

BOARD OF APPEALS, CITY & COUNTY OF SAN FRANCISCO

Appeal of
SAN FRANCISCANS FOR SPORTS AND RECREATION,)
Appellant(s))
vs.)
ZONING ADMINISTRATOR,)
Respondent)

Appeal No. **21-098**

NOTICE OF APPEAL

NOTICE IS HEREBY GIVEN THAT on October 21, 2021, the above named appellant(s) filed an appeal with the Board of Appeals of the City and County of San Francisco from the decision or order of the above named department(s), commission, or officer.

The substance or effect of the decision or order appealed from is the ISSUANCE on October 15, 2021, of a Letter of Determination (The Zoning Administrator determined that the removal of the SF Tennis Club Tennis Facility component of the Project authorized by Planning Commission Motion No. 20493, as proposed in Site Permit Application Nos. 2021/0726/5067, 2021/0726/5087 and 2021/0726/5105, is not a significant modification that requires Planning Commission approval of a new Large Project Authorization. The removal is a change that may be approved administratively by the Zoning Administrator) at 88 Bluxome Street.

APPLICATION NO. 2021-009391ZAD

FOR HEARING ON December 8, 2021

Address of Appellant(s):

Address of Other Parties:

<p>San Franciscans for Sports and Recreation, Appellant(s) c/o Anthony Giles, Attorney for Appellant(s) Law Offices of Anthony Giles One Sansome Street, Suite 350 San Francisco, CA 94104</p>	<p>ARE-SAN FRANCISCO NO. 53, LLC, Property Owner John Kevlin, Attorney for Property Owner Reuben Junius & Rose LLP One Bush Street, Suite 600 San Francisco, CA 94104</p>
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Date Filed: October 21, 2021

**CITY & COUNTY OF SAN FRANCISCO
BOARD OF APPEALS**

PRELIMINARY STATEMENT FOR APPEAL NO. 21-098

I / We, **San Franciscans for Sports and Recreation**, hereby appeal the following departmental action:

ISSUANCE of Letter of Determination Record No. 2021-009391ZAD by the **Zoning Administrator** which was issued or became effective on: **October 15, 2021** for the property located at: **88 Bluxome Street**.

BRIEFING SCHEDULE:

The Appellant may, but is not required to, submit a one page (double-spaced) supplementary statement with this Preliminary Statement of Appeal. No exhibits or other submissions are allowed at this time.

Appellant's Brief is due on or before: 4:30 p.m. on **November 18, 2021, (no later than three Thursdays prior to the hearing date)**. The brief may be up to 12 pages in length with unlimited exhibits. It shall be double-spaced with a minimum 12-point font. An electronic copy should be emailed to: boardofappeals@sfgov.org, julie.rosenberg@sfgov.org and corey.teague@sfgov.org and jkevin@reubenlaw.com.

Respondent's and Other Parties' Briefs are due on or before: 4:30 p.m. on **December 2, 2021, (no later than one Thursday prior to hearing date)**. The brief may be up to 12 pages in length with unlimited exhibits. It shall be double-spaced with a minimum 12-point font. An electronic copy should be emailed to: boardofappeals@sfgov.org, julie.rosenberg@sfgov.org, corey.teague@sfgov.org, seth@sffsr.org, and jkevin@reubenlaw.com.

Hard copies of the brief do NOT need to be submitted.

Only photographs and drawings may be submitted by the parties at the hearing.

Hearing Date: **Wednesday, December 8, 2021, 5:00 p.m.**, via Zoom. Information for access to the hearing will be provided before the hearing date.

All parties to this appeal must adhere to the briefing schedule above, however if the hearing date is changed, the briefing schedule MAY also be changed. Written notice will be provided of any change to the briefing schedule.

In order to have their documents sent to the Board members prior to hearing, **members of the public** should email all documents of support/opposition no later than one Thursday prior to hearing date by 4:30 p.m. to boardofappeals@sfgov.org. Please note that names and contact information included in submittals from members of the public will become part of the public record. Submittals from members of the public may be made anonymously.

Please note that in addition to the parties' briefs, any materials that the Board receives relevant to this appeal, including letters of support/opposition from members of the public, are distributed to Board members prior to hearing. All such materials are available for inspection on the Board's website at www.sfgov.org/boa You may also request a copy of the packet of materials that are provided to Board members at a cost of 10 cents per page, per S.F. Admin. Code Ch. 67.28.

The reasons for this appeal are as follows:

See attachment to the preliminary Statement of Appeal.

Appellant:

Signature: Via Email

Print Name: Seth Socolow, agent for appellant

Appeal of Zoning Administrator Decision 2021-009391ZAD: Summary Statement of Reasons

Appellants contend that the Zoning Administrator abused his discretion in determining that the removal of an almost three-acre indoor recreation facility was not a “significant” change to the subject project.

When seeking the Planning Commission’s approval of its project at the site of the former San Francisco Tennis Club, Alexandria Real Estate Equities, Inc. (“ARE”) made a great show of the inclusion in the project of a sports facility including twelve brand-new indoor tennis courts. This would be a stunning addition to any city, and for a May 2019 Planning Commission meeting ARE recruited officers of the appellant organization to advocate for the project on that ground. At that meeting ARE represented graphically to the Commission that “Tennis Club Retention” was the first of a number of “Site Planning Principles” for the project. Later, by Motion No. 20493 dated July 25, 2019, the Commission approved ARE’s project. The Motion emphasizes as a factor in the Commission’s approval the inclusion of tennis courts that have historically been at that location. The plans attached to the Motion show in detail the layout of the recreation facility including tennis courts; the project’s approval is expressly conditioned upon compliance with those plans.

Motion 20493 allows the ZA to approve minor changes to the project but requires that “[s]ignificant changes and modifications of conditions shall require Planning Commission approval of a new Large Project authorization.” By determining that the elimination of an *entire large city block of indoor recreation space*, in a city that has so little of it, is not a “significant” change to the project, the Zoning Administrator distorted the intent of the Planning Commission. The ZA’s decision is particularly erroneous in this case where the developer seeks to eliminate a feature that, when seeking project approval, it represented as a central asset. For these reasons the ZA’s determination should be overruled, and the Board should hold as a matter of law that the elimination of the tennis courts is “significant” within the meaning of the Motion.



LETTER OF DETERMINATION

October 15, 2021

Seth Socolow
Executive Director
San Franciscans for Sports and Recreation
140 Quintara Street
San Francisco, CA 94116

Record No.: **2021-009391ZAD**
Site Address: **88 Bluxome Street**
Assessor's Block/Lot: 3786/037
Zoning District: Central SoMa MUO (Mixed-Use Office)
Central SoMa Special Use District

Dear Seth Socolow:

This letter is in response to your request for a Letter of Determination (LoD) regarding the property at 88 Bluxome Street. The request seeks a determination as to whether the proposed revision to the project ("Project") authorized by Planning Commission Motion No. 20493 ("Motion") is a significant modification that requires a new authorization from the Planning Commission. The revision in question includes the elimination of the San Francisco Tennis Club facilities, consisting of 12 indoor tennis courts and other related space within the basement levels of the proposed building.

On July 25, 2019 the Planning Commission approved a Large Project Authorization (per the Motion) for the Project, which would demolish the existing 288,570 square foot Bay Club SF Tennis Building and construct three new building components: West Component, East Component and Community Center/Affordable Housing Component. These three components would be constructed over a podium with two basement levels (with two mezzanines), extending down to approximately 65 feet below-grade. In total, the Project contains approximately 1,197,290 gross square feet (gsf), including: 775,000 gsf of office, 134,460 gsf private recreation center (tennis club), 29,690 gsf community recreation, 16,590 gsf of retail, 8,080 gsf of Production, Distribution and Repair (PDR) use, and 4,630 gsf of child care. The Project will also include 15,500 square feet of privately-owned public space (POPOS). Additionally, the Project will provide 163 off-street parking spaces and 8 loading spaces, all accessed off Bluxome Street, 388 bicycle spaces (318 Class I, 70 Class II), and 16 showers and lockers. During construction of the Project, the SF Bay Tennis Club would be relocated to an interim site in San Francisco, returning to the Project site once completed.

On June 16, 2020, Site Permit Nos. 201903215872, 201903215873, and 201903215884 were issued with a scope of work matching the project description in Motion No. 20493. On July 26, 2021, Site Permit Application Nos. 202107265067, 202107265087, and 202107265105 were filed to revise the scope of the issued site permits to remove the basement levels previously approved to contain the SF Tennis Club Tennis Facility.

Exhibit A of the Motion includes a standard section regarding “CHANGES AND MODIFICATIONS” that states:

“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 Large Project authorization.”

As described in your letter, and in public hearings for the Project, the replacement of the SF Tennis Club Tennis Facility was the result of negotiations and private agreement between San Franciscans for Sports and Recreation and the property owner, and was a clear component of the Project. However, as further described below, such replacement was not a Planning Code requirement, a goal or objective adopted as part of the Central SoMa Area Plan, or a condition of approval of the Planning Commission’s authorization of the Project.

Section 8 of the Motion details that per Planning Code Section 329(d), the Planning Commission may grant certain exceptions to the provisions of the Planning Code through a Large Project Authorization. Pursuant to Section 329(e), within the Central SoMa SUD, certain additional exceptions are available for projects on Key Sites that provide qualified amenities in excess of what is required by the Code. Qualified additional amenities that may be provided by these Key Sites include: affordable housing beyond what is required under Section 415 et seq.; land dedication pursuant to Section 413.7 for the construction of affordable housing; PDR at a greater amount and/or lower rent than is otherwise required under Sections 202.8 or 249.78(c)(5); public parks, recreation centers, or plazas; and improved pedestrian networks.

