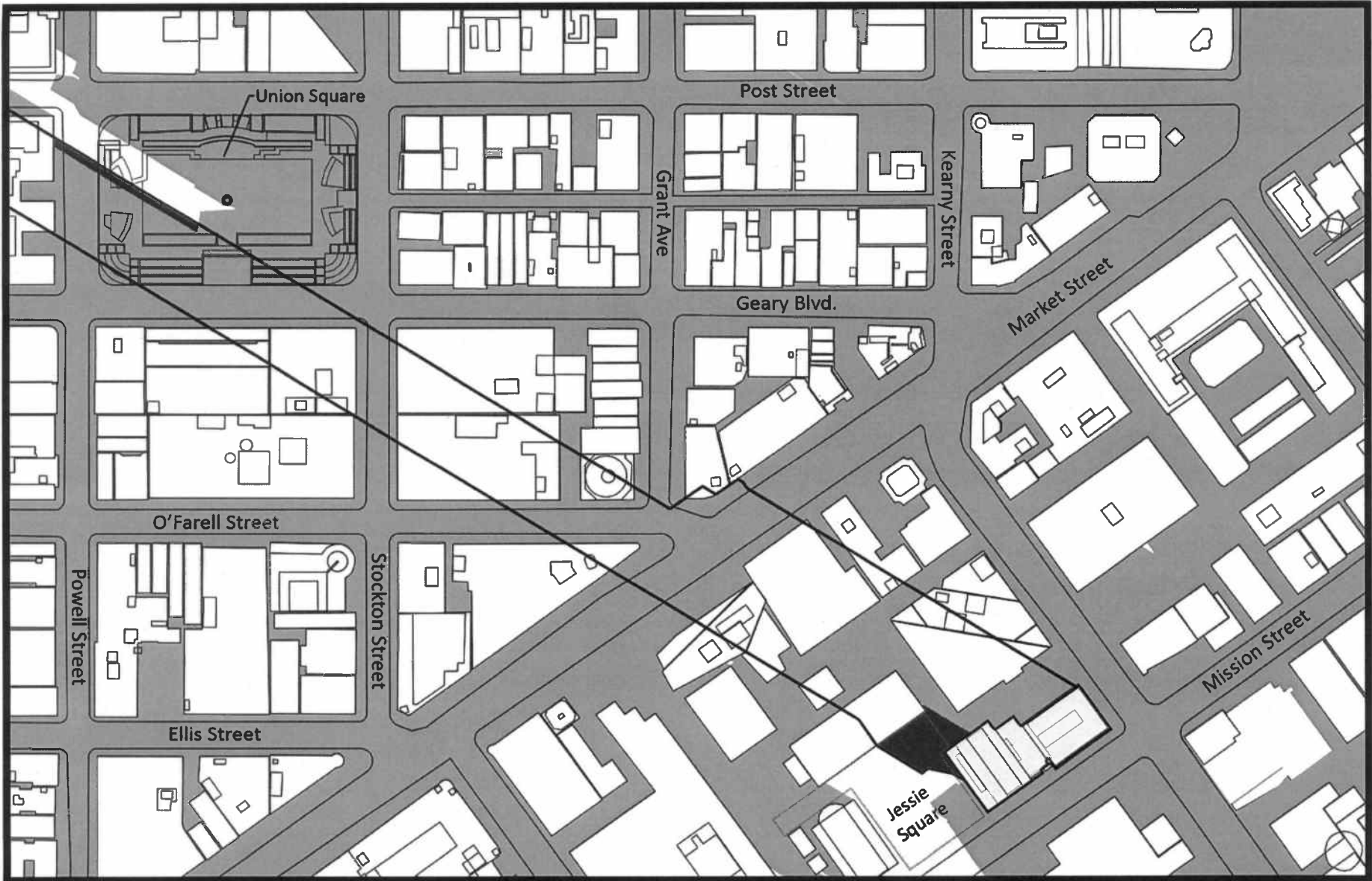
³ This number accounts for 690 Market Street.



706 Mission Street

October 18 Sunrise -1 hr.

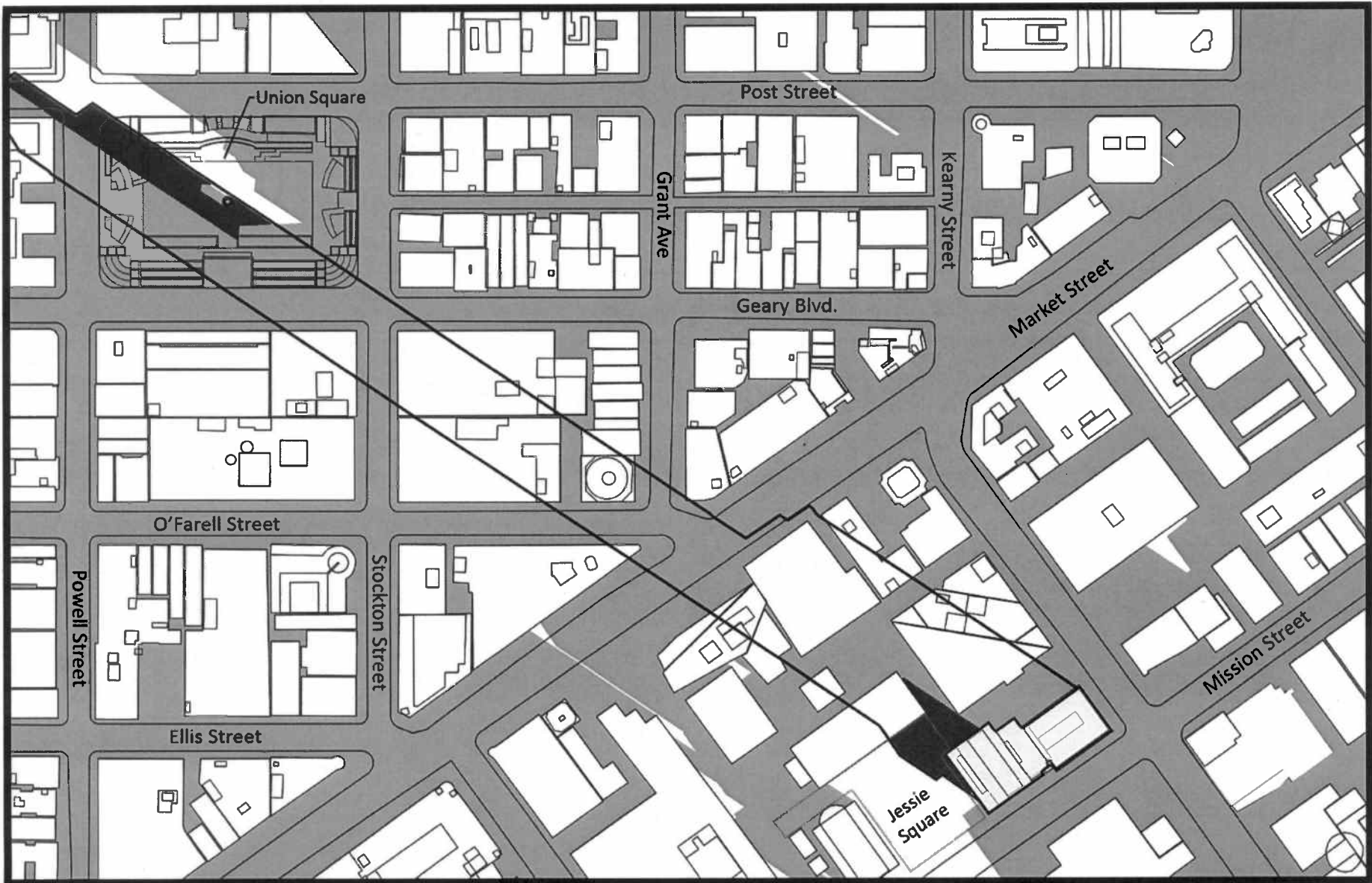
CADP
2.1.2011



706 Mission Street

October 18 8:30am

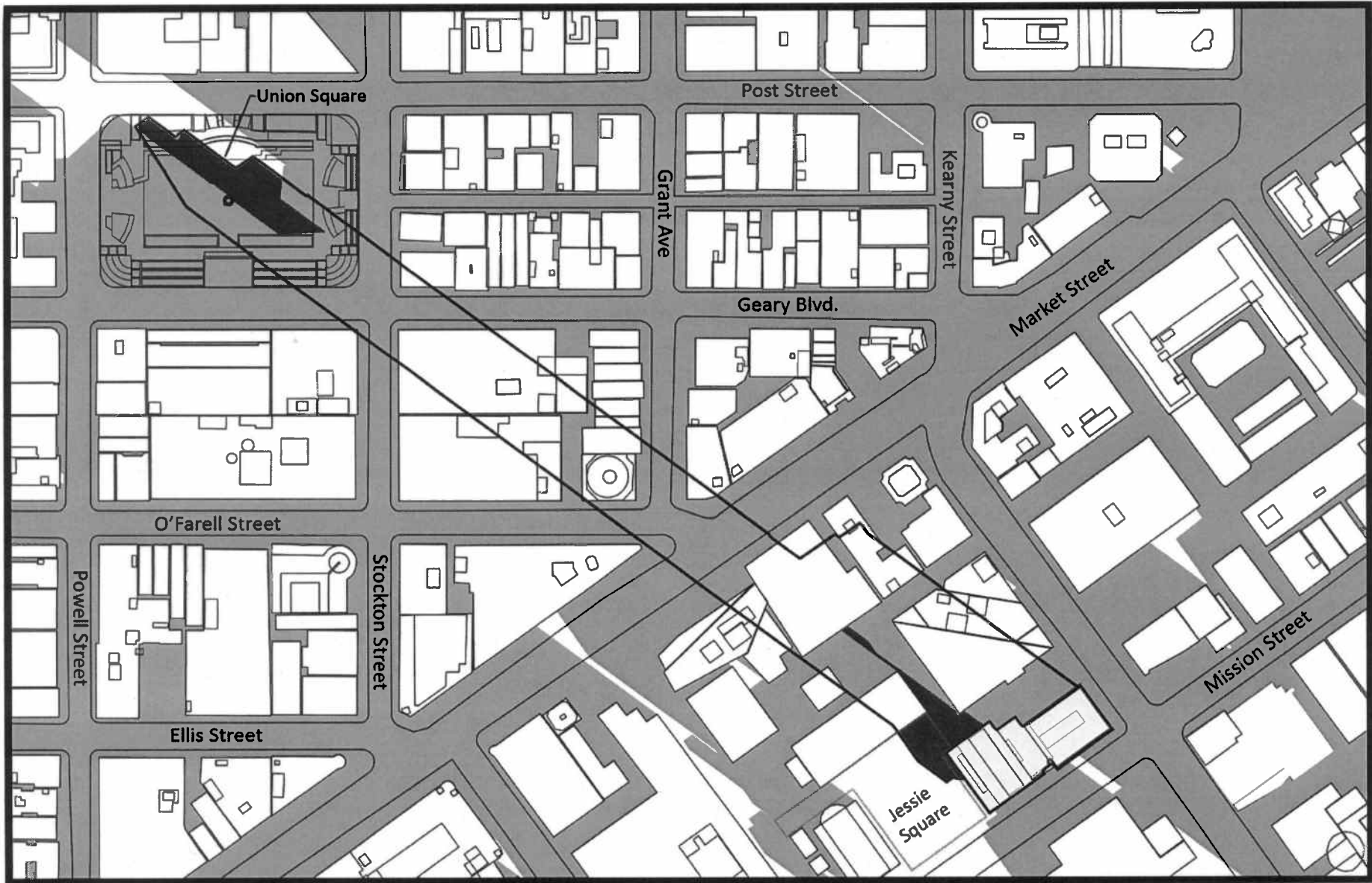
CADP
2.1.2011



706 Mission Street

October 18 8:45am

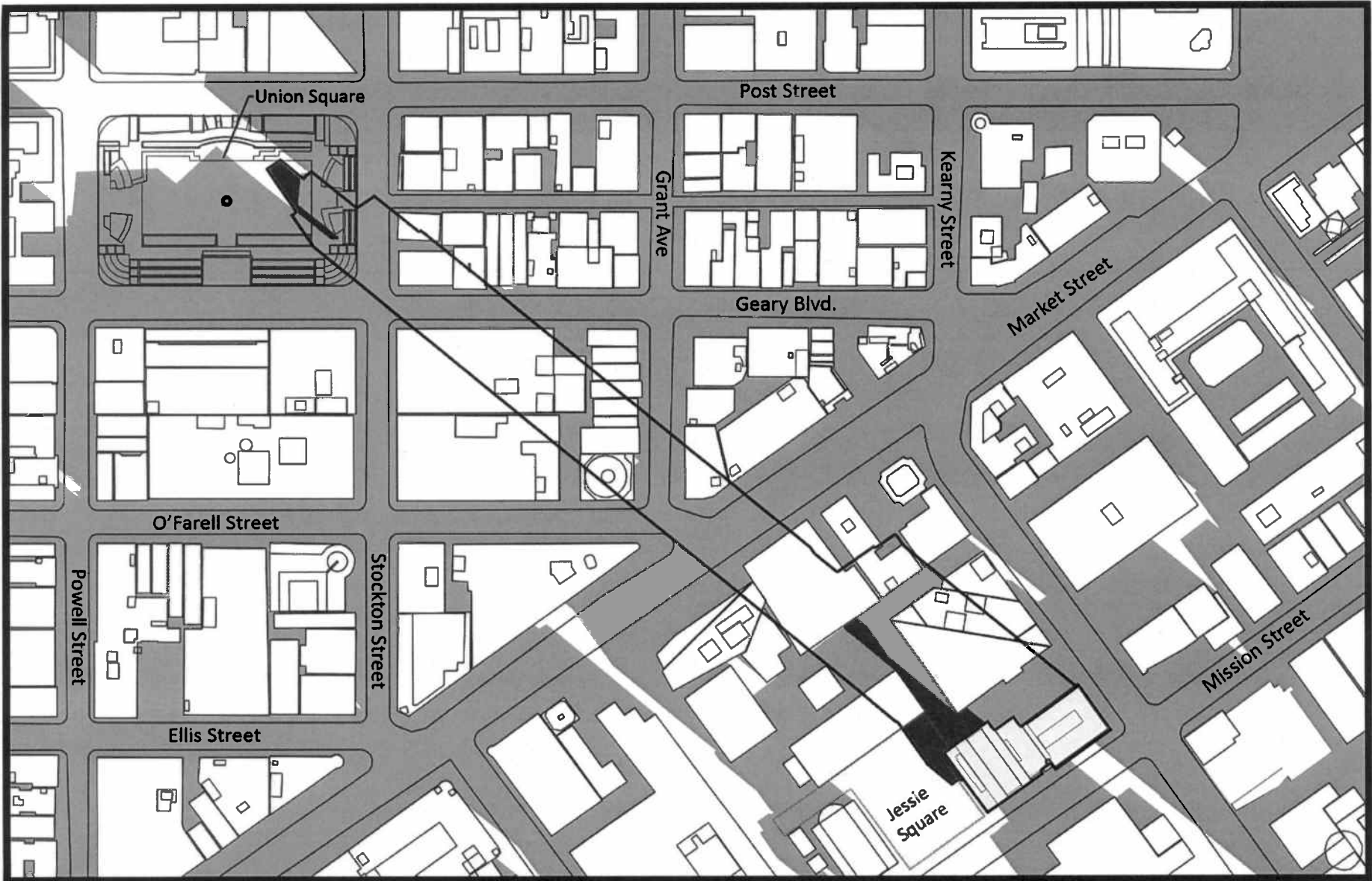
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2.1.2011



706 Mission Street

October 18 9:00am

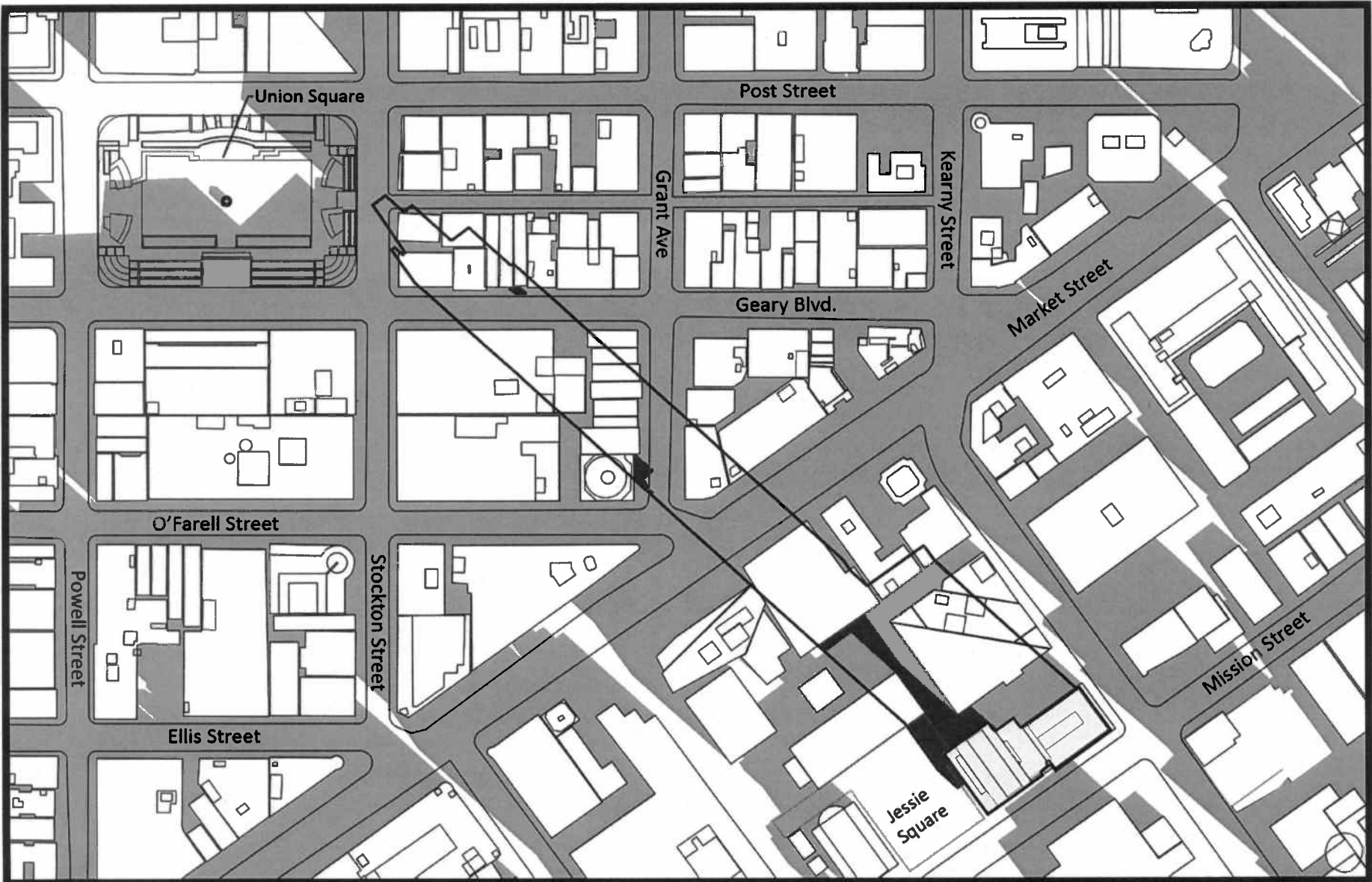
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2.1.2011



706 Mission Street

October 18 9:15am

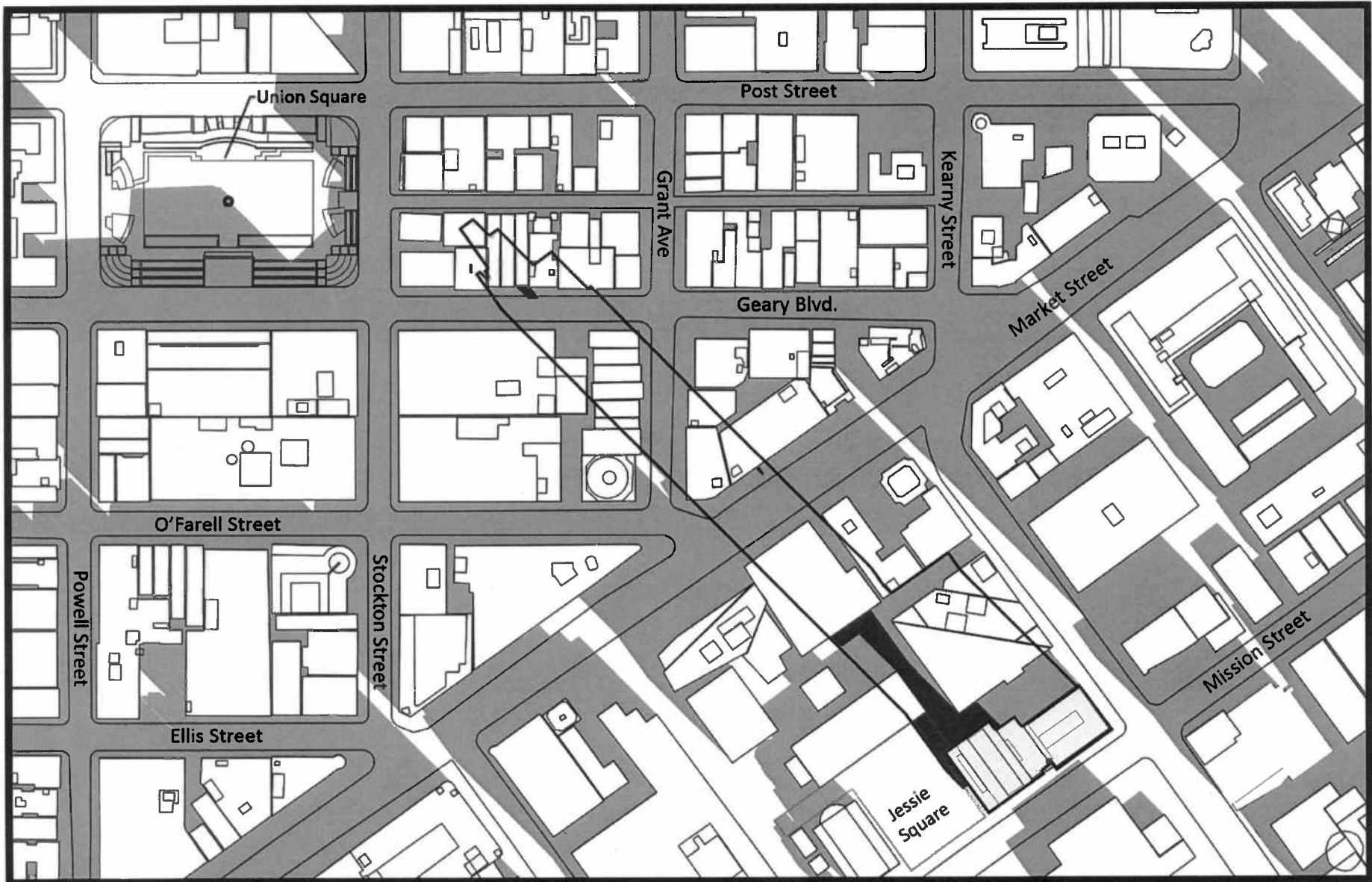
CADP
2.1.2011



706 Mission Street

October 18 9:30am

CADP
2.1.2011



706 Mission Street

October 18 9:45am

CADP
2.1.2011

706 Mission Street - Handel Architects December 2010 Design [Union Square] FFL Elev Datum 18.22'

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'      Square      Foot      *      Hour      Computations
'      produced   by      Solar   Toolbox(tm)  copyright   1985-2010
'      under     exclusive license to CADP      Associates      San      Francisco      CA
'      process   begun   Thursday, December 16,      2010      11:29:03 AM
'      existing  building set:      E:\2010_Final_Backup_1\CADP_2006\Cadp06\Turnstone.706Mission\cacls\706_EX1.XST
'      proposed  building set:      E:\2010_Final_Backup_1\CADP_2006\Cadp06\Turnstone.706Mission\cacls\550_FIN.PRP
'      target    mesh    or      elevation:      60 (HORIZONTAL ELEVATION)
'      projection angle  data  used:      E:\2010_Final_Backup_1\CADP_2006\Cadp06\Turnstone.706Mission\cacls\Calcs_Update\SFHR.D
'      park      outline set:      E:\2010_Final_Backup_1\CADP_2006\Cadp06\Turnstone.706Mission\cacls\Calcs_Update\US-pkout.dxf
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172	21-Jun	6.78	0.11	112,615.75	12,387.73	0.00	0.00	0.00	0.00
172	21-Jun	7	0.23	109,385.11	25,158.58	0.00	0.00	3,230.64	743.05
172	21-Jun	7.25	0.25	92,899.57	23,224.89	0.00	0.00	19,716.19	4,929.05
172	21-Jun	7.5	0.25	101,420.48	25,355.12	0.00	0.00	11,195.27	2,798.82
172	21-Jun	7.75	0.25	71,381.20	17,845.30	0.00	0.00	41,234.55	10,308.64
172	21-Jun	8	0.25	47,107.37	11,776.84	0.00	0.00	65,508.38	16,377.10
172	21-Jun	8.25	0.25	39,187.40	9,796.85	0.00	0.00	73,428.35	18,357.09
172	21-Jun	8.5	0.25	33,480.41	8,370.10	0.00	0.00	79,135.34	19,783.84
172	21-Jun	8.75	0.25	28,131.69	7,032.92	0.00	0.00	84,484.06	21,121.02
172	21-Jun	9	0.25	22,693.98	5,673.49	0.00	0.00	89,921.78	22,480.44
172	21-Jun	9.25	0.25	17,827.65	4,456.91	0.00	0.00	94,788.10	23,697.03
172	21-Jun	9.5	0.25	13,746.49	3,436.62	0.00	0.00	98,869.26	24,717.32
172	21-Jun	9.75	0.25	10,139.52	2,534.88	0.00	0.00	102,476.23	25,619.06
172	21-Jun	10	0.25	6,978.49	1,744.62	0.00	0.00	105,637.26	26,409.32
172	21-Jun	10.25	0.25	4,272.28	1,068.07	0.00	0.00	108,343.48	27,085.87
172	21-Jun	10.5	0.25	2,970.89	742.72	0.00	0.00	109,644.86	27,411.22
172	21-Jun	10.75	0.25	1,871.46	467.87	0.00	0.00	110,744.29	27,686.07
172	21-Jun	11	0.25	1,046.89	261.72	0.00	0.00	111,568.86	27,892.22
172	21-Jun	11.25	0.25	316.56	79.14	0.00	0.00	112,299.19	28,074.80
172	21-Jun	11.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
172	21-Jun	11.75	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
172	21-Jun	12	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
172	21-Jun	12.25	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
172	21-Jun	12.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
172	21-Jun	12.75	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
172	21-Jun	13	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewsSF	NewsSFHr	SunnySF	SunnySFHr
172	21-Jun	13.25	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
172	21-Jun	13.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
172	21-Jun	13.75	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
172	21-Jun	14	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
172	21-Jun	14.25	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
172	21-Jun	14.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
172	21-Jun	14.75	0.25	1,676.73	419.18	0.00	0.00	110,939.02	27,734.76
172	21-Jun	15	0.25	4,078.53	1,019.63	0.00	0.00	108,537.22	27,134.31
172	21-Jun	15.25	0.25	6,749.61	1,687.40	0.00	0.00	105,866.14	26,466.54
172	21-Jun	15.5	0.25	9,592.10	2,398.03	0.00	0.00	103,023.65	25,755.91
172	21-Jun	15.75	0.25	13,290.69	3,322.67	0.00	0.00	99,325.06	24,831.26
172	21-Jun	16	0.25	17,631.28	4,407.82	0.00	0.00	94,984.48	23,746.12
172	21-Jun	16.25	0.25	22,119.63	5,529.91	0.00	0.00	90,496.12	22,624.03
172	21-Jun	16.5	0.25	26,440.84	6,610.21	0.00	0.00	86,174.91	21,543.73
172	21-Jun	16.75	0.25	30,820.17	7,705.04	0.00	0.00	81,795.58	20,448.90
172	21-Jun	17	0.25	35,345.96	8,836.49	0.00	0.00	77,269.79	19,317.45
172	21-Jun	17.25	0.25	40,027.41	10,006.85	0.00	0.00	72,588.35	18,147.09
172	21-Jun	17.5	0.25	45,161.37	11,290.34	0.00	0.00	67,454.39	16,863.60
172	21-Jun	17.75	0.25	50,524.54	12,631.13	0.00	0.00	62,091.22	15,522.80
172	21-Jun	18	0.25	55,995.42	13,998.85	0.00	0.00	56,620.33	14,155.08
172	21-Jun	18.25	0.25	63,407.71	15,851.93	0.00	0.00	49,208.05	12,302.01
172	21-Jun	18.5	0.25	71,538.83	17,884.71	0.00	0.00	41,076.92	10,269.23
172	21-Jun	18.75	0.25	75,458.75	18,864.69	0.00	0.00	37,157.00	9,289.25
172	21-Jun	19	0.25	74,628.27	18,657.07	0.00	0.00	37,987.49	9,496.87
172	21-Jun	19.25	0.3	72,796.21	21,838.86	0.00	0.00	39,819.54	11,945.86
172	21-Jun	19.6	0.18	70,449.25	12,680.87	0.00	0.00	42,166.50	7,589.97
179	28-Jun	6.81	0.1	112,615.75	11,261.58	0.00	0.00	0.00	0.00
179	28-Jun	7	0.22	110,674.02	24,348.28	0.00	0.00	1,941.74	427.18
179	28-Jun	7.25	0.25	94,558.89	23,639.72	0.00	0.00	18,056.86	4,514.22
179	28-Jun	7.5	0.25	101,997.45	25,499.36	0.00	0.00	10,618.30	2,654.58
179	28-Jun	7.75	0.25	76,874.09	19,218.52	0.00	0.00	35,741.67	8,935.42
179	28-Jun	8	0.25	48,716.13	12,179.03	0.00	0.00	63,899.63	15,974.91
179	28-Jun	8.25	0.25	39,988.00	9,997.00	0.00	0.00	72,627.75	18,156.94
179	28-Jun	8.5	0.25	34,291.52	8,572.88	0.00	0.00	78,324.23	19,581.06
179	28-Jun	8.75	0.25	28,848.22	7,212.06	0.00	0.00	83,767.53	20,941.88
179	28-Jun	9	0.25	23,370.45	5,842.61	0.00	0.00	89,245.31	22,311.33
179	28-Jun	9.25	0.25	18,436.80	4,609.20	0.00	0.00	94,178.95	23,544.74
179	28-Jun	9.5	0.25	14,235.13	3,558.78	0.00	0.00	98,380.63	24,595.16

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewSF	NewSFHr	SunnySF	SunnySFHr
179	28-Jun	9.75	0.25	10,560.51	2,640.13	0.00	0.00	102,055.25	25,513.81
179	28-Jun	10	0.25	7,326.91	1,831.73	0.00	0.00	105,288.85	26,322.21
179	28-Jun	10.25	0.25	4,466.68	1,116.67	0.00	0.00	108,149.07	27,037.27
179	28-Jun	10.5	0.25	3,108.16	777.04	0.00	0.00	109,507.60	27,376.90
179	28-Jun	10.75	0.25	1,990.01	497.50	0.00	0.00	110,625.75	27,656.44
179	28-Jun	11	0.25	1,135.88	283.97	0.00	0.00	111,479.87	27,869.97
179	28-Jun	11.25	0.25	405.23	101.31	0.00	0.00	112,210.53	28,052.63
179	28-Jun	11.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
179	28-Jun	11.75	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
179	28-Jun	12	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
179	28-Jun	12.25	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
179	28-Jun	12.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
179	28-Jun	12.75	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
179	28-Jun	13	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
179	28-Jun	13.25	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
179	28-Jun	13.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
179	28-Jun	13.75	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
179	28-Jun	14	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
179	28-Jun	14.25	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
179	28-Jun	14.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
179	28-Jun	14.75	0.25	1,487.91	371.98	0.00	0.00	111,127.84	27,781.96
179	28-Jun	15	0.25	3,884.79	971.20	0.00	0.00	108,730.97	27,182.74
179	28-Jun	15.25	0.25	6,502.34	1,625.58	0.00	0.00	106,113.42	26,528.35
179	28-Jun	15.5	0.25	9,340.56	2,335.14	0.00	0.00	103,275.19	25,818.80
179	28-Jun	15.75	0.25	12,993.18	3,248.29	0.00	0.00	99,622.58	24,905.64
179	28-Jun	16	0.25	17,294.03	4,323.51	0.00	0.00	95,321.73	23,830.43
179	28-Jun	16.25	0.25	21,843.46	5,460.87	0.00	0.00	90,772.29	22,693.07
179	28-Jun	16.5	0.25	26,158.43	6,539.61	0.00	0.00	86,457.32	21,614.33
179	28-Jun	16.75	0.25	30,629.05	7,657.26	0.00	0.00	81,986.70	20,496.68
179	28-Jun	17	0.25	35,191.95	8,797.99	0.00	0.00	77,423.80	19,355.95
179	28-Jun	17.25	0.25	39,829.39	9,957.35	0.00	0.00	72,786.36	18,196.59
179	28-Jun	17.5	0.25	44,865.82	11,216.46	0.00	0.00	67,749.93	16,937.48
179	28-Jun	17.75	0.25	50,314.70	12,578.68	0.00	0.00	62,301.05	15,575.26
179	28-Jun	18	0.25	55,592.49	13,898.12	0.00	0.00	57,023.26	14,255.82
179	28-Jun	18.25	0.25	63,186.71	15,796.68	0.00	0.00	49,429.05	12,357.26
179	28-Jun	18.5	0.25	71,136.89	17,784.22	0.00	0.00	41,478.87	10,369.72
179	28-Jun	18.75	0.25	75,652.50	18,913.12	0.00	0.00	36,963.26	9,240.81
179	28-Jun	19	0.25	74,841.06	18,710.27	0.00	0.00	37,774.69	9,443.67

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewsSF	NewsSFHr	SunnySF	SunnySFHr
179	28-Jun	19.25	0.3	73,078.95	21,923.69	0.00	0.00	39,536.80	11,861.04
179	28-Jun	19.61	0.18	70,612.13	12,710.18	0.00	0.00	42,003.62	7,560.65
186	5-Jul	6.87	0.06	112,615.75	6,756.95	0.00	0.00	0.00	0.00
186	5-Jul	7	0.19	111,869.66	21,255.24	0.00	0.00	746.09	141.76
186	5-Jul	7.25	0.25	98,428.24	24,607.06	0.00	0.00	14,187.51	3,546.88
186	5-Jul	7.5	0.25	104,456.06	26,114.02	0.00	0.00	8,159.69	2,039.92
186	5-Jul	7.75	0.25	84,937.56	21,234.39	0.00	0.00	27,678.19	6,919.55
186	5-Jul	8	0.25	51,709.02	12,927.26	0.00	0.00	60,906.73	15,226.68
186	5-Jul	8.25	0.25	41,732.38	10,433.09	0.00	0.00	70,883.37	17,720.84
186	5-Jul	8.5	0.25	35,812.60	8,953.15	0.00	0.00	76,803.16	19,200.79
186	5-Jul	8.75	0.25	29,883.29	7,470.82	0.00	0.00	82,732.46	20,683.12
186	5-Jul	9	0.25	24,178.27	6,044.57	0.00	0.00	88,437.48	22,109.37
186	5-Jul	9.25	0.25	19,171.73	4,792.93	0.00	0.00	93,444.03	23,361.01
186	5-Jul	9.5	0.25	14,777.29	3,694.32	0.00	0.00	97,838.46	24,459.62
186	5-Jul	9.75	0.25	11,030.75	2,757.69	0.00	0.00	101,585.00	25,396.25
186	5-Jul	10	0.25	7,688.13	1,922.03	0.00	0.00	104,927.62	26,231.91
186	5-Jul	10.25	0.25	4,813.78	1,203.45	0.00	0.00	107,801.97	26,950.49
186	5-Jul	10.5	0.25	3,267.42	816.86	0.00	0.00	109,348.33	27,337.08
186	5-Jul	10.75	0.25	2,107.24	526.81	0.00	0.00	110,508.51	27,627.13
186	5-Jul	11	0.25	1,230.78	307.70	0.00	0.00	111,384.97	27,846.24
186	5-Jul	11.25	0.25	488.64	122.16	0.00	0.00	112,127.12	28,031.78
186	5-Jul	11.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
186	5-Jul	11.75	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
186	5-Jul	12	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
186	5-Jul	12.25	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
186	5-Jul	12.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
186	5-Jul	12.75	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
186	5-Jul	13	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
186	5-Jul	13.25	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
186	5-Jul	13.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
186	5-Jul	13.75	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
186	5-Jul	14	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
186	5-Jul	14.25	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
186	5-Jul	14.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
186	5-Jul	14.75	0.25	1,412.71	353.18	0.00	0.00	111,203.04	27,800.76
186	5-Jul	15	0.25	3,785.61	946.40	0.00	0.00	108,830.14	27,207.54
186	5-Jul	15.25	0.25	6,443.56	1,610.89	0.00	0.00	106,172.20	26,543.05
186	5-Jul	15.5	0.25	9,285.72	2,321.43	0.00	0.00	103,330.03	25,832.51

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewsSF	NewsSFHr	SunnySF	SunnySFHr
186	5-Jul	15.75	0.25	12,900.90	3,225.23	0.00	0.00	99,714.85	24,928.71
186	5-Jul	16	0.25	17,179.75	4,294.94	0.00	0.00	95,436.01	23,859.00
186	5-Jul	16.25	0.25	21,893.70	5,473.43	0.00	0.00	90,722.05	22,680.51
186	5-Jul	16.5	0.25	26,364.33	6,591.08	0.00	0.00	86,251.43	21,562.86
186	5-Jul	16.75	0.25	30,891.10	7,722.78	0.00	0.00	81,724.65	20,431.16
186	5-Jul	17	0.25	35,490.78	8,872.70	0.00	0.00	77,124.97	19,281.24
186	5-Jul	17.25	0.25	40,258.26	10,064.57	0.00	0.00	72,357.49	18,089.37
186	5-Jul	17.5	0.25	45,293.38	11,323.34	0.00	0.00	67,322.38	16,830.59
186	5-Jul	17.75	0.25	50,865.07	12,716.27	0.00	0.00	61,750.68	15,437.67
186	5-Jul	18	0.25	56,129.73	14,032.43	0.00	0.00	56,486.03	14,121.51
186	5-Jul	18.25	0.25	63,625.43	15,906.36	0.00	0.00	48,990.33	12,247.58
186	5-Jul	18.5	0.25	71,732.25	17,933.06	0.00	0.00	40,883.51	10,220.88
186	5-Jul	18.75	0.25	76,313.54	19,078.38	0.00	0.00	36,302.22	9,075.55
186	5-Jul	19	0.25	75,484.04	18,871.01	0.00	0.00	37,131.72	9,282.93
186	5-Jul	19.25	0.3	73,637.20	22,091.16	0.00	0.00	38,978.55	11,693.56
186	5-Jul	19.6	0.18	71,142.47	12,805.64	0.00	0.00	41,473.28	7,465.19
193	12-Jul	6.94	0.03	112,615.75	3,378.47	0.00	0.00	0.00	0.00
193	12-Jul	7	0.15	112,614.77	16,892.22	0.00	0.00	0.99	0.15
193	12-Jul	7.25	0.25	105,000.52	26,250.13	0.00	0.00	7,615.23	1,903.81
193	12-Jul	7.5	0.25	107,967.80	26,991.95	0.00	0.00	4,647.95	1,161.99
193	12-Jul	7.75	0.25	94,756.91	23,689.23	0.00	0.00	17,858.85	4,464.71
193	12-Jul	8	0.25	55,363.94	13,840.98	0.00	0.00	57,251.82	14,312.95
193	12-Jul	8.25	0.25	44,158.48	11,039.62	0.00	0.00	68,457.27	17,114.32
193	12-Jul	8.5	0.25	37,754.00	9,438.50	0.00	0.00	74,861.75	18,715.44
193	12-Jul	8.75	0.25	31,199.78	7,799.95	0.00	0.00	81,415.97	20,353.99
193	12-Jul	9	0.25	25,275.73	6,318.93	0.00	0.00	87,340.02	21,835.01
193	12-Jul	9.25	0.25	20,020.60	5,005.15	0.00	0.00	92,595.15	23,148.79
193	12-Jul	9.5	0.25	15,468.87	3,867.22	0.00	0.00	97,146.89	24,286.72
193	12-Jul	9.75	0.25	11,635.64	2,908.91	0.00	0.00	100,980.12	25,245.03
193	12-Jul	10	0.25	8,132.44	2,033.11	0.00	0.00	104,483.32	26,120.83
193	12-Jul	10.25	0.25	5,187.16	1,296.79	0.00	0.00	107,428.60	26,857.15
193	12-Jul	10.5	0.25	3,428.33	857.08	0.00	0.00	109,187.42	27,296.86
193	12-Jul	10.75	0.25	2,249.76	562.44	0.00	0.00	110,365.99	27,591.50
193	12-Jul	11	0.25	1,354.26	338.56	0.00	0.00	111,261.50	27,815.37
193	12-Jul	11.25	0.25	560.22	140.06	0.00	0.00	112,055.53	28,013.88
193	12-Jul	11.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
193	12-Jul	11.75	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
193	12-Jul	12	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewsSF	NewsSFHr	SunnySF	SunnySFHr
193	12-Jul	12.25	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
193	12-Jul	12.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
193	12-Jul	12.75	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
193	12-Jul	13	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
193	12-Jul	13.25	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
193	12-Jul	13.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
193	12-Jul	13.75	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
193	12-Jul	14	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
193	12-Jul	14.25	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
193	12-Jul	14.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
193	12-Jul	14.75	0.25	1,425.19	356.30	0.00	0.00	111,190.57	27,797.64
193	12-Jul	15	0.25	3,828.96	957.24	0.00	0.00	108,786.79	27,196.70
193	12-Jul	15.25	0.25	6,470.48	1,617.62	0.00	0.00	106,145.27	26,536.32
193	12-Jul	15.5	0.25	9,357.64	2,339.41	0.00	0.00	103,258.12	25,814.53
193	12-Jul	15.75	0.25	13,034.88	3,258.72	0.00	0.00	99,580.87	24,895.22
193	12-Jul	16	0.25	17,322.92	4,330.73	0.00	0.00	95,292.83	23,823.21
193	12-Jul	16.25	0.25	22,122.92	5,530.73	0.00	0.00	90,492.84	22,623.21
193	12-Jul	16.5	0.25	26,955.75	6,738.94	0.00	0.00	85,660.01	21,415.00
193	12-Jul	16.75	0.25	31,683.82	7,920.96	0.00	0.00	80,931.93	20,232.98
193	12-Jul	17	0.25	36,474.62	9,118.65	0.00	0.00	76,141.13	19,035.28
193	12-Jul	17.25	0.25	41,388.23	10,347.06	0.00	0.00	71,227.52	17,806.88
193	12-Jul	17.5	0.25	46,449.29	11,612.32	0.00	0.00	66,166.46	16,541.62
193	12-Jul	17.75	0.25	52,308.65	13,077.16	0.00	0.00	60,307.10	15,076.78
193	12-Jul	18	0.25	57,933.21	14,483.30	0.00	0.00	54,682.54	13,670.63
193	12-Jul	18.25	0.25	65,124.17	16,281.04	0.00	0.00	47,491.58	11,872.90
193	12-Jul	18.5	0.25	73,261.86	18,315.47	0.00	0.00	39,353.89	9,838.47
193	12-Jul	18.75	0.25	77,404.10	19,351.02	0.00	0.00	35,211.65	8,802.91
193	12-Jul	19	0.25	76,260.99	19,065.25	0.00	0.00	36,354.76	9,088.69
193	12-Jul	19.25	0.28	74,361.95	20,821.35	0.00	0.00	38,253.81	10,711.07
193	12-Jul	19.56	0.15	72,032.72	10,804.91	0.00	0.00	40,583.03	6,087.46
200	19-Jul	7.02	0.13	112,615.75	14,640.05	0.00	0.00	0.00	0.00
200	19-Jul	7.27	0.24	111,127.19	26,670.53	0.00	0.00	1,488.57	357.26
200	19-Jul	7.5	0.24	111,232.60	26,695.82	0.00	0.00	1,383.15	331.96
200	19-Jul	7.75	0.25	97,982.62	24,495.66	0.00	0.00	14,633.13	3,658.28
200	19-Jul	8	0.25	60,095.62	15,023.91	0.00	0.00	52,520.13	13,130.03
200	19-Jul	8.25	0.25	47,656.43	11,914.11	0.00	0.00	64,959.32	16,239.83
200	19-Jul	8.5	0.25	40,234.29	10,058.57	0.00	0.00	72,381.46	18,095.37
200	19-Jul	8.75	0.25	32,685.72	8,171.43	0.00	0.00	79,930.03	19,982.51

