Chapter 56 of the San Francisco Administrative Code sets forth the procedure by which any request for a Development Agreement (DA) will be processed and approved by the City and County of San Francisco. Administrative Code Section 56.10(a) states that the Planning Director shall prepare a report on DA negotiations between the applicant and the City, and that report must be disclosed to the Planning Commission and the Board of Supervisors no later than 20 days prior to the first hearing on the DA. The report must also be made available for public review.

The report must include, for each negotiation session between the applicant and the City: (1) attendance list; (2) summary of the topics discussed; and (3) a notation as to any terms and conditions of the DA agreed upon between the applicant and the City.

Below is the Planning Director’s report on the negotiation sessions for the DA between California Barrel Company, LLC (Developer) and the city, written in accordance with San Francisco Administrative Code Section 56.10(a).

If you have any questions or concerns, please contact Planning Department staff, Ella Samonsky at 415-575-9112 or ella.samonsky@sfgov.org.
DATE: January 20, 2020
TO: Members of the San Francisco Board of Supervisors
     Members of the San Francisco Planning Commission
FROM: John Rahaim, Planning Director
DATE: Potrero Power Station Mixed-Use Project Development Agreement
       – Summary of the Draft Agreement and Negotiations

Director’s Report Regarding Potrero Power Station Development Agreement Negotiations

1. Introduction.

Chapter 56 of the San Francisco Administrative Code sets forth the procedure by which any request for a Development Agreement (DA) will be processed and approved by the City and County of San Francisco. This report is being written in accordance with San Francisco Administrative Code Section 56.10(a).

California Barrel Company, LLC is proposing to develop a mixed-use project on an approximately 29-acre site that is generally bound by 22nd Street to the north, the San Francisco Bay to the east, 23rd Street to the south, and Illinois Street to the west, Assessor’s Block and Lots: 4175/002; 4175/017; 4175/018 (partial), 4232/001; and 4232/006 and non-assessed Port and City and County of San Francisco properties (“project site” or “site”). For the proposed project, the site is comprised of the following six sub-areas: Power Station sub-area, PG&E sub-area, Port sub-area, Southern sub-area, the Craig Lane sub-area, and City sub-area. California Barrel Company, LLC currently has control only of the Power Station sub-area; the other sub-areas are owned and controlled by different entities. Current uses on the Power Station sub-area include warehouses, parking, vehicle storage, and office space. Twenty-four structures remain on the site associated with the former power plant, including six historic structures associated with the historic Third Street Industrial District: the Unit 3 Power Block, the Boiler Stack, Station A, the Meter House, the Gate House, and the Compressor House. The project would retain substantial portions of Station A and the Boiler Stack (a contributing historic resource), and possibly retain the Unit 3 Power Block (a contributing historic resource). The project would redevelop the site into an integrated mixed-use neighborhood that would include up to approximately 2,601 dwelling units, 1,500,000 gross square feet (gsf) of commercial office/laboratory use, a 241,574 gsf hotel use (250 rooms), 50,000 gsf community facilities use, 35,000 gsf of production, distribution and repair use, 25,000 gsf entertainment/assembly space use, 99,464 gsf of commercial-retail use, 1,862 bicycle parking spaces, and 2,686 parking spaces. New buildings would range in height from 65 to 240 feet. The proposed project would also include transportation and circulation improvements, new and upgraded utilities and infrastructure, geotechnical improvements, and 6.9 acres of publicly accessible open space (“Project”).

California Barrel Company, LLC filed an application with the City’s Department of Planning for approval of a Development Agreement for the Project Site under Administrative Code Chapter 56. California Barrel Company, LLC also filed applications with the Planning Department for (1) General Plan Amendments;
(2) Planning Code Text Amendment to create the Potrero Power Station Special Use District, Planning Code Section 249.87; and (3) Zoning Map Amendments.

2. **Development Agreement Negotiations.**

The City’s Planning Department and Mayor’s Office of Economic and Workforce Development (“OEWD”) have negotiated a Development Agreement for the Project. The parties began negotiations in 2016. Copies of the drafts of the Development Agreement that were exchanged between the parties can be found in the file of the City Department of Planning at 1650 Mission Street. These exchanged drafts reflect the items under negotiation throughout the process. Without limiting the foregoing, we note that the negotiations between the parties included the following meetings:

1) **November 17, 2016.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

2) **December 15, 2016.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

3) **January 19, 2017.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

4) **January 31, 2017.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

5) **February 16, 2017.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

6) **March 16, 2017.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

7) **April 20, 2017.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.
8) **May 10, 2017.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

9) **May 18, 2017.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

10) **May 25, 2017.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

11) **June 15, 2017.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

12) **July 10, 2017.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

13) **July 20, 2017.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

14) **August 17, 2017.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

15) **August 23, 2017.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

16) **August 30, 2017.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.
17) **September 28, 2017.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

18) **October 19, 2017.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

19) **November 16, 2017.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

20) **December 7, 2017.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

21) **January 18, 2018.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

22) **February 15, 2018.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

23) **March 15, 2018.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

24) **April 5, 2018.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

25) **April 19, 2018.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.
26) **May 3, 2018.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

27) **May 10, 2018.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

28) **May 17, 2018.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

29) **May 31, 2018.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

30) **June 7, 2018.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

31) **June 14, 2018.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

32) **June 28, 2018.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

33) **July 12, 2018.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

34) **July 19, 2018.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.


May 9, 2019. Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.


August 1, 2019. Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

August 8, 2019. Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.
62) **August 28, 2019.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

63) **September 19, 2019.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

64) **October 10, 2019.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

65) **October 24, 2019.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

66) **November 13, 2019.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Heidi Gewetz (SF City Attorney), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Erin Epperson (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

67) **November 28, 2019.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Heidi Gewetz (SF City Attorney), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Erin Epperson (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

68) **December 12, 2019.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Heidi Gewetz (SF City Attorney), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Erin Epperson (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). No agreements reached.

69) **December 26, 2019.** Meeting to discuss general terms of the Development Agreement. Attendees included, Jon Lau (OEWD), Ken Rich (OEWD), Heidi Gewetz (SF City Attorney), Enrique Landa (California Barrel Company), Charlie Thornton (California Barrel Company), Erin Epperson (California Barrel Company), Jim Abrams (J. Abrams Law), and David Noyola (Noyola Piccini Group). Tentative agreement reached.
3. **Conclusion.**

We believe that both parties negotiated in good faith and the end result is a project that, if constructed, will benefit the City.

This summary is prepared for information purposes only, and is not intended to change, supplant, or be used in the interpretation of, any provision of the Development Agreement. For any specific question or interpretation, or for any additional detail, reference should be made to the Development Agreement itself. I and my staff, as well as the Mayor’s Office of Economic and Workforce Development and the City Attorney’s Office, are available to answer any questions that you may have regarding the Development Agreement or the negotiation process.