Section 8 explains that the Project (a Key Site) goes beyond what is required by the Code in this regard, and would include four key amenities: 1) land that will be dedicated to the Mayor’s Office of Housing and Community Development (MOHCD) for the development of 100% affordable housing; 2) a recreation and community center space (the "Gene Friend Aquatic Annex ") that is proposed for dedication to the City and operation by the Recreation and Park Department; 3) a block-long public park along Bluxome Street; and 4) the retention and replacement of the SF Bay Club Tennis Facility.

Section 8 further explains that the first 3 amenities (and the POPOS) are specifically called for within the Central SoMa Area Plan as public amenities. However, the motion does not make such references to the replacement of the SF Bay Club Tennis Facility because the Central SoMa Area Plan does address its replacement at the site.

Conditions Nos. 8 and 9 of the motion specifically require the land dedication to MOHCD for the development of 100% affordable housing and the development of the community recreation center and its dedication to the San Francisco Recreation and Parks Department. However, the motion does not include a condition of approval requiring the replacement of the SF Tennis Club Tennis Facility within the Project.

The SF Tennis Club Tennis Facility component of the project represents 11.2% of the total gross square feet in the project. However, it is entirely located within the basement levels of the proposed building. As such,

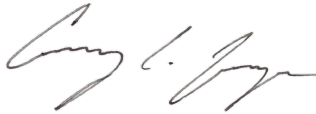
removing this component from the project has no impact on the Project's massing or exterior design. Additionally, the removal also has practically no impact to the internal configuration of the project either, as the remaining Project components will continue to occupy their approved locations and layouts.

Therefore, based on the information above, it is my determination that the removal of the SF Tennis Club Tennis Facility component of the Project as proposed in Site Permit Application Nos. 202107265067, 202107265087, and 202107265105 is not a significant modification that requires Planning Commission approval of a new Large Project Authorization. Instead, the removal is a change that may be approved administratively by the Zoning Administrator. However, it is common practice for the Zoning Administrator to require project changes that are not significant, but are deemed otherwise to be of public interest, to require an informational presentation at the Planning Commission. It is important to note that this Project also received a variance from the Zoning Administrator (Case No. 2015-012490VAR). Therefore, Site Permit Application Nos. 202107265067, 202107265087, and 202107265105 may not be approved by the Planning Department until an informational presentation detailing the proposed Project revision is provided to the Planning Commission and Zoning Administrator at a joint public hearing. Such public hearing will allow an opportunity for public comment and feedback from the Planning Commission and Zoning Administrator before the site permits are approved and issued.

Please note that a Letter of Determination is a determination regarding the classification of uses and interpretation and applicability of the provisions of the Planning Code. This Letter of Determination is not a permit to commence any work or change occupancy. Permits from appropriate Departments must be secured before work is started or occupancy is changed.

APPEAL: An appeal may be filed with the Board of Appeals within 15 days of the date of this letter if you believe this determination represents an error in interpretation of the Planning Code or abuse in discretion by the Zoning Administrator. Please contact the Board of Appeals in person at 49 South Van Ness Ave, Suite 1475, call (628) 652-1150, or visit www.sfgov.org/bdappeal.

Sincerely,



Corey A. Teague, AICP
Zoning Administrator

cc: ARE-SAN FRANCISCO NO 53 LLC, P.O. BOX 847, Carlsbad, CA 92018 (Property Owner)
John Kevlin, Reuben, Junius & Rose, LLP
Neighborhood Groups

BRIEF SUBMITTED BY THE APPELLANT(S)

APPEAL 21-098

CITY AND COUNTY OF SAN FRANCISCO BOARD OF APPEALS

DATE: DECEMBER 8, 2021

TIME: 5:00 PM.

SAN FRANCISCANS FOR SPORTS AND RECREATION,
Appellant

v.

COREY TEAGUE, ZONING ADMINISTRATOR
Respondent

Real Parties in Interest:

Alexandria Real Estate Equities, Inc. and
ARE San Francisco No. 53, LLC,

APPEAL FROM ZONING ADMINISTRATOR
DETERMINATION NO. 2021-009391ZAD

APPELLANT'S BRIEF

LAW OFFICE OF ANTHONY GILES
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Exhibits

Exhibit A: Slides from Presentation by Project Sponsor to Planning Commission in May 2019

Exhibit B: Planning Commission Motion 20493 (July 2019), approving the Project

Exhibit C: Zoning Administrator’s October 2021 Letter of Determination (Record No. 2021-009391ZAD)

I. Summary of the Issue and Relief Requested of the Board of Appeals

The approved plans for the project to be developed at 88 Bluxome Street (“the Project”) contain an extraordinary recreational facility: a basement-level, roughly three-acre space that includes twelve indoor tennis courts, associated fitness and exercise facilities, a pro shop, a café, and administrative offices. These plans maintain the historic use of the site, which was for almost fifty years the location of the only indoor tennis club in the City. In seeking the Planning Commission’s approval for the Project, the sponsor, Alexandria Real Estate Equities, Inc. (“Alexandria”) touted to that Commission the tennis club retention as the very first of its “Site Planning Principles” for the Project.¹ When the Planning Commission approved the project, it was clear from the Findings of the approval motion that the inclusion of this historic use was an important consideration. That motion provided:

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 Large Project authorization.²

In early 2021 Alexandria announced its intent to simply eliminate the tennis facility from the Project. No other type of recreational facility, nor any other usage, has been proposed for the basement space. Alexandria applied for a permit that would reflect this elimination. The Appellant organization, San Franciscans for Sports & Recreation (SFFSR), is a California not-for-profit corporation that has been intimately involved in the negotiations with Alexandria since the outset to ensure that the tennis club and associated facilities *would* be included in the new project. Betrayed by Alexandria’s attempted switch, SFFSR challenged this new permit application, contending that the elimination of the facility was a “significant change” to the approved plans within the meaning of the Motion and therefore could not be approved administratively by the ZA.

That such a large-scale change is at minimum “significant” hardly seems controversial. But on October 15, 2021, the ZA issued a “Letter of Determination” expressing his opinion that the elimination

¹ Discussion below at II.B.

² Planning Commission Motion No 20493, for Project 2015-012490ENX, hereinafter “the Motion.” (Emphasis added). Ex. B hereto beginning at SFFSR_007 (For the Board’s convenience we have bates numbered all Exhibits sequentially)

of the tennis facilities was not a “significant change” to the project, and that he could therefore approve it administratively.³ The ZA’s analysis evaded the true issue by erroneously conflating two different considerations: (a) whether the inclusion in the Project of the tennis facility was *mandated* (by the Planning Code and/or the Central SoMa Plan) with (b) whether its removal from the Project is a “significant” change. By this appeal, SFFSR respectfully requests that the Board find that the ZA erred and overstepped his discretion, and rule that the elimination of such a large, unique, irreplaceable, and important facility is a “significant change” to the Project and therefore cannot be approved administratively under the terms of the Motion. A decision of that scale must be made by the Planning Commission.

II. Background Facts

A. The History of the Site and the Developer’s Agreement to Keep the Tennis Facility

The subject project, known as 88 Bluxome Street (more generally recognized as Fifth and Brannan) is at the site of the old San Francisco Tennis Club. The Tennis Club (twenty-four tennis courts with associated fitness equipment rooms and a modest bar and café) was built in 1974 and for decades served as an important social and recreational hub for thousands of Bay Area residents. Although the courts were never “public courts” in the truest sense, they became an invaluable community asset. The Club hosted league matches without charge for guests from all over the Bay Area, offered free access to high school and college teams who had nowhere else to practice, provided tennis instruction, including a program for low-income youth, and was a venue for numerous tournaments open to the public both as players and spectators. In recent years it was the site of a tournament, open to the general public as spectators, that provided the only opportunity in San Francisco to watch the highest-level touring professional players. Lucky visitors to the club could have seen Serena Williams or Andre Agassi practicing there when they were in the Bay Area, and on one famous day in the club’s history Arthur Ashe led a coaching clinic for local children.

When, in 2015, the building was sold to Alexandria, it seemed inevitable that this rich history would come to an end. A part of the City that was remote and semi-industrial in the 1970’s was now ripe

³ Zoning Administrator Letter of Determination, Record No. 2021-009391ZAD. Ex. C hereto, beginning at SFFSR_136

for office, lab and residential development. But a group of concerned San Franciscans, many of whom had been members of the San Francisco Tennis Club for years, raised concerns about the destruction of recreational facilities in a city that does not have many, particularly in the SoMa area. These individuals formed the appellant non-for-profit organization, San Franciscans for Sports & Recreation (“SFFSR”) to raise awareness of the issue. With a massive amount of legwork and time from volunteers, SFFSR raised enough concern about the preservation of recreation space throughout the City to collect some 18,000 signatures to put on the November 2016 ballot a measure that would require any developer who removed recreational facilities of a certain size from the City to replace in like kind within a reasonable distance, but still within the City limits.

Obviously alarmed by this potential ballot measure, Alexandria approached SFFSR with a proposal: if SFFSR would drop the ballot measure, Alexandria would use the basement space of the new building to replace the indoor component of the tennis club with a new facility that included the twelve indoor courts, administrative offices, fitness facilities, a pro shop and café (the “Retained Club Facilities”). Outdoor courts and parking garage would be lost. A deal to this effect was reached in July 2016, with the intensive in-person involvement and mediation of Supervisor Jane Kim, at that time the supervisor for the District that contains the Project.