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewsSF	NewsSFHr	SunnySF	SunnySFHr
200	19-Jul	9	0.25	26,437.23	6,609.31	0.00	0.00	86,178.53	21,544.63
200	19-Jul	9.25	0.25	21,022.17	5,255.54	0.00	0.00	91,593.58	22,898.40
200	19-Jul	9.5	0.25	16,231.05	4,057.76	0.00	0.00	96,384.71	24,096.18
200	19-Jul	9.75	0.25	12,203.09	3,050.77	0.00	0.00	100,412.67	25,103.17
200	19-Jul	10	0.25	8,657.52	2,164.38	0.00	0.00	103,958.23	25,989.56
200	19-Jul	10.25	0.25	5,582.86	1,395.72	0.00	0.00	107,032.89	26,758.22
200	19-Jul	10.5	0.25	3,591.54	897.88	0.00	0.00	109,024.22	27,256.05
200	19-Jul	10.75	0.25	2,389.32	597.33	0.00	0.00	110,226.43	27,556.61
200	19-Jul	11	0.25	1,457.04	364.26	0.00	0.00	111,158.71	27,789.68
200	19-Jul	11.25	0.25	623.93	155.98	0.00	0.00	111,991.82	27,997.96
200	19-Jul	11.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
200	19-Jul	11.75	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
200	19-Jul	12	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
200	19-Jul	12.25	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
200	19-Jul	12.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
200	19-Jul	12.75	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
200	19-Jul	13	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
200	19-Jul	13.25	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
200	19-Jul	13.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
200	19-Jul	13.75	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
200	19-Jul	14	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
200	19-Jul	14.25	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
200	19-Jul	14.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
200	19-Jul	14.75	0.25	1,580.51	395.13	0.00	0.00	111,035.24	27,758.81
200	19-Jul	15	0.25	4,002.68	1,000.67	0.00	0.00	108,613.08	27,153.27
200	19-Jul	15.25	0.25	6,693.78	1,673.45	0.00	0.00	105,921.97	26,480.49
200	19-Jul	15.5	0.25	9,627.90	2,406.97	0.00	0.00	102,987.86	25,746.96
200	19-Jul	15.75	0.25	13,469.34	3,367.33	0.00	0.00	99,146.42	24,786.60
200	19-Jul	16	0.25	17,810.57	4,452.64	0.00	0.00	94,805.18	23,701.29
200	19-Jul	16.25	0.25	22,688.39	5,672.10	0.00	0.00	89,927.36	22,481.84
200	19-Jul	16.5	0.25	28,082.10	7,020.53	0.00	0.00	84,533.65	21,133.41
200	19-Jul	16.75	0.25	33,013.12	8,253.28	0.00	0.00	79,602.63	19,900.66
200	19-Jul	17	0.25	37,994.05	9,498.51	0.00	0.00	74,621.70	18,655.43
200	19-Jul	17.25	0.25	43,214.38	10,803.59	0.00	0.00	69,401.38	17,350.34
200	19-Jul	17.5	0.25	48,620.89	12,155.22	0.00	0.00	63,994.86	15,998.71
200	19-Jul	17.75	0.25	54,664.81	13,666.20	0.00	0.00	57,950.95	14,487.74
200	19-Jul	18	0.25	60,979.63	15,244.91	0.00	0.00	51,636.12	12,909.03
200	19-Jul	18.25	0.25	67,857.64	16,964.41	0.00	0.00	44,758.11	11,189.53

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewsSF	NewsSFHr	SunnySF	SunnySFHr
200	19-Jul	18.5	0.25	76,186.12	19,046.53	0.00	0.00	36,429.63	9,107.41
200	19-Jul	18.75	0.25	78,668.05	19,667.01	0.00	0.00	33,947.70	8,486.93
200	19-Jul	19	0.25	77,313.47	19,328.37	0.00	0.00	35,302.29	8,825.57
200	19-Jul	19.25	0.25	75,307.69	18,826.92	0.00	0.00	37,308.06	9,327.01
200	19-Jul	19.5	0.13	73,481.22	9,552.56	0.00	0.00	39,134.53	5,087.49
207	26-Jul	7.12	0.06	112,615.75	6,756.95	0.00	0.00	0.00	0.00
207	26-Jul	7.25	0.19	112,615.75	21,396.99	0.00	0.00	0.00	0.00
207	26-Jul	7.5	0.25	111,865.72	27,966.43	0.00	0.00	750.03	187.51
207	26-Jul	7.75	0.25	94,241.34	23,560.34	0.00	0.00	18,374.41	4,593.60
207	26-Jul	8	0.25	64,256.91	16,064.23	0.00	0.00	48,358.84	12,089.71
207	26-Jul	8.25	0.25	52,028.87	13,007.22	0.00	0.00	60,586.89	15,146.72
207	26-Jul	8.5	0.25	42,208.54	10,552.13	0.00	0.00	70,407.22	17,601.80
207	26-Jul	8.75	0.25	34,276.74	8,569.19	0.00	0.00	78,339.01	19,584.75
207	26-Jul	9	0.25	27,697.57	6,924.39	0.00	0.00	84,918.19	21,229.55
207	26-Jul	9.25	0.25	22,037.86	5,509.47	0.00	0.00	90,577.89	22,644.47
207	26-Jul	9.5	0.25	17,139.03	4,284.76	0.00	0.00	95,476.72	23,869.18
207	26-Jul	9.75	0.25	12,903.20	3,225.80	0.00	0.00	99,712.55	24,928.14
207	26-Jul	10	0.25	9,137.95	2,284.49	0.00	0.00	103,477.81	25,869.45
207	26-Jul	10.25	0.25	5,974.95	1,493.74	0.00	0.00	106,640.80	26,660.20
207	26-Jul	10.5	0.25	3,744.89	936.22	0.00	0.00	108,870.86	27,217.72
207	26-Jul	10.75	0.25	2,522.98	630.74	0.00	0.00	110,092.78	27,523.19
207	26-Jul	11	0.25	1,556.54	389.14	0.00	0.00	111,059.21	27,764.80
207	26-Jul	11.25	0.25	702.09	175.52	0.00	0.00	111,913.67	27,978.42
207	26-Jul	11.5	0.25	17.40	4.35	0.00	0.00	112,598.35	28,149.59
207	26-Jul	11.75	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
207	26-Jul	12	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
207	26-Jul	12.25	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
207	26-Jul	12.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
207	26-Jul	12.75	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
207	26-Jul	13	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
207	26-Jul	13.25	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
207	26-Jul	13.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
207	26-Jul	13.75	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
207	26-Jul	14	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
207	26-Jul	14.25	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
207	26-Jul	14.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
207	26-Jul	14.75	0.25	1,842.89	460.72	0.00	0.00	110,772.86	27,693.22
207	26-Jul	15	0.25	4,319.24	1,079.81	0.00	0.00	108,296.52	27,074.13

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewsSF	NewsSFHr	SunnySF	SunnySFHr
207	26-Jul	15.25	0.25	7,100.00	1,775.00	0.00	0.00	105,515.76	26,378.94
207	26-Jul	15.5	0.25	10,160.54	2,540.13	0.00	0.00	102,455.22	25,613.80
207	26-Jul	15.75	0.25	14,107.06	3,526.76	0.00	0.00	98,508.70	24,627.17
207	26-Jul	16	0.25	18,531.71	4,632.93	0.00	0.00	94,084.05	23,521.01
207	26-Jul	16.25	0.25	23,505.09	5,876.27	0.00	0.00	89,110.67	22,277.67
207	26-Jul	16.5	0.25	29,151.98	7,288.00	0.00	0.00	83,463.77	20,865.94
207	26-Jul	16.75	0.25	35,021.19	8,755.30	0.00	0.00	77,594.56	19,398.64
207	26-Jul	17	0.25	40,283.22	10,070.80	0.00	0.00	72,332.53	18,083.13
207	26-Jul	17.25	0.25	45,956.06	11,489.01	0.00	0.00	66,659.70	16,664.92
207	26-Jul	17.5	0.25	51,733.98	12,933.49	0.00	0.00	60,881.78	15,220.44
207	26-Jul	17.75	0.25	58,055.05	14,513.76	0.00	0.00	54,560.71	13,640.18
207	26-Jul	18	0.25	64,871.97	16,217.99	0.00	0.00	47,743.78	11,935.95
207	26-Jul	18.25	0.25	72,035.67	18,008.92	0.00	0.00	40,580.08	10,145.02
207	26-Jul	18.5	0.25	80,464.97	20,116.24	0.00	0.00	32,150.78	8,037.70
207	26-Jul	18.75	0.25	80,228.53	20,057.13	0.00	0.00	32,387.22	8,096.81
207	26-Jul	19	0.25	78,472.66	19,618.17	0.00	0.00	34,143.09	8,535.77
207	26-Jul	19.25	0.21	76,505.64	16,066.18	0.00	0.00	36,110.11	7,583.12
207	26-Jul	19.42	0.09	75,133.65	6,762.03	0.00	0.00	37,482.10	3,373.39
214	2-Aug	7.21	0.02	112,615.75	2,252.32	0.00	0.00	0.00	0.00
214	2-Aug	7.25	0.15	112,615.75	16,892.36	0.00	0.00	0.00	0.00
214	2-Aug	7.5	0.25	108,734.58	27,183.65	0.00	0.00	3,881.17	970.29
214	2-Aug	7.75	0.25	86,517.75	21,629.44	0.00	0.00	26,098.01	6,524.50
214	2-Aug	8	0.25	69,131.44	17,282.86	0.00	0.00	43,484.31	10,871.08
214	2-Aug	8.25	0.25	55,412.21	13,853.05	0.00	0.00	57,203.54	14,300.89
214	2-Aug	8.5	0.25	44,630.04	11,157.51	0.00	0.00	67,985.71	16,996.43
214	2-Aug	8.75	0.25	36,024.08	9,006.02	0.00	0.00	76,591.68	19,147.92
214	2-Aug	9	0.25	28,970.38	7,242.60	0.00	0.00	83,645.37	20,911.34
214	2-Aug	9.25	0.25	23,125.80	5,781.45	0.00	0.00	89,489.95	22,372.49
214	2-Aug	9.5	0.25	17,952.76	4,488.19	0.00	0.00	94,662.99	23,665.75
214	2-Aug	9.75	0.25	13,599.38	3,399.84	0.00	0.00	99,016.38	24,754.09
214	2-Aug	10	0.25	9,670.59	2,417.65	0.00	0.00	102,945.17	25,736.29
214	2-Aug	10.25	0.25	6,284.95	1,571.24	0.00	0.00	106,330.81	26,582.70
214	2-Aug	10.5	0.25	3,813.20	953.30	0.00	0.00	108,802.56	27,200.64
214	2-Aug	10.75	0.25	2,625.10	656.28	0.00	0.00	109,990.65	27,497.66
214	2-Aug	11	0.25	1,631.74	407.94	0.00	0.00	110,984.01	27,746.00
214	2-Aug	11.25	0.25	684.68	171.17	0.00	0.00	111,931.07	27,982.77
214	2-Aug	11.5	0.25	26.60	6.65	0.00	0.00	112,589.15	28,147.29
214	2-Aug	11.75	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewsSF	NewsSFHr	SunnySF	SunnySFHr
214	2-Aug	12	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
214	2-Aug	12.25	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
214	2-Aug	12.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
214	2-Aug	12.75	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
214	2-Aug	13	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
214	2-Aug	13.25	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
214	2-Aug	13.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
214	2-Aug	13.75	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
214	2-Aug	14	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
214	2-Aug	14.25	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
214	2-Aug	14.5	0.25	207.21	51.80	0.00	0.00	112,408.54	28,102.14
214	2-Aug	14.75	0.25	2,272.75	568.19	0.00	0.00	110,343.01	27,585.75
214	2-Aug	15	0.25	4,839.73	1,209.93	0.00	0.00	107,776.03	26,944.01
214	2-Aug	15.25	0.25	7,700.94	1,925.23	0.00	0.00	104,914.82	26,228.70
214	2-Aug	15.5	0.25	11,005.80	2,751.45	0.00	0.00	101,609.96	25,402.49
214	2-Aug	15.75	0.25	15,056.42	3,764.10	0.00	0.00	97,559.34	24,389.83
214	2-Aug	16	0.25	19,585.16	4,896.29	0.00	0.00	93,030.59	23,257.65
214	2-Aug	16.25	0.25	24,697.12	6,174.28	0.00	0.00	87,918.63	21,979.66
214	2-Aug	16.5	0.25	30,510.83	7,627.71	0.00	0.00	82,104.92	20,526.23
214	2-Aug	16.75	0.25	37,153.39	9,288.35	0.00	0.00	75,462.36	18,865.59
214	2-Aug	17	0.25	43,533.57	10,883.39	0.00	0.00	69,082.19	17,270.55
214	2-Aug	17.25	0.25	49,621.15	12,405.29	0.00	0.00	62,994.60	15,748.65
214	2-Aug	17.5	0.25	55,913.32	13,978.33	0.00	0.00	56,702.43	14,175.61
214	2-Aug	17.75	0.25	62,810.71	15,702.68	0.00	0.00	49,805.05	12,451.26
214	2-Aug	18	0.25	70,409.19	17,602.30	0.00	0.00	42,206.57	10,551.64
214	2-Aug	18.25	0.25	78,033.28	19,508.32	0.00	0.00	34,582.47	8,645.62
214	2-Aug	18.5	0.25	83,681.16	20,920.29	0.00	0.00	28,934.59	7,233.65
214	2-Aug	18.75	0.25	81,939.41	20,484.85	0.00	0.00	30,676.34	7,669.08
214	2-Aug	19	0.25	79,725.45	19,931.36	0.00	0.00	32,890.31	8,222.58
214	2-Aug	19.25	0.15	77,764.67	11,664.70	0.00	0.00	34,851.09	5,227.66
214	2-Aug	19.31	0.03	77,267.82	2,318.03	0.00	0.00	35,347.93	1,060.44
221	9-Aug	7.32	0.09	112,119.89	10,090.79	0.00	0.00	495.86	44.63
221	9-Aug	7.5	0.21	99,023.93	20,795.03	0.00	0.00	13,591.82	2,854.28
221	9-Aug	7.75	0.25	83,416.81	20,854.20	0.00	0.00	29,198.94	7,299.73
221	9-Aug	8	0.25	76,751.60	19,187.90	0.00	0.00	35,864.15	8,966.04
221	9-Aug	8.25	0.25	58,663.21	14,665.80	0.00	0.00	53,952.54	13,488.14
221	9-Aug	8.5	0.25	46,847.29	11,711.82	0.00	0.00	65,768.46	16,442.12
221	9-Aug	8.75	0.25	37,858.76	9,464.69	0.00	0.00	74,756.99	18,689.25

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewsSF	NewsSFHr	SunnySF	SunnySFHr
221	9-Aug	9	0.25	30,424.14	7,606.04	0.00	0.00	82,191.61	20,547.90
221	9-Aug	9.25	0.25	24,193.38	6,048.34	0.00	0.00	88,422.38	22,105.59
221	9-Aug	9.5	0.25	18,855.82	4,713.96	0.00	0.00	93,759.93	23,439.98
221	9-Aug	9.75	0.25	14,240.38	3,560.10	0.00	0.00	98,375.37	24,593.84
221	9-Aug	10	0.25	10,137.55	2,534.39	0.00	0.00	102,478.20	25,619.55
221	9-Aug	10.25	0.25	6,602.49	1,650.62	0.00	0.00	106,013.26	26,503.32
221	9-Aug	10.5	0.25	3,855.23	963.81	0.00	0.00	108,760.52	27,190.13
221	9-Aug	10.75	0.25	2,639.88	659.97	0.00	0.00	109,975.87	27,493.97
221	9-Aug	11	0.25	1,620.90	405.23	0.00	0.00	110,994.85	27,748.71
221	9-Aug	11.25	0.25	670.23	167.56	0.00	0.00	111,945.52	27,986.38
221	9-Aug	11.5	0.25	40.72	10.18	0.00	0.00	112,575.03	28,143.76
221	9-Aug	11.75	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
221	9-Aug	12	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
221	9-Aug	12.25	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
221	9-Aug	12.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
221	9-Aug	12.75	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
221	9-Aug	13	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
221	9-Aug	13.25	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
221	9-Aug	13.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
221	9-Aug	13.75	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
221	9-Aug	14	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
221	9-Aug	14.25	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
221	9-Aug	14.5	0.25	638.71	159.68	0.00	0.00	111,977.05	27,994.26
221	9-Aug	14.75	0.25	2,828.04	707.01	0.00	0.00	109,787.71	27,446.93
221	9-Aug	15	0.25	5,541.48	1,385.37	0.00	0.00	107,074.27	26,768.57
221	9-Aug	15.25	0.25	8,489.06	2,122.27	0.00	0.00	104,126.69	26,031.67
221	9-Aug	15.5	0.25	12,068.78	3,017.19	0.00	0.00	100,546.98	25,136.74
221	9-Aug	15.75	0.25	16,230.72	4,057.68	0.00	0.00	96,385.04	24,096.26
221	9-Aug	16	0.25	20,939.42	5,234.85	0.00	0.00	91,676.33	22,919.08
221	9-Aug	16.25	0.25	26,182.07	6,545.52	0.00	0.00	86,433.68	21,608.42
221	9-Aug	16.5	0.25	32,233.54	8,058.38	0.00	0.00	80,382.22	20,095.55
221	9-Aug	16.75	0.25	39,221.23	9,805.31	0.00	0.00	73,394.53	18,348.63
221	9-Aug	17	0.25	47,405.55	11,851.39	0.00	0.00	65,210.21	16,302.55
221	9-Aug	17.25	0.25	54,333.14	13,583.28	0.00	0.00	58,282.62	14,570.65
221	9-Aug	17.5	0.25	61,443.97	15,360.99	0.00	0.00	51,171.78	12,792.95
221	9-Aug	17.75	0.25	69,242.44	17,310.61	0.00	0.00	43,373.32	10,843.33
221	9-Aug	18	0.25	77,826.07	19,456.52	0.00	0.00	34,789.68	8,697.42
221	9-Aug	18.25	0.25	86,517.09	21,629.27	0.00	0.00	26,098.66	6,524.67

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewsSF	NewsSFHr	SunnySF	SunnySFHr
221	9-Aug	18.5	0.25	86,184.77	21,546.19	0.00	0.00	26,430.99	6,607.75
221	9-Aug	18.75	0.34	83,654.56	28,442.55	0.00	0.00	28,961.19	9,846.80
221	9-Aug	19.18	0.21	79,719.54	16,741.10	0.00	0.00	32,896.22	6,908.21
228	16-Aug	7.42	0.04	101,853.62	4,074.14	0.00	0.00	10,762.14	430.49
228	16-Aug	7.5	0.17	94,092.91	15,995.80	0.00	0.00	18,522.84	3,148.88
228	16-Aug	7.75	0.25	85,697.11	21,424.28	0.00	0.00	26,918.64	6,729.66
228	16-Aug	8	0.25	74,755.35	18,688.84	0.00	0.00	37,860.40	9,465.10
228	16-Aug	8.25	0.25	62,622.21	15,655.55	0.00	0.00	49,993.54	12,498.39
228	16-Aug	8.5	0.25	49,319.70	12,329.92	0.00	0.00	63,296.06	15,824.01
228	16-Aug	8.75	0.25	39,696.40	9,924.10	0.00	0.00	72,919.36	18,229.84
228	16-Aug	9	0.25	31,780.04	7,945.01	0.00	0.00	80,835.71	20,208.93
228	16-Aug	9.25	0.25	25,199.88	6,299.97	0.00	0.00	87,415.88	21,853.97
228	16-Aug	9.5	0.25	19,649.85	4,912.46	0.00	0.00	92,965.90	23,241.47
228	16-Aug	9.75	0.25	14,777.29	3,694.32	0.00	0.00	97,838.46	24,459.62
228	16-Aug	10	0.25	10,609.11	2,652.28	0.00	0.00	102,006.64	25,501.66
228	16-Aug	10.25	0.25	7,042.20	1,760.55	0.00	0.00	105,573.55	26,393.39
228	16-Aug	10.5	0.25	4,088.06	1,022.01	0.00	0.00	108,527.70	27,131.92
228	16-Aug	10.75	0.25	3,001.10	750.28	0.00	0.00	109,614.65	27,403.66
228	16-Aug	11	0.25	1,969.65	492.41	0.00	0.00	110,646.11	27,661.53
228	16-Aug	11.25	0.25	1,146.06	286.52	0.00	0.00	111,469.69	27,867.42
228	16-Aug	11.5	0.25	539.21	134.80	0.00	0.00	112,076.55	28,019.14
228	16-Aug	11.75	0.25	547.42	136.85	0.00	0.00	112,068.34	28,017.08
228	16-Aug	12	0.25	370.42	92.60	0.00	0.00	112,245.34	28,061.33
228	16-Aug	12.25	0.25	356.63	89.16	0.00	0.00	112,259.13	28,064.78
228	16-Aug	12.5	0.25	154.34	38.59	0.00	0.00	112,461.41	28,115.35
228	16-Aug	12.75	0.25	104.10	26.02	0.00	0.00	112,511.66	28,127.91
228	16-Aug	13	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
228	16-Aug	13.25	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
228	16-Aug	13.5	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
228	16-Aug	13.75	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
228	16-Aug	14	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
228	16-Aug	14.25	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
228	16-Aug	14.5	0.25	1,177.59	294.40	0.00	0.00	111,438.17	27,859.54
228	16-Aug	14.75	0.25	3,517.98	879.50	0.00	0.00	109,097.77	27,274.44
228	16-Aug	15	0.25	6,371.64	1,592.91	0.00	0.00	106,244.11	26,561.03
228	16-Aug	15.25	0.25	9,526.75	2,381.69	0.00	0.00	103,089.00	25,772.25
228	16-Aug	15.5	0.25	13,354.40	3,338.60	0.00	0.00	99,261.35	24,815.34
228	16-Aug	15.75	0.25	17,626.68	4,406.67	0.00	0.00	94,989.07	23,747.27

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewsSF	NewsSFHr	SunnySF	SunnySFHr
228	16-Aug	16	0.25	22,475.27	5,618.82	0.00	0.00	90,140.48	22,535.12
228	16-Aug	16.25	0.25	27,967.83	6,991.96	0.00	0.00	84,647.93	21,161.98
228	16-Aug	16.5	0.25	34,329.61	8,582.40	0.00	0.00	78,286.14	19,571.53
228	16-Aug	16.75	0.25	41,710.38	10,427.59	0.00	0.00	70,905.38	17,726.34
228	16-Aug	17	0.25	50,411.90	12,602.98	0.00	0.00	62,203.85	15,550.96
228	16-Aug	17.25	0.25	60,366.87	15,091.72	0.00	0.00	52,248.88	13,062.22
228	16-Aug	17.5	0.25	68,585.67	17,146.42	0.00	0.00	44,030.08	11,007.52
228	16-Aug	17.75	0.25	77,597.85	19,399.46	0.00	0.00	35,017.91	8,754.48
228	16-Aug	18	0.25	87,425.07	21,856.27	0.00	0.00	25,190.68	6,297.67
228	16-Aug	18.25	0.25	92,675.94	23,168.98	0.00	0.00	19,939.82	4,984.95
228	16-Aug	18.5	0.25	88,660.45	22,165.11	0.00	0.00	23,955.30	5,988.82
228	16-Aug	18.75	0.27	85,621.59	23,117.83	0.00	0.00	26,994.17	7,288.43
228	16-Aug	19.04	0.14	82,676.31	11,574.68	0.00	0.00	29,939.45	4,191.52
235	23-Aug	7.53	0.11	97,174.14	10,689.16	0.00	0.00	15,441.61	1,698.58
235	23-Aug	7.75	0.23	85,889.22	19,754.52	0.00	0.00	26,726.53	6,147.10
235	23-Aug	8	0.25	76,001.24	19,000.31	0.00	0.00	36,614.51	9,153.63
235	23-Aug	8.25	0.25	66,256.11	16,564.03	0.00	0.00	46,359.64	11,589.91
235	23-Aug	8.5	0.25	51,447.95	12,861.99	0.00	0.00	61,167.80	15,291.95
235	23-Aug	8.75	0.25	41,072.00	10,268.00	0.00	0.00	71,543.76	17,885.94
235	23-Aug	9	0.25	33,279.11	8,319.78	0.00	0.00	79,336.64	19,834.16
235	23-Aug	9.25	0.25	26,751.49	6,687.87	0.00	0.00	85,864.26	21,466.07
235	23-Aug	9.5	0.25	21,249.74	5,312.44	0.00	0.00	91,366.01	22,841.50
235	23-Aug	9.75	0.25	16,481.93	4,120.48	0.00	0.00	96,133.82	24,033.46
235	23-Aug	10	0.25	12,124.93	3,031.23	0.00	0.00	100,490.82	25,122.71
235	23-Aug	10.25	0.25	8,317.64	2,079.41	0.00	0.00	104,298.11	26,074.53
235	23-Aug	10.5	0.25	5,344.45	1,336.11	0.00	0.00	107,271.30	26,817.83
235	23-Aug	10.75	0.25	4,129.10	1,032.28	0.00	0.00	108,486.65	27,121.66
235	23-Aug	11	0.25	3,077.62	769.40	0.00	0.00	109,538.14	27,384.53
235	23-Aug	11.25	0.25	2,332.51	583.13	0.00	0.00	110,283.24	27,570.81
235	23-Aug	11.5	0.25	1,709.90	427.47	0.00	0.00	110,905.86	27,726.46
235	23-Aug	11.75	0.25	1,691.84	422.96	0.00	0.00	110,923.92	27,730.98
235	23-Aug	12	0.25	1,487.91	371.98	0.00	0.00	111,127.84	27,781.96
235	23-Aug	12.25	0.25	1,463.61	365.90	0.00	0.00	111,152.15	27,788.04
235	23-Aug	12.5	0.25	1,206.48	301.62	0.00	0.00	111,409.27	27,852.32
235	23-Aug	12.75	0.25	1,124.06	281.01	0.00	0.00	111,491.69	27,872.92
235	23-Aug	13	0.25	777.29	194.32	0.00	0.00	111,838.47	27,959.62
235	23-Aug	13.25	0.25	639.04	159.76	0.00	0.00	111,976.72	27,994.18
235	23-Aug	13.5	0.25	342.50	85.63	0.00	0.00	112,273.25	28,068.31

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewsSF	NewsSFHr	SunnySF	SunnySFHr
235	23-Aug	13.75	0.25	194.40	48.60	0.00	0.00	112,421.35	28,105.34
235	23-Aug	14	0.25	0.00	0.00	0.00	0.00	112,615.75	28,153.94
235	23-Aug	14.25	0.25	12.15	3.04	0.00	0.00	112,603.60	28,150.90
235	23-Aug	14.5	0.25	1,891.16	472.79	0.00	0.00	110,724.59	27,681.15
235	23-Aug	14.75	0.25	4,453.55	1,113.39	0.00	0.00	108,162.21	27,040.55
235	23-Aug	15	0.25	7,441.84	1,860.46	0.00	0.00	105,173.91	26,293.48
235	23-Aug	15.25	0.25	10,896.44	2,724.11	0.00	0.00	101,719.31	25,429.83
235	23-Aug	15.5	0.25	14,846.58	3,711.64	0.00	0.00	97,769.18	24,442.29
235	23-Aug	15.75	0.25	19,303.08	4,825.77	0.00	0.00	93,312.67	23,328.17
235	23-Aug	16	0.25	24,363.48	6,090.87	0.00	0.00	88,252.27	22,063.07
235	23-Aug	16.25	0.25	30,161.10	7,540.28	0.00	0.00	82,454.65	20,613.66
235	23-Aug	16.5	0.25	36,892.98	9,223.25	0.00	0.00	75,722.77	18,930.69
235	23-Aug	16.75	0.25	44,751.54	11,187.89	0.00	0.00	67,864.21	16,966.05
235	23-Aug	17	0.25	54,120.35	13,530.09	0.00	0.00	58,495.41	14,623.85
235	23-Aug	17.25	0.25	65,496.56	16,374.14	0.00	0.00	47,119.19	11,779.80
235	23-Aug	17.5	0.25	77,757.77	19,439.44	0.00	0.00	34,857.98	8,714.50
235	23-Aug	17.75	0.25	88,491.66	22,122.92	0.00	0.00	24,124.09	6,031.02
235	23-Aug	18	0.25	99,398.95	24,849.74	0.00	0.00	13,216.81	3,304.20
235	23-Aug	18.25	0.25	96,313.12	24,078.28	0.00	0.00	16,302.63	4,075.66
235	23-Aug	18.5	0.25	91,650.39	22,912.60	0.00	0.00	20,965.36	5,241.34
235	23-Aug	18.75	0.19	87,965.92	16,713.53	0.00	0.00	24,649.83	4,683.47
235	23-Aug	18.88	0.06	86,345.02	5,180.70	0.00	0.00	26,270.74	1,576.24
242	30-Aug	7.63	0.06	94,702.72	5,682.16	0.00	0.00	17,913.03	1,074.78
242	30-Aug	7.75	0.19	87,295.03	16,586.06	0.00	0.00	25,320.72	4,810.94
242	30-Aug	8	0.25	76,598.57	19,149.64	0.00	0.00	36,017.18	9,004.30
242	30-Aug	8.25	0.25	66,810.75	16,702.69	0.00	0.00	45,805.00	11,451.25
242	30-Aug	8.5	0.25	53,523.67	13,380.92	0.00	0.00	59,092.08	14,773.02
242	30-Aug	8.75	0.25	43,505.65	10,876.41	0.00	0.00	69,110.10	17,277.52
242	30-Aug	9	0.25	35,932.79	8,983.20	0.00	0.00	76,682.97	19,170.74
242	30-Aug	9.25	0.25	29,462.96	7,365.74	0.00	0.00	83,152.79	20,788.20
242	30-Aug	9.5	0.25	23,588.49	5,897.12	0.00	0.00	89,027.26	22,256.81
242	30-Aug	9.75	0.25	18,671.60	4,667.90	0.00	0.00	93,944.16	23,486.04
242	30-Aug	10	0.25	14,048.28	3,512.07	0.00	0.00	98,567.48	24,641.87
242	30-Aug	10.25	0.25	9,934.61	2,483.65	0.00	0.00	102,681.15	25,670.29
242	30-Aug	10.5	0.25	6,826.12	1,706.53	0.00	0.00	105,789.63	26,447.41
242	30-Aug	10.75	0.25	5,428.52	1,357.13	0.00	0.00	107,187.23	26,796.81
242	30-Aug	11	0.25	4,377.69	1,094.42	0.00	0.00	108,238.06	27,059.52
242	30-Aug	11.25	0.25	3,616.50	904.12	0.00	0.00	108,999.26	27,249.81

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewSF	NewSFHr	SunnySF	SunnySFHr
242	30-Aug	11.5	0.25	3,097.32	774.33	0.00	0.00	109,518.43	27,379.61
242	30-Aug	11.75	0.25	3,032.96	758.24	0.00	0.00	109,582.80	27,395.70
242	30-Aug	12	0.25	2,767.29	691.82	0.00	0.00	109,848.46	27,462.11
242	30-Aug	12.25	0.25	2,669.76	667.44	0.00	0.00	109,945.99	27,486.50
242	30-Aug	12.5	0.25	2,421.18	605.29	0.00	0.00	110,194.58	27,548.64
242	30-Aug	12.75	0.25	2,257.31	564.33	0.00	0.00	110,358.44	27,589.61
242	30-Aug	13	0.25	1,836.32	459.08	0.00	0.00	110,779.43	27,694.86
242	30-Aug	13.25	0.25	1,611.05	402.76	0.00	0.00	111,004.70	27,751.18
242	30-Aug	13.5	0.25	1,207.80	301.95	0.00	0.00	111,407.96	27,851.99
242	30-Aug	13.75	0.25	959.21	239.80	0.00	0.00	111,656.54	27,914.14
242	30-Aug	14	0.25	646.26	161.57	0.00	0.00	111,969.49	27,992.37
242	30-Aug	14.25	0.25	1,013.07	253.27	0.00	0.00	111,602.69	27,900.67
242	30-Aug	14.5	0.25	2,915.07	728.77	0.00	0.00	109,700.69	27,425.17
242	30-Aug	14.75	0.25	5,584.17	1,396.04	0.00	0.00	107,031.58	26,757.90
242	30-Aug	15	0.25	8,771.14	2,192.79	0.00	0.00	103,844.61	25,961.15
242	30-Aug	15.25	0.25	12,409.31	3,102.33	0.00	0.00	100,206.44	25,051.61
242	30-Aug	15.5	0.25	16,478.98	4,119.74	0.00	0.00	96,136.78	24,034.19
242	30-Aug	15.75	0.25	21,144.00	5,286.00	0.00	0.00	91,471.75	22,867.94
242	30-Aug	16	0.25	26,428.69	6,607.17	0.00	0.00	86,187.06	21,546.77
242	30-Aug	16.25	0.25	32,524.81	8,131.20	0.00	0.00	80,090.94	20,022.73
242	30-Aug	16.5	0.25	39,685.89	9,921.47	0.00	0.00	72,929.86	18,232.47
242	30-Aug	16.75	0.25	48,095.81	12,023.95	0.00	0.00	64,519.95	16,129.99
242	30-Aug	17	0.25	58,330.56	14,582.64	0.00	0.00	54,285.19	13,571.30
242	30-Aug	17.25	0.25	70,853.16	17,713.29	0.00	0.00	41,762.59	10,440.65
242	30-Aug	17.5	0.25	86,974.86	21,743.71	0.00	0.00	25,640.90	6,410.22
242	30-Aug	17.75	0.25	102,830.23	25,707.56	0.00	0.00	9,785.52	2,446.38
242	30-Aug	18	0.25	104,604.82	26,151.21	0.00	0.00	8,010.93	2,002.73
242	30-Aug	18.25	0.25	100,028.13	25,007.03	0.00	0.00	12,587.62	3,146.91
242	30-Aug	18.5	0.23	95,298.74	21,918.71	0.00	0.00	17,317.01	3,982.91
242	30-Aug	18.71	0.11	91,465.18	10,061.17	0.00	0.00	21,150.57	2,326.56
249	6-Sep	7.74	0.13	91,924.26	11,950.15	0.00	0.00	20,691.49	2,689.89
249	6-Sep	8	0.25	75,574.01	18,893.50	0.00	0.00	37,041.74	9,260.43
249	6-Sep	8.25	0.25	66,390.42	16,597.61	0.00	0.00	46,225.33	11,556.33
249	6-Sep	8.5	0.25	56,146.80	14,036.70	0.00	0.00	56,468.95	14,117.24
249	6-Sep	8.75	0.25	46,424.33	11,606.08	0.00	0.00	66,191.42	16,547.86
249	6-Sep	9	0.25	39,221.23	9,805.31	0.00	0.00	73,394.53	18,348.63
249	6-Sep	9.25	0.25	32,778.98	8,194.75	0.00	0.00	79,836.77	19,959.19
249	6-Sep	9.5	0.25	26,595.84	6,648.96	0.00	0.00	86,019.92	21,504.98

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewsF	NewsFHr	SunnySF	SunnySFHr
249	6-Sep	9.75	0.25	21,260.58	5,315.14	0.00	0.00	91,355.17	22,838.79
249	6-Sep	10	0.25	16,266.18	4,066.55	0.00	0.00	96,349.57	24,087.39
249	6-Sep	10.25	0.25	11,840.55	2,960.14	0.00	0.00	100,775.20	25,193.80
249	6-Sep	10.5	0.25	8,436.85	2,109.21	0.00	0.00	104,178.91	26,044.73
249	6-Sep	10.75	0.25	6,916.10	1,729.02	0.00	0.00	105,699.65	26,424.91
249	6-Sep	11	0.25	5,885.96	1,471.49	0.00	0.00	106,729.80	26,682.45
249	6-Sep	11.25	0.25	5,112.29	1,278.07	0.00	0.00	107,503.47	26,875.87
249	6-Sep	11.5	0.25	4,684.73	1,171.18	0.00	0.00	107,931.02	26,982.76
249	6-Sep	11.75	0.25	4,570.78	1,142.69	0.00	0.00	108,044.97	27,011.24
249	6-Sep	12	0.25	4,211.86	1,052.96	0.00	0.00	108,403.90	27,100.97
249	6-Sep	12.25	0.25	4,029.93	1,007.48	0.00	0.00	108,585.82	27,146.46
249	6-Sep	12.5	0.25	3,712.71	928.18	0.00	0.00	108,903.04	27,225.76
249	6-Sep	12.75	0.25	3,496.64	874.16	0.00	0.00	109,119.12	27,279.78
249	6-Sep	13	0.25	2,990.60	747.65	0.00	0.00	109,625.16	27,406.29
249	6-Sep	13.25	0.25	2,630.36	657.59	0.00	0.00	109,985.40	27,496.35
249	6-Sep	13.5	0.25	2,161.75	540.44	0.00	0.00	110,454.00	27,613.50
249	6-Sep	13.75	0.25	1,847.49	461.87	0.00	0.00	110,768.26	27,692.07
249	6-Sep	14	0.25	1,382.17	345.54	0.00	0.00	111,233.58	27,808.40
249	6-Sep	14.25	0.25	2,415.59	603.90	0.00	0.00	110,200.16	27,550.04
249	6-Sep	14.5	0.25	4,454.86	1,113.72	0.00	0.00	108,160.89	27,040.22
249	6-Sep	14.75	0.25	7,252.04	1,813.01	0.00	0.00	105,363.72	26,340.93
249	6-Sep	15	0.25	10,349.03	2,587.26	0.00	0.00	102,266.73	25,566.68
249	6-Sep	15.25	0.25	14,003.94	3,500.99	0.00	0.00	98,611.81	24,652.95
249	6-Sep	15.5	0.25	18,204.31	4,551.08	0.00	0.00	94,411.45	23,602.86
249	6-Sep	15.75	0.25	23,094.93	5,773.73	0.00	0.00	89,520.82	22,380.21
249	6-Sep	16	0.25	28,645.94	7,161.49	0.00	0.00	83,969.81	20,992.45
249	6-Sep	16.25	0.25	35,104.60	8,776.15	0.00	0.00	77,511.15	19,377.79
249	6-Sep	16.5	0.25	42,784.85	10,696.21	0.00	0.00	69,830.90	17,457.73
249	6-Sep	16.75	0.25	51,889.63	12,972.41	0.00	0.00	60,726.12	15,181.53
249	6-Sep	17	0.25	63,001.50	15,750.37	0.00	0.00	49,614.26	12,403.56
249	6-Sep	17.25	0.25	76,905.61	19,226.40	0.00	0.00	35,710.14	8,927.54
249	6-Sep	17.5	0.25	94,991.04	23,747.76	0.00	0.00	17,624.71	4,406.18
249	6-Sep	17.75	0.25	111,321.59	27,830.40	0.00	0.00	1,294.16	323.54
249	6-Sep	18	0.25	108,387.15	27,096.79	0.00	0.00	4,228.60	1,057.15
249	6-Sep	18.25	0.27	103,698.81	27,998.68	0.00	0.00	8,916.94	2,407.58
249	6-Sep	18.53	0.14	98,494.25	13,789.19	0.00	0.00	14,121.51	1,977.01
256	13-Sep	7.84	0.08	89,698.80	7,175.90	0.00	0.00	22,916.95	1,833.36
256	13-Sep	8	0.21	78,423.40	16,468.91	0.00	0.00	34,192.35	7,180.39