B. The Developer’s Representations to the Planning Commission Concerning the Centrality of the Tennis Facility.

Having agreed to include the Retained Club Facilities in the Project, Alexandria made the most of its concession and at every opportunity during the planning process touted its retention of the historic site use as an attractive amenity of recreation space central to the Project. For example, for a Planning Commission meeting on May 23, 2019, Alexandria specifically requested that board members of SFFSR spend their afternoons at City Hall in order to offer “public comments” in support of the Project, which many enthusiastically did. At that meeting Terezia Nemeth, a Senior VP of Alexandria showed slides to the Planning Commission describing the key “site planning principles” of the project, including as number 1 “TENNIS CLUB RETENTION.”⁴ Backing this up, she claimed in her oral presentation to the Commission: “The things that guided our principles to develop the site were, Number 1, we had to retain

⁴ Ms. Nemeth’s presentation slides are attached at Exhibit A hereto, see SFFSR_004.

twelve tennis courts—indoor tennis courts—on the site.”⁵

C. Planning Commission Motion No. 20493, approving the Project with the Retained Club Facilities.

Just a couple of months later, on July 25, 2019, the Planning Commission approved Motion 20493 allowing the Project to go forward, with the Retained Club Facilities as a key part of the design.⁶ That motion is a 127-page document, divided into three parts. The first 48 pages are the Commission’s “Findings” which describe in detail the Project and how it complies with the City’s legal requirements or offers key amenities that justify exemptions from those requirements. There follows a 12-page authorization, and the last half of the document is made up of plans and drawings of the project, in which the Retained Club Facilities are depicted in detail over many pages.

The Findings in the Motion are divided into thirteen sections. The principal sections are (2) Project description; (3) Site Description; (6) Planning Code Compliance; (7) Large Project Authorization Design Review in Central SoMa Special Use District; (8) Central SoMa Key Site Exceptions & Qualified Amenities; (9) General Plan compliance.

Section 2, Project Description, specifically includes the allocation of 134,460 square feet to the inclusion of the Retained Facilities. That section concludes: “During construction of the Project, the SF Bay Tennis Club will be relocated to an interim site in San Francisco, returning to the Project site once completed.”

The existence of the Retained Club Facilities is cited at various points in the Motion as part of the consideration for various elements of the approval. Notably, Section 8 (Central SoMa Key Site Exceptions and Qualified Amenities (Motion at p. 28) lists “retention and replacement of the SF Bay Club Tennis facility” as one of four “key amenities” that provide community benefits beyond those required by the Central SoMa Plan. On that subject, the Motion states:

Lastly, the Project is retaining the SF Bay Club Tennis facility, constructing 12 new tennis courts with a fitness center, shower facility,

⁵ Planning Department Meeting archived at https://sanfrancisco.granicus.com/player/clip/33250?view_id=20&redirect=true at time 2:32:37.

⁶ Motion at Exhibit B hereto. SFFSR_035-36

café, and administrative offices. This use will continue to function on the site as it historically has for several decades.”⁷

The Retained Club Facilities qualify as one of the “key amenities” that are “important public assets that would otherwise be difficult to locate in a highly developed neighborhood like SoMa” and therefore justify exceptions from the Planning Code that Alexandria sought.⁸ The existence of the tennis facility is also explicitly used to partially justify a huge reduction in the otherwise required PDR space.⁹

In the section concerning compliance with the General Plan, the project is considered to be compliant in various relevant ways. It complies with the goal to “provide and promote a balanced recreation system which offers a high variety of recreational opportunities for all San Franciscans.”¹⁰ The tennis facility is explicitly cited as providing jobs in the city.¹¹ This is quite correct: the tennis club has over the years provided numerous jobs in the administration, café, facilities maintenance, coaching and front-of-house activities.

Finally, the Motion approves the project “in general conformance” with the plans attached to the motion.¹² Those plans show in great detail exactly how the courts will be laid out, and where the other club facilities will be located.¹³ As stated above, the Motion concludes with the statement that while minor changes to the approved plans may be approved administratively by the Zoning Administrator, “[s]ignificant changes and modifications of conditions shall require Planning Commission approval of a new Large Project authorization.”¹⁴

D. The Developer’s Application to Eliminate the Tennis Facility, and the Zoning Administrator’s Erroneous Determination that This Was an Insignificant Change to the Project.

In June 2020 the DBI issued permits for a scope of work matching the requirements of the Motion. A little over a year later, having in the interim demolished the tennis club, Alexandria applied

⁷ Motion at SFFSR_036

⁸ *Ibid*

⁹ Motion at SFFSR_051

¹⁰ Motion at SFFSR_042

¹¹ Motion at SFFSR_043

¹² Motion at SFFSR_054

¹³ Motion at SFFSR_080-82

¹⁴ Motion at SFFSR_055

for a permit to eliminate the Retained Club Facilities, with no replacement usage.

SFFSR requested that the Zoning Administrator determine that this change in scope was a significant change within the meaning of the Motion. On October 15, 2021, the ZA issued his Letter of Determination concluding that this was not a significant change. (ZA Letter of Determination, Record No. 2021-009391ZAD, Exhibit C hereto. It is that determination that we appeal to this Board.

III. The Standard on This Appeal

This Board reviews the ZA's decisions for "error or abuse of discretion."¹⁵ Under an "abuse of discretion" standard, the deference a judicial or quasi-judicial body accords to an agency decision depends to a degree upon the level of technical expertise required for that decision. *Brown v. Fair Political Practices Com.* (2000) 84 Cal.App.4th 137, 150. There was very little substance of a technical nature in the ZA's Determination; in essence his decision was—or should have been—an interpretation of the word "significant." On *de novo* review this Board is no less qualified than the ZA to determine what the word "significant" means.

IV. Analysis

As stated at the outset, the Zoning Administrator conflates two separate issues: (a) whether the Retained Club Facilities are *mandated* by the Code, and (b) whether their removal from the Project as approved is a "significant" change. Appellant stipulates that neither the Planning Code nor the Central SoMa Plan actually mandate indoor tennis courts at this location or anywhere else in the City. But that uncontested proposition does not tend to show that the removal of over ten percent of the entire project—a three-acre sports facility that would provide recreation for thousands of San Franciscans—is an insignificant change to this Project. Alexandria secured its Project approval in meaningful part by emphasizing its commitment to maintaining the "legacy business" at the site; it should not now be permitted to about-face and claim that disposing of the facility is a minor tweak.¹⁶

The Zoning Administrator placed great weight on the fact that—because the Replacement Club Facilities are at basement level—their removal will not cause the Project to look any different from the

¹⁵ City Charter Section 4.106 (c); *See also* Planning Code, section 308.2 (c).

¹⁶ "Retain Legacy Business" of Tennis Club touted by Alexandria at SFFSR_005 (presentation to Planning Commission)

outside. That may be so, but the Planning Commission is properly concerned with more than “what it looks like.” The General Plan of the City and County of San Francisco calls for the “[p]rotection, preservation, and enhancement of the economic, social, cultural, and esthetic values that establish the desirable quality and unique character of the city” and the improvement of the city as a place for living, by aiding in making it “more healthful, safe [and] pleasant.”¹⁷ The Planning Code is established specifically to promulgate these aspirational goals, to “guide, control and regulate future growth and development in accordance with the General Plan of the City and County of San Francisco.”¹⁸ Indeed, the better position is the opposite of that taken by the ZA: the Retained Club Facilities are highly significant *precisely because* they don’t change the appearance of the building. Alexandria’s talented design and engineering teams have pulled off the feat of tucking an extraordinary sports facility into an attractive commercial building without any negative effect whatsoever the aesthetics of Project! This opportunity will not come again. Furthermore, the Central SoMa plan makes an explicit virtue of continuing the historic uses of sites. The statement of the Plan’s philosophy begins with the proposition that “Achieving neighborhood sustainability requires *keeping what is already successful about the neighborhood*, and improving what is not.”¹⁹ It is hard to think of a more “successful” feature of the neighborhood than the tennis club.

In short, the attempted elimination of the Retained Club Facilities would be a highly “significant” change for all these reasons:

1. Size. This is a three-acre facility that occupies the entire city block and is more than 10% of the square footage of the entire Project.
2. Uniqueness. This may be the only indoor facility of its size and type in or close to a downtown district anywhere in the United States.
3. Irreplaceability. This is not a facility that can be located elsewhere within the City boundaries. SFFSR, with Alexandria, spent two years searching for a site that would allow Alexandria to

¹⁷ San Francisco General Plan, Introduction

¹⁸ Planning Code section 101(a).

¹⁹ Executive Summary of Central SoMa Plan, at https://sfplanning.org/sites/default/files/documents/citywide/Central_Corridor/2018CentralSoMaPlan.pdf

fulfill its contractual obligation to provide SFFSR with a temporary tennis facility during the construction of the Bluxome Street. However, no viable site was ever located within the San Francisco city limits.

4. It is a Breach of an Express Agreement. Alexandria expressly agreed, after negotiation, and with the intense involvement of a City Supervisor, to put in the Retained Club Facilities. Alexandria cannot and does not contest that it has breached its contract with SFFSR. While we understand that this Board is not the forum for a breach of contract dispute, the mere fact that this enormous facility was a contractual commitment that resulted from extended negotiation and supervisor engagement is itself a factor in determining whether it is a “significant” addition.

5. It Is “Significant” to Many People: The approach taken by the ZA—that is, analyzing the “significance” of the proposed elimination of a feature by determining whether the thing eliminated is mandated by Code—would be proper in certain circumstances. The claim that something is “significant” begs the question: “to whom is it significant?” And if no-one really cares about the change, then there is no reason for the ZA to look beyond the issues of legality. But this is not that circumstance. The elimination of the Retained Club Facilities is strenuously objected to and has significance to many. In this circumstance, the ZA may not evade his obligation to interpret the word “significant” by retreating into an inquiry about what is mandated; he must grapple with plain meaning of the word “significant.” The Planning Commission *could have said but did not say* “Changes that are consistent with the Planning Code may be approved administratively.” The Commission must be deemed to have intended the normal meaning of the word “significant.” (Merriam Websters offers as its first meaning: “large enough to be noticed or have effect.”) There are at least four groups for whom the change is significant:

a. Tennis and exercise enthusiasts who consider such a facility to be an important enough part of their lives to become members, including those with family memberships. Over the expected life of the facility that would surely be many thousands of San Franciscans.

b. Others who, while not members, will use the facilities. These include people taking tennis instruction (including, traditionally, a program for low-income youth); children in summer tennis “camp” programs; local and high-school college teams that don’t have their own facilities, hundreds of recreational players every year from around the Bay Area for league play (without charge), and other visitors.

c. Employees. The Retained Club Facilities would create numerous jobs in administration, hospitality, maintenance, coaching and the like. Alexandria is not proposing any way of replacing these lost jobs.

d. Members of the public interested in watching professional sports. The old San Francisco Club housed numerous open tournaments and, in recent years, a men's "Challenger" level tournament, the KPSF Open, for touring professionals. These events were open to the public. The names of those who competed may not mean a great deal to those who do not follow the professional sport, but these are players who compete in the major world tournaments such as Wimbledon and the US Open, and there is literally no other opportunity to see this level of play of men's tennis in the Bay area, much less downtown and walking distance from many workplaces.²⁰ The new facility would be better than the old one, and would raise exciting possibilities as a venue.

V. Conclusion

For these reasons we request that the Board of Appeal determine that the Zoning Administrator erred in determining that the Retained Club Facilities are not a "significant" part of the 88 Bluxome Project. Their removal clearly is a significant change and cannot be approved administratively by the ZA. The issue should be resubmitted to the Planning Commission.

Dated: November 16, 2021

Law Office of Anthony Giles

Anthony D. Giles

Anthony D. Giles
Attorney for Appellant
San Franciscans for Sports and Recreation, a
California not for profit corporation

²⁰ There is a professional tournament for women players at Stanford. The ATP Tour declared the "Inaugural San Francisco Challenger a Smashing Success" <https://www.atptour.com/en/news/san-francisco-challenger-2017-feature>. Those who attended had a chance to see the Jenson Brooksby, the new American star who reached the 4th round of the US Open this year and lost in four sets to Novak Djokovic.

Exhibit A.

***88 Bluxome
Planning Commission
Informational Briefing
May 23, 2019***

1. Existing Conditions
2. Design Inspiration & Principles
3. Site Organizing Principles
4. Central SOMA Plan Principles
5. Project Design Evolution & Highlights



ALEXANDRIA

TMG
PARTNERS | **TC**
MC

IWAMOTOSCOTT
ARCHITECTURE

Design Inspiration & Principles

Site Planning Principles

1. **Tennis club retention**
2. **Break site into discrete components**
3. **Visual/physical connectivity between streets**

88 BLUXOME MIXED USE PROJECT

2017-20-36



OFFICE - 840,240 sf



RETAIL - 15,590 sf



PDW - 6,140 sf



CHILDCARE - 4,630 sf



OPEN SPACE WITH ART WALK - 9,650 sf



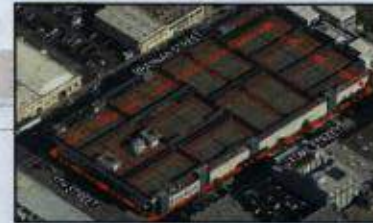
GENE FRIEND ANNEX AQUATIC AND COMMUNITY CENTER

- Two-story 30,000 sq community center donated to SF Parks and Rec.
- Lower level includes turnkey aquatic center featuring two swimming pools - one shallow pool for kids learning to swim, and the other a 25-yard 6-lane recreational swim pool - plus associated locker rooms and specialized pool support systems.
- Also donating to SF Parks and Rec an at-grade shell space to complement other SF Parks and Rec programs which could not be accommodated at the Gene Friend Rec Center.



100% AFFORDABLE HOUSING

- 19,950 sf of air space parcel dedicated to Mayor's Office of Housing for construction of up to 138 apartments.
- In addition to minimizing the land cost for future housing project, 88 Bluxome project will deliver the building foundation, the utility hook-ups, and the below grade support space to further reduce the cost to construct 100% affordable housing.



RETAIN LEGACY BUSINESS

- Re-construct T2 court tennis club and provide a long term lease of below market rent to ensure continuation of existing recreational use.
- In addition to preserving private recreational club project owner has also contributed \$1 million for public recreation as well as an additional \$864,000 to restore 24 existing public tennis courts around San Francisco.



BLUXOME LINEAR PARK

- Create new 12,150 sf public walk along length of Bluxome Street from 4th to 5th Streets by reclaiming underutilized street parking as evidenced by Central Square Plaza.
- 88 Bluxome will pay all costs to design and construct the public park, whose scope includes reconstruction and widening sidewalks, curbs and gutters along both sides of street, planting of new street trees, and creation of a neighborhood training laser park on the sunny side of Bluxome Street.

Exhibit B.



SAN FRANCISCO PLANNING DEPARTMENT

Planning Commission Motion No. 20493

HEARING DATE: JULY 25, 2019

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

Record No.: 2015-012490ENX
Project Address: 88 BLUXOME STREET
Zoning: CMUO (Central SoMa Mixed Use Office) Zoning District
200-CS / 130-CS Height and Bulk District
Central SoMa Special Use District
Block/Lot: 3786 / 037
Project Sponsor: John Kevlin, Reuben, Junius & Rose, LLP
One Bush Street, Suite 600
San Francisco, CA 94104
Property Owner: Alexandria Real Estate Equities, Inc.
1700 Owens Street, Suite 590, San Francisco, CA, 94158
San Francisco, CA 94103
Staff Contact: Linda Ajello Hoagland – (415) 575-6823
linda.ajellohoagland@sfgov.org

Reception:
415.558.6378

Fax:
415.558.6409

Planning
Information:
415.558.6377

ADOPTING FINDINGS RELATING TO A LARGE PROJECT AUTHORIZATION PURSUANT TO PLANNING CODE SECTION 329 TO ALLOW EXCEPTIONS TO 1) BUILDING SETBACKS AND STREETWALL ARTICULATION, PURSUANT TO PLANNING CODE SECTION 132.4; 2) FREIGHT LOADING REQUIREMENTS, PURSUANT TO PLANNING CODE SECTION 152.1 AND 154; 3) WIND, PURSUANT TO PLANNING CODE SECTION 249.78; 4) ADDITIONAL BUILDING VOLUME, PURSUANT TO PLANNING CODE SECTION 260(b)(L); 5) SETBACK REQUIREMENTS, PURSUANT TO PLANNING CODE SECTION 261.1; 6) BULK CONTROLS, PURSUANT TO PLANNING CODE SECTION 270(h); 7) HORIZONTAL MASS REDUCTION, PURSUANT TO PLANNING CODE SECTION 270.1; AND 8) PDR SPACE REQUIREMENTS, PURSUANT TO PLANNING CODE SECTION 249.78(c)(5) FOR THE PROJECT INCLUDING CONSTRUCTION OF THREE NEW BUILDING COMPONENTS – A 16-STORY, 243-FOOT TALL, WEST COMPONENT, A 13-STORY, 202-FOOT TALL EAST COMPONENT, AND A 7-STORY, 85-FOOT TALL COMMUNITY CENTER/AFFORDABLE HOUSING COMPONENT – OVER A PODIUM WITH TWO BASEMENT LEVELS TOTALING 1,197,290 SQUARE FEET OF SPACE, CONSISTING OF 775,000 SQUARE FEET OF OFFICE USE, 8,080 SQUARE FEET OF PRODUCTION, DISTRIBUTION, AND REPAIR USE, 16,590 SQUARE FEET OF GROUND FLOOR RETAIL USE, 4,630 SQUARE FEET OF CHILD CARE FACILITY USE, 134,460 SQUARE FEET OF TENNIS CLUB USE, 29,690 SQUARE FEET OF COMMUNITY/RECREATION CENTER USE (THE GENE FRIEND AQUATIC ANNEX RECREATION CENTER), 106,220 SQUARE FEET OF AFFORDABLE HOUSING FOR UP TO 118 DWELLING UNITS, 70,450 SQUARE FEET OF BASEMENT-LEVEL PARKING WITH 163 OFF-STREET PARKING SPACES, 8 OFF-STREET LOADING SPACES, 317 CLASS 1 BICYCLE SPACES, 70 CLASS 2 BICYCLE SPACES, 16 SHOWERS AND LOCKERS, 24,357 SQUARE FEET OF OPEN SPACE, INCLUDING A 5,650 SQUARE FOOT MID-BLOCK ALLEY AND A 13,157 SQUARE FOOT PUBLIC PARK ALONG BLUXOME STREET (ALSO KNOWN AS THE BLUXOME LINEAR PARK), AND VARIOUS STREETScape IMPROVEMENTS, LOCATED AT 88 BLUXOME STREET, BLOCK 3786, LOT 037, WITHIN THE CMUO (CENTRAL SOMA MIXED USE OFFICE) DISTRICT, CENTRAL SOMA

SPECIAL USE DISTRICT, A 200-CS / 130-CS HEIGHT AND BULK DISTRICT, AND ADOPTING FINDINGS UNDER THE CALIFORNIA ENVIRONMENTAL QUALITY ACT.

PREAMBLE

On February 6, 2018, John Kevlin, on behalf of Alexandra Real Estate Equities, Inc. (hereinafter "Project Sponsor"), filed a Large Project Authorization pursuant to Planning Code Section 329 to demolish the existing 288,570-square-foot Bay Club SF Tennis Building on the project site, and construct three new building components (West Component, the East Component, and the Community Center/Affordable Housing component) over a podium with two basement levels totaling approximately 1,197,290 square feet, and for streetscape improvements and parking reconfiguration along the northern and southern curbs of Bluxome Street between Fourth and Fifth streets to create a public linear park at 88 Bluxome Street, Block 3786, Lot 037 (collectively, the "Project").