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewsF	NewsFHr	SunnySF	SunnySFHr
256	13-Sep	8.25	0.25	68,493.07	17,123.27	0.00	0.00	44,122.69	11,030.67
256	13-Sep	8.5	0.25	60,647.97	15,161.99	0.00	0.00	51,967.79	12,991.95
256	13-Sep	8.75	0.25	51,032.55	12,758.14	0.00	0.00	61,583.21	15,395.80
256	13-Sep	9	0.25	43,648.83	10,912.21	0.00	0.00	68,966.92	17,241.73
256	13-Sep	9.25	0.25	37,532.35	9,383.09	0.00	0.00	75,083.41	18,770.85
256	13-Sep	9.5	0.25	31,017.20	7,754.30	0.00	0.00	81,598.55	20,399.64
256	13-Sep	9.75	0.25	25,471.78	6,367.94	0.00	0.00	87,143.98	21,785.99
256	13-Sep	10	0.25	19,834.73	4,958.68	0.00	0.00	92,781.02	23,195.25
256	13-Sep	10.25	0.25	15,198.28	3,799.57	0.00	0.00	97,417.48	24,354.37
256	13-Sep	10.5	0.25	11,351.26	2,837.81	0.00	0.00	101,264.50	25,316.12
256	13-Sep	10.75	0.25	9,565.18	2,391.29	0.00	0.00	103,050.58	25,762.64
256	13-Sep	11	0.25	8,446.70	2,111.67	0.00	0.00	104,169.05	26,042.26
256	13-Sep	11.25	0.25	7,659.56	1,914.89	0.00	0.00	104,956.19	26,239.05
256	13-Sep	11.5	0.25	6,967.33	1,741.83	0.00	0.00	105,648.43	26,412.11
256	13-Sep	11.75	0.25	6,644.85	1,661.21	0.00	0.00	105,970.90	26,492.72
256	13-Sep	12	0.25	5,968.71	1,492.18	0.00	0.00	106,647.04	26,661.76
256	13-Sep	12.25	0.25	5,638.69	1,409.67	0.00	0.00	106,977.07	26,744.27
256	13-Sep	12.5	0.25	5,141.84	1,285.46	0.00	0.00	107,473.91	26,868.48
256	13-Sep	12.75	0.25	4,834.80	1,208.70	0.00	0.00	107,780.95	26,945.24
256	13-Sep	13	0.25	4,218.10	1,054.52	0.00	0.00	108,397.66	27,099.41
256	13-Sep	13.25	0.25	3,770.84	942.71	0.00	0.00	108,844.92	27,211.23
256	13-Sep	13.5	0.25	3,197.15	799.29	0.00	0.00	109,418.61	27,354.65
256	13-Sep	13.75	0.25	2,773.53	693.38	0.00	0.00	109,842.22	27,460.56
256	13-Sep	14	0.25	2,500.32	625.08	0.00	0.00	110,115.44	27,528.86
256	13-Sep	14.25	0.25	4,080.17	1,020.04	0.00	0.00	108,535.58	27,133.89
256	13-Sep	14.5	0.25	6,245.54	1,561.38	0.00	0.00	106,370.21	26,592.55
256	13-Sep	14.75	0.25	9,096.90	2,274.22	0.00	0.00	103,518.85	25,879.71
256	13-Sep	15	0.25	12,224.10	3,056.03	0.00	0.00	100,391.65	25,097.91
256	13-Sep	15.25	0.25	15,840.60	3,960.15	0.00	0.00	96,775.16	24,193.79
256	13-Sep	15.5	0.25	20,034.72	5,008.68	0.00	0.00	92,581.03	23,145.26
256	13-Sep	15.75	0.25	25,132.56	6,283.14	0.00	0.00	87,483.20	21,870.80
256	13-Sep	16	0.25	30,985.02	7,746.26	0.00	0.00	81,630.73	20,407.68
256	13-Sep	16.25	0.25	37,865.00	9,466.25	0.00	0.00	74,750.76	18,687.69
256	13-Sep	16.5	0.25	46,053.26	11,513.31	0.00	0.00	66,562.49	16,640.62
256	13-Sep	16.75	0.25	55,833.85	13,958.46	0.00	0.00	56,781.90	14,195.47
256	13-Sep	17	0.25	68,102.29	17,025.57	0.00	0.00	44,513.47	11,128.37
256	13-Sep	17.25	0.25	83,446.70	20,861.67	0.00	0.00	29,169.06	7,292.26
256	13-Sep	17.5	0.25	101,813.56	25,453.39	0.00	0.00	10,802.20	2,700.55

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewsSF	NewsSFHr	SunnySF	SunnySFHr
256	13-Sep	17.75	0.25	107,634.17	26,908.54	0.00	0.00	4,981.59	1,245.40
256	13-Sep	18	0.25	111,928.12	27,982.03	0.00	0.00	687.64	171.91
256	13-Sep	18.25	0.18	107,386.24	19,329.52	0.00	0.00	5,229.52	941.31
256	13-Sep	18.35	0.05	105,635.62	5,281.78	0.00	0.00	6,980.13	349.01
263	20-Sep	7.95	0.02	97,264.78	1,945.30	0.00	0.00	15,350.98	307.02
263	20-Sep	8	0.15	95,626.80	14,344.02	0.00	0.00	16,988.96	2,548.34
263	20-Sep	8.25	0.25	78,549.18	19,637.29	0.00	0.00	34,066.58	8,516.64
263	20-Sep	8.5	0.25	67,923.32	16,980.83	0.00	0.00	44,692.43	11,173.11
263	20-Sep	8.75	0.25	58,370.29	14,592.57	0.00	0.00	54,245.46	13,561.36
263	20-Sep	9	0.25	50,259.20	12,564.80	0.00	0.00	62,356.55	15,589.14
263	20-Sep	9.25	0.25	44,016.29	11,004.07	0.00	0.00	68,599.46	17,149.87
263	20-Sep	9.5	0.25	36,793.15	9,198.29	0.00	0.00	75,822.60	18,955.65
263	20-Sep	9.75	0.25	30,102.00	7,525.50	0.00	0.00	82,513.76	20,628.44
263	20-Sep	10	0.25	23,947.09	5,986.77	0.00	0.00	88,668.66	22,167.17
263	20-Sep	10.25	0.25	19,034.46	4,758.62	0.00	0.00	93,581.29	23,395.32
263	20-Sep	10.5	0.25	15,136.54	3,784.14	0.00	0.00	97,479.21	24,369.80
263	20-Sep	10.75	0.25	13,158.03	3,289.51	0.00	0.00	99,457.73	24,864.43
263	20-Sep	11	0.25	11,863.21	2,965.80	0.00	0.00	100,752.55	25,188.14
263	20-Sep	11.25	0.25	11,221.22	2,805.30	0.00	0.00	101,394.54	25,348.63
263	20-Sep	11.5	0.25	10,417.00	2,604.25	0.00	0.00	102,198.75	25,549.69
263	20-Sep	11.75	0.25	9,926.07	2,481.52	0.00	0.00	102,689.68	25,672.42
263	20-Sep	12	0.25	9,163.23	2,290.81	0.00	0.00	103,452.52	25,863.13
263	20-Sep	12.25	0.25	8,767.86	2,191.96	0.00	0.00	103,847.90	25,961.97
263	20-Sep	12.5	0.25	7,945.91	1,986.48	0.00	0.00	104,669.84	26,167.46
263	20-Sep	12.75	0.25	7,428.71	1,857.18	0.00	0.00	105,187.05	26,296.76
263	20-Sep	13	0.25	6,346.35	1,586.59	0.00	0.00	106,269.40	26,567.35
263	20-Sep	13.25	0.25	5,692.54	1,423.14	0.00	0.00	106,923.21	26,730.80
263	20-Sep	13.5	0.25	4,675.53	1,168.88	0.00	0.00	107,940.22	26,985.05
263	20-Sep	13.75	0.25	4,023.03	1,005.76	0.00	0.00	108,592.72	27,148.18
263	20-Sep	14	0.25	4,114.33	1,028.58	0.00	0.00	108,501.43	27,125.36
263	20-Sep	14.25	0.25	6,017.31	1,504.33	0.00	0.00	106,598.44	26,649.61
263	20-Sep	14.5	0.25	8,327.17	2,081.79	0.00	0.00	104,288.59	26,072.15
263	20-Sep	14.75	0.25	11,130.91	2,782.73	0.00	0.00	101,484.84	25,371.21
263	20-Sep	15	0.25	14,255.82	3,563.95	0.00	0.00	98,359.94	24,589.98
263	20-Sep	15.25	0.25	17,871.33	4,467.83	0.00	0.00	94,744.43	23,686.11
263	20-Sep	15.5	0.25	22,012.25	5,503.06	0.00	0.00	90,603.50	22,650.88
263	20-Sep	15.75	0.25	27,189.56	6,797.39	0.00	0.00	85,426.20	21,356.55
263	20-Sep	16	0.25	33,372.37	8,343.09	0.00	0.00	79,243.38	19,810.84

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewsF	NewsFHr	SunnySF	SunnySFHr
263	20-Sep	16.25	0.25	40,694.03	10,173.51	0.00	0.00	71,921.73	17,980.43
263	20-Sep	16.5	0.25	49,407.38	12,351.84	0.00	0.00	63,208.38	15,802.09
263	20-Sep	16.75	0.25	60,082.49	15,020.62	0.00	0.00	52,533.26	13,133.32
263	20-Sep	17	0.25	73,428.35	18,357.09	0.00	0.00	39,187.40	9,796.85
263	20-Sep	17.25	0.25	90,706.62	22,676.65	0.00	0.00	21,909.14	5,477.28
263	20-Sep	17.5	0.25	98,981.90	24,745.47	0.00	0.00	13,633.86	3,408.46
263	20-Sep	17.75	0.25	103,944.44	25,986.11	0.00	0.00	8,671.31	2,167.83
263	20-Sep	18	0.21	108,889.25	22,866.74	0.00	0.00	3,726.50	782.57
263	20-Sep	18.16	0.08	111,751.12	8,940.09	0.00	0.00	864.64	69.17
270	27-Sep	8.05	0.1	111,230.30	11,123.03	0.00	0.00	1,385.45	138.55
270	27-Sep	8.25	0.22	90,138.51	19,830.47	0.00	0.00	22,477.24	4,944.99
270	27-Sep	8.5	0.25	72,057.02	18,014.25	0.00	0.00	40,558.73	10,139.68
270	27-Sep	8.75	0.25	64,068.42	16,017.10	0.00	0.00	48,547.34	12,136.83
270	27-Sep	9	0.25	56,782.88	14,195.72	0.00	0.00	55,832.87	13,958.22
270	27-Sep	9.25	0.25	51,161.60	12,790.40	0.00	0.00	61,454.15	15,363.54
270	27-Sep	9.5	0.25	42,972.36	10,743.09	0.00	0.00	69,643.40	17,410.85
270	27-Sep	9.75	0.25	35,460.24	8,865.06	0.00	0.00	77,155.51	19,288.88
270	27-Sep	10	0.25	28,696.18	7,174.05	0.00	0.00	83,919.57	20,979.89
270	27-Sep	10.25	0.25	23,326.12	5,831.53	0.00	0.00	89,289.64	22,322.41
270	27-Sep	10.5	0.25	19,217.70	4,804.43	0.00	0.00	93,398.05	23,349.51
270	27-Sep	10.75	0.25	17,130.16	4,282.54	0.00	0.00	95,485.59	23,871.40
270	27-Sep	11	0.25	15,788.71	3,947.18	0.00	0.00	96,827.04	24,206.76
270	27-Sep	11.25	0.25	15,152.96	3,788.24	0.00	0.00	97,462.79	24,365.70
270	27-Sep	11.5	0.25	14,285.70	3,571.42	0.00	0.00	98,330.06	24,582.51
270	27-Sep	11.75	0.25	13,732.70	3,433.17	0.00	0.00	98,883.05	24,720.76
270	27-Sep	12	0.25	12,883.83	3,220.96	0.00	0.00	99,731.93	24,932.98
270	27-Sep	12.25	0.25	12,388.62	3,097.16	0.00	0.00	100,227.13	25,056.78
270	27-Sep	12.5	0.25	11,495.75	2,873.94	0.00	0.00	101,120.01	25,280.00
270	27-Sep	12.75	0.25	10,770.35	2,692.59	0.00	0.00	101,845.41	25,461.35
270	27-Sep	13	0.25	9,523.80	2,380.95	0.00	0.00	103,091.95	25,772.99
270	27-Sep	13.25	0.25	8,717.94	2,179.49	0.00	0.00	103,897.81	25,974.45
270	27-Sep	13.5	0.25	7,545.28	1,886.32	0.00	0.00	105,070.47	26,267.62
270	27-Sep	13.75	0.25	6,716.77	1,679.19	0.00	0.00	105,898.98	26,474.75
270	27-Sep	14	0.25	7,414.26	1,853.56	0.00	0.00	105,201.49	26,300.37
270	27-Sep	14.25	0.25	9,275.21	2,318.80	0.00	0.00	103,340.54	25,835.14
270	27-Sep	14.5	0.25	11,334.18	2,833.55	0.00	0.00	101,281.57	25,320.39
270	27-Sep	14.75	0.25	14,188.17	3,547.04	0.00	0.00	98,427.59	24,606.90
270	27-Sep	15	0.25	17,226.71	4,306.68	0.00	0.00	95,389.05	23,847.26

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewsSF	NewsSFHr	SunnySF	SunnySFHr
270	27-Sep	15.25	0.25	20,964.05	5,241.01	0.00	0.00	91,651.71	22,912.93
270	27-Sep	15.5	0.25	25,087.57	6,271.89	0.00	0.00	87,528.18	21,882.05
270	27-Sep	15.75	0.25	30,384.08	7,596.02	0.00	0.00	82,231.68	20,557.92
270	27-Sep	16	0.25	36,890.35	9,222.59	0.00	0.00	75,725.40	18,931.35
270	27-Sep	16.25	0.25	44,619.20	11,154.80	0.00	0.00	67,996.55	16,999.14
270	27-Sep	16.5	0.25	53,620.54	13,405.14	0.00	0.00	58,995.21	14,748.80
270	27-Sep	16.75	0.25	64,689.06	16,172.27	0.00	0.00	47,926.69	11,981.67
270	27-Sep	17	0.25	78,982.31	19,745.58	0.00	0.00	33,633.44	8,408.36
270	27-Sep	17.25	0.25	90,059.37	22,514.84	0.00	0.00	22,556.38	5,639.10
270	27-Sep	17.5	0.25	95,392.66	23,848.16	0.00	0.00	17,223.10	4,305.77
270	27-Sep	17.75	0.23	100,336.48	23,077.39	0.00	0.00	12,279.27	2,824.23
270	27-Sep	17.97	0.11	104,729.61	11,520.26	0.00	0.00	7,886.15	867.48
277	4-Oct	8.16	0.04	112,615.75	4,504.63	0.00	0.00	0.00	0.00
277	4-Oct	8.25	0.17	110,983.68	18,867.23	0.00	0.00	1,632.07	277.45
277	4-Oct	8.5	0.25	83,819.41	20,954.85	0.00	0.00	28,796.34	7,199.09
277	4-Oct	8.75	0.25	67,669.81	16,917.45	0.00	0.00	44,945.95	11,236.49
277	4-Oct	9	0.25	61,893.20	15,473.30	0.33	0.08	50,722.23	12,680.56
277	4-Oct	9.25	0.25	58,566.67	14,641.67	0.00	0.00	54,049.09	13,512.27
277	4-Oct	9.5	0.25	48,509.57	12,127.39	0.00	0.00	64,106.18	16,026.55
277	4-Oct	9.75	0.25	40,810.93	10,202.73	0.00	0.00	71,804.82	17,951.21
277	4-Oct	10	0.25	33,762.82	8,440.71	0.00	0.00	78,852.93	19,713.23
277	4-Oct	10.25	0.25	28,097.54	7,024.38	0.00	0.00	84,518.22	21,129.55
277	4-Oct	10.5	0.25	23,790.45	5,947.61	0.00	0.00	88,825.30	22,206.33
277	4-Oct	10.75	0.25	21,627.38	5,406.85	0.00	0.00	90,988.37	22,747.09
277	4-Oct	11	0.25	20,292.83	5,073.21	0.00	0.00	92,322.92	23,080.73
277	4-Oct	11.25	0.25	19,491.90	4,872.98	0.00	0.00	93,123.85	23,280.96
277	4-Oct	11.5	0.25	18,457.49	4,614.37	0.00	0.00	94,158.26	23,539.57
277	4-Oct	11.75	0.25	17,824.04	4,456.01	0.00	0.00	94,791.72	23,697.93
277	4-Oct	12	0.25	16,844.14	4,211.03	0.00	0.00	95,771.61	23,942.90
277	4-Oct	12.25	0.25	16,399.84	4,099.96	0.00	0.00	96,215.92	24,053.98
277	4-Oct	12.5	0.25	15,360.17	3,840.04	0.00	0.00	97,255.58	24,313.90
277	4-Oct	12.75	0.25	14,664.65	3,666.16	0.00	0.00	97,951.10	24,487.77
277	4-Oct	13	0.25	13,352.10	3,338.03	0.00	0.00	99,263.65	24,815.91
277	4-Oct	13.25	0.25	12,309.81	3,077.45	0.00	0.00	100,305.94	25,076.49
277	4-Oct	13.5	0.25	10,857.70	2,714.42	0.00	0.00	101,758.06	25,439.51
277	4-Oct	13.75	0.25	10,477.76	2,619.44	0.00	0.00	102,138.00	25,534.50
277	4-Oct	14	0.25	11,377.53	2,844.38	0.00	0.00	101,238.23	25,309.56
277	4-Oct	14.25	0.25	13,262.45	3,315.61	0.00	0.00	99,353.30	24,838.33

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewsSF	NewsSFHr	SunnySF	SunnySFHr
277	4-Oct	14.5	0.25	15,405.82	3,851.45	0.00	0.00	97,209.94	24,302.48
277	4-Oct	14.75	0.25	18,288.05	4,572.01	0.00	0.00	94,327.71	23,581.93
277	4-Oct	15	0.25	21,443.49	5,360.87	0.00	0.00	91,172.26	22,793.07
277	4-Oct	15.25	0.25	25,413.33	6,353.33	0.00	0.00	87,202.43	21,800.61
277	4-Oct	15.5	0.25	29,933.21	7,483.30	0.00	0.00	82,682.55	20,670.64
277	4-Oct	15.75	0.25	35,594.22	8,898.56	0.00	0.00	77,021.53	19,255.38
277	4-Oct	16	0.25	42,349.74	10,587.44	0.00	0.00	70,266.01	17,566.50
277	4-Oct	16.25	0.25	50,407.63	12,601.91	0.00	0.00	62,208.12	15,552.03
277	4-Oct	16.5	0.25	59,633.26	14,908.31	0.00	0.00	52,982.49	13,245.62
277	4-Oct	16.75	0.25	71,283.02	17,820.75	0.00	0.00	41,332.74	10,333.18
277	4-Oct	17	0.25	83,059.86	20,764.97	0.00	0.00	29,555.89	7,388.97
277	4-Oct	17.25	0.25	88,424.67	22,106.17	0.00	0.00	24,191.08	6,047.77
277	4-Oct	17.5	0.27	93,548.45	25,258.08	0.00	0.00	19,067.30	5,148.17
277	4-Oct	17.79	0.14	97,900.20	13,706.03	0.00	0.00	14,715.55	2,060.18
284	11-Oct	8.27	0.12	112,615.75	13,513.89	0.00	0.00	0.00	0.00
284	11-Oct	8.5	0.24	101,349.22	24,323.81	0.00	0.00	11,266.53	2,703.97
284	11-Oct	8.75	0.25	73,209.65	18,302.41	4,728.40	1,182.10	34,677.70	8,669.43
284	11-Oct	9	0.25	72,135.17	18,033.79	3,987.90	996.97	36,492.68	9,123.17
284	11-Oct	9.25	0.25	69,735.34	17,433.84	844.93	211.23	42,035.48	10,508.87
284	11-Oct	9.5	0.25	60,180.35	15,045.09	0.00	0.00	52,435.41	13,108.85
284	11-Oct	9.75	0.25	46,392.81	11,598.20	0.00	0.00	66,222.95	16,555.74
284	11-Oct	10	0.25	39,221.55	9,805.39	0.00	0.00	73,394.20	18,348.55
284	11-Oct	10.25	0.25	33,391.09	8,347.77	0.00	0.00	79,224.66	19,806.17
284	11-Oct	10.5	0.25	28,758.90	7,189.73	0.00	0.00	83,856.85	20,964.21
284	11-Oct	10.75	0.25	26,596.17	6,649.04	0.00	0.00	86,019.59	21,504.90
284	11-Oct	11	0.25	25,139.13	6,284.78	0.00	0.00	87,476.63	21,869.16
284	11-Oct	11.25	0.25	24,207.83	6,051.96	0.00	0.00	88,407.93	22,101.98
284	11-Oct	11.5	0.25	23,009.23	5,752.31	0.00	0.00	89,606.53	22,401.63
284	11-Oct	11.75	0.25	22,257.23	5,564.31	0.00	0.00	90,358.53	22,589.63
284	11-Oct	12	0.25	21,128.24	5,282.06	0.00	0.00	91,487.51	22,871.88
284	11-Oct	12.25	0.25	20,604.14	5,151.03	0.00	0.00	92,011.61	23,002.90
284	11-Oct	12.5	0.25	19,609.46	4,902.37	0.00	0.00	93,006.29	23,251.57
284	11-Oct	12.75	0.25	18,555.68	4,638.92	0.00	0.00	94,060.08	23,515.02
284	11-Oct	13	0.25	17,030.99	4,257.75	0.00	0.00	95,584.76	23,896.19
284	11-Oct	13.25	0.25	15,918.75	3,979.69	0.00	0.00	96,697.00	24,174.25
284	11-Oct	13.5	0.25	14,455.14	3,613.79	0.00	0.00	98,160.61	24,540.15
284	11-Oct	13.75	0.25	14,440.37	3,610.09	0.00	0.00	98,175.39	24,543.85
284	11-Oct	14	0.25	15,439.31	3,859.83	0.00	0.00	97,176.44	24,294.11

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewsSF	NewsSFHr	SunnySF	SunnySFHr
284	11-Oct	14.25	0.25	17,424.39	4,356.10	0.00	0.00	95,191.36	23,797.84
284	11-Oct	14.5	0.25	19,681.71	4,920.43	0.00	0.00	92,934.05	23,233.51
284	11-Oct	14.75	0.25	22,721.23	5,680.31	0.00	0.00	89,894.52	22,473.63
284	11-Oct	15	0.25	26,113.77	6,528.44	0.00	0.00	86,501.98	21,625.50
284	11-Oct	15.25	0.25	30,396.88	7,599.22	0.00	0.00	82,218.87	20,554.72
284	11-Oct	15.5	0.25	35,476.00	8,869.00	0.00	0.00	77,139.75	19,284.94
284	11-Oct	15.75	0.25	41,745.51	10,436.38	0.00	0.00	70,870.24	17,717.56
284	11-Oct	16	0.25	48,838.29	12,209.57	0.00	0.00	63,777.47	15,944.37
284	11-Oct	16.25	0.25	57,296.48	14,324.12	0.00	0.00	55,319.28	13,829.82
284	11-Oct	16.5	0.25	67,274.10	16,818.53	0.00	0.00	45,341.65	11,335.41
284	11-Oct	16.75	0.25	79,277.53	19,819.38	0.00	0.00	33,338.22	8,334.56
284	11-Oct	17	0.25	85,769.03	21,442.26	0.00	0.00	26,846.72	6,711.68
284	11-Oct	17.25	0.25	91,110.20	22,777.55	0.00	0.00	21,505.55	5,376.39
284	11-Oct	17.5	0.19	95,404.81	18,126.91	0.00	0.00	17,210.95	3,270.08
284	11-Oct	17.62	0.06	95,754.87	5,745.29	0.00	0.00	16,860.89	1,011.65
291	18-Oct	8.38	0.06	106,503.87	6,390.23	0.00	0.00	6,111.89	366.71
291	18-Oct	8.5	0.18	99,046.59	17,828.39	3,311.75	596.12	10,257.41	1,846.33
291	18-Oct	8.75	0.25	82,287.50	20,571.88	17,715.34	4,428.84	12,612.91	3,153.23
291	18-Oct	9	0.25	88,525.49	22,131.37	15,291.21	3,822.80	8,799.05	2,199.76
291	18-Oct	9.25	0.25	87,418.18	21,854.54	1,730.91	432.73	23,466.66	5,866.67
291	18-Oct	9.5	0.25	75,031.52	18,757.88	0.00	0.00	37,584.23	9,396.06
291	18-Oct	9.75	0.25	56,320.85	14,080.21	0.00	0.00	56,294.91	14,073.73
291	18-Oct	10	0.25	44,981.74	11,245.44	0.00	0.00	67,634.01	16,908.50
291	18-Oct	10.25	0.25	38,940.79	9,735.20	0.00	0.00	73,674.97	18,418.74
291	18-Oct	10.5	0.25	34,166.41	8,541.60	0.00	0.00	78,449.35	19,612.34
291	18-Oct	10.75	0.25	31,856.22	7,964.06	0.00	0.00	80,759.53	20,189.88
291	18-Oct	11	0.25	30,218.90	7,554.73	0.00	0.00	82,396.85	20,599.21
291	18-Oct	11.25	0.25	29,128.34	7,282.08	0.00	0.00	83,487.42	20,871.85
291	18-Oct	11.5	0.25	27,675.24	6,918.81	0.00	0.00	84,940.52	21,235.13
291	18-Oct	11.75	0.25	26,914.70	6,728.67	0.00	0.00	85,701.06	21,425.26
291	18-Oct	12	0.25	25,709.53	6,427.38	0.00	0.00	86,906.23	21,726.56
291	18-Oct	12.25	0.25	25,109.90	6,277.47	0.00	0.00	87,505.85	21,876.46
291	18-Oct	12.5	0.25	23,979.27	5,994.82	0.00	0.00	88,636.48	22,159.12
291	18-Oct	12.75	0.25	22,762.28	5,690.57	0.00	0.00	89,853.47	22,463.37
291	18-Oct	13	0.25	21,002.14	5,250.54	0.00	0.00	91,613.61	22,903.40
291	18-Oct	13.25	0.25	19,742.79	4,935.70	0.00	0.00	92,872.97	23,218.24
291	18-Oct	13.5	0.25	18,280.82	4,570.21	0.00	0.00	94,334.93	23,583.73
291	18-Oct	13.75	0.25	18,582.28	4,645.57	0.00	0.00	94,033.48	23,508.37

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewsSF	NewsSFHr	SunnySF	SunnySFHr
291	18-Oct	14	0.25	19,454.47	4,863.62	0.00	0.00	93,161.29	23,290.32
291	18-Oct	14.25	0.25	21,649.39	5,412.35	0.00	0.00	90,966.37	22,741.59
291	18-Oct	14.5	0.25	24,005.87	6,001.47	0.00	0.00	88,609.88	22,152.47
291	18-Oct	14.75	0.25	27,261.47	6,815.37	0.00	0.00	85,354.28	21,338.57
291	18-Oct	15	0.25	30,804.08	7,701.02	0.00	0.00	81,811.67	20,452.92
291	18-Oct	15.25	0.25	35,675.33	8,918.83	0.00	0.00	76,940.42	19,235.11
291	18-Oct	15.5	0.25	41,248.34	10,312.09	0.00	0.00	71,367.41	17,841.85
291	18-Oct	15.75	0.25	48,100.08	12,025.02	0.00	0.00	64,515.68	16,128.92
291	18-Oct	16	0.25	55,561.95	13,890.49	0.00	0.00	57,053.80	14,263.45
291	18-Oct	16.25	0.25	64,558.04	16,139.51	0.00	0.00	48,057.72	12,014.43
291	18-Oct	16.5	0.25	74,933.34	18,733.33	0.00	0.00	37,682.42	9,420.60
291	18-Oct	16.75	0.25	83,384.96	20,846.24	0.00	0.00	29,230.79	7,307.70
291	18-Oct	17	0.25	89,504.40	22,376.10	0.00	0.00	23,111.35	5,777.84
291	18-Oct	17.25	0.22	94,978.24	20,895.21	0.00	0.00	17,637.52	3,880.25
291	18-Oct	17.45	0.1	96,439.22	9,643.92	0.00	0.00	16,176.53	1,617.65
298	25-Oct	7.5	0.13	96,377.81	12,529.12	8,550.14	1,111.52	7,687.80	999.41
298	25-Oct	7.75	0.25	93,438.77	23,359.69	16,982.06	4,245.52	2,194.92	548.73
298	25-Oct	8	0.25	99,739.15	24,934.79	12,876.60	3,219.15	0.00	0.00
298	25-Oct	8.25	0.25	105,979.44	26,494.86	2,651.70	662.93	3,984.61	996.15
298	25-Oct	8.5	0.25	93,675.54	23,418.88	0.00	0.00	18,940.22	4,735.05
298	25-Oct	8.75	0.25	71,063.66	17,765.91	0.00	0.00	41,552.10	10,388.02
298	25-Oct	9	0.25	52,551.00	13,137.75	0.00	0.00	60,064.76	15,016.19
298	25-Oct	9.25	0.25	45,022.79	11,255.70	0.00	0.00	67,592.96	16,898.24
298	25-Oct	9.5	0.25	39,876.35	9,969.09	0.00	0.00	72,739.40	18,184.85
298	25-Oct	9.75	0.25	37,563.87	9,390.97	0.00	0.00	75,051.88	18,762.97
298	25-Oct	10	0.25	35,619.18	8,904.79	0.00	0.00	76,996.57	19,249.14
298	25-Oct	10.25	0.25	34,385.77	8,596.44	0.00	0.00	78,229.99	19,557.50
298	25-Oct	10.5	0.25	32,736.95	8,184.24	0.00	0.00	79,878.80	19,969.70
298	25-Oct	10.75	0.25	31,802.70	7,950.67	0.00	0.00	80,813.06	20,203.26
298	25-Oct	11	0.25	30,547.61	7,636.90	0.00	0.00	82,068.14	20,517.04
298	25-Oct	11.25	0.25	29,856.04	7,464.01	0.00	0.00	82,759.72	20,689.93
298	25-Oct	11.5	0.25	28,527.39	7,131.85	0.00	0.00	84,088.36	21,022.09
298	25-Oct	11.75	0.25	27,074.29	6,768.57	0.00	0.00	85,541.46	21,385.37
298	25-Oct	12	0.25	25,155.22	6,288.80	0.00	0.00	87,460.54	21,865.13
298	25-Oct	12.25	0.25	23,753.02	5,938.25	0.00	0.00	88,862.74	22,215.68
298	25-Oct	12.5	0.25	22,374.79	5,593.70	0.00	0.00	90,240.97	22,560.24
298	25-Oct	12.75	0.25	22,844.05	5,711.01	0.00	0.00	89,771.71	22,442.93
298	25-Oct	13	0.25	23,717.55	5,929.39	0.00	0.00	88,898.20	22,224.55

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewSF	NewSFHr	SunnySF	SunnySFHr
298	25-Oct	13.25	0.25	26,090.45	6,522.61	0.00	0.00	86,525.30	21,631.32
298	25-Oct	13.5	0.25	28,605.22	7,151.31	0.00	0.00	84,010.53	21,002.63
298	25-Oct	13.75	0.25	32,074.60	8,018.65	0.00	0.00	80,541.15	20,135.29
298	25-Oct	14	0.25	36,082.86	9,020.71	0.00	0.00	76,532.90	19,133.22
298	25-Oct	14.25	0.25	41,409.25	10,352.31	0.00	0.00	71,206.50	17,801.63
298	25-Oct	14.5	0.25	47,520.81	11,880.20	0.00	0.00	65,094.95	16,273.74
298	25-Oct	14.75	0.25	54,850.02	13,712.50	0.00	0.00	57,765.74	14,441.43
298	25-Oct	15	0.25	62,323.05	15,580.76	0.00	0.00	50,292.70	12,573.17
298	25-Oct	15.25	0.25	71,150.68	17,787.67	0.00	0.00	41,465.07	10,366.27
298	25-Oct	15.5	0.25	80,159.57	20,039.89	0.00	0.00	32,456.18	8,114.05
298	25-Oct	15.75	0.25	87,563.32	21,890.83	0.00	0.00	25,052.43	6,263.11
298	25-Oct	16	0.25	94,505.36	23,626.34	0.00	0.00	18,110.39	4,527.60
298	25-Oct	16.25	0.15	98,121.53	14,718.23	0.00	0.00	14,494.22	2,174.13
298	25-Oct	16.3	0.03	97,809.57	2,934.29	0.00	0.00	14,806.19	444.19
305	1-Nov	7.61	0.07	103,922.11	7,274.55	8,692.33	608.46	1.31	0.09
305	1-Nov	7.75	0.19	104,138.84	19,786.38	8,476.91	1,610.61	0.00	0.00
305	1-Nov	8	0.25	108,103.10	27,025.77	4,512.66	1,128.16	0.00	0.00
305	1-Nov	8.25	0.25	111,064.47	27,766.12	1,120.45	280.11	430.84	107.71
305	1-Nov	8.5	0.25	109,288.89	27,322.22	0.00	0.00	3,326.86	831.72
305	1-Nov	8.75	0.25	90,689.87	22,672.47	0.00	0.00	21,925.89	5,481.47
305	1-Nov	9	0.25	63,390.30	15,847.58	0.00	0.00	49,225.45	12,306.36
305	1-Nov	9.25	0.25	51,914.26	12,978.57	0.00	0.00	60,701.49	15,175.37
305	1-Nov	9.5	0.25	46,152.76	11,538.19	0.00	0.00	66,462.99	16,615.75
305	1-Nov	9.75	0.25	43,436.69	10,859.17	0.00	0.00	69,179.06	17,294.77
305	1-Nov	10	0.25	41,342.26	10,335.56	0.00	0.00	71,273.49	17,818.37
305	1-Nov	10.25	0.25	39,751.57	9,937.89	0.00	0.00	72,864.19	18,216.05
305	1-Nov	10.5	0.25	37,971.72	9,492.93	0.00	0.00	74,644.03	18,661.01
305	1-Nov	10.75	0.25	36,896.27	9,224.07	0.00	0.00	75,719.49	18,929.87
305	1-Nov	11	0.25	35,489.47	8,872.37	0.00	0.00	77,126.29	19,281.57
305	1-Nov	11.25	0.25	34,734.84	8,683.71	0.00	0.00	77,880.91	19,470.23
305	1-Nov	11.5	0.25	33,152.03	8,288.01	0.00	0.00	79,463.73	19,865.93
305	1-Nov	11.75	0.25	31,513.72	7,878.43	0.00	0.00	81,102.03	20,275.51
305	1-Nov	12	0.25	29,357.22	7,339.31	0.00	0.00	83,258.53	20,814.63
305	1-Nov	12.25	0.25	27,788.86	6,947.21	0.00	0.00	84,826.90	21,206.72
305	1-Nov	12.5	0.25	26,428.69	6,607.17	0.00	0.00	86,187.06	21,546.77
305	1-Nov	12.75	0.25	26,743.61	6,685.90	0.00	0.00	85,872.14	21,468.04
305	1-Nov	13	0.25	27,884.75	6,971.19	0.00	0.00	84,731.01	21,182.75
305	1-Nov	13.25	0.25	30,261.59	7,565.40	0.00	0.00	82,354.16	20,588.54

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewsSF	NewsSFHr	SunnySF	SunnySFHr
305	1-Nov	13.5	0.25	32,854.18	8,213.55	0.00	0.00	79,761.57	19,940.39
305	1-Nov	13.75	0.25	36,580.69	9,145.17	0.00	0.00	76,035.07	19,008.77
305	1-Nov	14	0.25	40,895.66	10,223.91	0.00	0.00	71,720.10	17,930.02
305	1-Nov	14.25	0.25	46,401.02	11,600.25	0.00	0.00	66,214.74	16,553.68
305	1-Nov	14.5	0.25	52,572.67	13,143.17	0.00	0.00	60,043.08	15,010.77
305	1-Nov	14.75	0.25	59,675.29	14,918.82	0.00	0.00	52,940.46	13,235.12
305	1-Nov	15	0.25	67,342.74	16,835.68	0.00	0.00	45,273.02	11,318.25
305	1-Nov	15.25	0.25	75,578.28	18,894.57	0.00	0.00	37,037.47	9,259.37
305	1-Nov	15.5	0.25	84,271.93	21,067.98	0.00	0.00	28,343.83	7,085.96
305	1-Nov	15.75	0.25	92,386.63	23,096.66	0.00	0.00	20,229.12	5,057.28
305	1-Nov	16	0.21	99,612.07	20,918.53	0.00	0.00	13,003.69	2,730.77
305	1-Nov	16.17	0.09	99,766.74	8,979.01	0.00	0.00	12,849.02	1,156.41
312	8-Nov	7.73	0.01	110,536.10	1,105.36	2,079.66	20.80	0.00	0.00
312	8-Nov	7.75	0.13	110,624.76	14,381.22	1,990.99	258.83	0.00	0.00
312	8-Nov	8	0.25	111,821.72	27,955.43	794.03	198.51	0.00	0.00
312	8-Nov	8.25	0.25	112,481.12	28,120.28	0.00	0.00	134.64	33.66
312	8-Nov	8.5	0.25	112,615.75	28,153.94	0.00	0.00	0.00	0.00
312	8-Nov	8.75	0.25	104,619.93	26,154.98	0.00	0.00	7,995.83	1,998.96
312	8-Nov	9	0.25	77,102.64	19,275.66	0.00	0.00	35,513.11	8,878.28
312	8-Nov	9.25	0.25	59,778.08	14,944.52	0.00	0.00	52,837.68	13,209.42
312	8-Nov	9.5	0.25	53,056.71	13,264.18	0.00	0.00	59,559.04	14,889.76
312	8-Nov	9.75	0.25	49,566.64	12,391.66	0.00	0.00	63,049.11	15,762.28
312	8-Nov	10	0.25	47,042.68	11,760.67	0.00	0.00	65,573.07	16,393.27
312	8-Nov	10.25	0.25	45,270.39	11,317.60	0.00	0.00	67,345.36	16,836.34
312	8-Nov	10.5	0.25	43,209.12	10,802.28	0.00	0.00	69,406.63	17,351.66
312	8-Nov	10.75	0.25	42,042.05	10,510.51	0.00	0.00	70,573.71	17,643.43
312	8-Nov	11	0.25	40,448.07	10,112.02	0.00	0.00	72,167.69	18,041.92
312	8-Nov	11.25	0.25	39,598.87	9,899.72	0.00	0.00	73,016.89	18,254.22
312	8-Nov	11.5	0.25	37,822.64	9,455.66	0.00	0.00	74,793.12	18,698.28
312	8-Nov	11.75	0.25	36,044.11	9,011.03	0.00	0.00	76,571.65	19,142.91
312	8-Nov	12	0.25	33,626.54	8,406.64	0.00	0.00	78,989.21	19,747.30
312	8-Nov	12.25	0.25	31,847.03	7,961.76	0.00	0.00	80,768.72	20,192.18
312	8-Nov	12.5	0.25	30,326.61	7,581.65	0.00	0.00	82,289.14	20,572.29
312	8-Nov	12.75	0.25	30,412.98	7,603.24	0.00	0.00	82,202.78	20,550.69
312	8-Nov	13	0.25	31,675.28	7,918.82	0.00	0.00	80,940.47	20,235.12
312	8-Nov	13.25	0.25	34,148.67	8,537.17	0.00	0.00	78,467.08	19,616.77
312	8-Nov	13.5	0.25	36,698.91	9,174.73	0.00	0.00	75,916.85	18,979.21
312	8-Nov	13.75	0.25	40,539.03	10,134.76	0.00	0.00	72,076.72	18,019.18

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewsF	NewsFHr	SunnySF	SunnySFHr
312	8-Nov	14	0.25	44,978.46	11,244.61	0.00	0.00	67,637.30	16,909.32
312	8-Nov	14.25	0.25	50,640.13	12,660.03	0.00	0.00	61,975.62	15,493.91
312	8-Nov	14.5	0.25	56,644.31	14,161.08	0.00	0.00	55,971.45	13,992.86
312	8-Nov	14.75	0.25	63,748.24	15,937.06	0.00	0.00	48,867.51	12,216.88
312	8-Nov	15	0.25	71,469.87	17,867.47	0.00	0.00	41,145.89	10,286.47
312	8-Nov	15.25	0.25	79,804.59	19,951.15	0.00	0.00	32,811.17	8,202.79
312	8-Nov	15.5	0.25	88,430.58	22,107.65	0.00	0.00	24,185.17	6,046.29
312	8-Nov	15.75	0.25	97,698.90	24,424.73	0.00	0.00	14,916.85	3,729.21
312	8-Nov	16	0.15	102,089.73	15,313.46	0.00	0.00	10,526.03	1,578.90
312	8-Nov	16.05	0.03	101,834.24	3,055.03	0.00	0.00	10,781.51	323.45
319	15-Nov	7.85	0.08	112,615.75	9,009.26	0.00	0.00	0.00	0.00
319	15-Nov	8	0.2	112,615.75	22,523.15	0.00	0.00	0.00	0.00
319	15-Nov	8.25	0.25	112,615.75	28,153.94	0.00	0.00	0.00	0.00
319	15-Nov	8.5	0.25	112,615.75	28,153.94	0.00	0.00	0.00	0.00
319	15-Nov	8.75	0.25	104,725.99	26,181.50	0.00	0.00	7,889.76	1,972.44
319	15-Nov	9	0.25	89,351.37	22,337.84	0.00	0.00	23,264.38	5,816.09
319	15-Nov	9.25	0.25	69,050.33	17,262.58	0.00	0.00	43,565.42	10,891.36
319	15-Nov	9.5	0.25	60,467.03	15,116.76	0.00	0.00	52,148.73	13,037.18
319	15-Nov	9.75	0.25	55,956.34	13,989.09	0.00	0.00	56,659.41	14,164.85
319	15-Nov	10	0.25	52,743.43	13,185.86	0.00	0.00	59,872.32	14,968.08
319	15-Nov	10.25	0.25	50,682.49	12,670.62	0.00	0.00	61,933.26	15,483.32
319	15-Nov	10.5	0.25	48,405.15	12,101.29	0.00	0.00	64,210.61	16,052.65
319	15-Nov	10.75	0.25	47,039.40	11,759.85	0.00	0.00	65,576.36	16,394.09
319	15-Nov	11	0.25	45,291.74	11,322.93	0.00	0.00	67,324.02	16,831.00
319	15-Nov	11.25	0.25	44,311.51	11,077.88	0.00	0.00	68,304.24	17,076.06
319	15-Nov	11.5	0.25	42,572.71	10,643.18	0.00	0.00	70,043.04	17,510.76
319	15-Nov	11.75	0.25	40,401.44	10,100.36	0.00	0.00	72,214.32	18,053.58
319	15-Nov	12	0.25	37,754.66	9,438.67	0.00	0.00	74,861.09	18,715.27
319	15-Nov	12.25	0.25	35,801.76	8,950.44	0.00	0.00	76,813.99	19,203.50
319	15-Nov	12.5	0.25	34,001.89	8,500.47	0.00	0.00	78,613.87	19,653.47
319	15-Nov	12.75	0.25	33,923.07	8,480.77	0.00	0.00	78,692.68	19,673.17
319	15-Nov	13	0.25	35,148.28	8,787.07	0.00	0.00	77,467.48	19,366.87
319	15-Nov	13.25	0.25	37,471.27	9,367.82	0.00	0.00	75,144.49	18,786.12
319	15-Nov	13.5	0.25	40,128.88	10,032.22	0.00	0.00	72,486.87	18,121.72
319	15-Nov	13.75	0.25	44,060.30	11,015.07	0.00	0.00	68,555.46	17,138.86
319	15-Nov	14	0.25	48,616.95	12,154.24	0.00	0.00	63,998.80	15,999.70
319	15-Nov	14.25	0.25	54,342.99	13,585.75	0.00	0.00	58,272.76	14,568.19
319	15-Nov	14.5	0.25	60,375.41	15,093.85	0.00	0.00	52,240.35	13,060.09

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewSF	NewSFHr	SunnySF	SunnySFHr
319	15-Nov	14.75	0.25	67,598.22	16,899.55	0.00	0.00	45,017.54	11,254.38
319	15-Nov	15	0.25	75,494.22	18,873.55	0.00	0.00	37,121.54	9,280.38
319	15-Nov	15.25	0.25	84,082.12	21,020.53	0.00	0.00	28,533.63	7,133.41
319	15-Nov	15.5	0.25	92,626.02	23,156.51	0.00	0.00	19,989.73	4,997.43
319	15-Nov	15.75	0.23	102,939.58	23,676.10	0.00	0.00	9,676.17	2,225.52
319	15-Nov	15.96	0.11	103,657.76	11,402.35	0.00	0.00	8,957.99	985.38
326	22-Nov	7.96	0.02	112,615.75	2,252.32	0.00	0.00	0.00	0.00
326	22-Nov	8	0.15	112,615.75	16,892.36	0.00	0.00	0.00	0.00
326	22-Nov	8.25	0.25	112,615.75	28,153.94	0.00	0.00	0.00	0.00
326	22-Nov	8.5	0.25	112,615.75	28,153.94	0.00	0.00	0.00	0.00
326	22-Nov	8.75	0.25	103,561.87	25,890.47	0.00	0.00	9,053.88	2,263.47
326	22-Nov	9	0.25	93,168.84	23,292.21	0.00	0.00	19,446.91	4,861.73
326	22-Nov	9.25	0.25	79,667.00	19,916.75	0.00	0.00	32,948.76	8,237.19
326	22-Nov	9.5	0.25	67,913.14	16,978.28	0.00	0.00	44,702.61	11,175.65
326	22-Nov	9.75	0.25	62,367.06	15,591.76	0.00	0.00	50,248.70	12,562.17
326	22-Nov	10	0.25	58,389.01	14,597.25	0.00	0.00	54,226.74	13,556.69
326	22-Nov	10.25	0.25	56,172.09	14,043.02	0.00	0.00	56,443.66	14,110.92
326	22-Nov	10.5	0.25	53,353.57	13,338.39	0.00	0.00	59,262.19	14,815.55
326	22-Nov	10.75	0.25	51,736.28	12,934.07	0.00	0.00	60,879.48	15,219.87
326	22-Nov	11	0.25	49,887.80	12,471.95	0.00	0.00	62,727.95	15,681.99
326	22-Nov	11.25	0.25	48,793.63	12,198.41	0.00	0.00	63,822.13	15,955.53
326	22-Nov	11.5	0.25	46,964.85	11,741.21	0.00	0.00	65,650.90	16,412.73
326	22-Nov	11.75	0.25	44,666.82	11,166.71	0.00	0.00	67,948.93	16,987.23
326	22-Nov	12	0.25	41,742.56	10,435.64	0.00	0.00	70,873.19	17,718.30
326	22-Nov	12.25	0.25	39,634.33	9,908.58	0.00	0.00	72,981.42	18,245.36
326	22-Nov	12.5	0.25	37,327.76	9,331.94	0.00	0.00	75,287.99	18,822.00
326	22-Nov	12.75	0.25	37,133.36	9,283.34	0.00	0.00	75,482.40	18,870.60
326	22-Nov	13	0.25	38,320.14	9,580.03	0.00	0.00	74,295.61	18,573.90
326	22-Nov	13.25	0.25	40,614.56	10,153.64	0.00	0.00	72,001.19	18,000.30
326	22-Nov	13.5	0.25	43,263.96	10,815.99	0.00	0.00	69,351.79	17,337.95
326	22-Nov	13.75	0.25	47,280.76	11,820.19	0.00	0.00	65,334.99	16,333.75
326	22-Nov	14	0.25	51,810.49	12,952.62	0.00	0.00	60,805.26	15,201.32
326	22-Nov	14.25	0.25	57,683.97	14,420.99	0.00	0.00	54,931.78	13,732.95
326	22-Nov	14.5	0.25	63,742.33	15,935.58	0.00	0.00	48,873.42	12,218.36
326	22-Nov	14.75	0.25	71,103.06	17,775.77	0.00	0.00	41,512.69	10,378.17
326	22-Nov	15	0.25	78,956.04	19,739.01	0.00	0.00	33,659.71	8,414.93
326	22-Nov	15.25	0.25	87,961.00	21,990.25	0.00	0.00	24,654.76	6,163.69
326	22-Nov	15.5	0.25	96,593.89	24,148.47	0.00	0.00	16,021.87	4,005.47

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewsF	NewsFHr	SunnySF	SunnySFHr
326	22-Nov	15.75	0.2	105,593.26	21,118.65	0.00	0.00	7,022.50	1,404.50
326	22-Nov	15.9	0.08	105,298.70	8,423.90	0.00	0.00	7,317.06	585.36
333	29-Nov	8.07	0.09	112,615.75	10,135.42	0.00	0.00	0.00	0.00
333	29-Nov	8.25	0.21	112,615.75	23,649.31	0.00	0.00	0.00	0.00
333	29-Nov	8.5	0.25	111,973.43	27,993.36	0.00	0.00	642.32	160.58
333	29-Nov	8.75	0.25	103,307.05	25,826.76	0.00	0.00	9,308.71	2,327.18
333	29-Nov	9	0.25	95,399.55	23,849.89	0.00	0.00	17,216.20	4,304.05
333	29-Nov	9.25	0.25	84,237.12	21,059.28	0.00	0.00	28,378.64	7,094.66
333	29-Nov	9.5	0.25	75,261.39	18,815.35	0.00	0.00	37,354.36	9,338.59
333	29-Nov	9.75	0.25	68,508.83	17,127.21	0.00	0.00	44,106.93	11,026.73
333	29-Nov	10	0.25	63,567.96	15,891.99	0.00	0.00	49,047.79	12,261.95
333	29-Nov	10.25	0.25	61,099.50	15,274.87	0.00	0.00	51,516.26	12,879.06
333	29-Nov	10.5	0.25	58,054.39	14,513.60	0.00	0.00	54,561.37	13,640.34
333	29-Nov	10.75	0.25	56,137.61	14,034.40	0.00	0.00	56,478.14	14,119.54
333	29-Nov	11	0.25	53,990.31	13,497.58	0.00	0.00	58,625.45	14,656.36
333	29-Nov	11.25	0.25	52,758.86	13,189.72	0.00	0.00	59,856.89	14,964.22
333	29-Nov	11.5	0.25	50,913.35	12,728.34	0.00	0.00	61,702.41	15,425.60
333	29-Nov	11.75	0.25	48,649.46	12,162.37	0.00	0.00	63,966.29	15,991.57
333	29-Nov	12	0.25	45,766.91	11,441.73	0.00	0.00	66,848.85	16,712.21
333	29-Nov	12.25	0.25	43,240.98	10,810.24	0.00	0.00	69,374.78	17,343.69
333	29-Nov	12.5	0.25	40,465.80	10,116.45	0.00	0.00	72,149.95	18,037.49
333	29-Nov	12.75	0.25	39,952.54	9,988.13	0.00	0.00	72,663.22	18,165.80
333	29-Nov	13	0.25	40,896.31	10,224.08	0.00	0.00	71,719.44	17,929.86
333	29-Nov	13.25	0.25	43,130.97	10,782.74	0.00	0.00	69,484.79	17,371.20
333	29-Nov	13.5	0.25	45,679.23	11,419.81	0.00	0.00	66,936.52	16,734.13
333	29-Nov	13.75	0.25	49,866.46	12,466.61	0.00	0.00	62,749.30	15,687.32
333	29-Nov	14	0.25	54,439.86	13,609.97	0.00	0.00	58,175.89	14,543.97
333	29-Nov	14.25	0.25	60,335.67	15,083.92	0.00	0.00	52,280.08	13,070.02
333	29-Nov	14.5	0.25	66,471.86	16,617.97	0.00	0.00	46,143.89	11,535.97
333	29-Nov	14.75	0.25	73,872.66	18,468.16	0.00	0.00	38,743.10	9,685.77
333	29-Nov	15	0.25	81,716.77	20,429.19	0.00	0.00	30,898.98	7,724.75
333	29-Nov	15.25	0.25	90,792.00	22,698.00	0.00	0.00	21,823.76	5,455.94
333	29-Nov	15.5	0.25	99,890.54	24,972.63	0.00	0.00	12,725.22	3,181.30
333	29-Nov	15.75	0.18	107,341.90	19,321.54	0.00	0.00	5,273.85	949.29
333	29-Nov	15.86	0.05	106,808.94	5,340.45	0.00	0.00	5,806.82	290.34
340	6-Dec	8.17	0.04	112,615.75	4,504.63	0.00	0.00	0.00	0.00
340	6-Dec	8.25	0.17	112,615.75	19,144.68	0.00	0.00	0.00	0.00
340	6-Dec	8.5	0.25	111,874.92	27,968.73	0.00	0.00	740.83	185.21

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewsSF	NewsSFHr	SunnySF	SunnySFHr
340	6-Dec	8.75	0.25	104,290.23	26,072.56	0.00	0.00	8,325.52	2,081.38
340	6-Dec	9	0.25	96,772.86	24,193.21	0.00	0.00	15,842.90	3,960.72
340	6-Dec	9.25	0.25	87,949.83	21,987.46	0.00	0.00	24,665.92	6,166.48
340	6-Dec	9.5	0.25	79,732.34	19,933.09	0.00	0.00	32,883.41	8,220.85
340	6-Dec	9.75	0.25	74,128.47	18,532.12	0.00	0.00	38,487.29	9,621.82
340	6-Dec	10	0.25	67,995.89	16,998.97	0.00	0.00	44,619.86	11,154.97
340	6-Dec	10.25	0.25	65,247.32	16,311.83	0.00	0.00	47,368.44	11,842.11
340	6-Dec	10.5	0.25	61,893.53	15,473.38	0.00	0.00	50,722.23	12,680.56
340	6-Dec	10.75	0.25	59,833.57	14,958.39	0.00	0.00	52,782.18	13,195.54
340	6-Dec	11	0.25	57,404.84	14,351.21	0.00	0.00	55,210.91	13,802.73
340	6-Dec	11.25	0.25	56,134.98	14,033.75	0.00	0.00	56,480.77	14,120.19
340	6-Dec	11.5	0.25	54,227.73	13,556.93	0.00	0.00	58,388.03	14,597.01
340	6-Dec	11.75	0.25	51,654.84	12,913.71	0.00	0.00	60,960.92	15,240.23
340	6-Dec	12	0.25	48,281.02	12,070.25	0.00	0.00	64,334.74	16,083.68
340	6-Dec	12.25	0.25	45,799.75	11,449.94	0.00	0.00	66,816.01	16,704.00
340	6-Dec	12.5	0.25	43,077.11	10,769.28	0.00	0.00	69,538.64	17,384.66
340	6-Dec	12.75	0.25	42,059.45	10,514.86	0.00	0.00	70,556.30	17,639.08
340	6-Dec	13	0.25	42,881.40	10,720.35	0.00	0.00	69,734.36	17,433.59
340	6-Dec	13.25	0.25	44,924.93	11,231.23	0.00	0.00	67,690.82	16,922.71
340	6-Dec	13.5	0.25	47,457.76	11,864.44	0.00	0.00	65,158.00	16,289.50
340	6-Dec	13.75	0.25	51,687.02	12,921.75	0.00	0.00	60,928.74	15,232.18
340	6-Dec	14	0.25	56,258.13	14,064.53	0.00	0.00	56,357.63	14,089.41
340	6-Dec	14.25	0.25	62,112.56	15,528.14	0.00	0.00	50,503.19	12,625.80
340	6-Dec	14.5	0.25	68,193.91	17,048.48	0.00	0.00	44,421.85	11,105.46
340	6-Dec	14.75	0.25	75,575.98	18,894.00	0.00	0.00	37,039.77	9,259.94
340	6-Dec	15	0.25	83,304.84	20,826.21	0.00	0.00	29,310.92	7,327.73
340	6-Dec	15.25	0.25	92,272.02	23,068.01	0.00	0.00	20,343.73	5,085.93
340	6-Dec	15.5	0.25	101,982.02	25,495.50	0.00	0.00	10,633.74	2,658.43
340	6-Dec	15.75	0.17	108,606.84	18,463.16	0.00	0.00	4,008.91	681.52
340	6-Dec	15.85	0.05	107,876.51	5,393.83	0.00	0.00	4,739.24	236.96
347	13-Dec	8.26	0.12	112,615.75	13,513.89	0.00	0.00	0.00	0.00
347	13-Dec	8.5	0.25	112,515.92	28,128.98	0.00	0.00	99.83	24.96
347	13-Dec	8.75	0.25	105,506.56	26,376.64	0.00	0.00	7,109.19	1,777.30
347	13-Dec	9	0.25	98,409.20	24,602.30	0.00	0.00	14,206.56	3,551.64
347	13-Dec	9.25	0.25	90,858.33	22,714.58	0.00	0.00	21,757.42	5,439.36
347	13-Dec	9.5	0.25	82,887.13	20,721.78	0.00	0.00	29,728.62	7,432.16
347	13-Dec	9.75	0.25	77,348.93	19,337.23	0.00	0.00	35,266.82	8,816.71
347	13-Dec	10	0.25	71,595.31	17,898.83	0.00	0.00	41,020.44	10,255.11

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewsF	NewsFHr	SunnySF	SunnySFHr
347	13-Dec	10.25	0.25	68,252.69	17,063.17	0.00	0.00	44,363.07	11,090.77
347	13-Dec	10.5	0.25	64,778.38	16,194.60	0.00	0.00	47,837.37	11,959.34
347	13-Dec	10.75	0.25	62,456.05	15,614.01	0.00	0.00	50,159.70	12,539.93
347	13-Dec	11	0.25	59,968.21	14,992.05	0.00	0.00	52,647.54	13,161.89
347	13-Dec	11.25	0.25	58,581.12	14,645.28	0.00	0.00	54,034.64	13,508.66
347	13-Dec	11.5	0.25	56,615.41	14,153.85	0.00	0.00	56,000.35	14,000.09
347	13-Dec	11.75	0.25	54,282.57	13,570.64	0.00	0.00	58,333.19	14,583.30
347	13-Dec	12	0.25	50,683.80	12,670.95	0.00	0.00	61,931.95	15,482.99
347	13-Dec	12.25	0.25	48,031.12	12,007.78	0.00	0.00	64,584.64	16,146.16
347	13-Dec	12.5	0.25	45,054.31	11,263.58	0.00	0.00	67,561.44	16,890.36
347	13-Dec	12.75	0.25	43,604.83	10,901.21	0.00	0.00	69,010.93	17,252.73
347	13-Dec	13	0.25	43,980.83	10,995.21	0.00	0.00	68,634.93	17,158.73
347	13-Dec	13.25	0.25	45,979.37	11,494.84	0.00	0.00	66,636.38	16,659.10
347	13-Dec	13.5	0.25	48,326.99	12,081.75	0.00	0.00	64,288.76	16,072.19
347	13-Dec	13.75	0.25	52,512.25	13,128.06	0.00	0.00	60,103.51	15,025.88
347	13-Dec	14	0.25	56,938.21	14,234.55	0.00	0.00	55,677.54	13,919.39
347	13-Dec	14.25	0.25	62,744.04	15,686.01	0.00	0.00	49,871.71	12,467.93
347	13-Dec	14.5	0.25	68,803.06	17,200.77	0.00	0.00	43,812.69	10,953.17
347	13-Dec	14.75	0.25	76,032.77	19,008.19	0.00	0.00	36,582.99	9,145.75
347	13-Dec	15	0.25	83,564.26	20,891.06	0.00	0.00	29,051.49	7,262.87
347	13-Dec	15.25	0.25	92,452.31	23,113.08	0.00	0.00	20,163.45	5,040.86
347	13-Dec	15.5	0.25	102,462.44	25,615.61	0.00	0.00	10,153.31	2,538.33
347	13-Dec	15.75	0.18	109,558.50	19,720.53	0.00	0.00	3,057.26	550.31
347	13-Dec	15.87	0.06	108,516.86	6,511.01	0.00	0.00	4,098.89	245.93
354	20-Dec	8.33	0.08	112,615.75	9,009.26	0.00	0.00	0.00	0.00
354	20-Dec	8.5	0.21	112,615.75	23,649.31	0.00	0.00	0.00	0.00
354	20-Dec	8.75	0.25	107,087.41	26,771.85	0.00	0.00	5,528.35	1,382.09
354	20-Dec	9	0.25	100,103.66	25,025.91	0.00	0.00	12,512.10	3,128.02
354	20-Dec	9.25	0.25	92,986.59	23,246.65	0.00	0.00	19,629.17	4,907.29
354	20-Dec	9.5	0.25	85,210.12	21,302.53	0.00	0.00	27,405.63	6,851.41
354	20-Dec	9.75	0.25	79,229.26	19,807.31	0.00	0.00	33,386.49	8,346.62
354	20-Dec	10	0.25	73,847.04	18,461.76	0.00	0.00	38,768.71	9,692.18
354	20-Dec	10.25	0.25	69,861.11	17,465.28	0.00	0.00	42,754.64	10,688.66
354	20-Dec	10.5	0.25	66,275.16	16,568.79	0.00	0.00	46,340.60	11,585.15
354	20-Dec	10.75	0.25	63,880.25	15,970.06	0.00	0.00	48,735.50	12,183.88
354	20-Dec	11	0.25	61,243.33	15,310.83	0.00	0.00	51,372.43	12,843.11
354	20-Dec	11.25	0.25	59,672.67	14,918.17	0.00	0.00	52,943.09	13,235.77
354	20-Dec	11.5	0.25	57,758.19	14,439.55	0.00	0.00	54,857.57	13,714.39

DayNum	Date	Time	Duration	ExSF	ExSFHr	NewsF	NewsFHr	SunnySF	SunnySFHr
354	20-Dec	11.75	0.25	55,715.64	13,928.91	0.00	0.00	56,900.12	14,225.03
354	20-Dec	12	0.25	51,998.00	12,999.50	0.00	0.00	60,617.76	15,154.44
354	20-Dec	12.25	0.25	49,310.83	12,327.71	0.00	0.00	63,304.92	15,826.23
354	20-Dec	12.5	0.25	46,233.54	11,558.39	0.00	0.00	66,382.21	16,595.55
354	20-Dec	12.75	0.25	44,391.96	11,097.99	0.00	0.00	68,223.79	17,055.95
354	20-Dec	13	0.25	44,429.07	11,107.27	0.00	0.00	68,186.68	17,046.67
354	20-Dec	13.25	0.25	46,181.33	11,545.33	0.00	0.00	66,434.43	16,608.61
354	20-Dec	13.5	0.25	48,254.75	12,063.69	0.00	0.00	64,361.01	16,090.25
354	20-Dec	13.75	0.25	52,161.21	13,040.30	0.00	0.00	60,454.55	15,113.64
354	20-Dec	14	0.25	56,519.52	14,129.88	0.00	0.00	56,096.23	14,024.06
354	20-Dec	14.25	0.25	62,169.37	15,542.34	0.00	0.00	50,446.38	12,611.60
354	20-Dec	14.5	0.25	68,049.09	17,012.27	0.00	0.00	44,566.66	11,141.67
354	20-Dec	14.75	0.25	75,149.09	18,787.27	0.00	0.00	37,466.67	9,366.67
354	20-Dec	15	0.25	82,592.24	20,648.06	0.00	0.00	30,023.51	7,505.88
354	20-Dec	15.25	0.25	91,254.03	22,813.51	0.00	0.00	21,361.72	5,340.43
354	20-Dec	15.5	0.25	100,960.08	25,240.02	0.00	0.00	11,655.67	2,913.92
354	20-Dec	15.75	0.21	109,888.52	23,076.59	0.00	0.00	2,727.23	572.72
354	20-Dec	15.91	0.08	108,698.46	8,695.88	0.00	0.00	3,917.30	313.38
						116,338.30	25,015.47		



SAN FRANCISCO PLANNING DEPARTMENT

Residential Pipeline

ENTITLED HOUSING UNITS 2007 TO Q1 2012

State law requires each city and county to adopt a Housing Element as a part of its general plan. The State Department of Housing and Community Development (HCD) determines a Regional Housing Need Allocation (RHNA) that the Housing Element must address. The need is the minimum number of housing units that a region must plan for in each RHNA period.

This table represents all development projects adding residential units that have been entitled since January 2007. The total number of entitled units is tracked by the San Francisco Planning Department, and is updated quarterly in coordination with the Pipeline Report. Subsidized housing units, including moderate and low income units, are tracked by the Mayor's Office of Housing, and are also updated quarterly.

2012 - QUARTER 1	RHNA Allocation 2007-2014	Units Entitled To Date	Percent Entitled
Total Units Entitled¹	31,193	11,130	35.7%
Above Moderate (> 120% AMI)	12,315	7,457	60.6%
Moderate Income (80-120% AMI)	6,754	360	5.3%
Low Income (< 80% AMI)	12,124	3,313	27.3%

¹ Total does not include entitled major development projects such as Treasure Island,, Candlestick, and Park Merced. While entitled, these projects are not projected to be completed within the current RHNA reporting period (through June 2014).

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Exhibit D

Term Sheet

A. Terms Related to the Project

1. The Site. The Site on which the Project will be built consists of two components: (a) the portion owned by the Developer, which is more particularly described on Exhibit A-1 and depicted in Exhibit A-2 to the Exclusive Negotiation Agreement (the "Agreement") (the "Developer Property"), and (b) the portion owned by the Agency, which is more particularly described on Exhibit B-1 and depicted in Exhibit B-2 to the Agreement (the "Agency Property") (together, the "Site"). In addition, the Project will include a second Agency-owned property, the Jessie Square Garage, defined below, and which is more particularly described on Exhibit C-1 and depicted in Exhibit C-2 to the Agreement.
2. Agency Property. The Agency shall convey the Agency Property to the Developer for nominal consideration (e.g., \$1.00) in addition to the consideration provided by Developer's performance of its other obligations as described herein. Additionally, the Developer shall be responsible for paying any and all costs associated with this transaction, including, but not limited to, all escrow and title fees, and any environmental investigations and/or mitigations that may be required. The Agency is selling this Property on an "as-is" basis, with Developer to rely solely on the results of its investigations.
3. The Project. The Project, which the Developer shall construct on the Site, shall consist of the following: (a) approximately 390,000 net square feet of residential, office and/or hospitality uses in a tower of approximately 550 feet in height (excluding penthouse), (b) a cultural component between 35,000 and 40,000 net square feet fronting Jessie Square (the "Cultural Component"), (c) a rehabilitated historically important Mercantile Building (the "Mercantile Building"), (d) additional retail and/or cultural uses on the ground floor of the Mercantile Building, and (e) the purchase of the existing 460-space Jessie Square Garage and the additional parking area on the garage's mezzanine level (the "Jessie Square Garage") (collectively, the "Project").
4. Rehabilitation of the Historically Important Mercantile Building. Developer agrees to rehabilitate the historically important Mercantile Building in consultation with the Agency, San Francisco Heritage, and the San Francisco Historic Preservation Commission, and incorporate it into the overall design and development program of the Project.
5. Affordable Housing Requirement. Developer agrees to comply with the City's Residential Inclusionary Affordable Housing Program (the "Inclusionary Program"), as set forth in City Planning Code Sections 315 through 315.9, through the payment of an in-lieu fee per unit equal to the per unit fees established by the Inclusionary Affordable Housing Program. The amount of the fee required under the Inclusionary Program (the "City Fee") shall be calculated and paid in accordance with the Inclusionary Program. If the City Fee (currently 20%) is based on an affordable housing requirement of less than 28% of the units in the Project, Developer

agrees to pay to the Agency an additional fee equal to the total amount of fees that would be due under the Inclusionary Program for 28% of the units in the Project less the City Fee (the "Agency Fee"). In the event that the City adopts an alternative means of complying with an affordable housing percentage requirement under the Inclusionary Program, and Developer utilizes such alternative means of compliance, then, for the purposes of calculating the Agency Fee hereunder, the City Fee paid shall be deemed to be based upon the equivalent affordable housing percentage requirement under the Inclusionary Program. For example, if the City allows payment of a transfer tax instead of the current 20% inclusionary fee and Developer elects that option, Developer will be deemed to have paid a 20% City Fee and therefore will owe an 8% Agency Fee. The Agency Fee, if any, shall be calculated at the time that the City Fee is calculated and shall be paid as follows: (i) twenty percent (20%) of the Agency Fee shall be paid upon the issuance of the first building permit for the Project; (ii) forty percent (40%) of the Agency Fee shall be paid upon the issuance of the temporary certificate of occupancy for the Project, and (iii) the remaining forty percent (40%) of the Agency Fee shall be paid on the one year anniversary of the date of issuance of the temporary certificate of occupancy for the Project.

6. World-class Architect. Developer shall retain internationally known, Mexican architect Enrique Norton (Ten Arquitectos), Handel Architects, or other world-class architecture firms acceptable to the Agency, to design components of the Project.

7. Sustainable Design. Developer shall design and construct the Project to a minimum of Leadership in Energy and Environmental Design ("LEED") Silver standards (or such higher and additional requirements as adopted by the City and County of San Francisco), and shall secure U.S. Green Building Council certification of this standard.

8. Compliance with Agency Policies. The Transaction Documents will require the Developer to comply with applicable Agency policies and programs, including, but not limited to, policies regarding small business enterprises, construction workforce, equal benefits, minimum compensation, healthcare accountability, and prevailing wages. Notwithstanding the foregoing, in the event of a conflict between City policies, rules, or regulations and Agency policies, rules, or regulations, the City's policies, rules, or regulations, whether generally applicable or applied as a condition of approval to the Project, shall prevail.

B. Terms Related to the Cultural Component

1. Developer Builds Core and Shell. Developer shall be responsible, in consultation with the Agency, for constructing the base, core and shell of the Cultural Component, which shall (a) be not less than 35,000 net square feet, (b) front Jessie Square, and (c) be integrated into the Project in a thoughtful and efficient manner. The specifications for the base, core and shell of the Cultural Component shall be included in the Purchase Agreement and associated design documents.

2. Conveyed to Agency at no Cost. Developer agrees to convey the Cultural Component to the Agency at no cost once construction of the Cultural Component has been completed.

3. Endowment Contribution. Developer agrees to contribute \$5.0 million to an operating endowment for the Cultural Component to help support its ongoing operations. Developer shall contribute (i) the first \$2.5 million no later than six months after issuance of the first temporary certificate of occupancy for a residential unit(s) in the Project, and (ii) the second \$2.5 million no later than closing of the sale of residential units representing 50% of the total number of residential units in the Project, but in no event later than 24 months after contribution of the first \$2.5 million.

4. Use and Common Area Maintenance Charges. Use of the Cultural Component shall be determined by the Agency and the Cultural Component shall pay its pro-rata share of all common area maintenance charges associated with the Project, subject to the Agency's review of the overall operating budget for the Project.

5. Lease or Operating Agreement. The Agency shall enter into a lease or operating agreement with the Mexican Museum or similar institution for the use of the Cultural Component.

6. Tenant Improvements. The Agency and the Mexican Museum, or other cultural institution if applicable, shall be responsible for financing all the tenant improvements associated with the Cultural Component.

C. Terms Related to the Jessie Square Garage

1. Jessie Square Garage. For the purposes of this Project, the "Jessie Square Garage" is comprised of (a) the existing 460-space garage and (b) the area below the existing Jewish Museum and adjacent to the mezzanine level of the existing garage.

2. Purchase Price. Developer agrees to purchase the Jessie Square Garage from the Agency for the value of the full outstanding amount of the bond debt (approximately \$43 million), through payoff or defeasance of the existing bonds. Developer shall also pay all costs associated with the payoff or defeasance, including any costs borne by the Agency and the City and County of San Francisco to complete the payoff or defeasance. To the extent the cost of payoff or defeasance of the existing bonds exceeds the fair market value of the Jessie Square Garage, such excess cost shall be considered part of the consideration paid by Developer for other rights being acquired from Agency by Developer.

3. Conveyance on an "as-is" Basis. The Jessie Square Garage shall be delivered to the Developer in an as-is condition, and the Developer shall pay for any costs associated with the Jessie Square Garage, including, but not limited to: (a) costs to determine the feasibility of any part of the Jessie Square Garage for parking, (b) costs to upgrade any part of the Jessie Square Garage to make it suitable for parking, and (c) costs related to any impacts to the above-ground Jewish Museum caused by any of Developer's upgrades or improvements to the Jessie Square Garage. Developer shall be responsible for obtaining all approvals required for any upgrades or improvements to the Jessie Square Garage. The Agency shall be released from any and all environmental, construction and other ongoing liabilities for the Jessie Square Garage.

4. Conveyance. The Developer shall purchase the Jessie Square Garage from the Agency, and the Agency shall convey the Jessie Square Garage to the Developer.
5. Number of Private Parking Spaces. Developer shall be entitled to dedicate the use of the lower two levels of the Jessie Square Garage to serve private Project-related uses, for a total of approximately 250 spaces.
6. Number of Public Parking Spaces. The Developer shall maintain the upper level and mezzanine of the Jessie Square Garage for public use, for a total of at least 210 spaces, subject to the terms of the Agency's existing agreements with the Jewish Museum and St. Patrick's Church. No monthly parking shall be allowed in the area of the Jessie Square Garage reserved for public parking. The rates charged to the public at the Jessie Square Garage shall be similar to those charged at other public parking garages in the City and County of San Francisco.

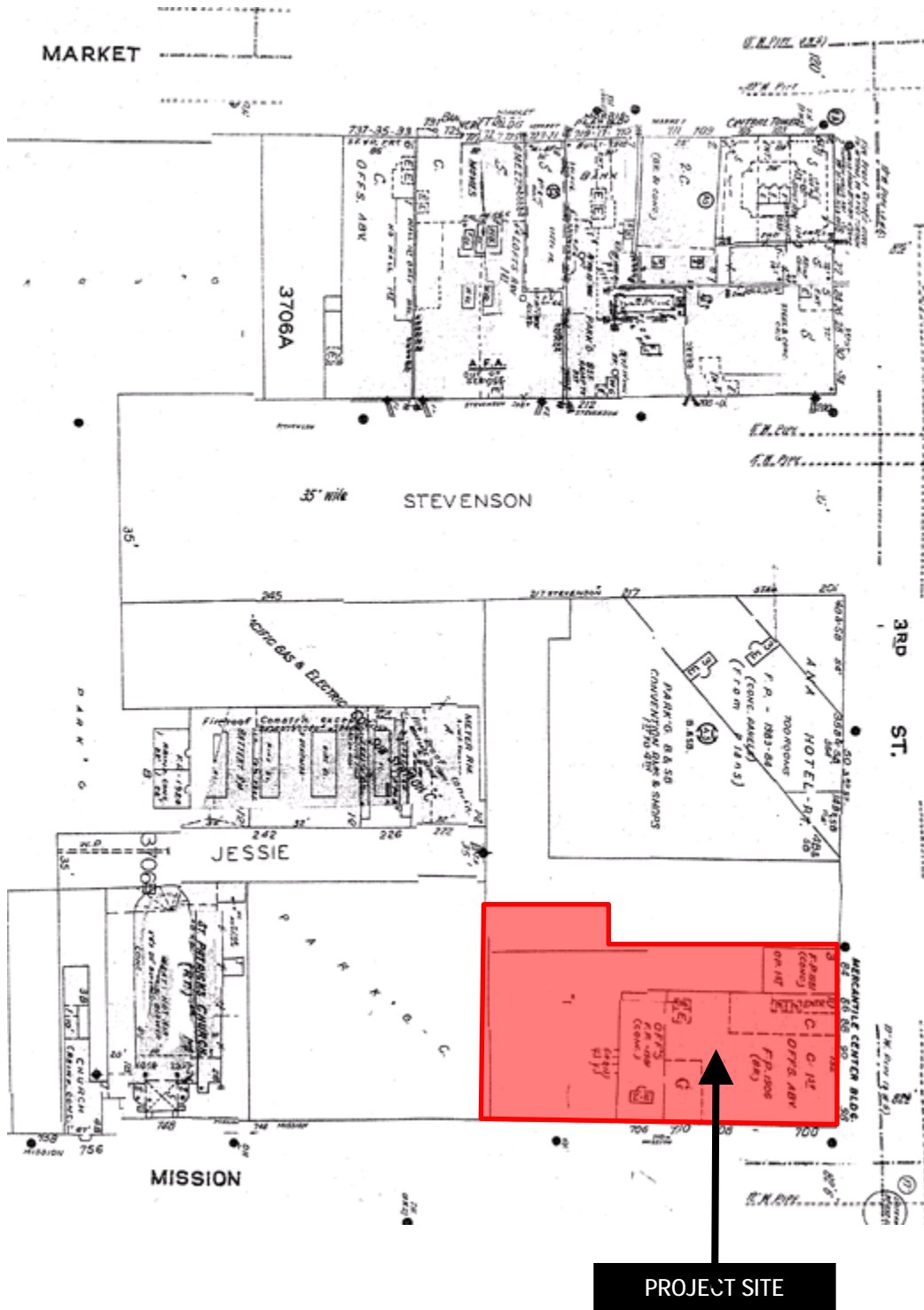
D. Other Terms

1. Gardens Management, Operations and Security. Developer shall contribute to the Gardens Management, Operations and Security ("GMOS") account on an ongoing annual basis, in the following amounts: (1) at the initial rate of \$1.50 per square foot of the Project's above-grade net leasable building area devoted to commercial uses, exclusive of the Cultural Component, subject to annual increases based on the annual Consumer Price Index for the San Francisco-Oakland-San Jose Metropolitan Statistical Area (the "CPI") not to exceed 5% per annum and (2) at the initial rate of \$1.25 per square foot of the Project's above-grade net residential saleable area, subject to annual increases based on the annual CPI not to exceed 3% per annum. The GMOS obligations relating to the residential area shall be disclosed in the DRE disclosure packages for the Project. Agency and Developer shall discuss what lien rights and requirements will be transferred to the homeowners to secure the GMOS payment obligations.

2. Exhibits. The following exhibits to the Agreement are incorporated into this Term Sheet:

- | | |
|--------------|---|
| Exhibit A-1: | Developer Property Legal Description |
| Exhibit A-2: | Developer Property Site Map |
| Exhibit B-1: | Agency Property Legal Description |
| Exhibit B-2: | Agency Property Site Map |
| Exhibit C-1: | Jessie Square Garage Legal Description |
| Exhibit C-2: | Jessie Square Garage Site Map |
| Exhibit E: | Performance Benchmarks |
| Exhibit F: | Small Business Enterprise Program Agreement |

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 2008.1084EHKXRTZ
706 Mission Street

Aerial Photo



PROJECT SITE



Section 309 Determination of Compliance
Case Number 2008.1084EHKXRTZ
706 Mission Street

Zoning Map



Section 309 Determination of Compliance
Case Number 2008.1084EHKXRTZ
706 Mission Street

706 MISSION STREET & THE MEXICAN MUSEUM, SAN FRANCISCO, CA
MARCH 27, 2013

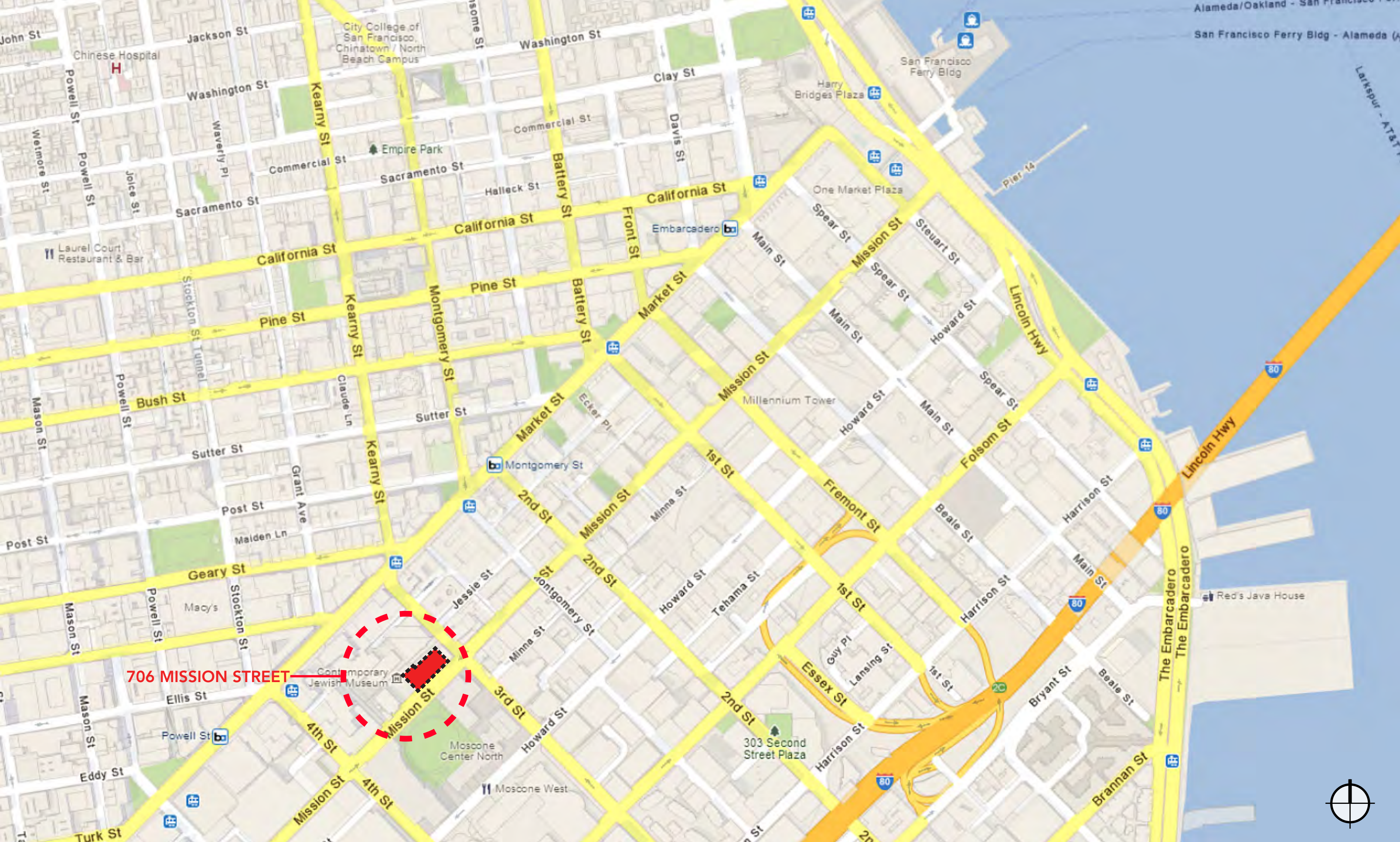


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PROJECT INFORMATION & CONTEXT



706 MISSION STREET

PROJECT OVERVIEW

Project Address:	706 Mission Street, San Francisco, CA		
Planning District:	Special Use District (proposed), C-3-R		
Special Use District Area:	25,238 SF		
Site Area:	72,181 SF		
Project Height:	520' to roof, +30' to parapet		
Open Space:	Required Common Open Space for Residential Flex Option		10,294 SF
	Required Common Open Space for Office Flex Option		9,145 SF
	Total Amount of Provided Open Space:		12,131 SF
Use:	Mixed-use Residential, Museum, Commercial		
Number of Stories:	Up to 47		
Sub-grade Levels:	Up to 4 (existing and proposed)		
Parking Levels:	4 (existing)		
Existing Use:	Office and Retail (Aronson Building) Parking (Jessie Square Garage) Vacant (Agency parcel, basement and surface lot)		

PROJECT OVERVIEW

Amenities:	Services within the project include but are not limited to the following: Indoor & outdoor Resident Amenity areas including <ul style="list-style-type: none">-Health and Fitness Center-Resident Lounge-24-Hour Residential Lobby Recycling Facilities Residential Storage Public & Private Car Share Public & Private Motorcycle Parking Public & Private Bicycle Parking
Loading:	Two trucks & four van loading spaces at B1 level accessed via existing Stevenson Street (ingress/egress)
Parking Facility:	Parking will be below-grade, within existing Jessie Square Garage. The project will have a total of 470 parking spaces, of which 210 shall be public, and 260 private.
Car Share:	Included within the amount of parking are 5 car share spaces within the public parking area, and up to 2 car share spaces within the private parking area.
Vehicular Access:	Ingress only drop-off via existing Third Street curb cut. Egress via existing garage exit at Mission Street. Ingress and egress for private self-park, public garage and loading use via Stevenson Street.
Bicycle Parking:	Up to 67 Private Class I spaces + 24 Public Class II spaces (up to 91 total)

PROJECT OVERVIEW

Community Benefits:

The community benefits of the project include, but are not limited to the following:

- Delivery of approx. \$18M to \$22M core and shell for The Mexican Museum at no cost to Successor Agency
- \$5 Million operating endowment to The Mexican Museum
- Approx. \$7.5 Million historic Aronson Building rehabilitation
- Project will pay City Inclusionary Fee plus additional 8% per ENA.
- Defeasance of existing Successor Agency Jessie Square Garage bonds and debt
- Annual Gardens Management, Operations and Security contribution to maintain adjacent streetscapes and open spaces approximately \$700,000 annually
- New property tax and general fund generation



Sustainability:

The LEED Green Building Rating System will be used as an overall sustainable performance assessment for the project. The Project Sponsor’s objective is to achieve LEED Silver Certification for New Residential Construction in accordance with the requirements of the U.S. Green Building Council.