On June 19, 2019 the Draft Initial Study/Mitigated Negative Declaration (IS/MND) and Community Plan Exemption Certificate for the Project was prepared and published for public review; and

The Draft IS/MND was available for public comment until July 9, 2019; and

On May 10, 2018, the San Francisco Planning Commission certified the Final Environmental Impact Report (EIR) for the Central South of Market (Central SoMa) Plan in compliance with the California Environmental Quality Act (CEQA) per Planning Commission Motion No, M-20182.

The Department determined that the Project did not require further environmental review under Section 15183 of the CEQA Guidelines and Public Resources Code Section 21083.3. The Project is consistent with the adopted zoning controls in the Central SoMa Area Plan and was encompassed within the analysis contained in the EIR. Since the EIR was finalized, there have been no substantive changes to the Central SoMa Area Plan and no substantive changes in circumstances that would require major revisions to the EIR due to the involvement of new significant environmental effects or an increase in the severity of previously identified significant impacts, and there is no new information of substantial importance that would change the conclusions set forth in the Final EIR. The file for this project, including the Central Soma Area Plan EIR and the Community Plan Exemption certificate, is available for review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, San Francisco, California.

On July 25, 2019, the Planning Department/Planning Commission reviewed and considered the Final Mitigated Negative Declaration (FMND) along with the Community Plan Exemption Certificate and found that the contents of said report and the procedures through which the FMND was prepared, publicized, and reviewed complied with the California Environmental Quality Act (California Public Resources Code Sections 21000 et seq.) (CEQA), Title 14 California Code of Regulations Sections 15000 et seq. (the "CEQA Guidelines") and Chapter 31 of the San Francisco Administrative Code ("Chapter 31"); and

The Planning Department/Planning Commission found the FMND was adequate, accurate and objective, reflected the independent analysis and judgment of the Department of City Planning and the Planning

Commission, [and that the summary of comments and responses contained no significant revisions to the Draft IS/MND,] and approved the FMND for the Project in compliance with CEQA, the CEQA Guidelines and Chapter 31.

Planning Department staff prepared a Mitigation Monitoring and Reporting Program (“MMRP”) setting forth mitigation measures that were identified in the Central SoMa Plan EIR that are applicable to the Project. These mitigation measures are set forth in their entirety in the MMRP attached to the Motion as EXHIBIT C.

On July 25, 2019, the San Francisco Planning Commission (hereinafter “Commission”) adopted Motion No. 20494, approving an Office Development Authorization for the Project (Office Development Authorization Application No. 2015-012490OFA). Findings contained within said motion are incorporated herein by this reference thereto as if fully set forth in this Motion.

On July 11, 2019, the Commission conducted a duly noticed public hearing at a regularly scheduled meeting on Large Project Authorization/Application No. 2015-012490ENX. At this meeting, the Commission continued this project to the public hearing on July 25, 2019.

The Planning Department Commission Secretary is the custodian of records; the File for Record No. 2015-012490ENX is located at 1650 Mission Street, Suite 400, San Francisco, California.

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

MOVED, that the Commission hereby authorizes Large Project Authorization requested in Application No. 2015-012490ENX, subject to the conditions contained in “EXHIBIT A” of this motion, based on the following findings:

FINDINGS

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

1. The above recitals are accurate and constitute findings of this Commission.
2. **Project Description.** The Project would demolish the existing 288,570 square foot Bay Club SF Tennis Building and construct three new building components: West Component, East Component and Community Center/Affordable Housing Component. These three components would be constructed over a podium with two basement levels (with two mezzanines), extending down to approximately 65 feet below-grade. In total, the Project contains approximately 1,197,290 gross square feet (gsf), including: 775,000 gsf of office, 134,460 gsf private recreation center (tennis club), 29,690 gsf community recreation, 16,590 gsf of retail, 8,080 gsf of Production, Distribution and

Repair (PDR) use, and 4,630 gsf of child care. The Project will also include 15,500 square feet of privately-owned public space (POPOS). Additionally, the Project will provide 163 off-street parking spaces and eight loading spaces, all accessed off Bluxome Street, 388 bicycle spaces (318 Class I, 70 Class II), and 16 showers and lockers.

During construction of the Project, the SF Bay Tennis Club will be relocated to an interim site in San Francisco, returning to the Project site once completed. Prior to the demolition of the existing tennis club facility at 88 Bluxome Street, an interim site will be located and facilities will either be renovated to accommodate new indoor tennis courts or temporary indoor tennis courts will be constructed. The interim tennis club would operate for approximately three to five years during the construction of the Project.

3. **Site Description and Present Use.** The Project site (Assessor's Block 3786; Lot 037) is located on north side of Bluxome Street between Fourth and Fifth streets in San Francisco's SoMa neighborhood on a rectangular-shaped lot measuring 114,048 square feet (2.61 acres) on the majority of the subject block, with frontages on Bluxome, Fifth, and Brannan Streets. The project site is approximately 900 feet from the I-280 Sixth Street on- and off-ramps and approximately 700 feet south of I-80. The existing site contains a three-story, 41-foot tall, 288,570-square-foot building containing the existing Bay Club SF Tennis facility that was constructed in 1974. It occupies the entirety of the lot. The Bay Club SF Tennis is a private tennis club with 12 indoor and 12 rooftop outdoor tennis courts, fitness center, off-street parking and ancillary facilities. There are 119 parking spaces (54,250 square feet) on the ground and second floors which are accessed via one 22-foot-wide ingress and egress driveway located on Fifth Street.
4. **Surrounding Properties and Neighborhood.** The Project site is located within the CMUO Zoning District in the Central SoMa Area Plan. The area surrounding the Project site is largely industrial in nature, although it is transitioning into mixed-use in character. Existing land uses in the vicinity of the Project site include industrial and warehouse buildings with PDR uses (generally, light industrial uses and service uses such as auto repair), interspersed with low- and mid-rise residential and live/work buildings and generally low-rise commercial and institutional buildings, along with a number of surface parking lots. Residential and live/work buildings are located near the site across Brannan Street (close to Fourth Street), on the east side of Fourth Street between Brannan Street and Townsend Street, on the south side of Bluxome Street at the corner of Fourth Street and close to Fifth Street directly across from the existing Bay Club Tennis building, and on the east side of Fifth Street at Townsend Street.

The Academy of Art University occupies space at the southwest corner of Brannan and Fifth streets. The San Francisco Flower Mart is located at the northwest corner of Brannan and Fifth Street, directly adjacent to the Project. The northeast corner of Brannan and Fifth Streets is occupied by a two-story building that serves as a pet day care center. Immediately east of the proposed project and bounded by Brannan, Bluxome, and Fourth Streets are office buildings and a fire station.

The I-280 freeway on- and off-ramps are located approximately 900 feet west from the project site, and the elevated I-80 freeway is between Bryant and Harrison streets, approximately 450 feet north of the site. The Caltrain railroad tracks are south of Townsend Street, and the Caltrain San Francisco station is at Fourth and Townsend streets, one block southeast of the project site. The under-construction Central Subway will extend the T-Third light-rail line from Mission Bay to Chinatown along Fourth Street; the nearest station will be at Fourth and Brannan streets, half block from the project site. Mission Creek is about 0.2 mile south of the project site, with the Mission Bay area beyond. Oracle Park is 0.4 mile east of the site. Numerous mixed-use residential, commercial, and office buildings are planned or under construction in the project vicinity.

5. **Public Outreach and Comments.** To date, the Department has received two letters of support from the Sheet Metal Workers Local Union No. 104 and the Plumbers and Pipefitting Union No. 38. Over the last two years, the Project Sponsor has conducted extensive neighborhood outreach, including meetings with individual stakeholders and separate workshops and community outreach forums.
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. **Permitted Uses in the CMUO Zoning District.** Planning Code Section 848 states that office; most retail; institutional (except for hospital and medical cannabis dispensary); residential; entertainment and recreation, and certain production, distribution, and repair uses are principally permitted within the CMUO Zoning District.

The Project would construct new general office, general entertainment, retail, PDR, and institutional uses—all of which are principally permitted within the CMUO Zoning District; therefore, the Project complies with Planning Code Section 848.

- B. **Floor Area Ratio and Purchase of Transferrable Development Rights.** Planning Code Section 124 establishes basic floor area ratios (FAR) for all zoning districts. However, the CMUO Zoning District has no maximum FAR limit. Rather, Section 249.78(e)(3) requires ‘Tier C’ projects in the Central SoMa SUD that contains new construction or an addition of 50,000 square feet or more of non-residential development and has an FAR of at 3 to 1 or greater, to acquire TDR from a Transfer Lot in order to exceed an FAR of 3 to 1, up to an FAR of 4.25 to 1. Above an FAR of 4.25 to 1, the acquisition of additional TDR is not required.

Section 128.1(b) states that the land dedicated to the City for affordable housing pursuant to Section 249.78 is exempted from the calculation of the “Development Lot” area within the Central SoMa SUD.

The Project consists of new non-residential construction that is greater than 50,000 square feet. The Property was rezoned to a split zoning of 200-CS for the first 310 feet from Fifth Street and 130-CS for

the remainder of the site, or 165 feet. The portion that is zoned 200-CS is classified as Tier C; the remainder is classified as Tier B. The Tier C portion has an FAR of greater than 3 to 1. As such, it must acquire TDR to develop the Tier C area from 3 to 1 to 4.25 to 1.