SPECIAL USE DISTRICT GUIDELINES

Proposed Yerba Buena Center Mixed-Use Special Use District:

- Permitted uses include cultural uses; residential or residential/office with retail; all other uses principally permitted in C-3-R
- Development subject to Inclusionary Affordable Housing Program through payment of in-lieu fee as specified in ENA
- FAR limits for C-3-R do not apply
- SUD also governs dwelling unit exposure, rooftop screening, bulk, and protected street frontages

Proposed Zoning Map Amendment:

- Reclassify existing 400-foot height limit to reflect SUD & 520-I on Zoning Map Sheet HT01

PROPOSED 309 DETERMINATION OF COMPLIANCE & REQUEST FOR EXCEPTIONS

- Requested Determinations

- Sunlight access to public sidewalks in C-3 Districts
- Shadows on public open space
- Public Open Space
- Pedestrian streetscape improvements; street trees

- Requested Exceptions

- Ground-level wind currents
- Residential rear yard setback
- Off-street parking – residential
- Curb cut limits

MARRIOTT HOTEL
436'

FOUR SEASONS HOTEL &
RESIDENCES - 430'

ARONSON BUILDING
144'

WESTIN HOTEL
374'

PARAMOUNT RESIDENCES
420'

ST. REGIS HOTEL &
RESIDENCES - 484'

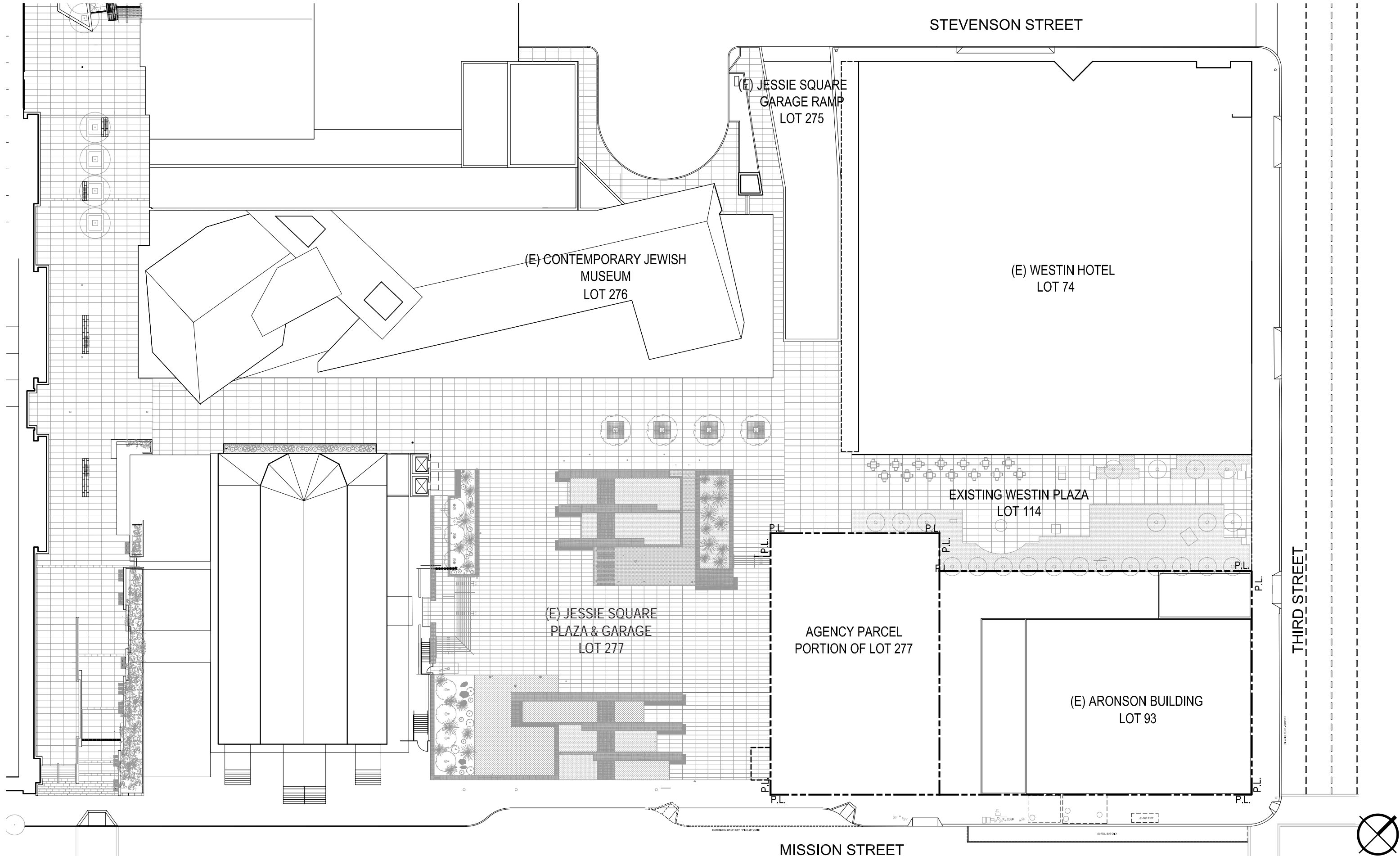


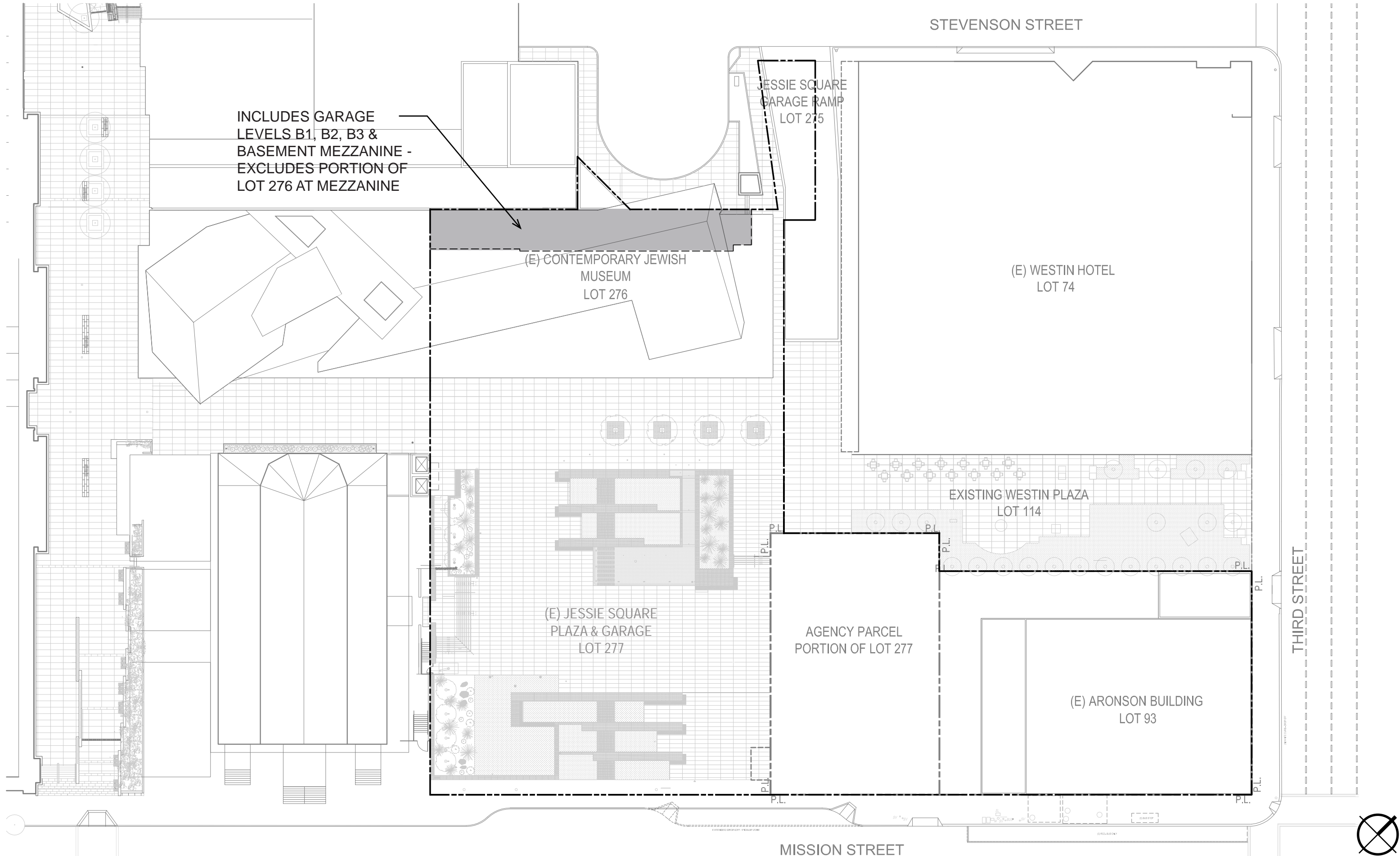
PARAMOUNT RESIDENCES
420'

ARONSON BUILDING
144'

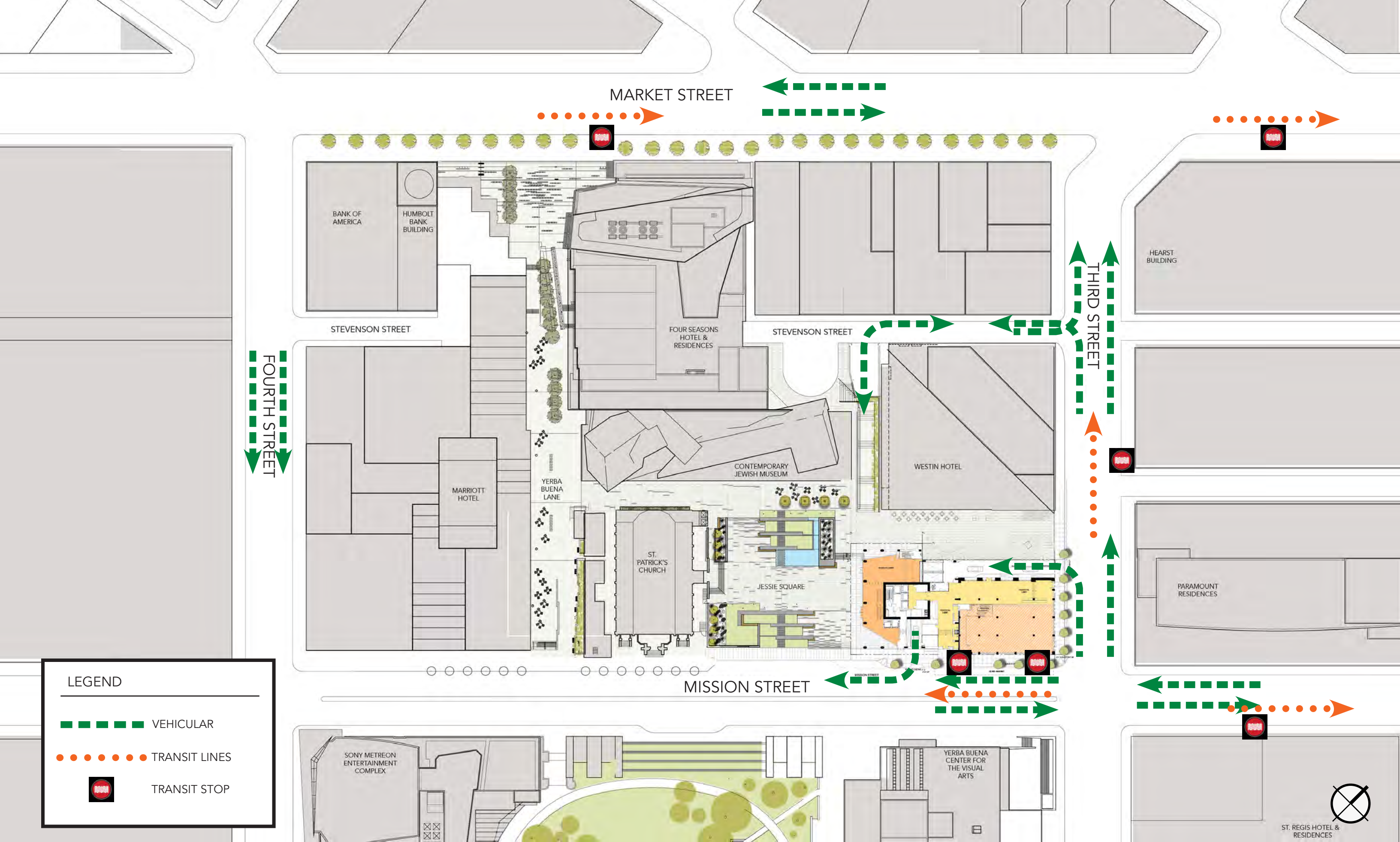
ST. REGIS HOTEL & RESIDENCES
484'





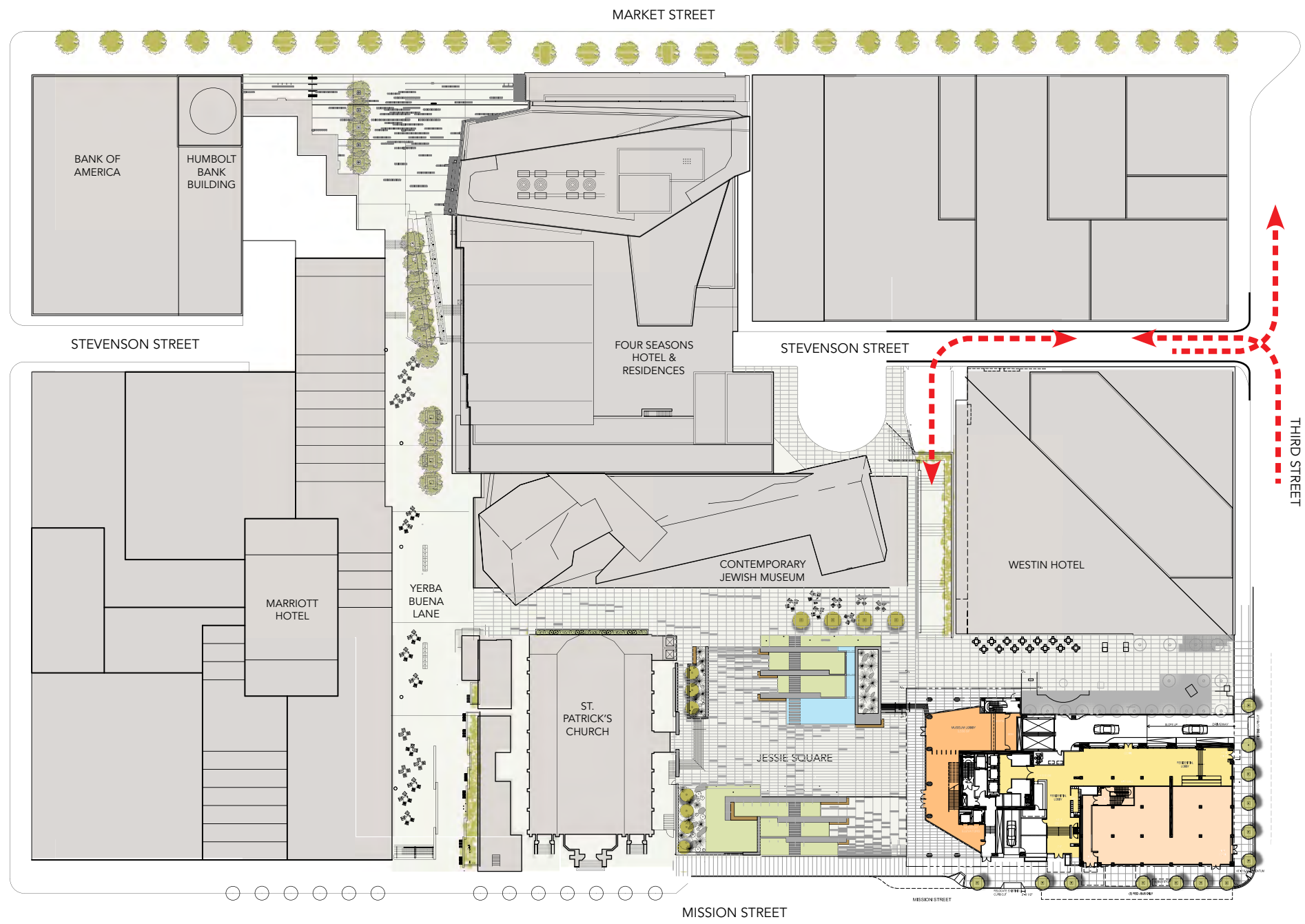


SITE ACCESS & IMPROVEMENTS




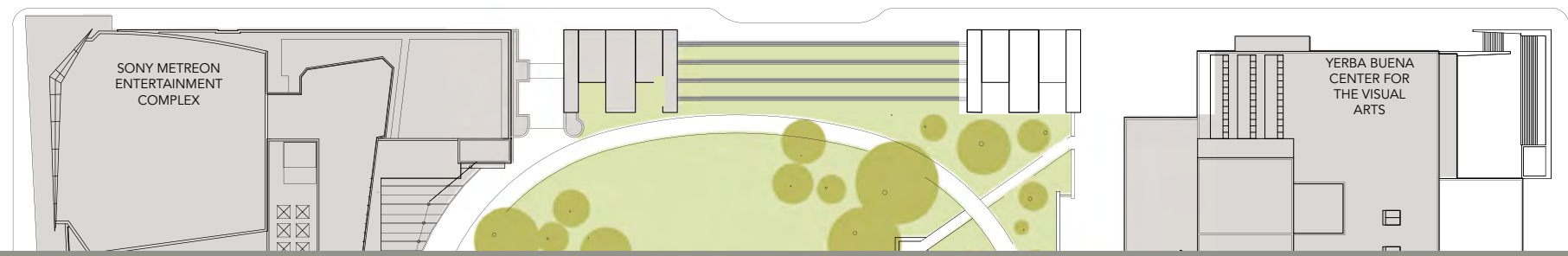
LEGEND

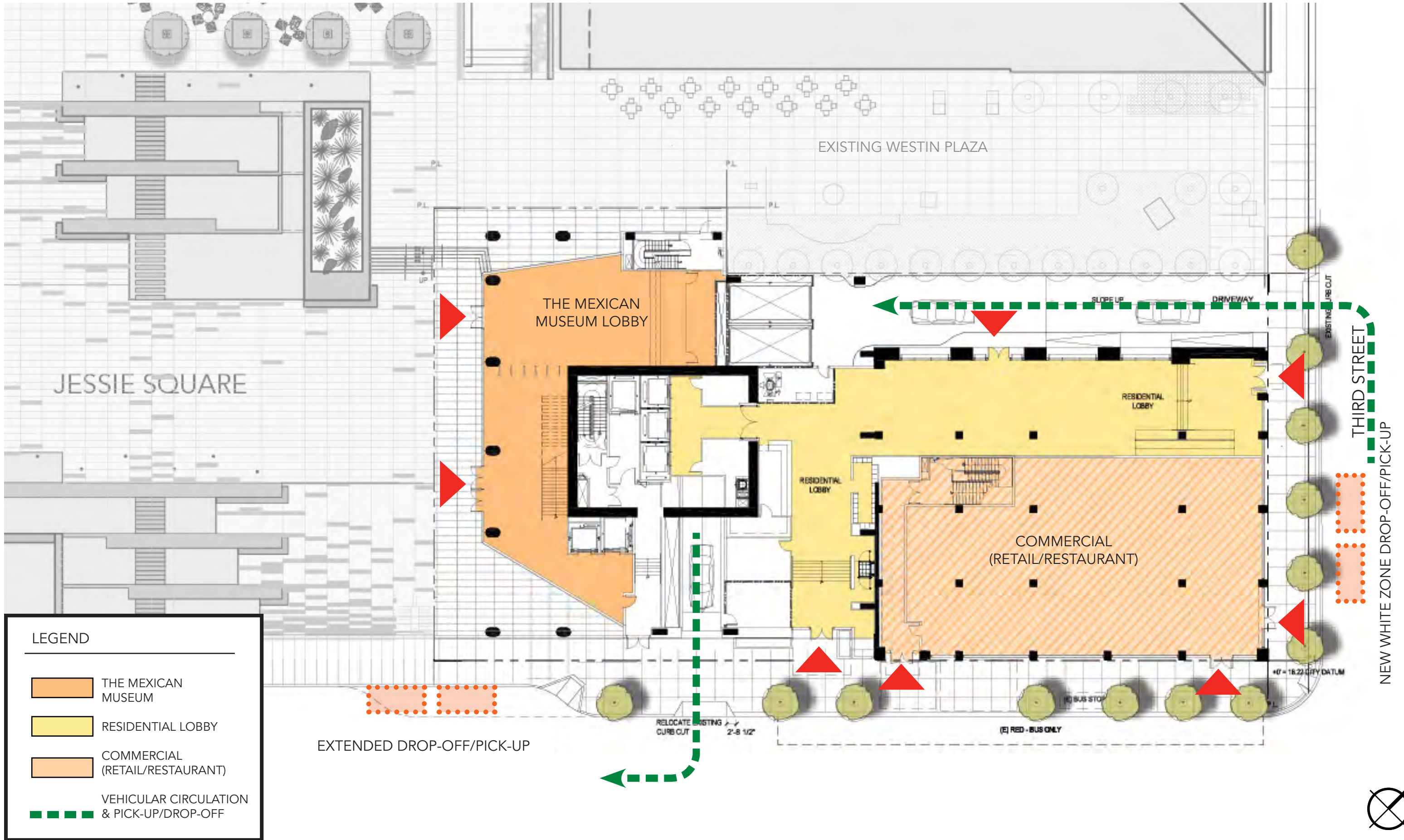
- — — — — VEHICULAR
- • • • • TRANSIT LINES
- ⊠ TRANSIT STOP



LEGEND

 TRUCK LOADING





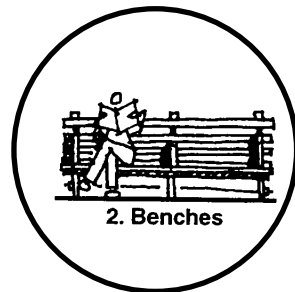
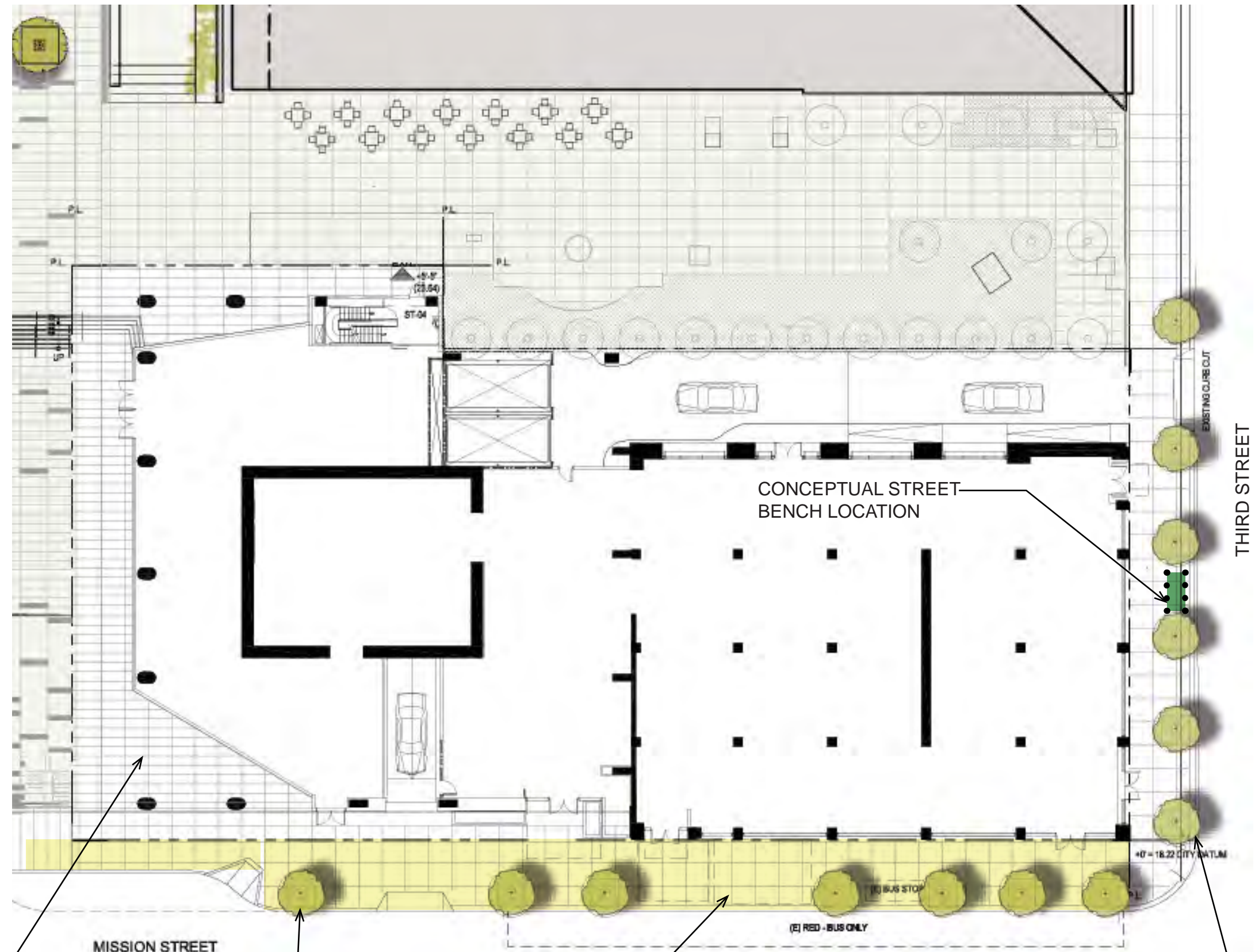
Per Section 138.1 of the Planning Code (Downtown Streetscape Plan), Mission Street is designated as a "Special Level Street", and Third Street a "Second Level Street".

Sidewalk width along Mission Street is 15' and width along Third Street is 14', both per Downtown Streetscape Plan.

Conceptual landscape and improvements include the following:

- A total of 13 new street trees and grates along Third Street and Mission Street
- Street bench on Third Street in line with Yerba Buena Community Benefit District neighborhood furniture.
- Continuation of existing distinctive sidewalk paving along Jessie Square down Mission Street.

Between tree wells, a pervious paving system is to be installed within the curb side furniture and planting zone along Mission and Third Street.



NEW PAVING THIS AREA TO MATCH (E) JESSIE SQUARE

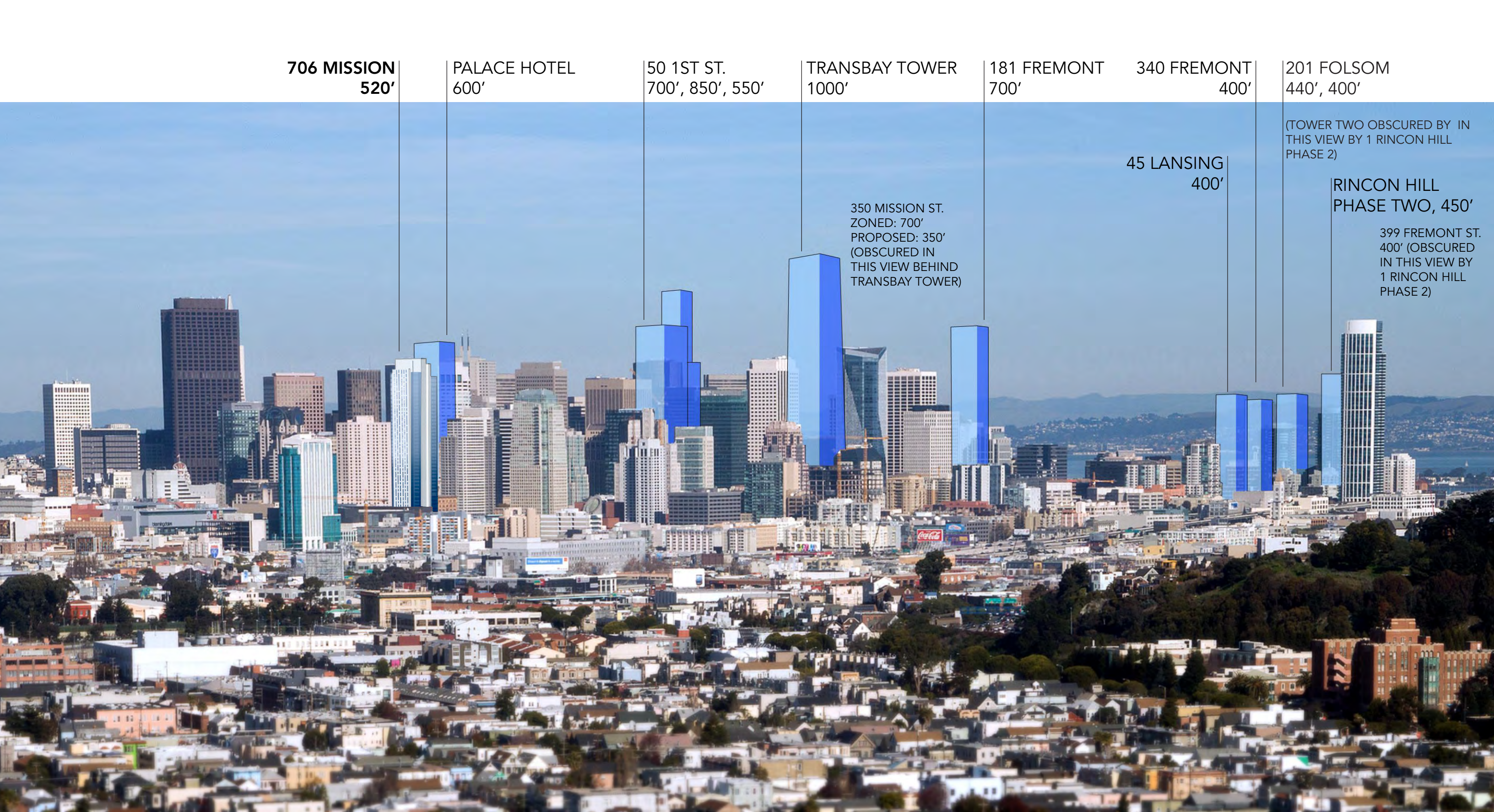
NEW STREET TREES ALONG MISSION STREET (Callery Pear Trees)

NEW PAVING PATTERN ALONG MISSION STREET TO MATCH PATTERN ALONG JESSIE SQUARE

NEW STREET TREES ALONG THIRD STREET (Magnolia Grandiflora Trees)

BUILDING FORM AND MATERIALS





706 MISSION
520'

PALACE HOTEL
600'

50 1ST ST.
700', 850', 550'

TRANSBAY TOWER
1000'

181 FREMONT
700'

340 FREMONT
400'

201 FOLSOM
440', 400'

45 LANSING
400'

(TOWER TWO OBSCURED BY IN THIS VIEW BY 1 RINCON HILL PHASE 2)

RINCON HILL PHASE TWO, 450'

399 FREMONT ST. 400' (OBSCURED IN THIS VIEW BY 1 RINCON HILL PHASE 2)

350 MISSION ST. ZONED: 700' PROPOSED: 350' (OBSCURED IN THIS VIEW BEHIND TRANSBAY TOWER)

NOTE:
PROPOSED BUILDINGS THAT DO NOT AFFECT EXISTING SKYLINE IN THIS VIEW HAVE BEEN OMITTED FOR CLARITY

706 MISSION
520'

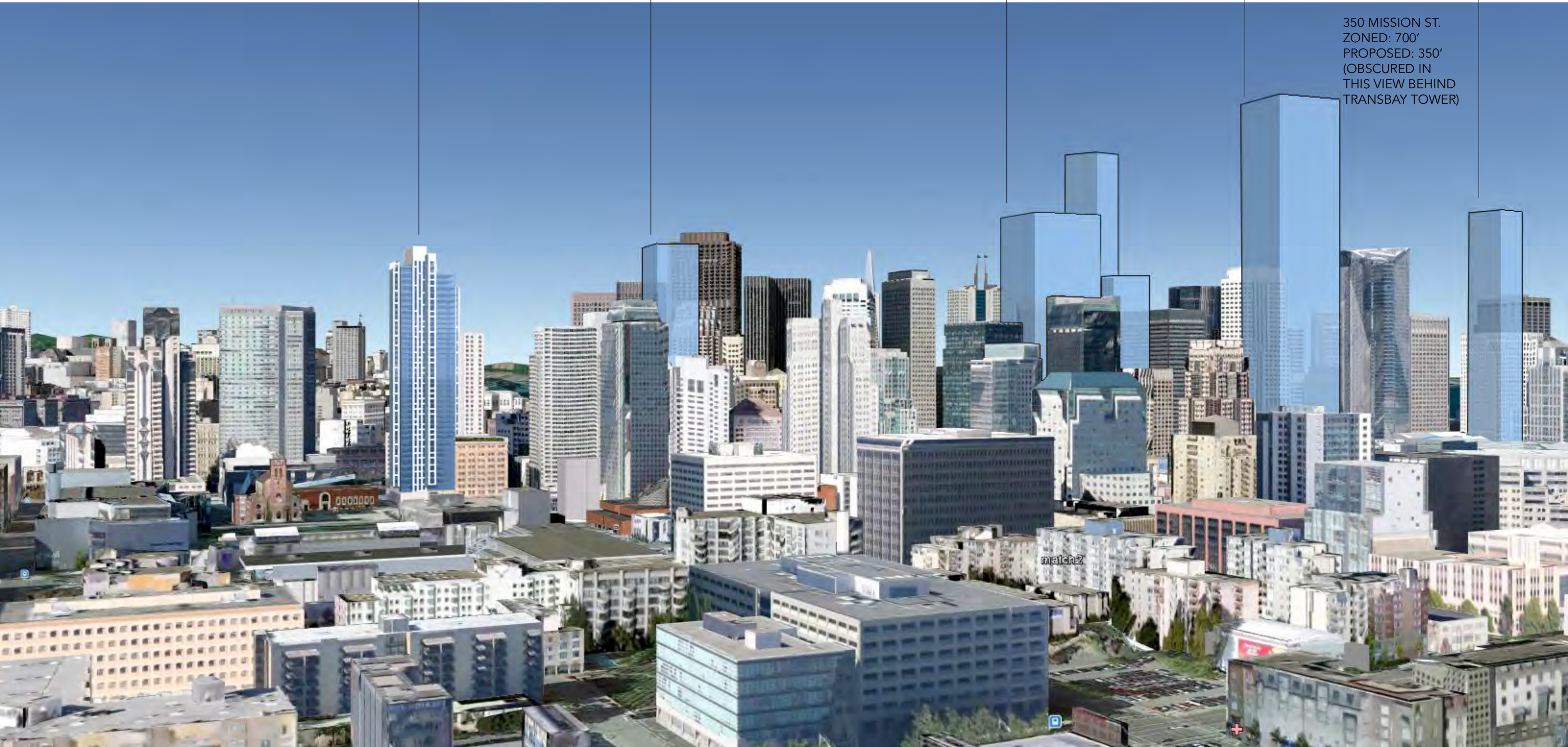
PALACE HOTEL
600'

50 1ST ST.
700', 850', 550'

TRANSBAY TOWER
1000'

181 FREMONT ST.
700'

350 MISSION ST.
ZONED: 700'
PROPOSED: 350'
(OBSURED IN
THIS VIEW BEHIND
TRANSBAY TOWER)



NOTE:
PROPOSED BUILDINGS THAT DO NOT
AFFECT EXISTING SKYLINE IN THIS VIEW
HAVE BEEN OMITTED FOR CLARITY



VIEW FROM MISSION STREET LOOKING SOUTH WEST



VIEW FROM THIRD STREET LOOKING NORTH EAST



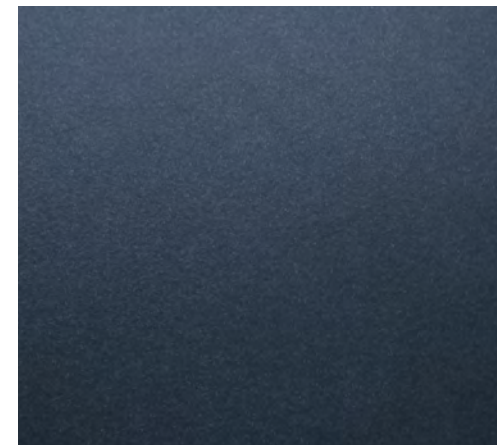
CONCEPTUAL RENDERING OF TOWER MATERIALS



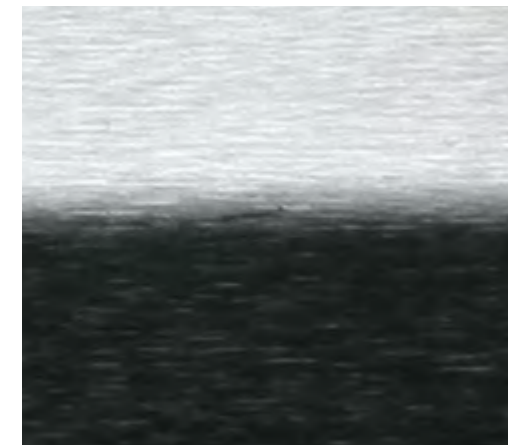
VISUAL MOCK-UP OF TOWER FACADE COMPONENTS



SPLIT-FACE PEARL BLACK GRANITE



GRAPHITE GRAY ALUMINUM PANEL



BRUSHED STAINLESS STEEL



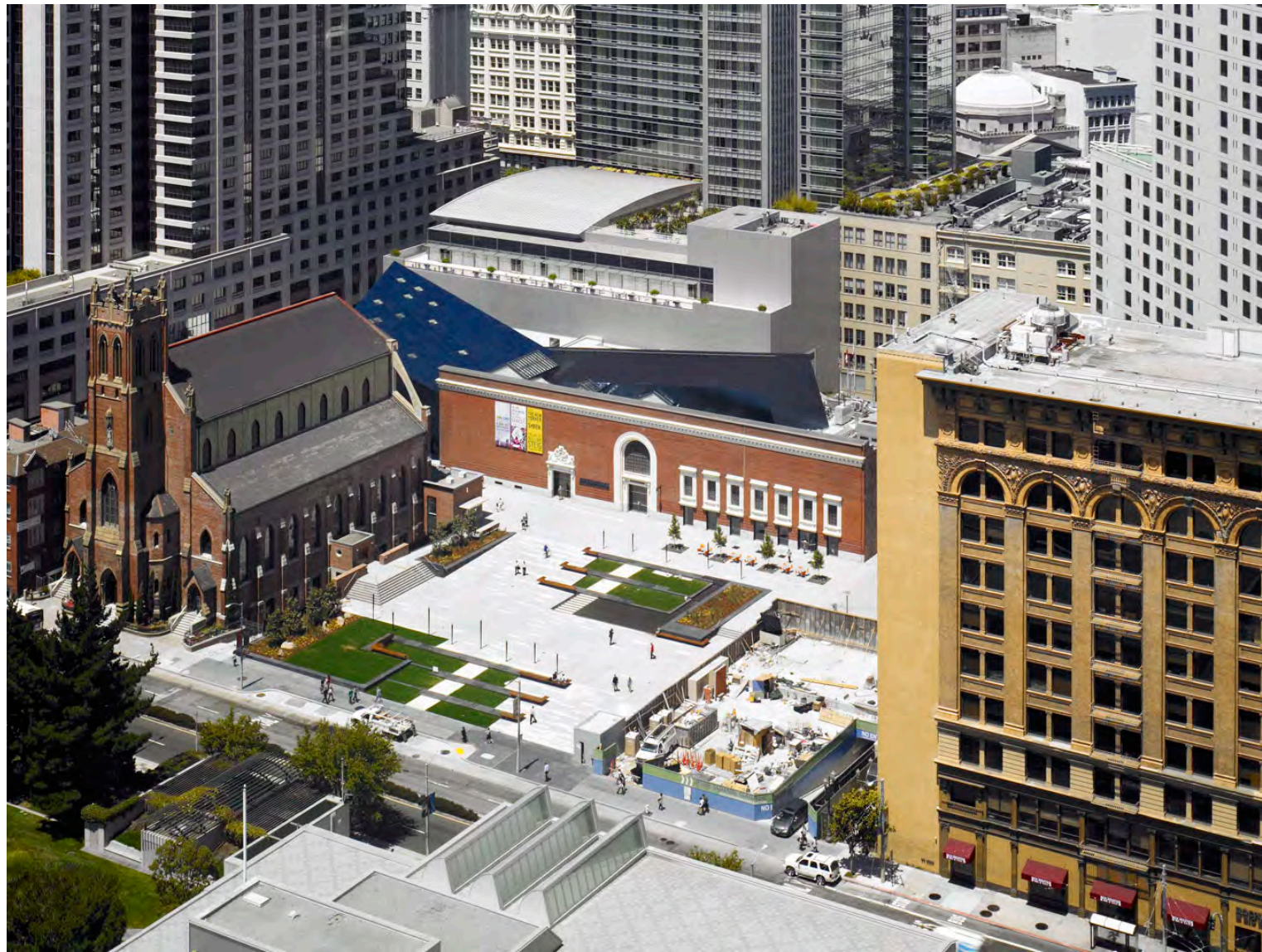
LOW-E HIGH PERFORMANCE INSULATING GLASS UNIT AND BACK-PAINTED SPANDREL PANEL



HONED FINISH WHITE CHEROKEE MARBLE

SHADOW STUDIES AT JESSIE & UNION SQUARES

- JESSIE SQUARE SUMMARY EFFECTS
- JESSIE SQUARE SHADOW STUDIES
-
- UNION SQUARE SUMMARY EFFECTS
- UNION SQUARE SHADOW STUDIES



Spring & Autumn

- Net new project-related shadow at sunrise covers one-quarter of Jessie Square at northeast corner before receding
- By approximately 11:00AM, the project would not cast any net new shadow on the square.

Summer

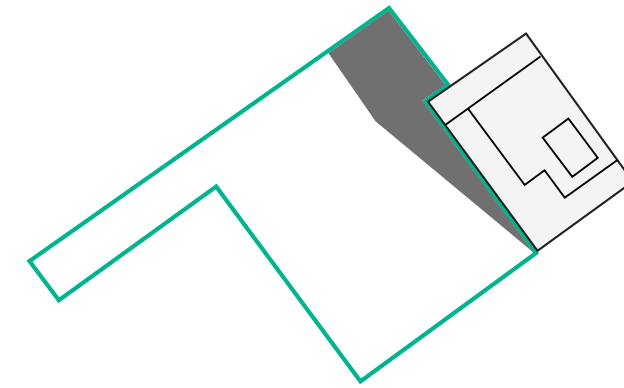
- Net new project-related shadow at sunrise before receding
- By approximately 12:30PM, no net new shadow on the square

Winter

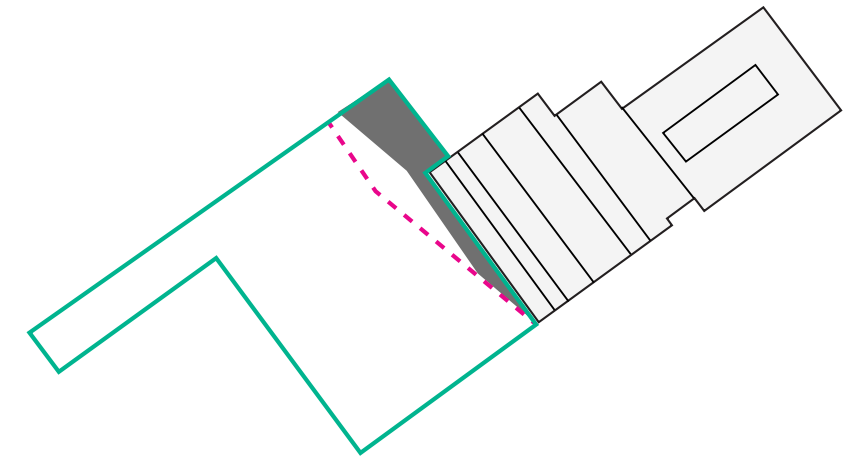
- Net new project-related shadow begins at sunrise and covers only area along the eastern edge of the square before receding
- By approximately 9:30AM, the project would not cast any net new shadow on the square



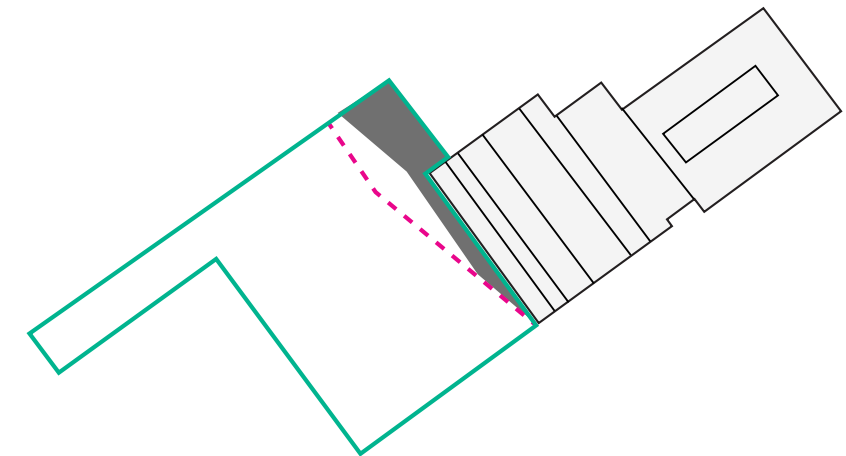
- SHADOW CAST BY PROPOSED PROJECT
- SHADOW CAST ON JESSIE SQUARE BY PROPOSED PROJECT
- JESSIE SQUARE BOUNDARY
- SHADOW CAST BY LEGORRETA'S STAND ALONE MEXICAN MUSEUM PROPOSAL IN 2004
- 351' TOWER ALTERNATIVE



SHADOW CAST BY LEGORRETA'S STAND ALONE MEXICAN MUSEUM PROPOSAL 2004



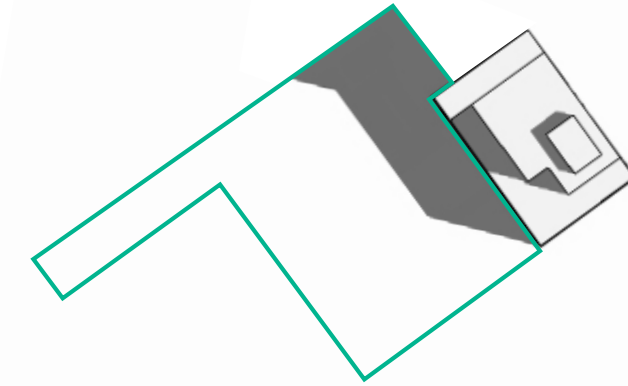
SHADOW CAST ON JESSIE SQUARE BY PROPOSED PROJECT



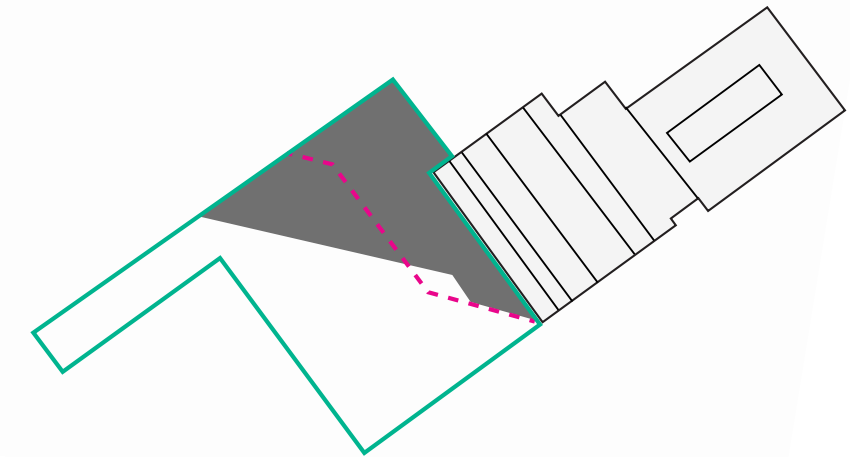
SHADOW CAST BY 351' TOWER ALTERNATIVE



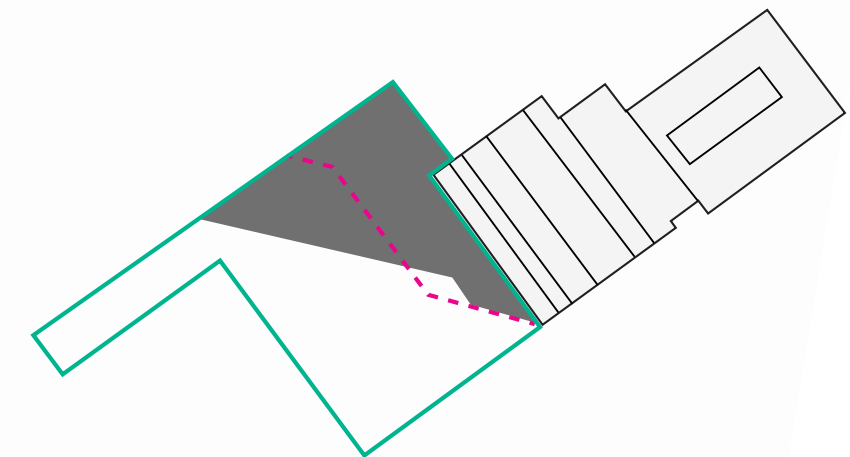
- SHADOW CAST BY PROPOSED PROJECT
- SHADOW CAST ON JESSIE SQUARE BY PROPOSED PROJECT
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- SHADOW CAST BY LEGORRETA'S STAND ALONE MEXICAN MUSEUM PROPOSAL IN 2004
- 351' TOWER ALTERNATIVE



SHADOW CAST BY LEGORRETA'S STAND ALONE MEXICAN MUSEUM PROPOSAL 2004



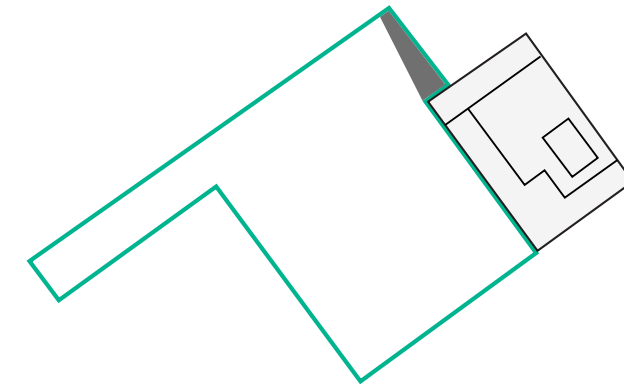
SHADOW CAST ON JESSIE SQUARE BY PROPOSED PROJECT



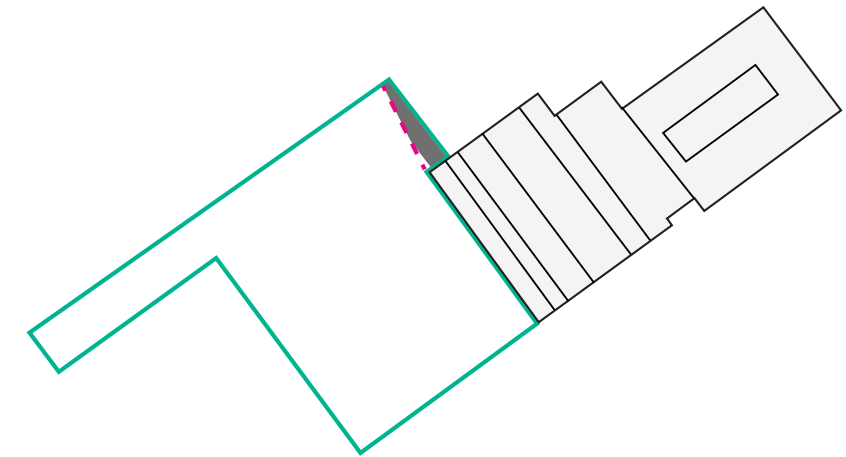
SHADOW CAST BY 351' TOWER ALTERNATIVE



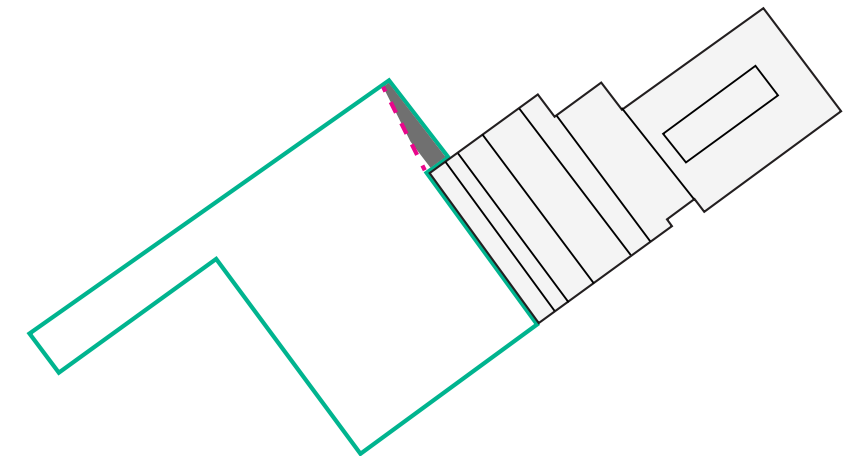
- SHADOW CAST BY PROPOSED PROJECT
- SHADOW CAST ON JESSIE SQUARE BY PROPOSED PROJECT
- JESSIE SQUARE BOUNDARY
- SHADOW CAST BY LEGORRETA'S STAND ALONE MEXICAN MUSEUM PROPOSAL IN 2004
- 351' TOWER ALTERNATIVE



SHADOW CAST BY LEGORRETA'S STAND ALONE MEXICAN MUSEUM PROPOSAL 2004



SHADOW CAST ON JESSIE SQUARE BY PROPOSED PROJECT



SHADOW CAST BY 351' TOWER ALTERNATIVE

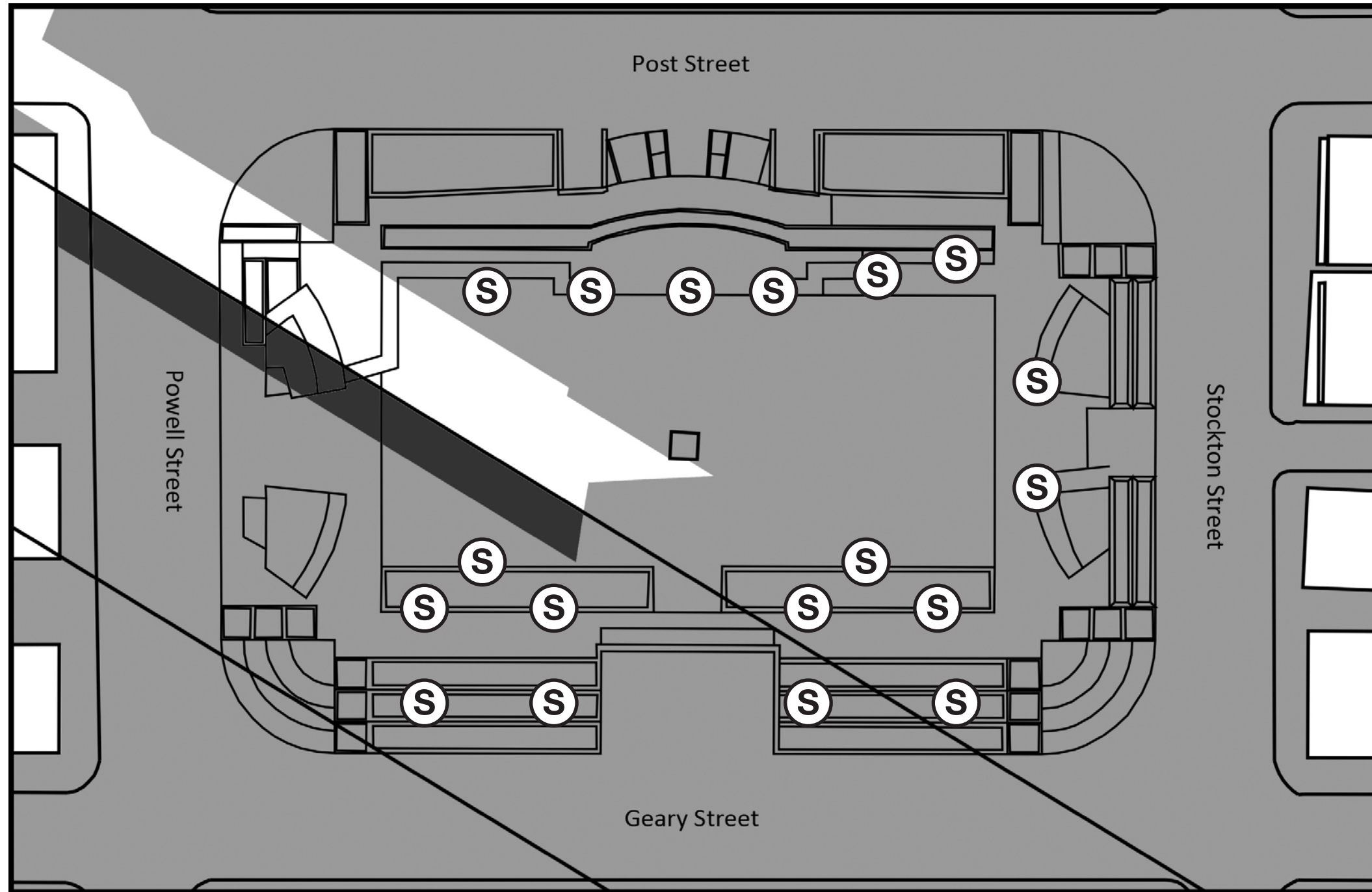
SHADOWS ON UNION SQUARE

- Proposed project would **not** cast net new shadow on Union Square after 9:30am on any day during the year
- Project would cast net new shadow on Union Square during morning hours from early October through early November, and from early February through early March



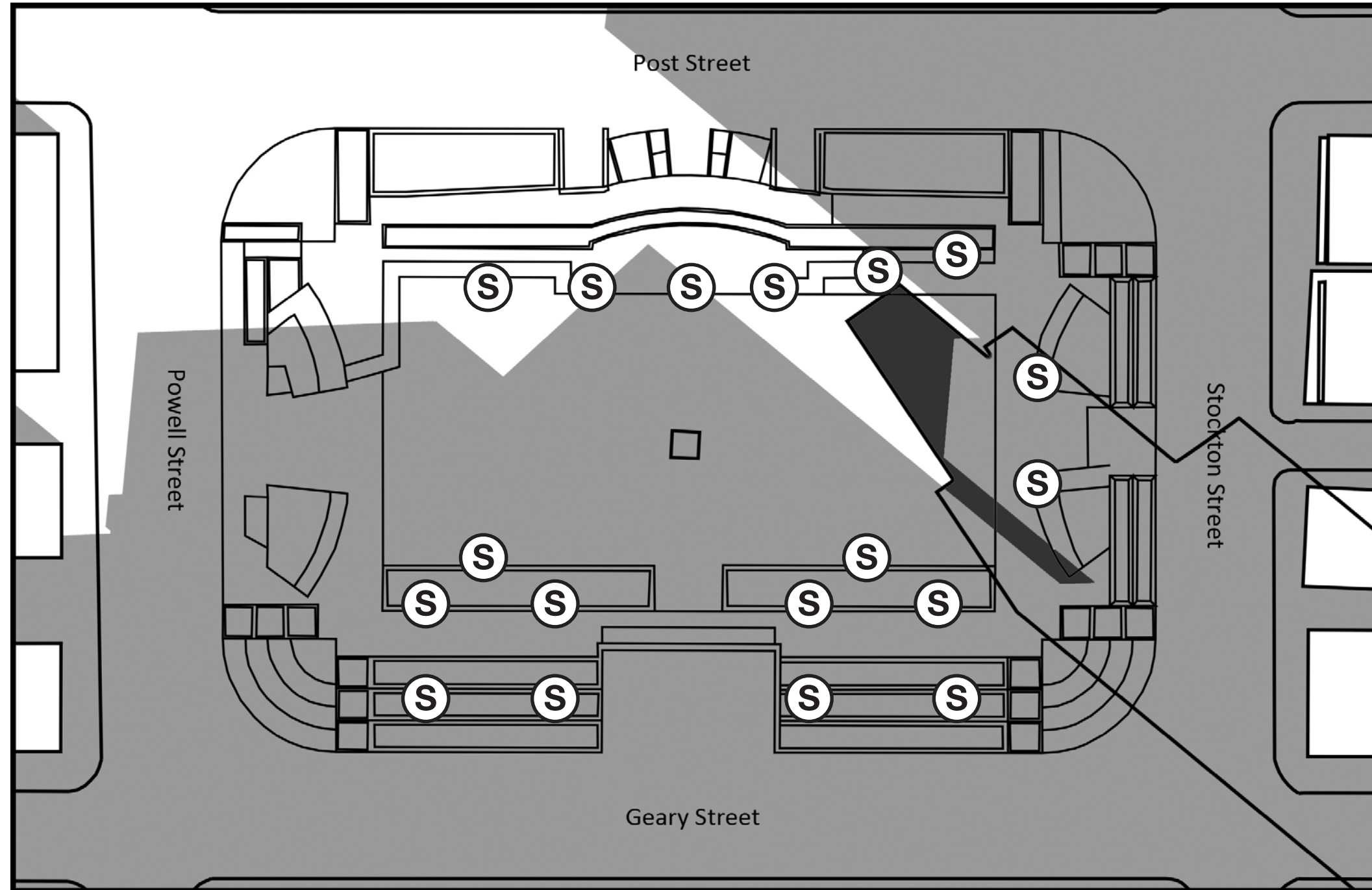
Union Square is most heavily used from late morning through early evening, and the proposed project would not cast new shadow on the park after 9:30 am, making the proposed project consistent with the Planning Commission's and the Recreation and Park Commission's qualitative standard for Union Square calling for the preservation of mid-day sun.

**PROJECT SHADOW
ON UNION SQUARE**
OCTOBER 18, 8:30am



- EXISTING SHADOWS
- NET NEW PROJECT SHADOW
- S SEATING ON UNION SQUARE

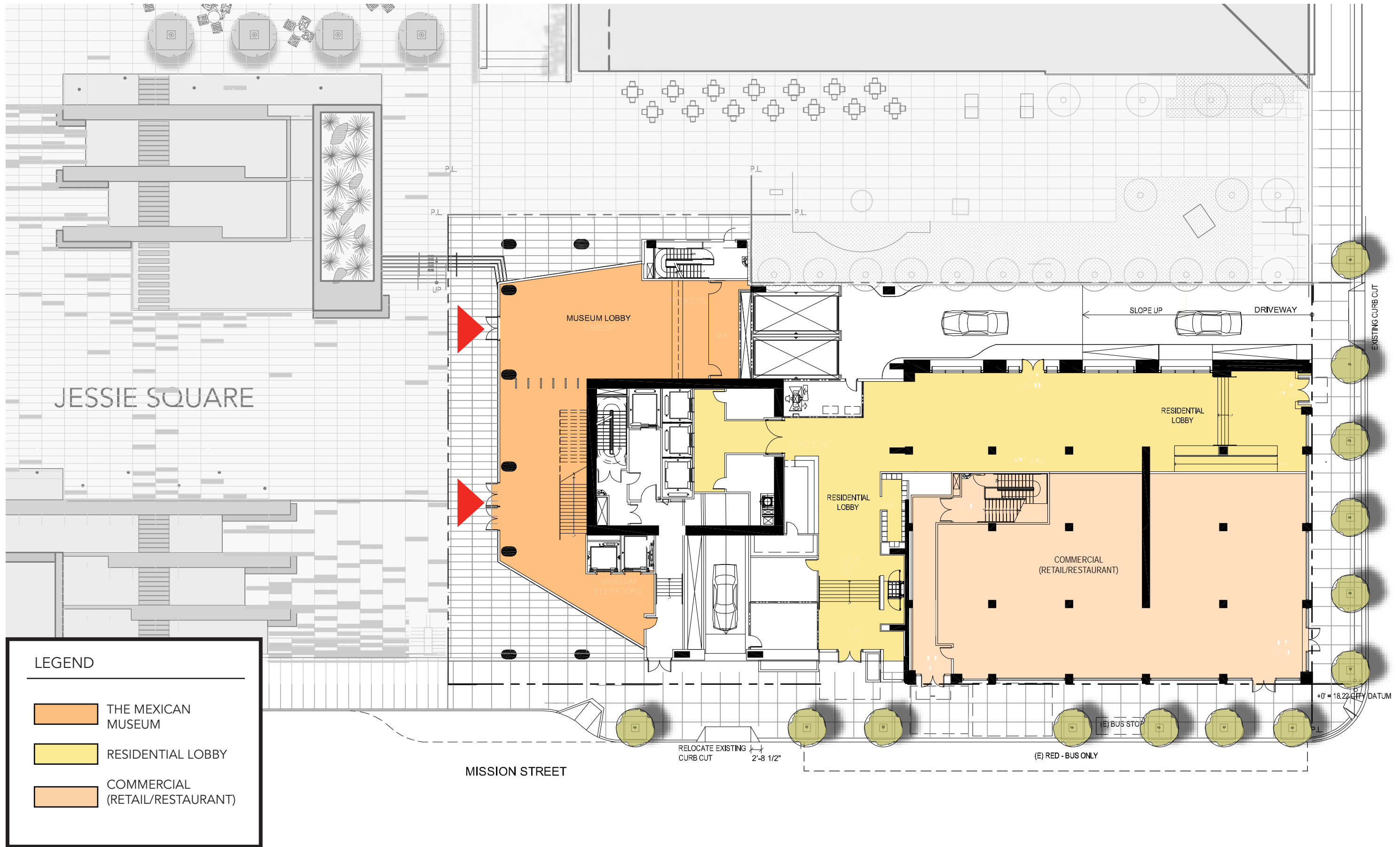
**PROJECT SHADOW
ON UNION SQUARE**
OCTOBER 18, 9:15am



- EXISTING SHADOWS
- NET NEW PROJECT SHADOW
- S SEATING ON UNION SQUARE

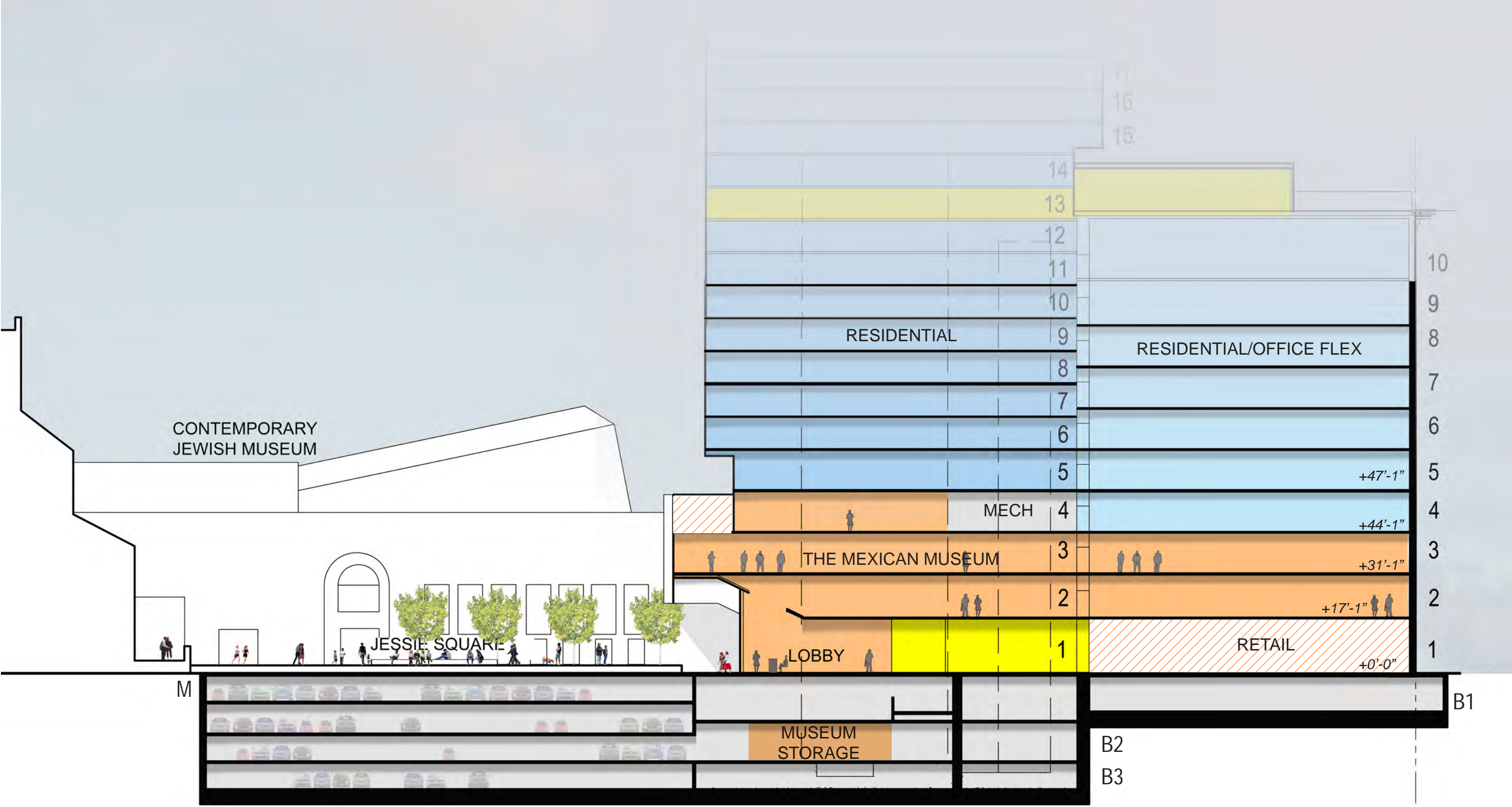
THE MEXICAN MUSEUM





LEGEND

- THE MEXICAN MUSEUM
- RESIDENTIAL LOBBY
- COMMERCIAL (RETAIL/RESTAURANT)



HISTORIC BUILDING REHABILITATION

SUMMARY OF ARCHITECTURAL DESIGN INTENT STATEMENT

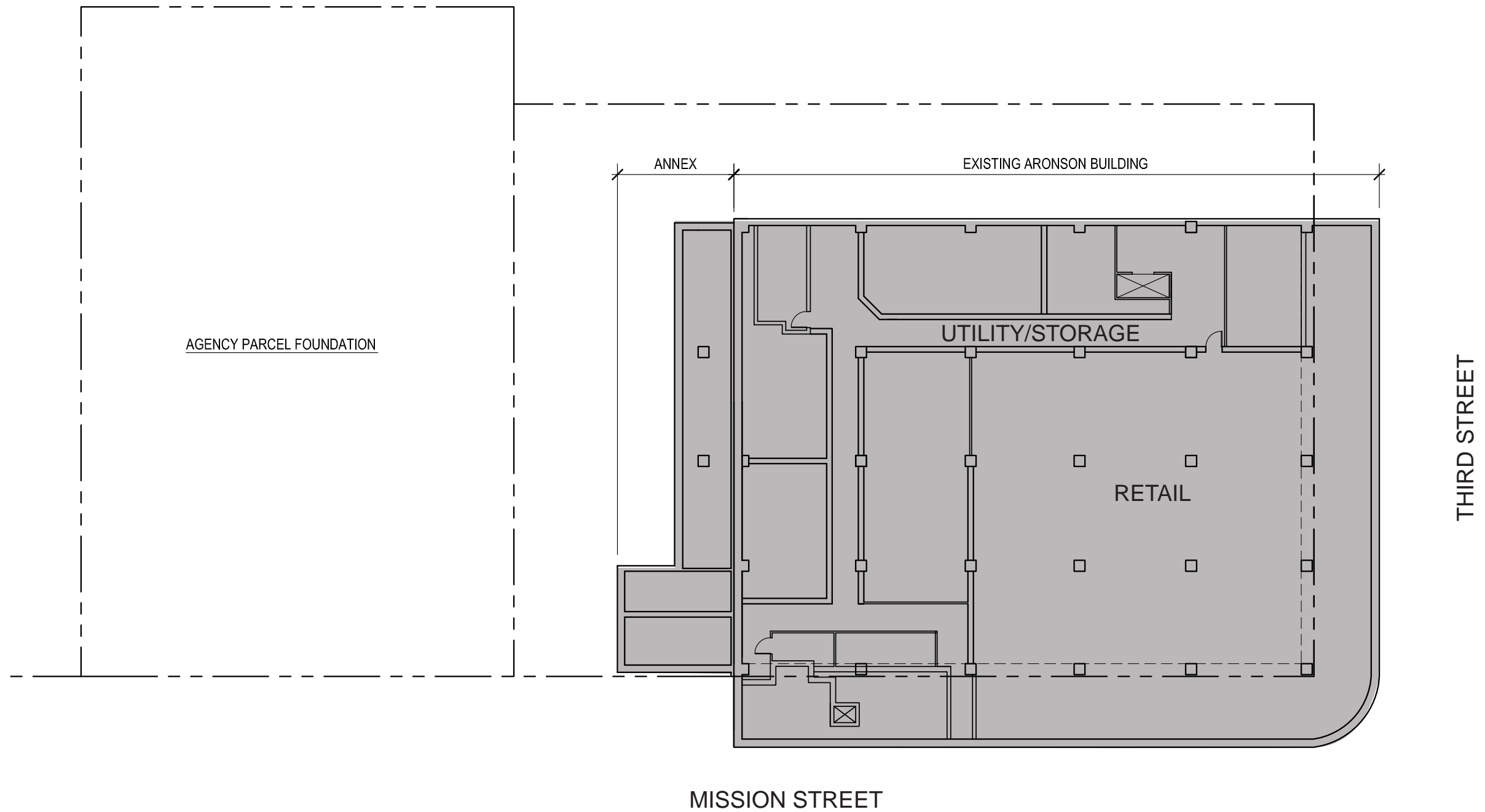
- **New Tower** - form, colors, tones, and materials distinct but complementary to Aronson Building; exterior and interior connections to Aronson Building will maintain visual separation between buildings.
- **New Tower Base** – integrated with surrounding Yerba Buena arts district and gardens; distinct but compatible with Aronson Building
- **Existing Aronson Building** -
 - **South and East Facades** – rehabilitate historically significant façade features
 - **Ground Level** – transparent storefront glazing to activate commercial and pedestrian experience along Mission and Third Streets
 - **Above Ground Levels** – residential amenity outdoor terrace/roof garden; solarium structure set back from cornice lines
 - **Existing Structure** – existing structure upgraded to meet seismic code requirements

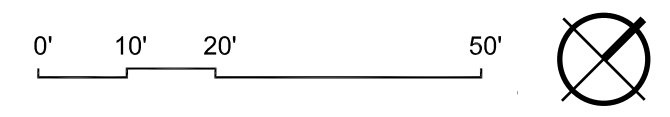
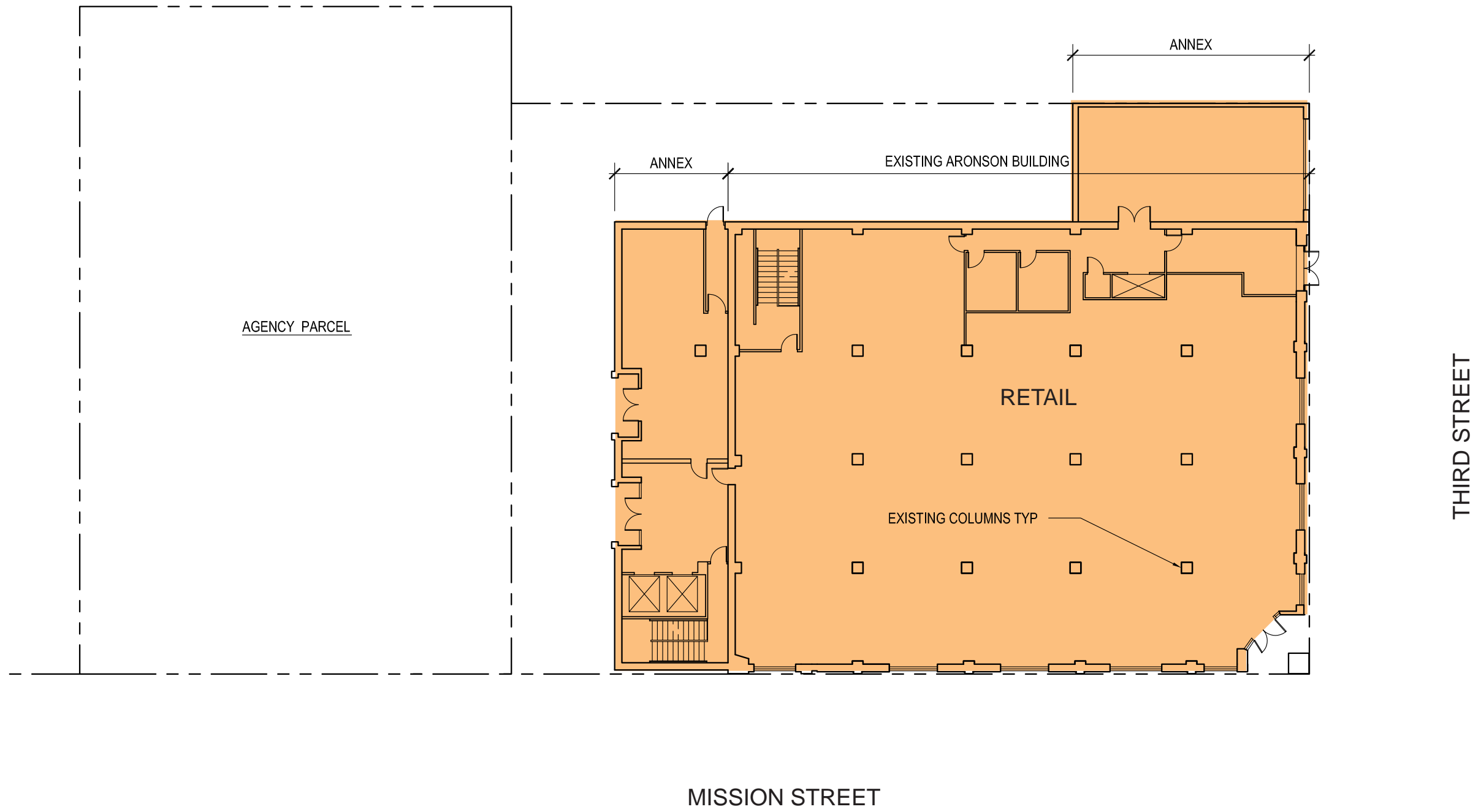


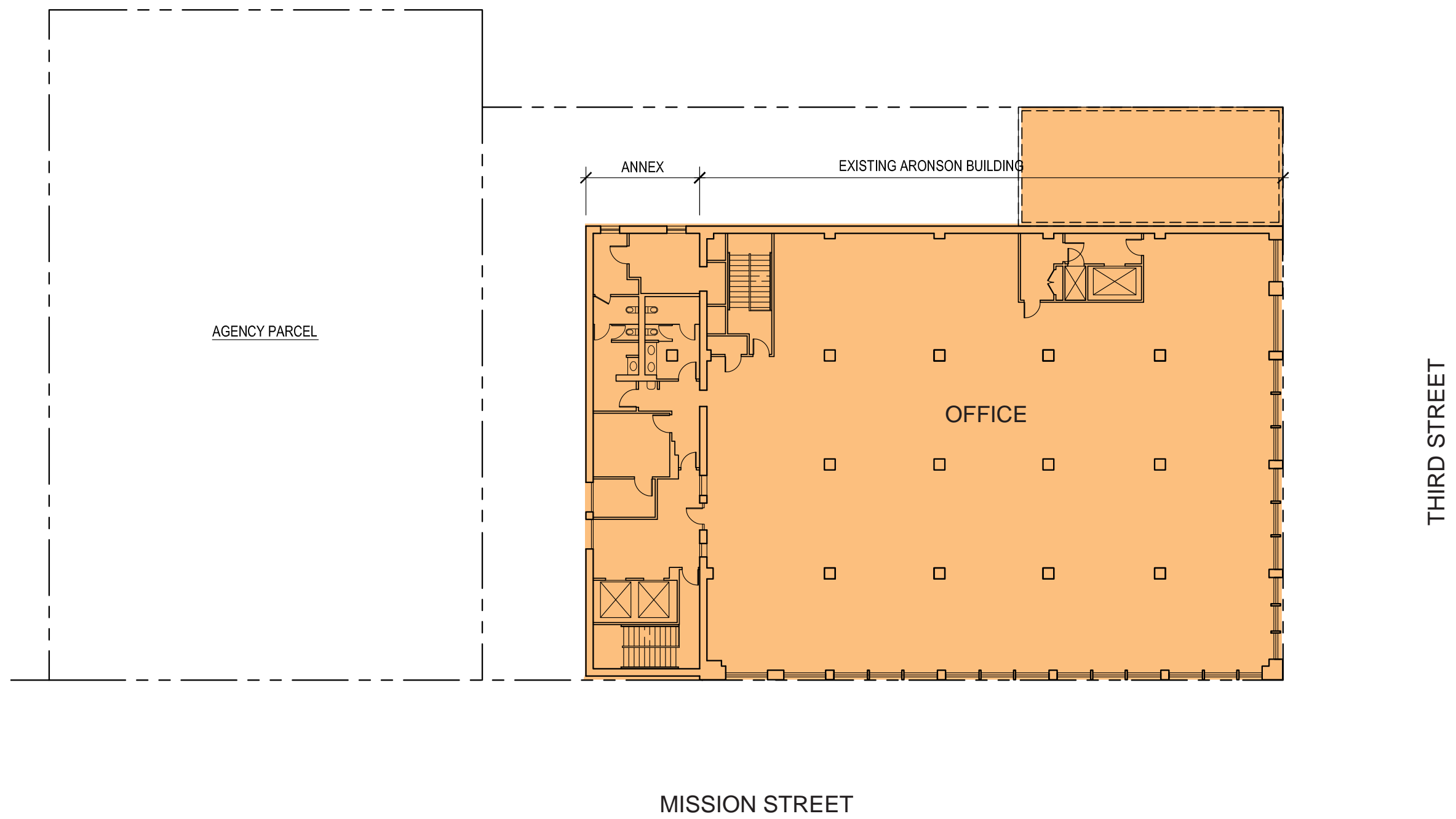
Aronson Building, ca 1910. (Rochester Big and Tall)

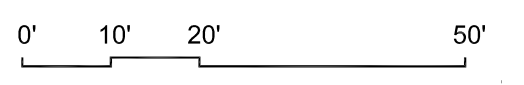
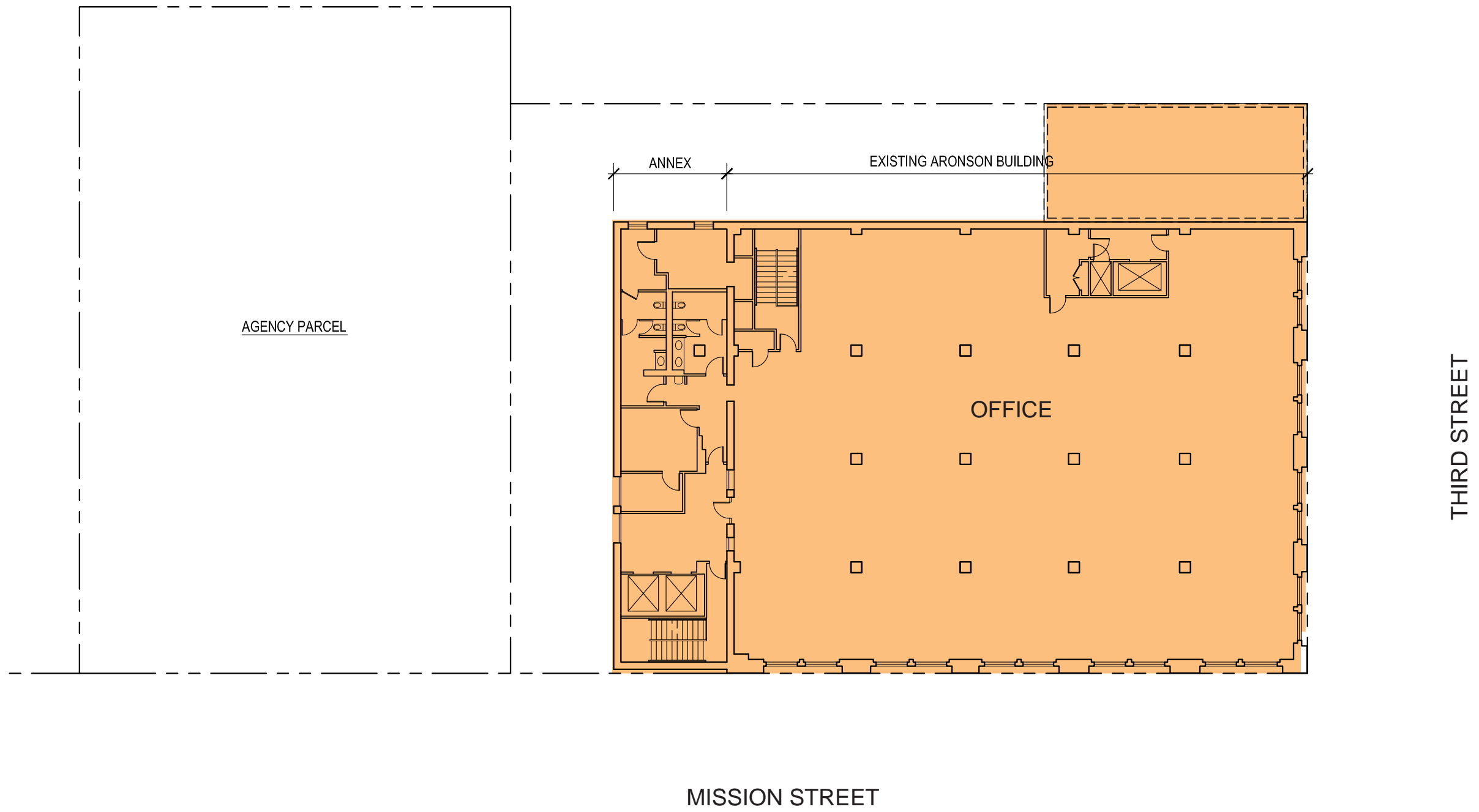