The Project site consists of a rectangular lot measuring 240 feet by 475 feet, or approximately 114,048 square feet. The portion of the site that is within the 200-CS district is 74,400 square feet in size with 806,310 GFA of proposed building area. The remainder of the site is 44,318 square feet in size and with 233,910 GFA of building area. Only the Tier C portion of the site requires the purchase of TDR to develop the Tier C area from 3 to 1 to 4.25 to 1, which is 93,000 square feet. Therefore, 93,000 square feet of TDR is required to be purchased. The Project Sponsor will purchase this amount to transfer to the site.

- C. **Setbacks, Streetwall Articulation, and Tower Separation.** Planning Code Section 132.4 outlines setback, streetwall articulation, and tower separation controls in the Central SoMa SUD. Section 132.4(d)(1) requires that buildings within the Central SoMa SUD be built to the street-or alley-facing property line up to 65 feet in height, subject to certain exceptions; and that mid-rise buildings provide a 15-foot setback above a height of 85 feet, extending at least 60 percent of the frontage length at all street- and alley-facing property lines, and for the entire frontage along interior property lines. Section 132.4 also provides setback and separation controls for "tower" development above a height of 160 feet in the Central SoMa SUD, however mid-rise development that receive a height bonus of up to 25 feet pursuant to Section 263.32, resulting in a total building height of more than 160 feet, is not subject to these tower setback or separation controls.

The Project will entail construction of two office components – the West and East Components – and one residential structure – Community Center/Affordable Housing component. The Project is seeking exception from certain streetwall articulation and setback requirements of Section 132.4 in connection with the East and West Components as part of the Large Project Authorization (see below).

- D. **Usable Open Space.** Per Planning Code Section 135.3, within the Eastern Neighborhoods ("EN") Mixed Use Districts, Retail, Institutional, and like uses must provide 1 square foot of open space per each 250 square feet of occupied floor area of new or added square footage. Office uses in the EN Mixed Use Districts are required to provide 1 square foot of open space per each 50 square feet of occupied floor area of new, converted or added square footage. PDR uses have no open space requirements. However, the Section 135.3 open space requirements shall not apply to Central SoMa SUD projects that are subject to the privately-owned public open space requirements pursuant to Section 138(a)(2).

The Project is located within the Central SoMa SUD and subject to privately-owned public open space requirement (POPOS) per Planning Code Section 138(a)(2). Therefore, the Project is not subject to a non-residential usable open space requirement per Section 135.3. Regardless, the Project will contain 11,200 square feet of open space on site, including a 5,650 square foot mid-block alley, 1,550 square feet

of space directly adjacent to the midblock alley beneath the cantilever of the East Component, 2,500 square feet at the lobby fronting Brannan Street, and 1,500 square feet at the lobby fronting Bluxome Street.

- E. **Privately-Owned Public Open Space.** Per Planning Code Section 138, projects in the Central SoMa Special Use District proposing new construction of 50,000 gross square feet or more of Non-Residential use must provide privately owned publicly-accessible open space (“POPOS”) at a ratio of one square feet per 50 gross square feet of all uses. Retail, Institutional, and PDR uses in the Central SoMa Special Use District are exempt from the requirements. This public open space may be located on the same site as the building, either indoors or outdoors, or within 900 feet of it. Under Section 138(d)(2), all outdoors open space must be open to the sky, except for obstructions permitted by Section 136; up to 10% of space that may be covered by a cantilevered portion of the building if the space has a minimum height of 20 feet; any buildings on the subject property that directly abut the open space shall meet the active space requirements of Section 145.1; and the open space shall be maximally landscaped with plantings on horizontal and vertical surfaces, subject to the appropriate design for circulation routes and any recreational or public amenities provided.

The Project is required to provide 15,550 square feet of POPOS. The Project will provide 15,500 square feet of POPOS through a combination of on-and-off-site spaces consisting of 11,200 square feet of open space on site, including a 5,650 square foot mid-block alley, 1,550 square feet of space directly adjacent to the midblock alley beneath the cantilevered portion of the East Component, 2,500 square feet at the lobby fronting Brannan Street, and 1,500 square feet at the lobby fronting Bluxome Street. There will be 4,300 square feet of open space provided directly in front of the Project in the Bluxome Linear Park, which will be 13,157 square feet in size and run the length of Bluxome Street.

The open space meets the requirements of Section 138(d)(2). The POPOS is located outdoors and opens directly to the sky. The 1,550 square feet directly adjacent to the mid-block alley is less than 10 percent of the total open space required and is located underneath a cantilevered building with a height of 20 feet. All ground floor spaces that abut the open space will meet the active use requirements of Section 145.1 and contain retail, PDR, community center, and other uses as well as meet the transparency and design requirements of that Section. The Project’s open spaces will be maximally landscaped and contain features such as drought-tolerant landscaping and other green features.

- F. **Streetscape and Pedestrian Improvements.** Planning Code Section 138.1 establishes a number of requirements for the improvement of public rights-of-way associated with development projects. Projects that are on a lot greater than half an acre, include more than 50,000 square feet of new construction, contains 150 feet of total lot frontage on one or more publicly-accessible rights-of-ways shall, or has a frontage that encompasses the entire block face between the nearest two intersections, must provide streetscape and pedestrian improvements. Development projects are required to conform to the Better Streets Plan to the maximum extent feasible. Features such as widened sidewalks, street trees, lighting, and street

furniture are required. In addition, one street tree is required for each 20 feet of frontage of the Property along every street and alley, connected by a soil-filled trench parallel to the curb.

The Project meets the criteria of Section 138.1, as it is 2.61 acres in size, includes more than 50,000 square feet of new construction, has a length of over 150 feet on a public right-of-way, and contains the entire frontage on 5th Street. The Project Sponsor has worked extensively with SDAT and other City Agencies to create a streetscape plan that meets the Better Streets Plan.

The Project includes the 13,157 square foot Bluxome Linear Park, a new public park on Bluxome Street, spanning the full block length from Fourth to Fifth Streets. It will feature a boardwalk sidewalk on the north side of Bluxome Street adjacent to landscaped gathering areas. These areas are tied together by an undulating "corten ribbon" that runs the length of the block, creating distinct spaces where seating, lounging, and dog runs will be located.

There will be sidewalk and street improvements made to Brannan, Fifth, and Bluxome Streets. Bluxome Street will be re-graded and feature colored concrete ribbon treatment to connect to the features in the new Bluxome Linear Park, with streetscape improvements throughout both sides of Bluxome Street and on Fifth and Brannan Streets adjacent to the Property. New sidewalks, curbs, gutter and street trees along the southern length of Bluxome Street will be installed. The Project also includes extending the Brannan Street sidewalk from 10 feet to 15 feet, and the Fifth Street sidewalk from 10 feet to 12 feet. There will be 114 new street trees planted, 61 along the northern curb of Bluxome, 17 along the southern curb of Bluxome, with 36 trees planted along Brannan and Fifth Streets. Therefore, the Project complies with Planning Code Section 138.1.

- G. **Bird Safe Building Standards.** Planning Code Section 139 establishes design standards to reduce bird collisions with buildings. These apply to feature-related hazards throughout the City, which are certain building elements that have unbroken glazed segments that are 24 square feet and larger in size. New construction with glazed building elements such as free-standing glass walls, wind barriers, skywalks, balconies, and greenhouses on rooftops shall treat 100% of the glazing with Bird-Safe Glazing Treatments to reduce the potential impacts to reduce bird mortality.

The Project contains several feature-related hazards such as large expanses of glass, wind barriers, and balconies. Any features subject to this Section will be treated with Bird-Safe Glazing Treatments; therefore, the Project complies with Planning Code Section 139.

- H. **Screening of Rooftop Features.** In EN Mixed Use Districts, Planning Code Section 141 requires that rooftop mechanical equipment and appurtenances to be used in a building's maintenance or operation are required to be arranged so they are not visible from any point at or below the roof level of the subject building. These features shall be either enclosed by outer building walls, or grouped and screened in a suitable manner. The enclosures shall be designed as a logical extension of the building form and an integral part of the overall building design; its

cladding and detailing should be comparable in quality to that of the rest of the building; and the additional building volume is not distributed in a manner which simply extends vertically the walls of the building.

The Project's mechanical equipment will be located on the uppermost roofs at the West and East Buildings. These features will be grouped together to minimize visibility. They will be shielded from view through 18-foot-high mechanical screens, designed as an integral part of each building, containing the same design features and fenestration patterns as the main structures. They are logical extensions of each building while not seeming to be mere extensions of the vertical walls of the building; therefore, the Project complies with Planning Code Section 141.

- I. **Parking and Loading Entrances.** Under the street frontage controls of Planning Code Section 145.1, no more than one-third of the width or 20 feet, whichever is less, of any given street frontage of a new structure parallel to and facing a street may be devoted to parking and loading ingress or egress.

The Project's off-street parking and loading access is on Bluxome Street at the East Component. This opening will be 41 feet in width, with a 7-foot-wide pedestrian island separating the loading and vehicle entrances. Due to the desire to consolidate the off-street entrances and locate them on a secondary street, as well as to avoid multiple openings along Bluxome Linear Park, it was necessary to have one larger opening. Since the entrance exceeds 20 feet in width, the Project is requesting a variance from the Zoning Administrator.

- J. **Active Uses.** Per Planning Code Sections 145.1 and 249.78(c)(1), with the exception of space allowed for parking and loading access, building egress, and access to mechanical systems, active uses—i.e. uses which by their nature do not require non-transparent walls facing a public street—active uses must be located within the first 25 feet of building depth on the ground floor and 15 feet on floors above facing a street at least 30 feet in width. Active uses are also required along any outdoor POPOS within the Central SoMa SUD. Lobbies are considered active, so long as they are not longer than 40 feet or 25% of the building's frontage, whichever is larger. Within the Central SoMa SUD, office use is not considered an active use at the ground floor.