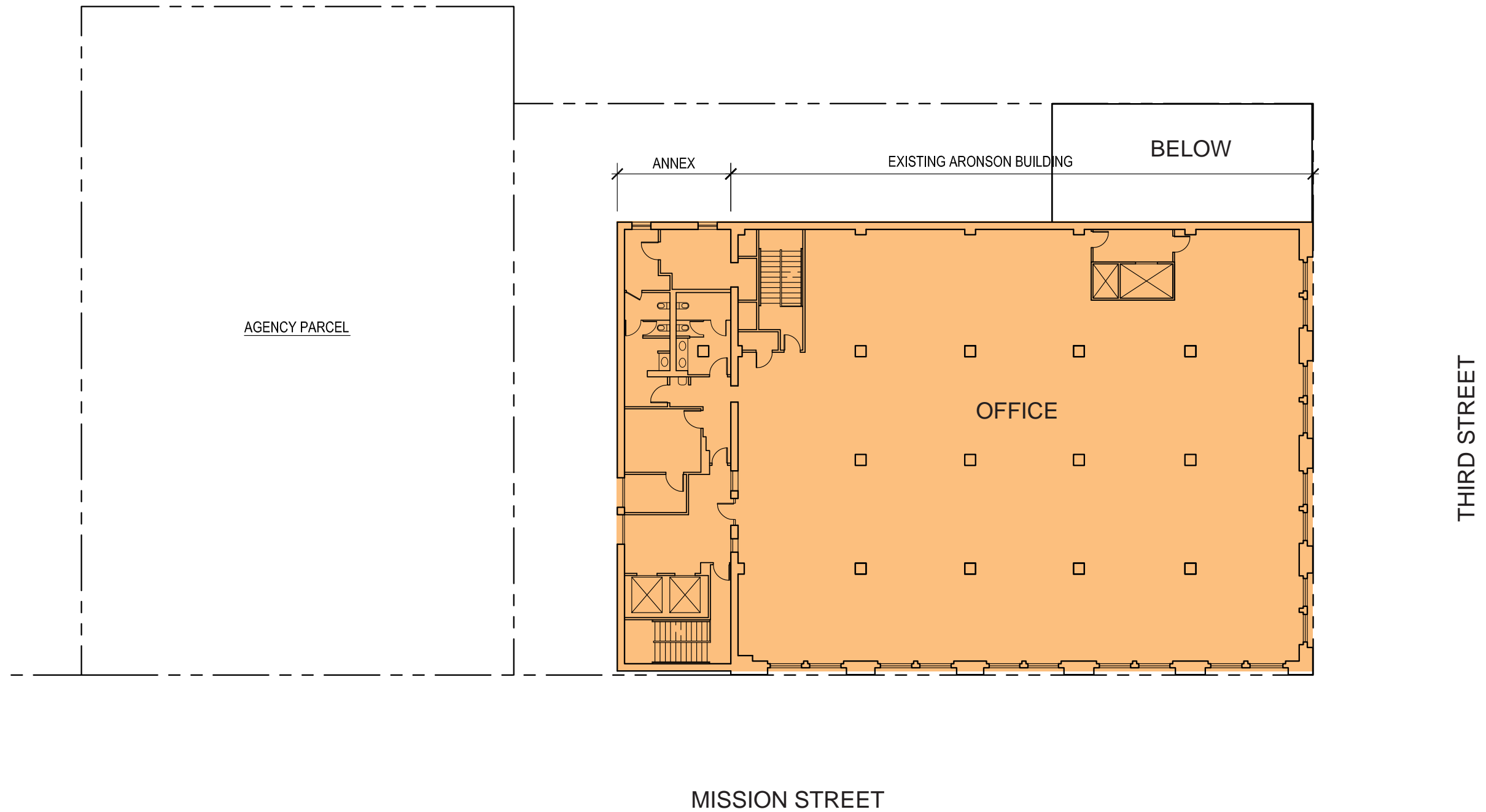
Aronson Building, ca. 2013

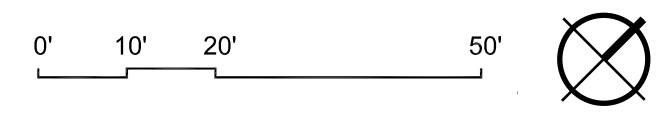
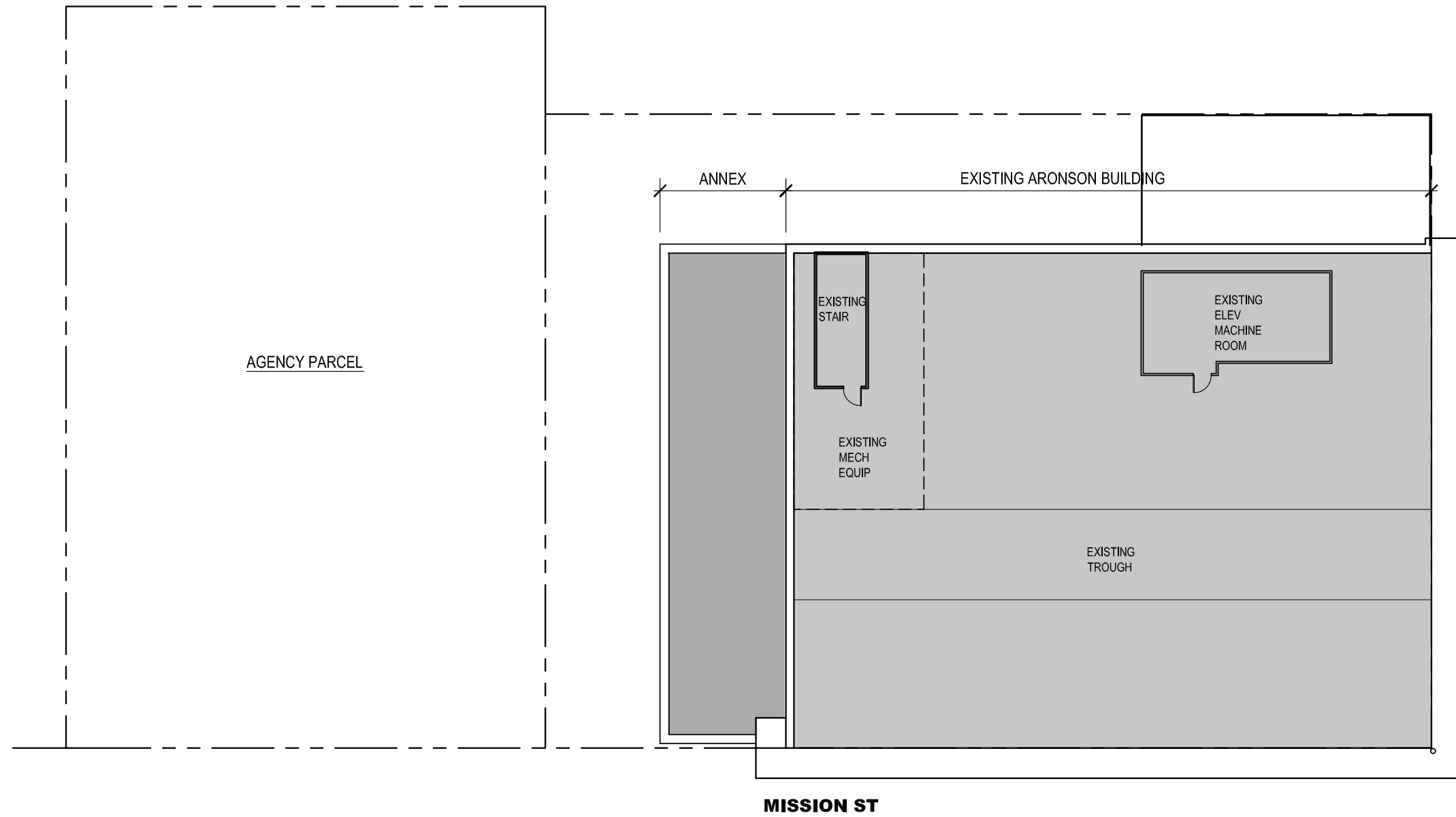


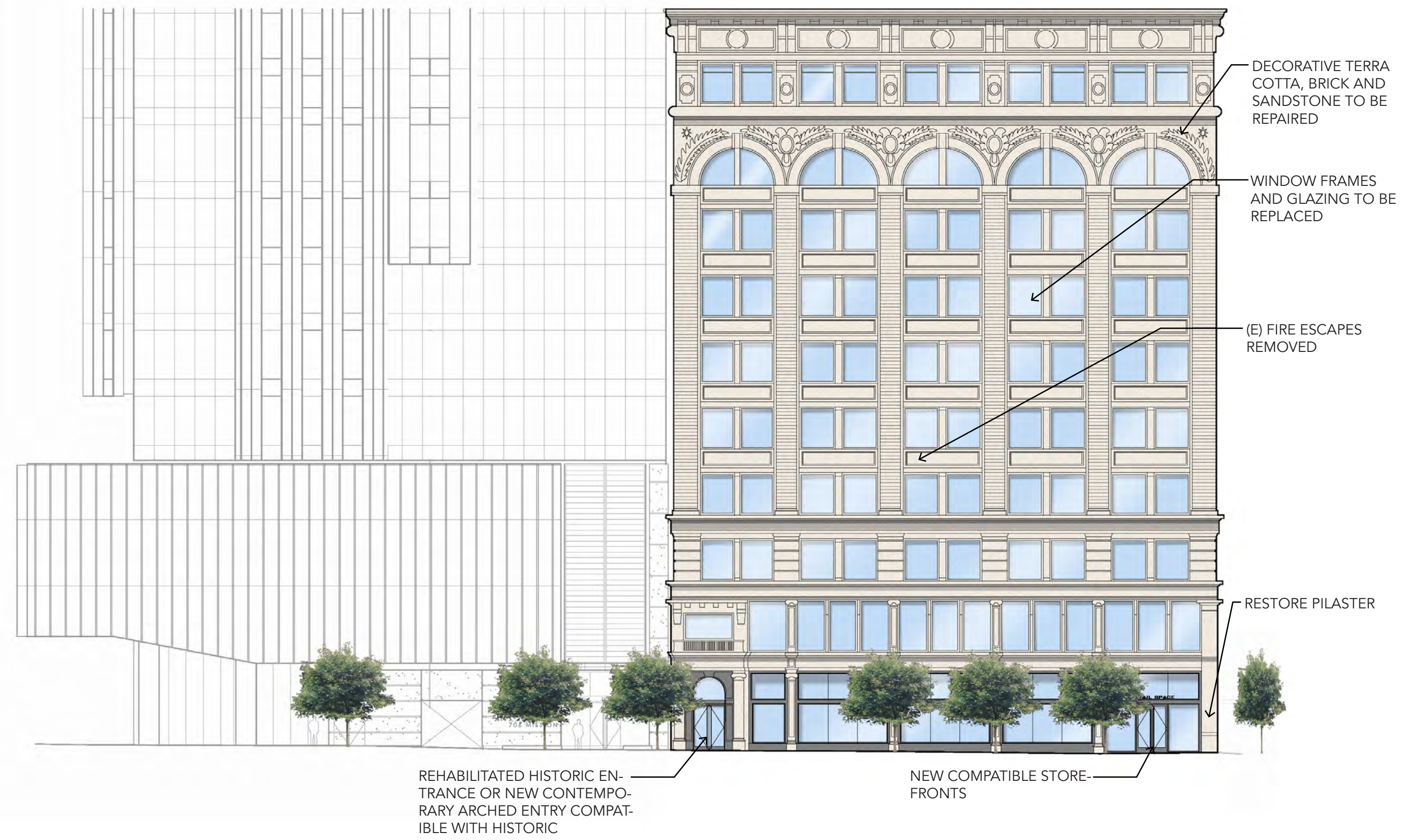












DECORATIVE TERRA COTTA, BRICK AND SANDSTONE TO BE REPAIRED

WINDOW FRAMES AND GLAZING TO BE REPLACED

(E) FIRE ESCAPES REMOVED

RESTORE PILASTER

REHABILITATED HISTORIC ENTRANCE OR NEW CONTEMPORARY ARCHED ENTRY COMPATIBLE WITH HISTORIC

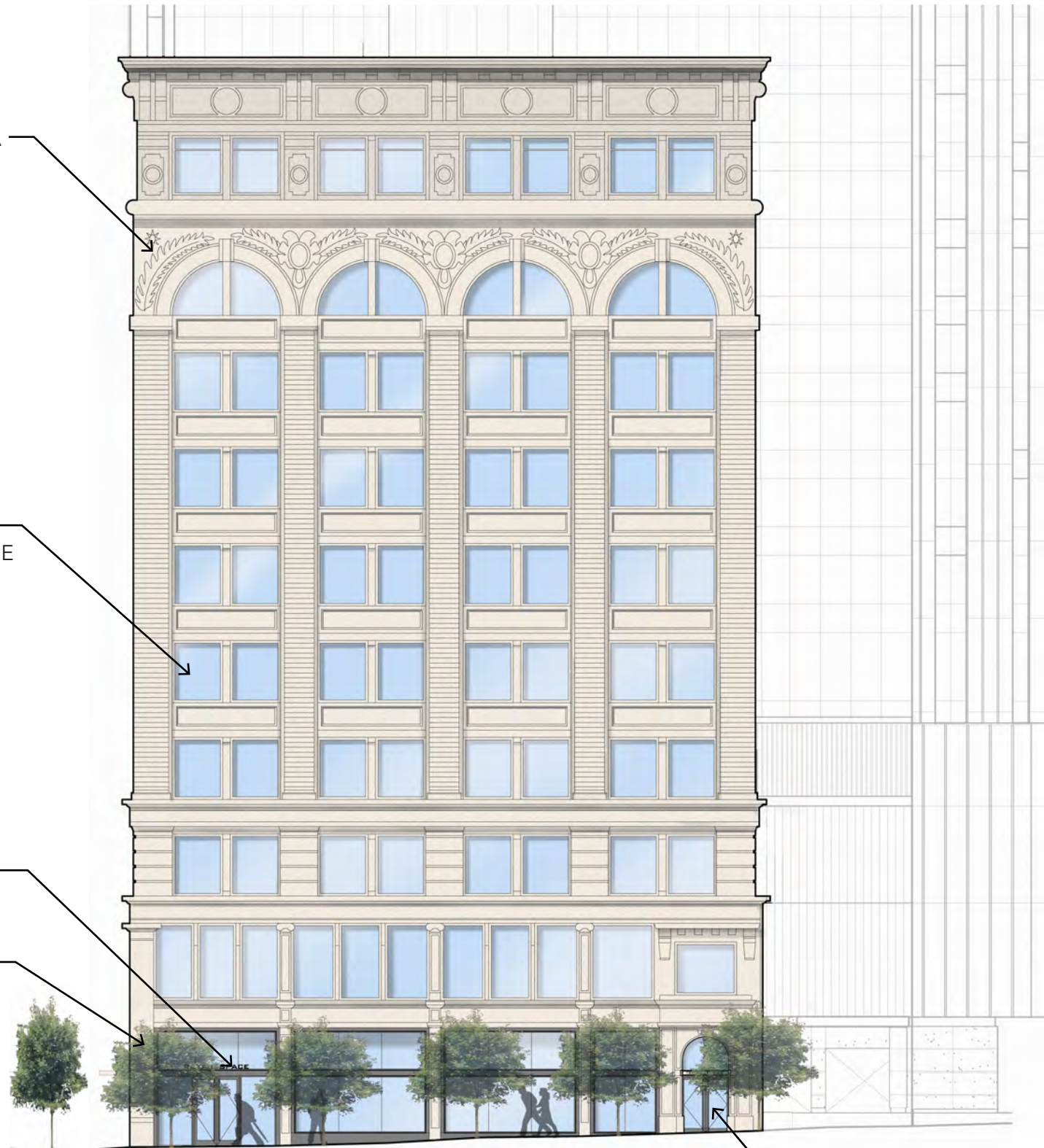
NEW COMPATIBLE STOREFRONTS

DECORATIVE TERRA
COTTA, BRICK AND
SANDSTONE TO BE
REPAIRED

WINDOW FRAMES
AND GLAZING TO BE
REPLACED

NEW COMPATIBLE
STOREFRONTS

RESTORE PILASTER

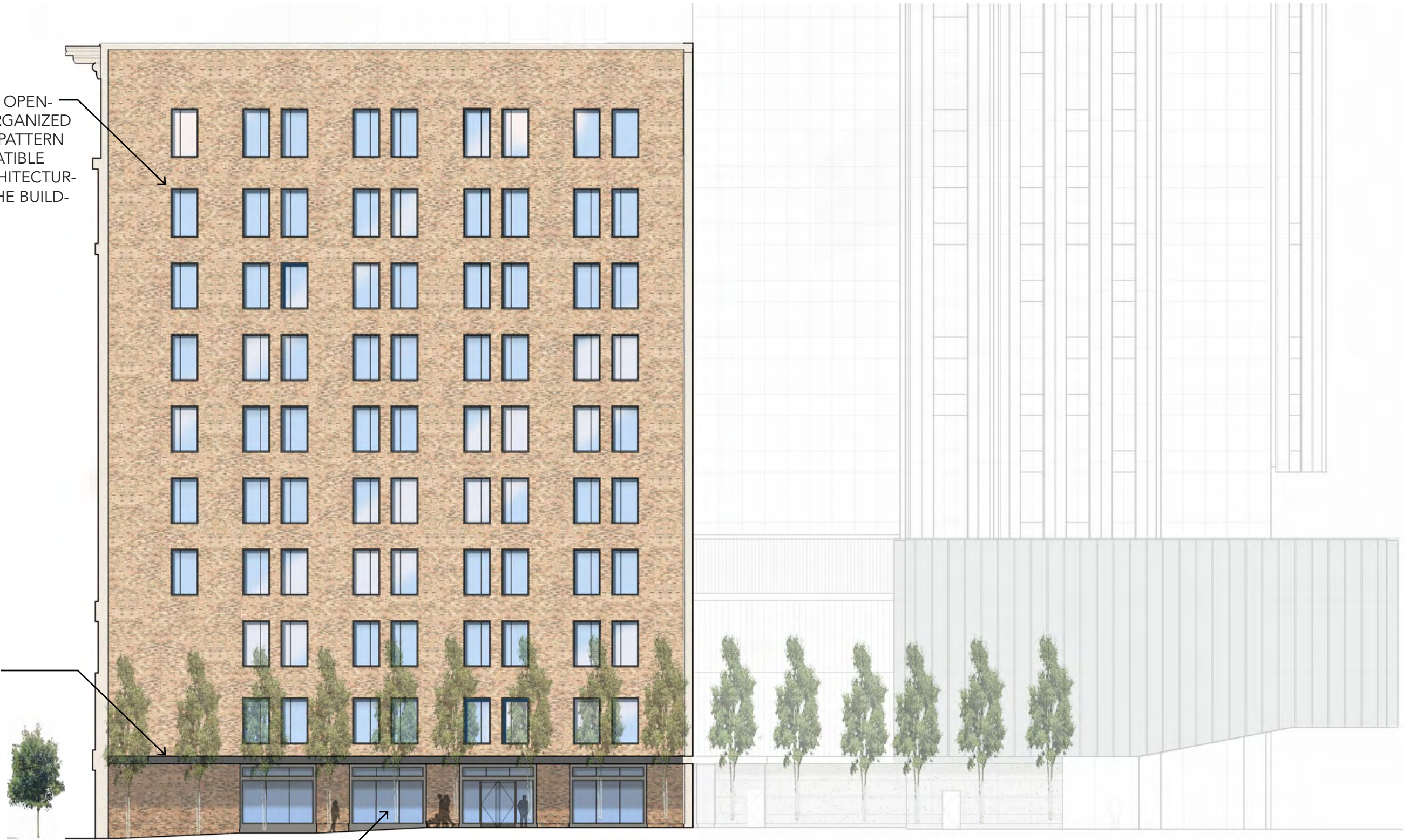


EXISTING HISTORIC
BRONZE ENTRANCE
TO BE RETAINED

NEW WINDOW OPENINGS TO BE ORGANIZED IN A REGULAR PATTERN THAT IS COMPATIBLE WITH THE ARCHITECTURAL STYLE OF THE BUILDING

NEW CANOPY

NEW STOREFRONTS





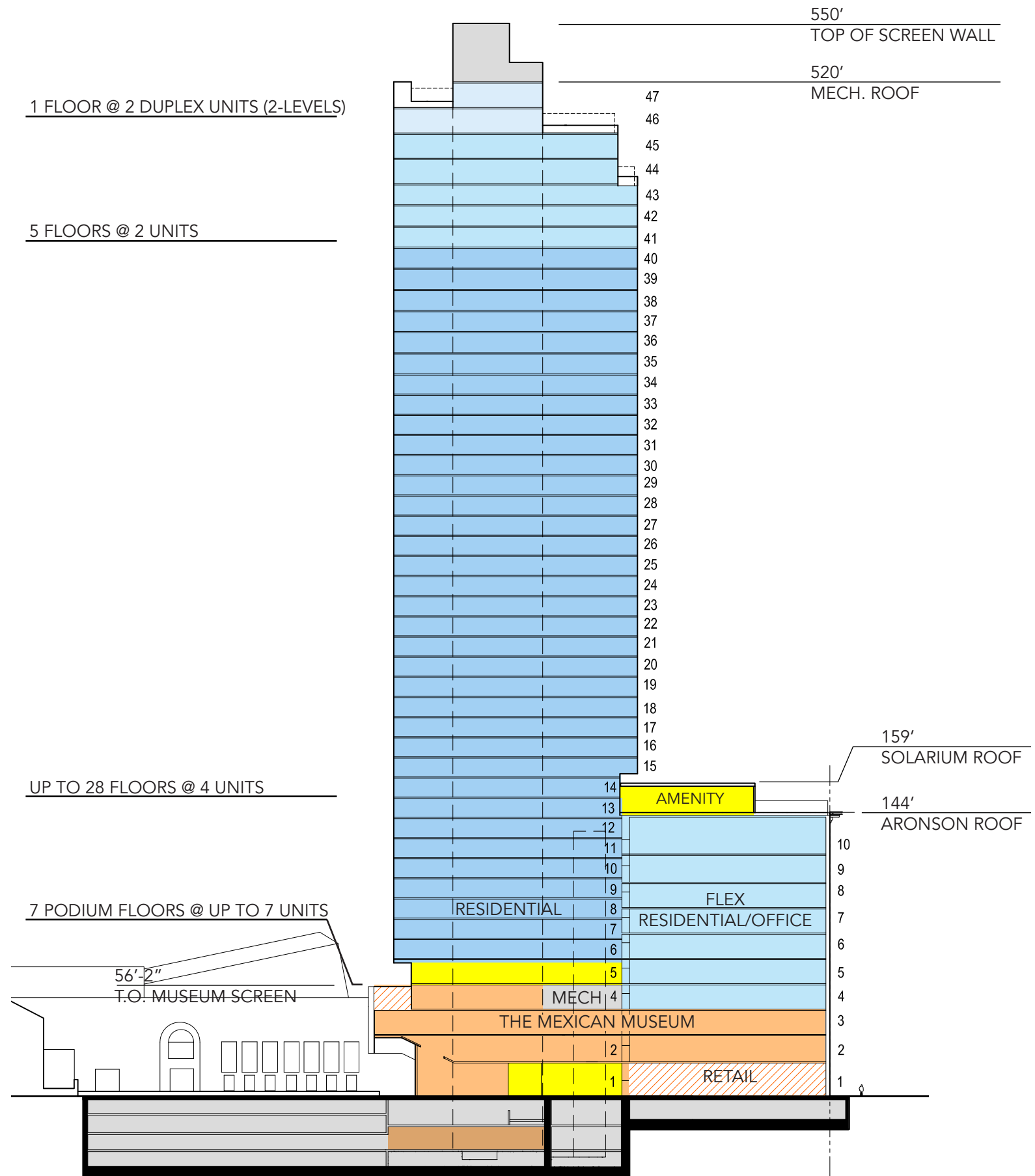
ARCHITECTURAL PLANS & ELEVATIONS

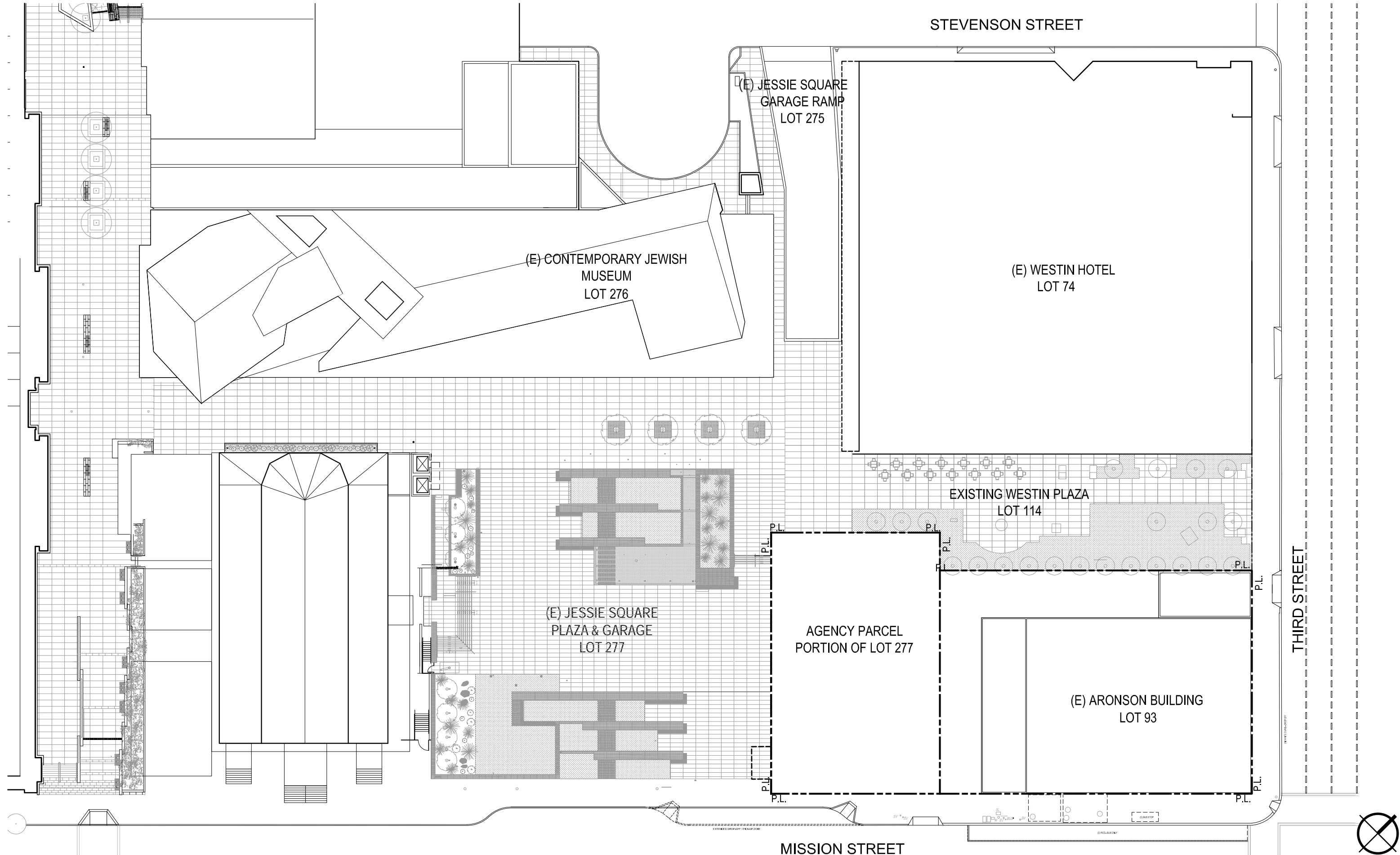
Project Height: 520' to roof, +30' to parapet

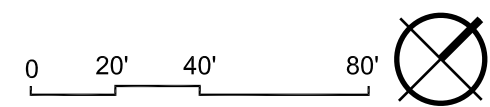
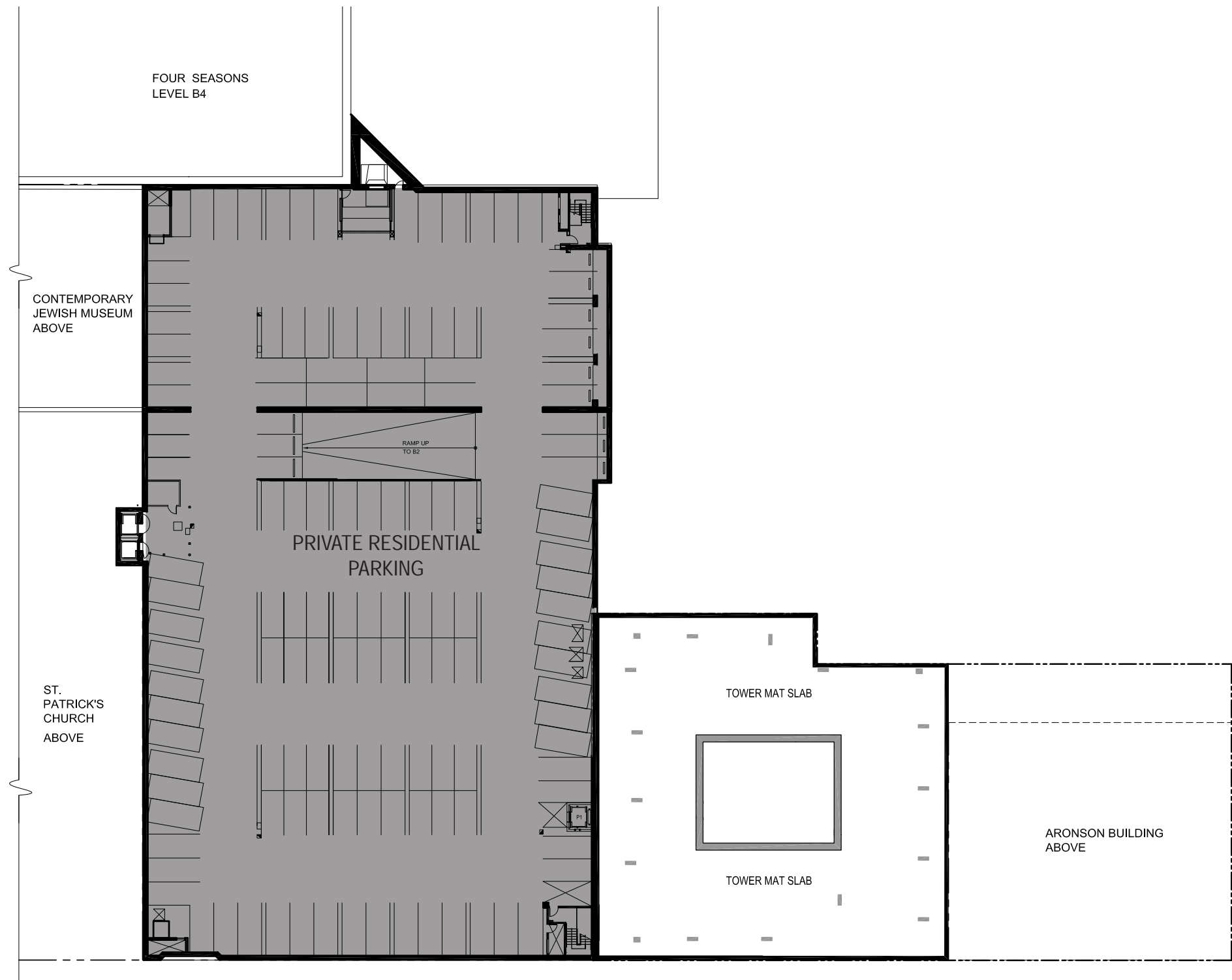
Total Number of Levels: Up to 47

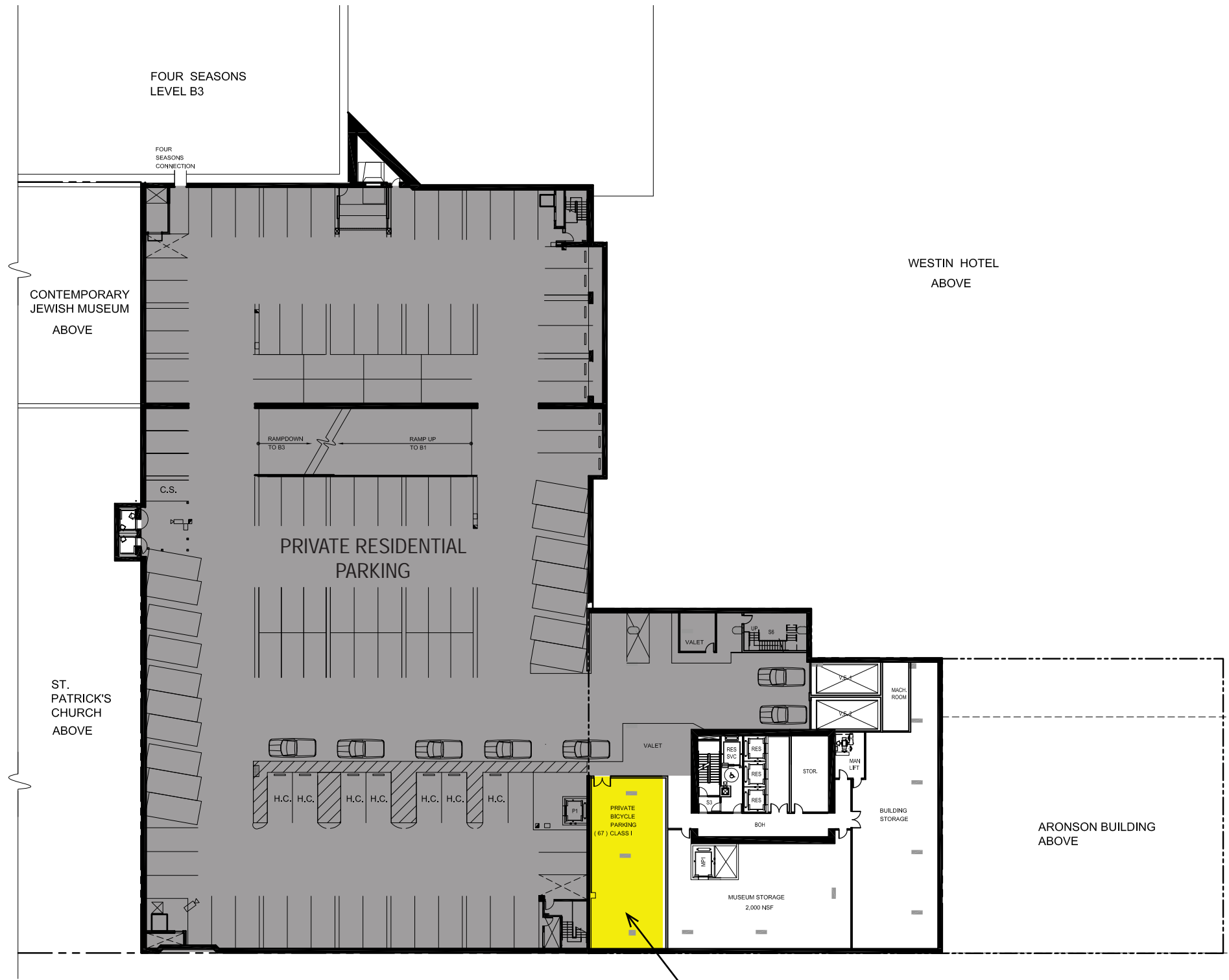
Number of Museum Levels: 4

Sub-grade Parking Levels: 4

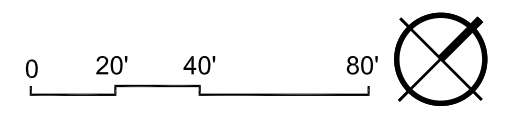


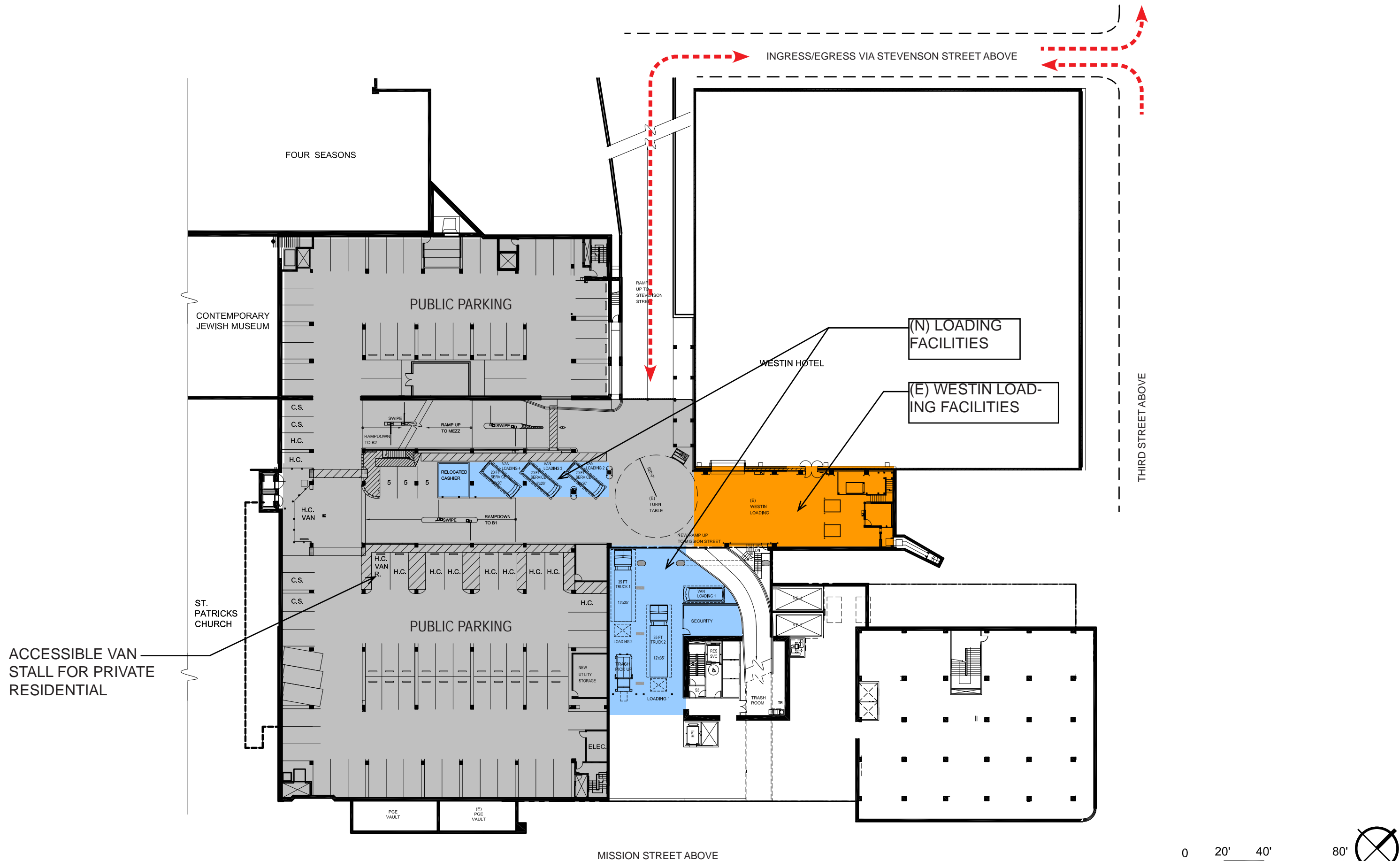






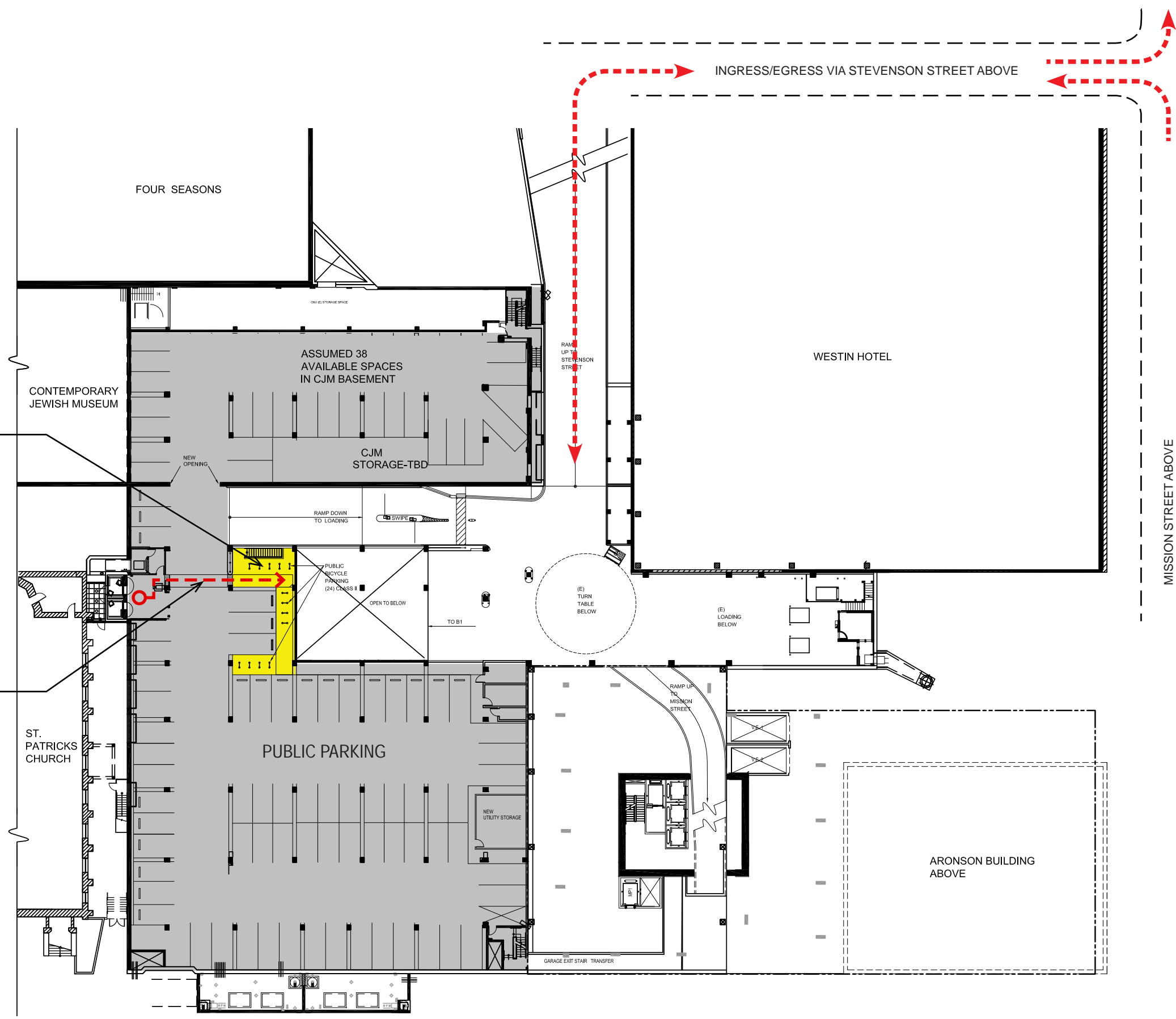
RESIDENTIAL BICYCLE STORAGE
(UP TO 67 CLASS I SPACES)





PUBLIC BICYCLE STORAGE (UP TO 24 CLASS II SPACES)

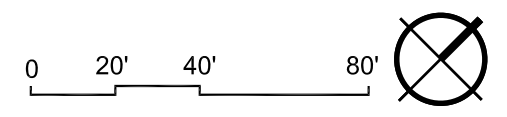
PATH FROM JESSIE SQUARE PUBLIC ELEVATORS TO PUBLIC BICYCLE RACKS

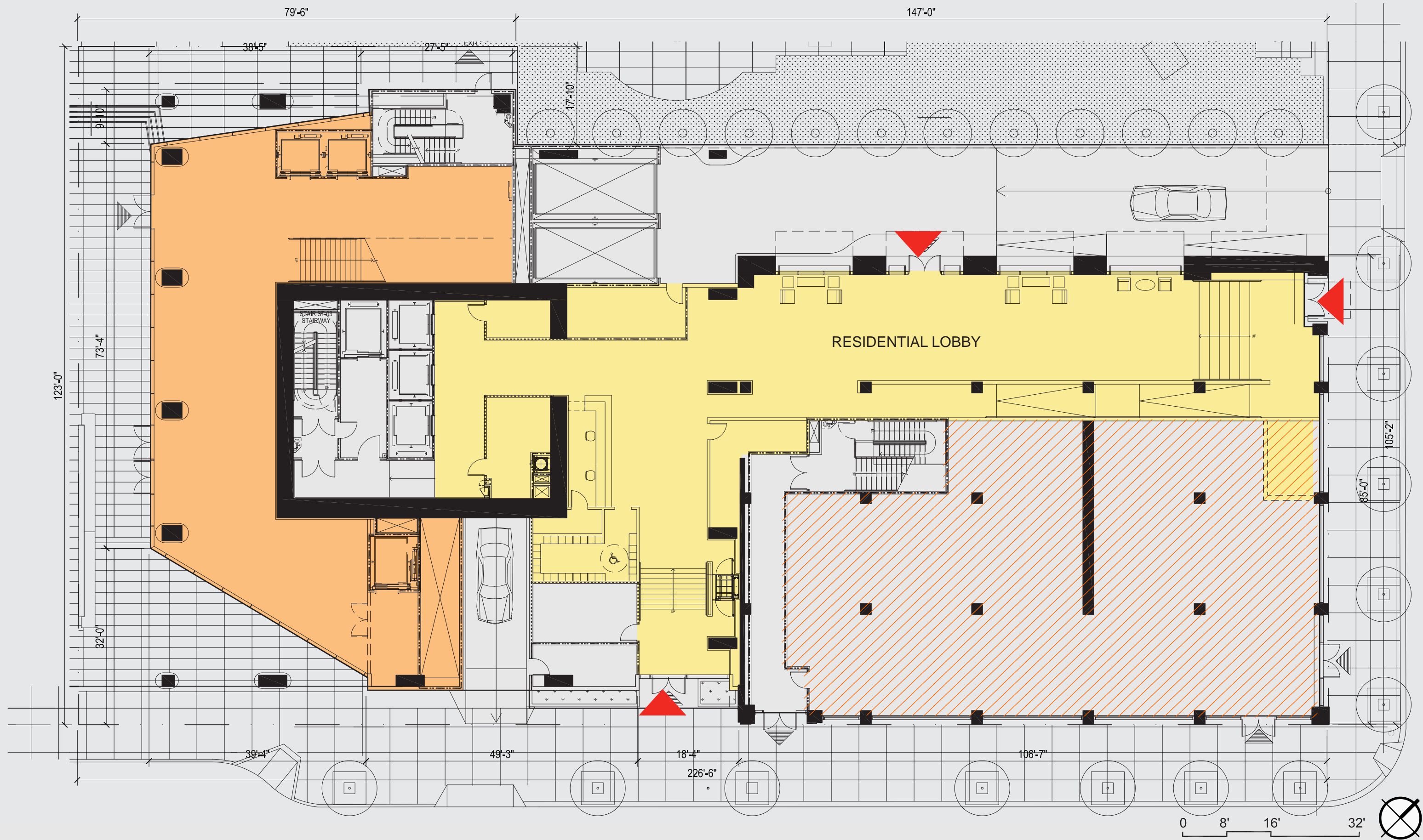


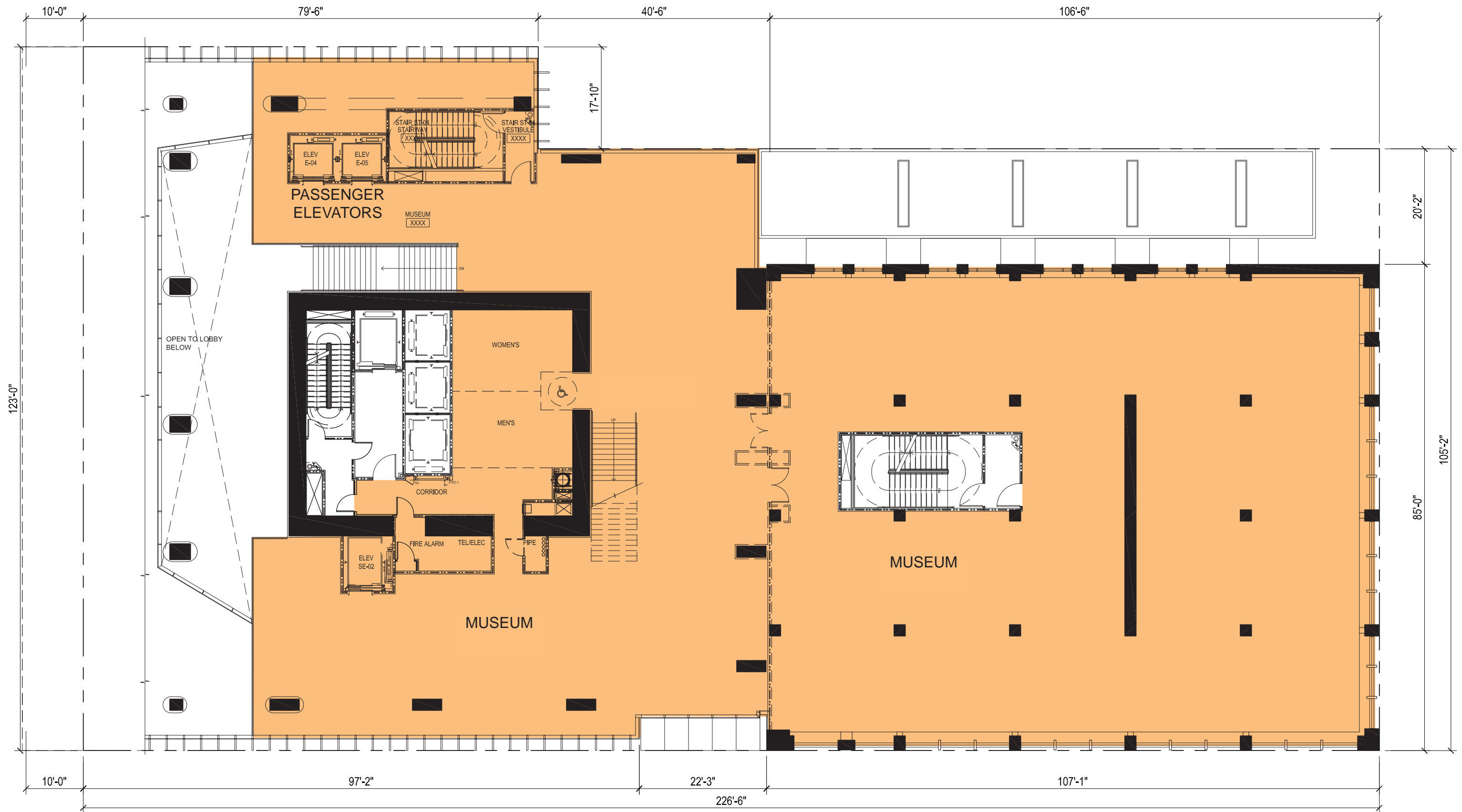
INGRESS/EGRESS VIA STEVENSON STREET ABOVE

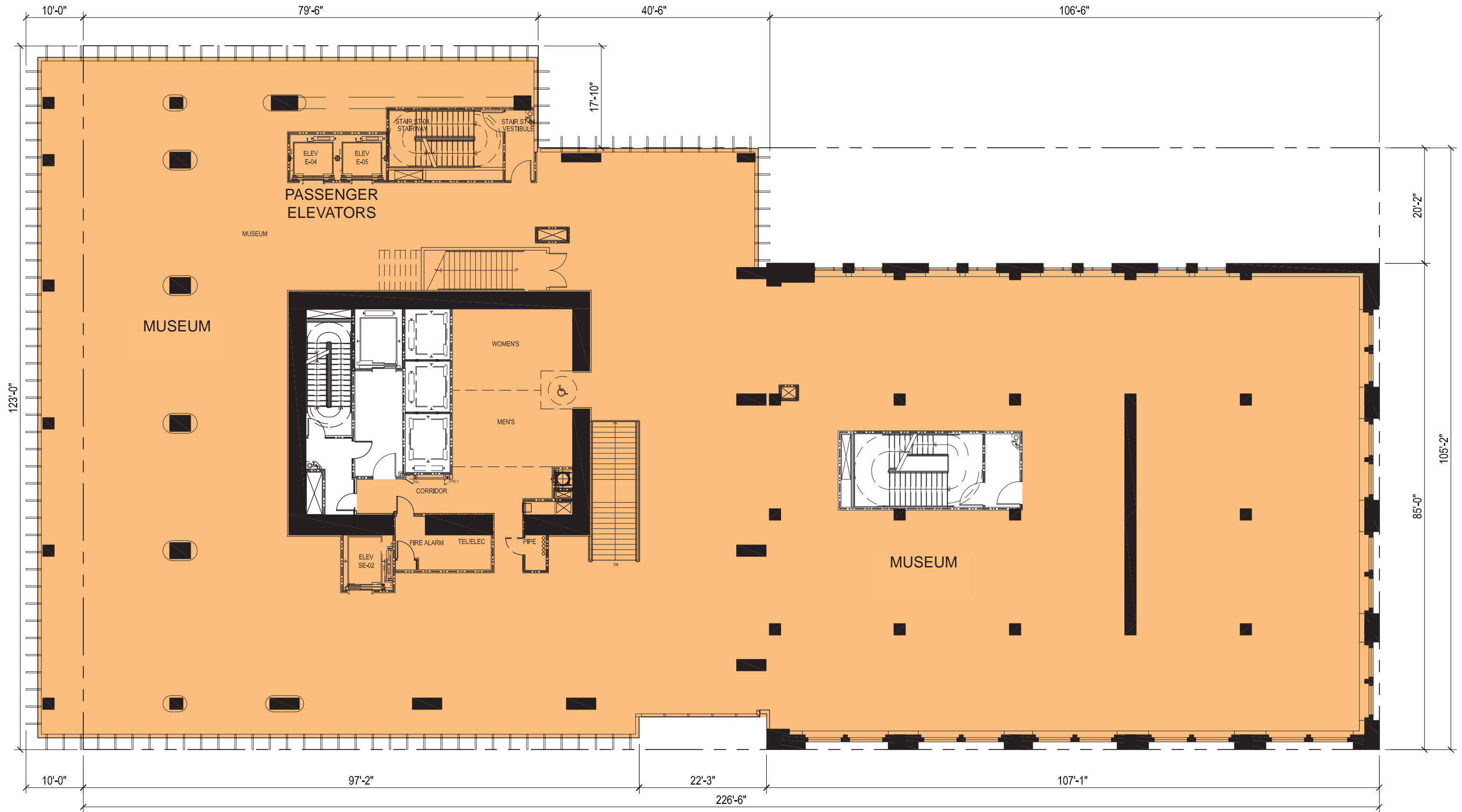
TRUCK LOADING AND VEHICULAR ACCESS

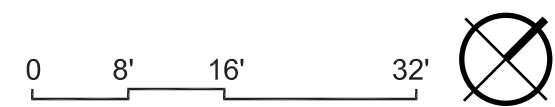
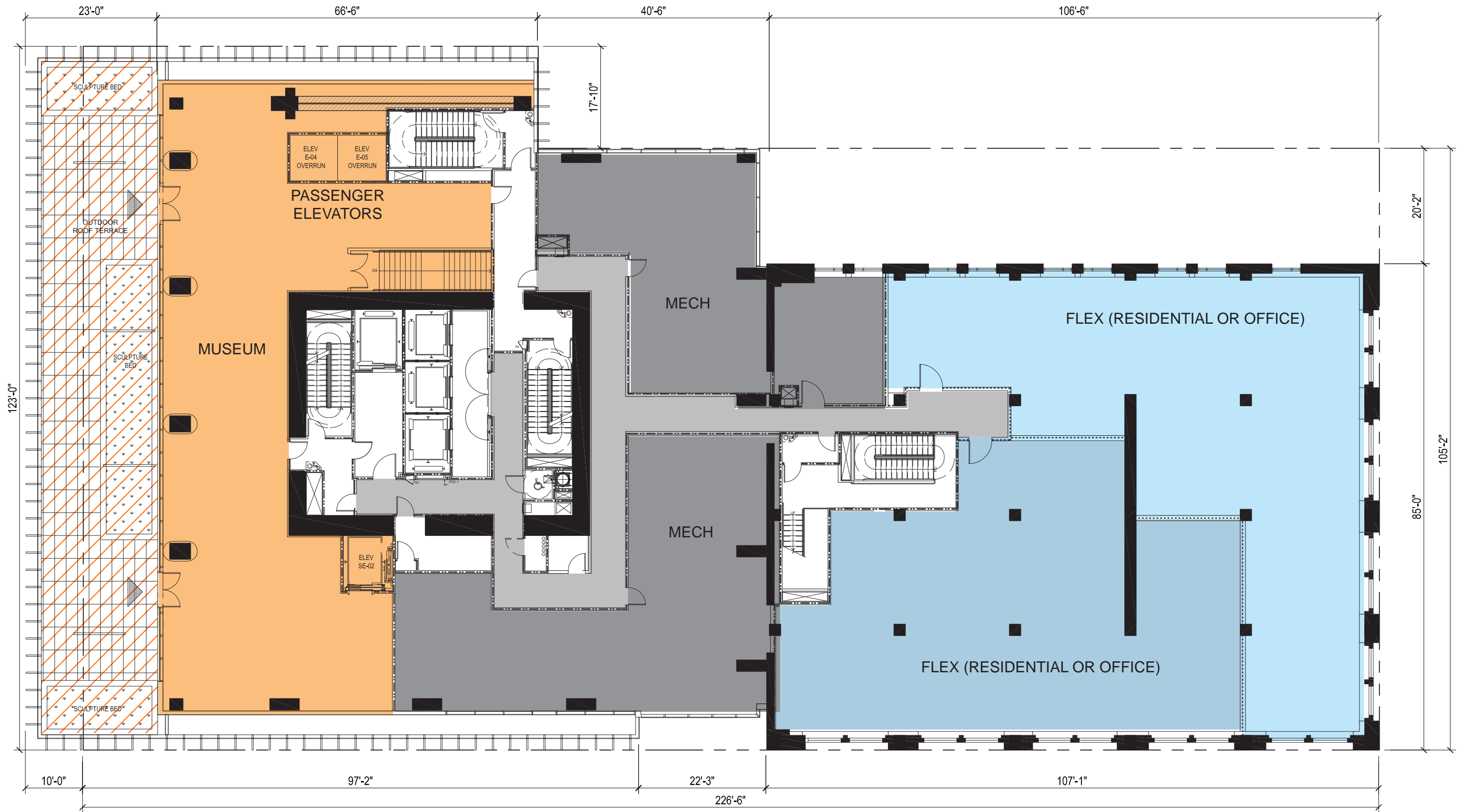
MISSION STREET ABOVE

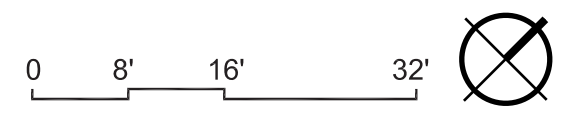
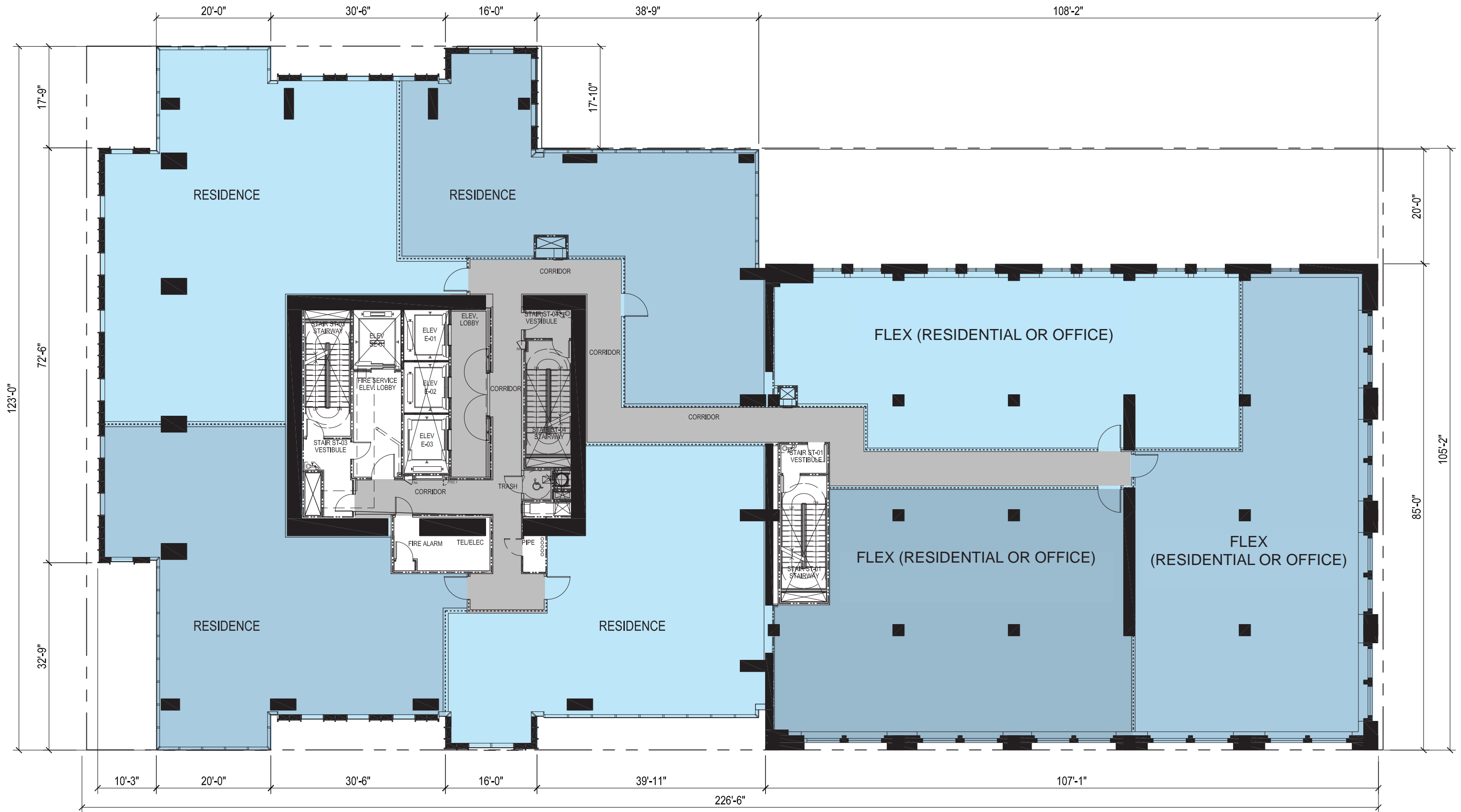


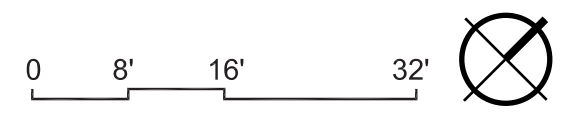
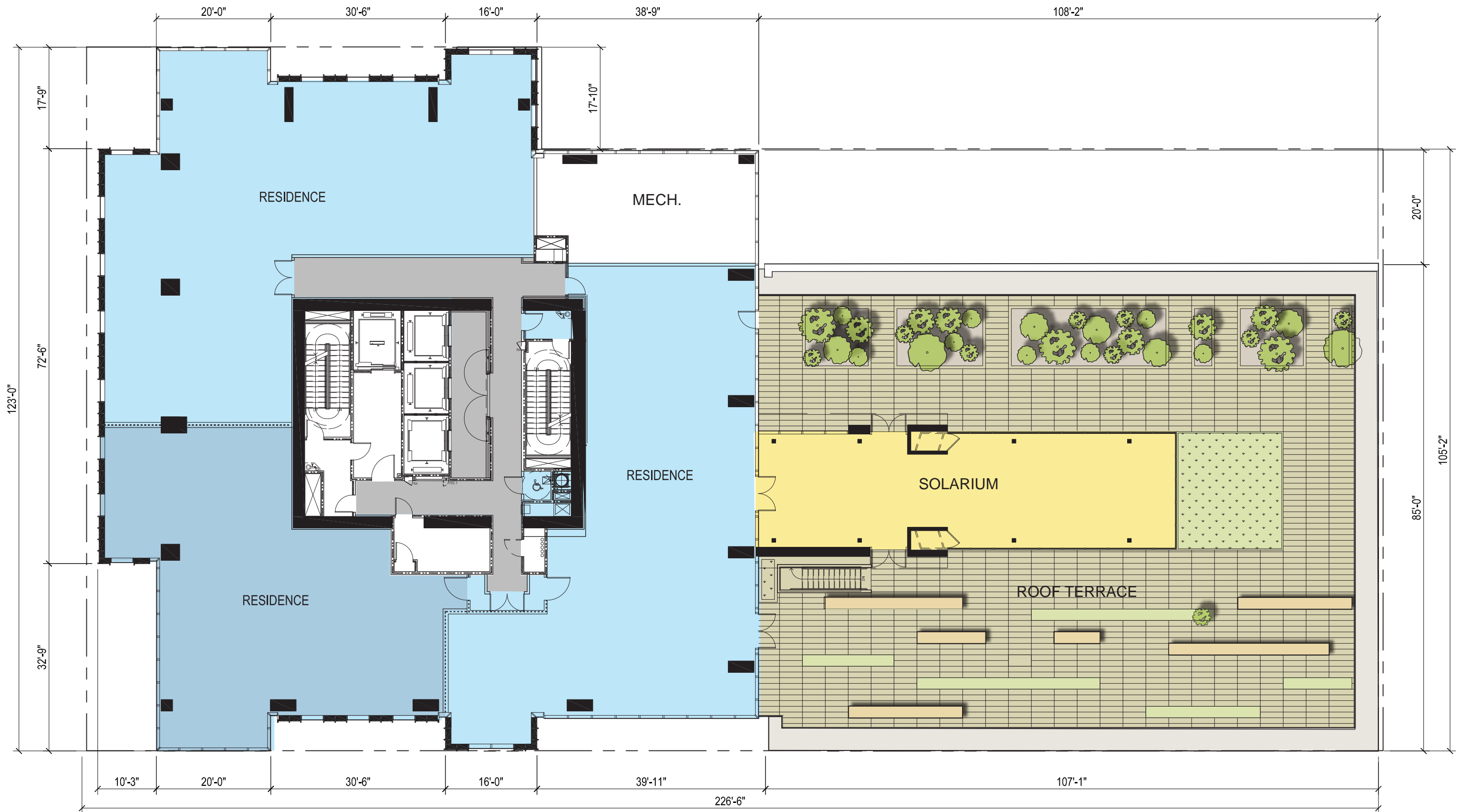


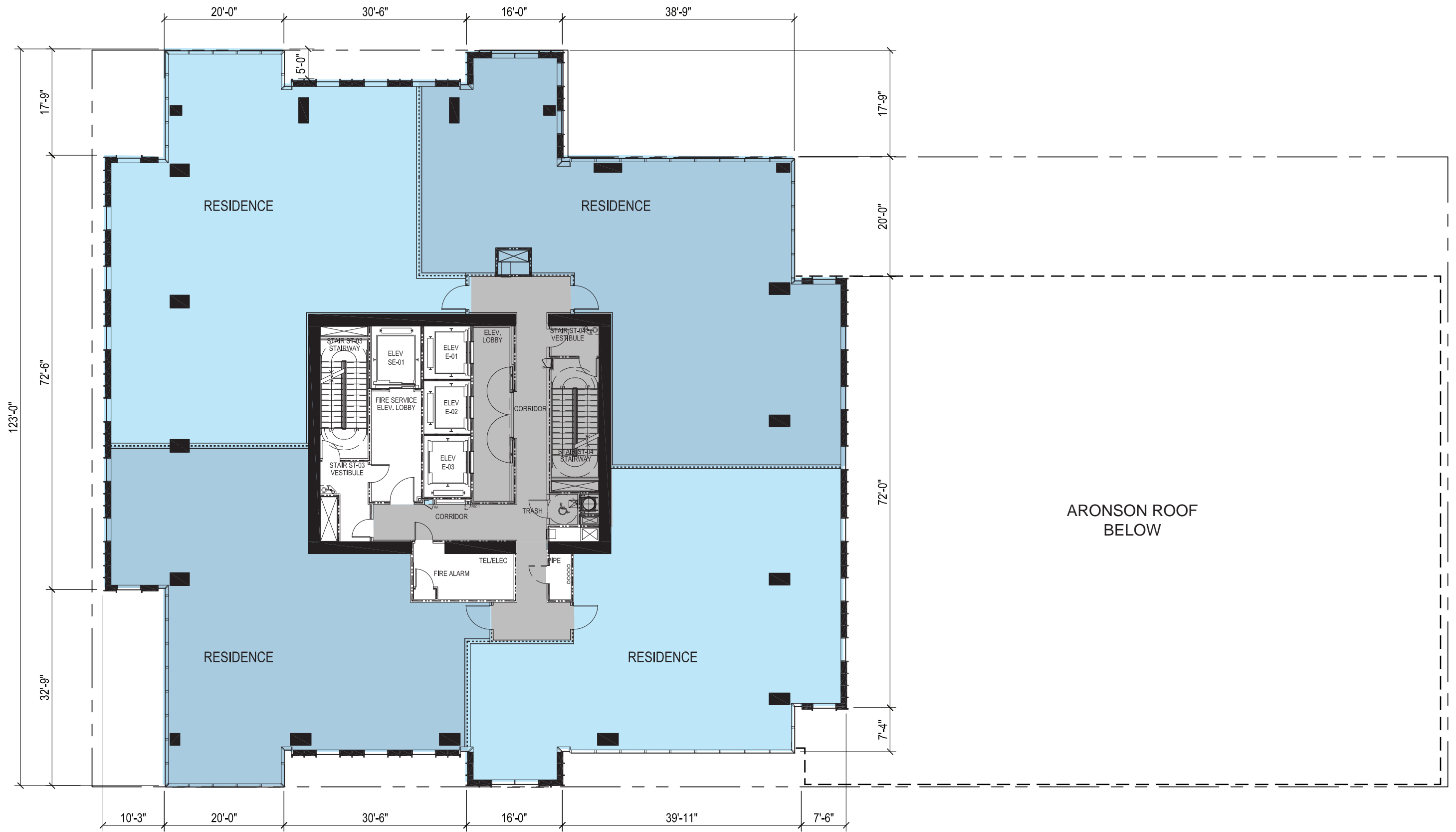




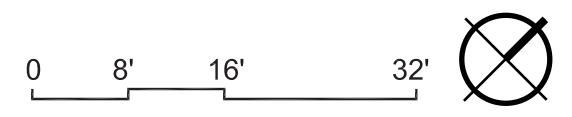


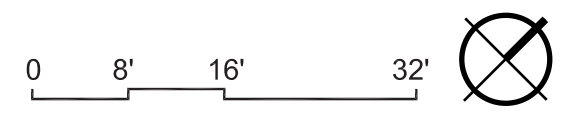


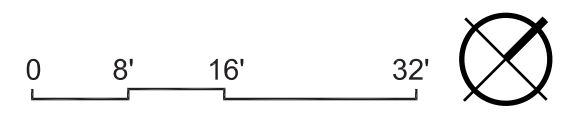
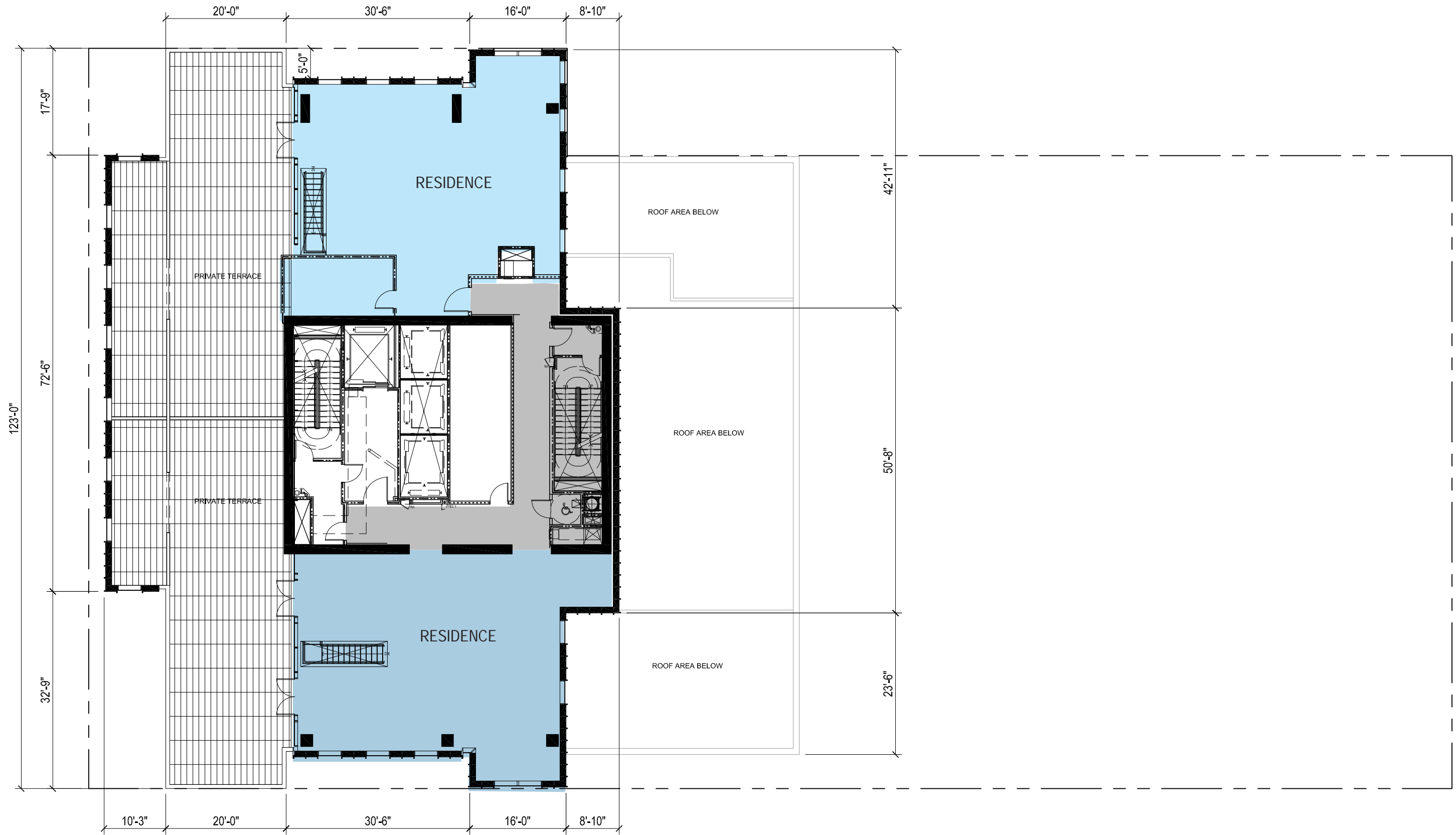


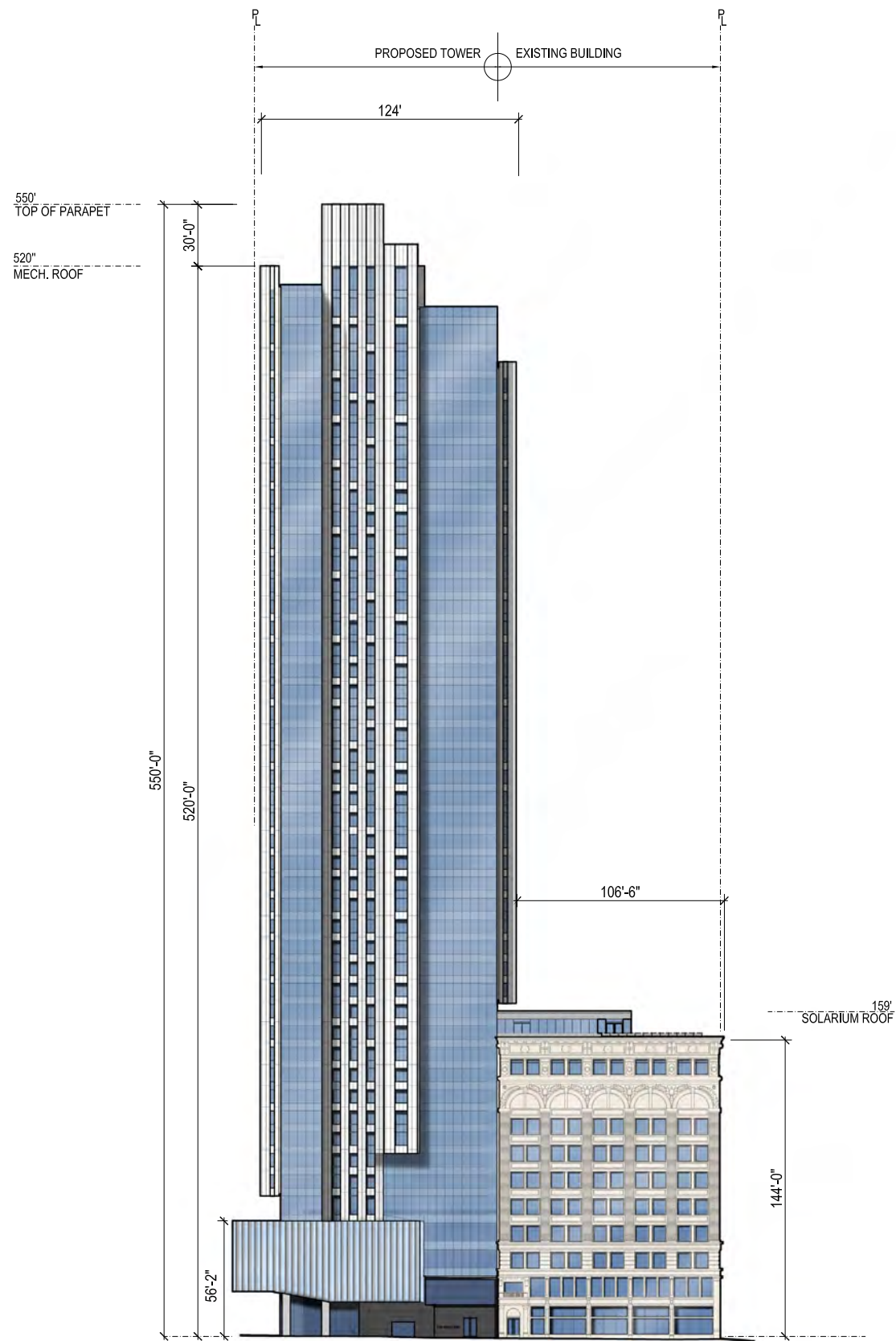


ARONSON ROOF BELOW

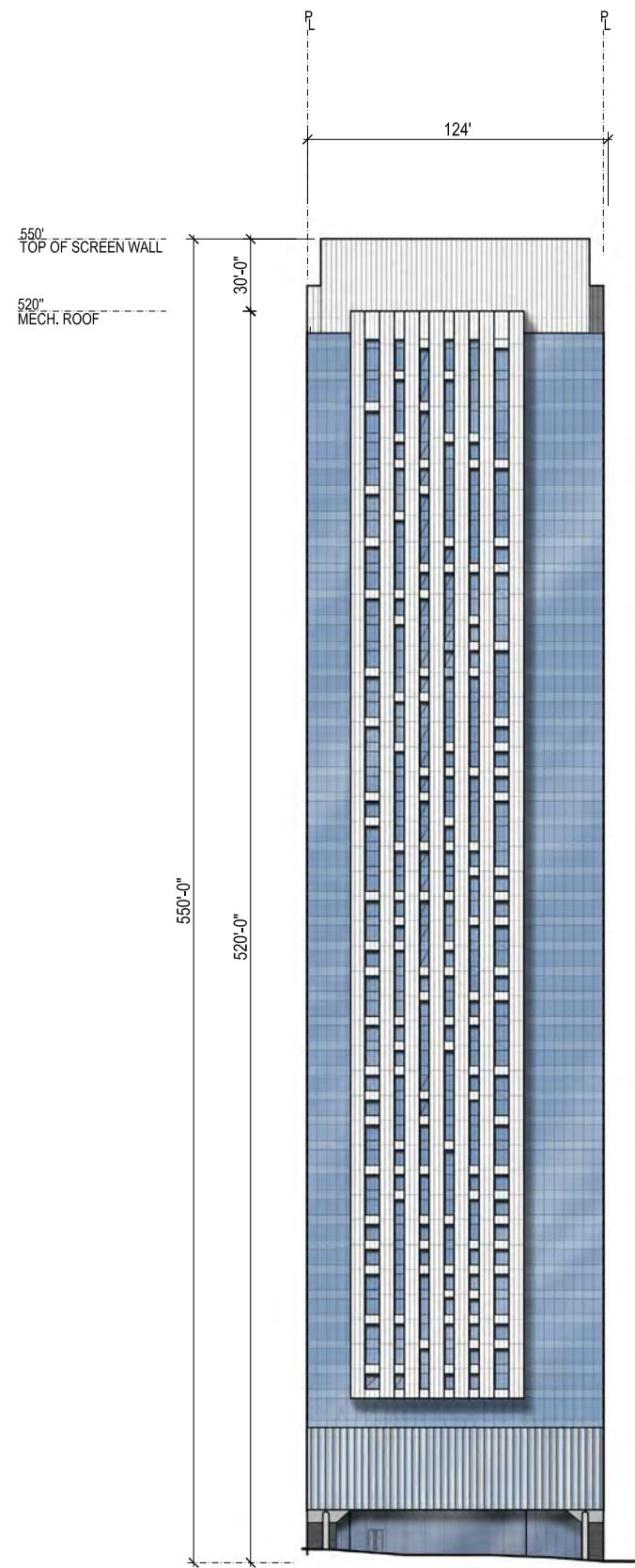




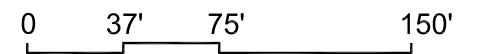


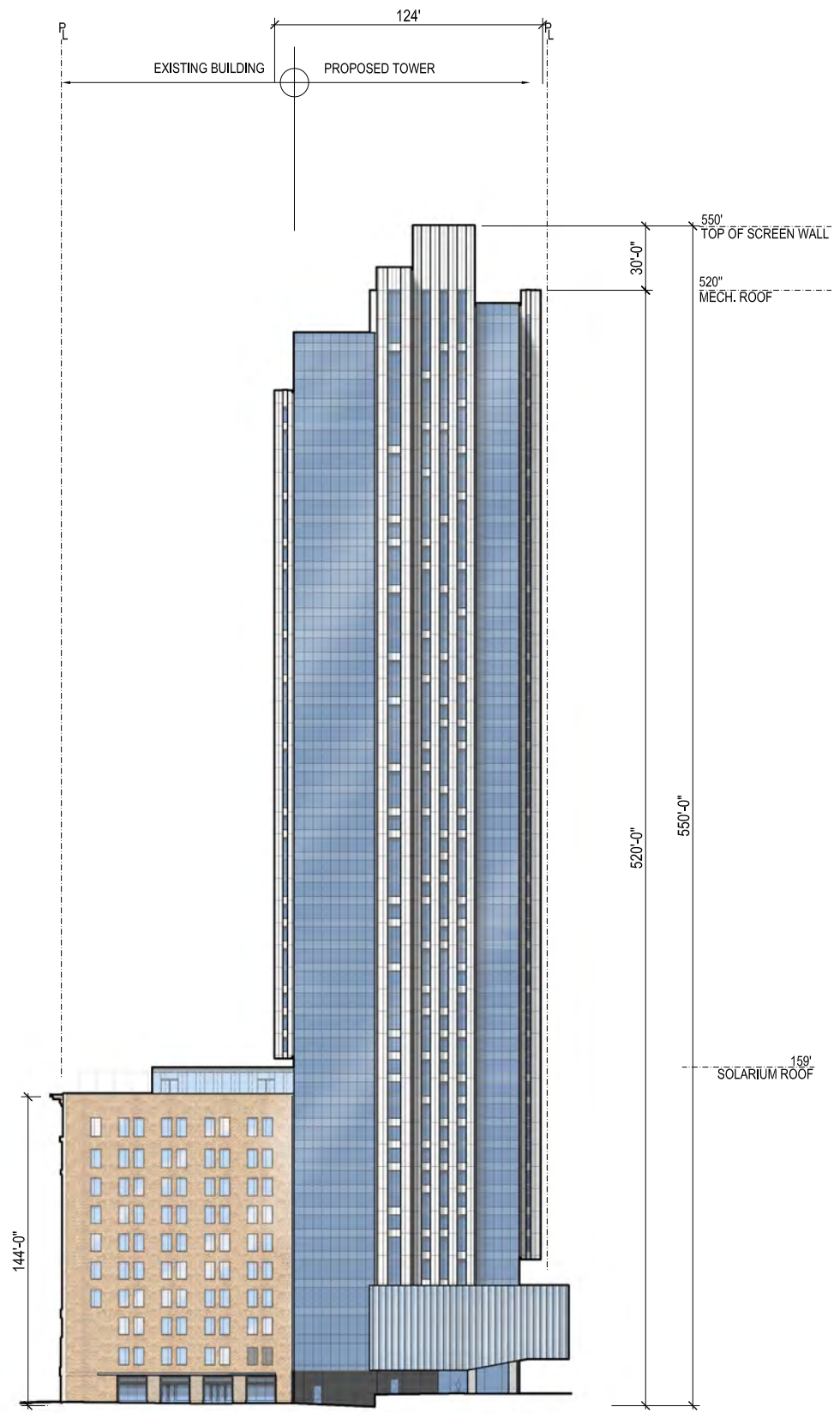


SOUTH ELEVATION



WEST ELEVATION





NORTH ELEVATION



EAST ELEVATION