The ground floor of the West Component contains retail spaces fronting Brannan, Fifth, and Bluxome Streets, with a Child Care Facility located along Fifth Street. The East Component has PDR uses along Brannan Street, with retail spaces on Bluxome Street. Along the mid-block alley, the East Component features a combination of PDR space, bicycle parking, and retail spaces. The ground floor will be 17 feet in height and feature vertical piers with glazing between. Lobby spaces are minimal in size and located in the center of the complex, with both the West and East Components sharing lobby spaces. The lobby has been designed to act as a passageway from Brannan to Bluxome Streets. At the Community Center/Affordable Housing Component, the ground floor features the relocated tennis club entrance and lobby area on Brannan Street, with the mid-block alley having the community center-recreation facility

along the majority of its block face. The affordable housing community room and residential entrance will be along Bluxome Street. All ground floor spaces have been designed to be transparent, inviting, and to allow people to view activities inside the buildings and out on the public spaces. Therefore, the Project meets the requirements of Planning Code Sections 145.1. and 249.78(c)(1).

- K. Street Facing Ground Level Spaces.** Planning Code Section 145.1 requires that the floors of street-fronting interior spaces housing non-residential active uses and lobbies shall be as close as possible to the level of the adjacent sidewalk at the principal entrance to these spaces.

The Project's interior spaces all house non-residential uses, with the exception of the entrance to the future affordable housing. All of these spaces and lobbies are located at the sidewalk level and face directly onto the public right-of-way or on the mid-block alley. Therefore, meets the requirements for ground-level street-facing spaces of Planning Code Section 145.1.

- L. Transparency and Fenestration.** Per Planning Code Sections 145.1(c)(6) and 249.78(c)(1)(F), building frontages with active uses must be fenestrated with transparent windows and doorways for no less than 60% of the street frontage at the ground level and allow visibility to the inside of the building. In the Central SoMa SUD, street frontages greater than 50 linear feet with active PDR uses fenestrated with transparent windows and doorways for no less than 30% of the street frontage at the ground level and allow visibility into the building. The use of dark or mirrored glass does not count towards the required transparent area.

The Project has been designed with ground floors that are transparent for over 60% of the street frontages. They consist of a variety of vertical elements with glass panels, interspersed with storefront entrances. The PDR spaces have a similar design as the rest of the Project, featuring similar open glass systems, thereby meeting the 30% transparency requirements. All of the ground floor spaces have been designed to allow visibility into the interior spaces, creating active engagement between the viewers on the street and users in the building. Therefore, the Project meets all requirements for transparency and fenestration of building frontages.

- M. Ground Floor Ceiling Heights.** Planning Code Section 145.1 requires that all ground floor spaces in the CMUO Districts have a ground floor ceiling height of 14 feet. In the Central SoMa SUD, Section 249.78 requires that PDR space that is subject to the requirements of Section 202.8 or 249.78(c)(5) have a minimum floor-to-floor height of 17 feet, as measured from grade.

The Project has 8,080 square feet of PDR uses at the ground floor, fronting Brannan Street and the mid-block alley. The ground floor of the Project on all street frontages is 17 feet as measured from grade, exceeds the requirement of Section 145.1 and meeting the PDR requirements of the Central SoMa SUD.

- N. Shadows on Publicly-Accessible Open Spaces.** Per Planning Code Section 147, new buildings in the EN Mixed Use Districts exceeding 50 feet in height must be shaped, consistent with the dictates of good design and without unduly restricting the development potential of the site,

to reduce substantial shadow impacts on public plazas and other publicly-accessible spaces other than those under the jurisdiction of the Recreation and Parks Department. The following factors shall be taken into account: (1) the amount of area shadowed; (2) the duration of the shadow; and (3) the importance of sunlight to the type of open space being shadowed.

A shadow analysis determined that the Project would cast shadow on two future parks: the proposed Bluxome Linear Park (to be constructed as a part of this Project) and the proposed Brannan Park.¹ Shadow from the Project was not found to reach any other parks or existing POPOS. The shadow analyses for Bluxome Linear Park and the future Brannan Park were included in the Shadow Study for informational purposes only, since neither park exists today. The study found that the Project has no shadow impacts on public plazas or POPOS, therefore the Project is compliant with Section 148.

- O. **Off-Street Parking.** Planning Code Section 151.1 states that off-street parking is not required for any use in the CMUO District, and accessory parking is permitted up to certain limits. Retail uses within the Central SoMa SUD may provide 1 space for each 1,500 square feet of GFA. Within the CMUO District, non-retail sales and service uses such as PDR uses may provide 1 space per each 1,500 square feet of OFA. Office uses may provide 1 space per each 3,500 square feet of OFA. Child Care Facilities may provide one car for each 25 children.

The Project would contain 775,000 gsf of office, 106,220 gsf of tennis club use, 29,690 gsf of community recreation, 16,590 gsf of retail, 8,808 gsf of PDR, and 4,630 gsf of child care facility and would provide up to 163 spaces for the Project, well below the amount permissible. Therefore, the Project complies with the requirements of Planning Code Section 151.1.

- P. **Off-Street Freight Loading.** Per Planning Code Section 152.1, in the EN Mixed Use Districts, the number off required loading spaces for Non-Retail Sales and Service Uses, which include office use, is 0.1 space per 10,000 square feet of occupied floor area ("OFA"). For Retail uses, 1 loading space is required for 10,001 - 30,000 square feet of OFA. Tennis Club uses between 100,000 – 200,000 OFA must provide 1 loading space. No loading spaces are required for PDR uses under 10,000 OFA or Institutional uses below 100,000 OFA. In the CMUO District, substitution of two service vehicle spaces for each required off-street freight loading space may be made, provided that a minimum of 50 percent of the required number of spaces are provided for freight loading.

The Project is required to provide 11 off-street loading spaces (8 for the office use, 1 for the retail use, 1 for the residential use, and 1 for the Tennis Club use). The Project will provide eight loading spaces, all accessed off Bluxome Street. These loading spaces will be located at the ground floor of the East Component. Of these eight, four have been designed to accommodate substitute service spaces, which are 9-foot-by 20-foot in size. The Project will be providing less than 50 percent of the required number

¹ 88 Bluxome Street Shadow Analysis Report, August 2018, prepared by FastCast.

of loading spaces and is, therefore, seeking an exception to the off-street freight loading requirement for five spaces as part of the Large Project Authorization (see below).

- Q. Dimensions for Required Loading Spaces.** Per Planning Code Section 154, every required off-street freight loading space must have a minimum length of 35 feet, a minimum width of 12 feet, and a minimum vertical clearance including entry and exit of 14 feet. However, the first such required loading space for any use may have a minimum width of 10 feet, a minimum length of 25 feet, and a minimum vertical clearance of 12 feet.

The Project is providing eight off-street loading spaces. Of these eight, four meet the dimensional requirements under the Code. The remaining four have been designed to accommodate substitute service spaces, which are 9-foot-by 20-foot in size. These spaces may be combined, when needed, to serve as a substitute for full-size commercial loading spaces. These four substitute spaces are the equivalent of two full-size commercial loading spaces. The Project is seeking an exception to the off-street freight loading dimension requirements as part of the Large Project Authorization (see below).

- R. Bicycle Parking.** Planning Code Section 155.2 establishes bicycle parking requirements for new developments, depending on use. For office uses, one Class 1 space is required for every 5,000 occupied square feet, and two Class 2 spaces are required for the first 5,000 gross square feet; minimum two Class 2 spaces, plus one Class 2 space for each additional 50,000 occupied square feet. For Entertainment and Recreation uses, Five Class 1 spaces for facilities with a capacity of less than 500 guests; 10 Class 1 spaces for facilities with capacity of greater than 500 guests; minimum two Class 2 spaces, plus one Class 2 space for every 500 seats or for every portion of each 50-person capacity. For PDR uses, one Class 1 space for every 12,000 square feet of OFA, except not less than two Class 1 spaces for any use larger than 5,000 occupied square feet; minimum two Class 2 spaces, plus four Class 2 spaces for any use larger than 50,000 occupied square feet. For Child Care Facility uses, minimum two Class 1 spaces or one space for every 20 children; one Class 2 space for every 20 children. For Community Facility uses, minimum two Class 1 spaces or one Class 1 space for every 5,000 square feet of OFA; minimum two Class 2 spaces, or one Class 2 space for every 2,500 occupied square feet of publicly-accessible or exhibition area. For Retail Sales and Services uses, one Class 1 space is required for every 7,500 square feet of OFA; minimum two Class 2 spaces, and one Class 2 space for every 2,500 square feet of OFA up to 50,000 square feet.

The Project will provide 388 bicycle spaces in total, including required spaces for the future affordable housing, with 318 Class 1 spaces and 70 Class 2 spaces. This exceeds the required number of spaces per Code, which is 317 Class 1 and 38 Class 2 spaces. Under the Code requirements there will be 150 Class 1 and 16 Class 2 spaces for the office use; 10 Class 1 and five Class 2 spaces for the tennis club use; 10 Class 1 and three Class 2 spaces for the community/recreation center use; two Class 1 and two Class 2 spaces for the PDR use, two Class 1 and two Class 2 spaces for the child care use; and two Class 1 and 2 Class 2 spaces for the retail use. The Project is exceeding the amount of required bicycle parking to reduce the impact on vehicular use and to take advantage of the public transit in the neighborhood.

- S. **Showers and Lockers.** Planning Code Section 155.4 requires that showers and lockers be provided in new buildings. Non-Retail Sales and Service, Entertainment, Recreation, and Industrial uses require one shower and six clothes lockers where the OFA exceeds 10,000 square feet but is no greater than 20,000 square feet, two showers and 12 clothes lockers where the OFA exceeds 20,000 square feet but is no greater than 50,000 square feet, and four showers and 24 clothes lockers are required where the OFA exceeds 50,000 square feet. Retail uses require one shower and six clothes lockers where the occupied floor area exceeds 25,000 square feet but is no greater than 50,000 square feet, and two showers and 12 clothes lockers where the occupied floor area exceeds 50,000 square feet.

The Project will provide 16 showers and 96 lockers on site. This is exclusive of the lockers and showers included in the Tennis Club and Recreation/Community Facility use, both of which will have showers and lockers constructed as a part of their facilities. The Code requirement for showers and lockers is 11 showers, 46 lockers. Therefore, the Project exceeds the minimum requirements of Planning Code Section 155.4.

- T. **Transportation Management Program.** Per Planning Code Section 163, a Transportation Management Program is intended to ensure that adequate services are undertaken to minimize the transportation impacts of added office employment and residential development by facilitating the effective use of transit, encouraging ridesharing, and employing other practical means to reduce commute travel by single-occupant vehicles. In the Central SoMa Special Use District where the occupied square feet of new, converted or added floor area for office use equals at least 25,000 square feet, the property owner shall be required to provide on-site transportation brokerage services for the lifetime of the project. Prior to the issuance of a temporary permit of occupancy, the property owner shall execute an agreement with the Planning Department for the provision of on-site transportation brokerage services.

The Project is adding over 25,000 square feet of office area and must comply with this Section. The Project Sponsor will execute an agreement with the Planning Department for the provision of on-site brokerage services prior to the issuance of a temporary certificate of occupancy for the Project.

- U. **Transportation Demand Management (TDM) Plan.** Projects that add 10,000 occupied square feet or more of any non-residential use, excluding any area used for accessory parking, are required to comply with the TDM requirements of Section 169. Within the Central SoMa SUD, Tier C projects that filed a Development Application or submitted an Environmental Application deemed complete on or before September 4, 2016 shall be subject to 75% of such target.

The Project submitted a completed Environmental Evaluation Application prior to September 4, 2016. For projects within the Central SoMa Special Use District that filed prior to this date, only 75% of the total target points must be met. This results in a required target of 34 points for the Project, or 14 points for the Retail, Tennis Club, and Community/Recreation Center uses (75% of 18 total points), and 20

points for the Office use (75% of 27 points). As currently proposed, the Project will meet a point total of 36 points, or two points more than is required, through the following TDM measures:

For the Retail, Tennis Club, and Community/Recreation Center uses:

- *Bicycle Parking (Option A)*
- *Showers and Lockers (Option A)*
- *Unbundled Parking*
- *Parking Supply*
- *Car-share Parking (Option A)*
- *Sidewalk improvements that comply with the Better Streets Plan*
- *On-Site Affordable Housing*
- *Parking Pricing*

For the Office use:

- *Bicycle Parking (Option A)*
- *Showers and Lockers (Option A)*
- *Unbundled Parking*
- *Parking Supply*
- *Bicycle Repair Station*
- *Car-share Parking (Option A)*
- *Multimodal Wayfinding Signage*
- *Real Time Transportation Displays*
- *Sidewalk improvements that comply with the Better Streets Plan*
- *On-Site Affordable Housing*
- *Parking Pricing*

- V. **Car Share.** Planning Code Section 166 establishes requirements for new developments to provide off-street parking spaces for car-sharing services. The number of spaces depends on the amount and type of use. One car share space is required plus one space for every 50 parking spaces devoted to non-residential use. For residential uses, one care share space must be provided for 50-200 dwelling units. The car-share spaces must be made available to a certified car-share organization at the building site or within 800 feet of it.

The Project will provide a total of 163 parking spaces, 4 car share spaces for the non-residential uses, and 1 car share space for the residential use. These five car share spaces will be provided on-site in the below grade parking level. Therefore, the Project complies with Planning Code Section 166.

- W. **PDR Requirement in Central SoMa SUD.** Per Planning Code Section 249.78(c)(5), any newly constructed project that contains at least 50,000 gross square feet of office must provide the greater of either (1) the square footage of PDR replacement space required by the controls of Section 202.8; or (2) on-site space dedicated for PDR uses equivalent to 40% of the lot area. The

following is exempted from the calculation of lot area: land dedicated to affordable housing as defined in Section 401; area dedicated to publicly accessible open space and mid-block alleys that are open to the sky, except for permitted obstructions and 10% of space that may be situated under a cantilevered portion of a building; and ground floor space dedicated to a Child Care Facility, do not count toward the calculation of the lot area.

The Project is proposing over 50,000 square feet of office space and is required to provide 31,344 square feet of PDR use. Under Section 329(e)(3)(B)(v), the Project can seek an exception from the Planning Commission to the PDR requirements of Section 249.78(c)(5). The Project includes 8,080 square feet of PDR space on site; thus, the Sponsor is seeking an exception under Section 329(e)(3)(B)(v) for the remainder of the PDR space under this requirement (see below).

- X. **Micro-Retail in Central SoMa SUD.** Per Planning Code Section 249.78(c)(4), within the Central SoMa SUD, new development projects on sites of 20,000 square feet or more must provide micro-retail spaces at a rate of one micro-retail space for every 20,000 square feet of lot area, rounded to the nearest unit. All Micro-Retail units must be no less than 100 square feet or larger than 1,000 square feet in size, be located on the ground floor, independently and directly accessed from a public right-of-way or POPOS, and designed to be accessed and operated independently from other spaces or uses on the subject property. Formula retail uses are not permitted in the micro-retail spaces.

The site is approximately 114,048 square feet in size and must provide 6 micro-retail spaces. The Project is providing three micro-retail spaces at the ground floor of the Project, fronting Bluxome Street and is, therefore, requesting a variance from the Zoning Administrator for the remaining three spaces. The Project will require a variance from the Zoning Administrator.

- Y. **Use on Large Development Sites in the Central SoMa SUD.** Planning Code Section 249.78(c)(6) requires projects in the Central SoMa SUD that are on sites larger than 40,000 square feet south of Harrison Street that involve new construction or an addition of at least 100,000 square feet, must provide at least two-thirds of the gross floor area of all building area below 160 feet in height as non-residential uses.

The Project is located on a site larger than 40,000 square feet in size and is south of Harrison Street. Over two-thirds of the Project that is located below 160 feet in height are non-residential uses, consisting of Retail, Child Care Facility, Community/Recreation, tennis club, PDR, and Office uses. The Community Center/Affordable Housing Component will have a 1,000 square foot community room and entrance lobby space on Bluxome Street, both dedicated to the residential uses, with the upper seven floors consisting of dwelling units, all of which are below 160 feet in height. However, the residential portion of the Project does not equate to one-third of the total uses on site that is below 160 feet in height. As such, the Project complies with Planning Code Section 249.78(c)(6).

- Z. **Solar and Living Roof Requirements in the Central SoMa SUD.** Per Planning Code Section 249.78(d)(4), solar and living roof requirements apply to lots of at least 5,000 square feet within the Central SoMa SUD where the proposed building constitutes a Large or Small Development Project under the Stormwater Management Ordinance and is 160 feet or less. Under Public Works Code Section 147.1, a Large Development Project is “any construction activity that will result in the creation and/or replacement of 5,000 square feet or more of impervious surface, measured cumulatively, that is located on a property that discharges or will discharge Stormwater to the City’s Separate or Combined Sewer System.” For such projects, at least 50% of the roof area must be covered by one or more Living Roofs. Such projects must also comply with Green Building Code Section 5.201.1.2., which requires that 15% of all roof area up to 160 feet be covered with solar photovoltaic systems and/or solar thermal systems. Finally, these projects must commit to sourcing electricity from 100% greenhouse gas-free sources. Projects with multiple buildings may locate the required elements of this section on any rooftops within the project, so long as an equivalent amount of square footage is provided.

The Project will comply with the City’s Stormwater Management Ordinance. The West Component will be 225 in height to the roof, and the East Component will be 184 feet to the roof, thus these two structures do not need to provide any Living Roof features. The Community Center/Affordable Housing Component will meet the Living Roof and/or Green Building Section 5.201.1.2 requirements. Further, the Project is committed to sourcing electricity from 100% greenhouse gas-free sources. Therefore, the Project complies with the requirements of Planning Code Section 249.78(d)(4).

- AA. **Controls for Wind Comfort and Hazards.** Per Planning Code Section 249.78(d)(9)), projects in the Central SoMa SUD that are over 85 feet in height may not result in wind speeds that exceed the Comfort Level at any location. “Comfort Level” means ground-level equivalent wind speeds of 11 miles per hour in areas of substantial pedestrian use and seven miles per hour in public seating areas between 7:00 a.m. and 6:00 p.m. when occurring for more than 15 percent of the time year-round. Further, projects may not cause a Substantial Increase in wind speed at any location where the existing or resulting wind speed exceeds the Comfort Level. “Substantial Increase” means an increase in wind speeds of more than six miles per hour for more than 15 percent of the time year-round. Lastly, projects shall not result in net new locations with an exceedance of the One-Hour Hazard Criterion, defined as a ground-level equivalent wind speed of 26 miles per hour for more than one hour per year per test location. Projects that exceed these thresholds may seek an exception from the Commission as a part of a Large Project Authorization.

The Project’s wind study indicates that it will result in test locations exceeding the standards set forth in Section 249.78(d)(7) under the “comfort” criterion. The Project is seeking an exception from these standards, pursuant to Planning Code Section 329(d)(13)(D), as part of the Large Project Authorization for projects within the Central SoMa SUD (see below).

- BB. **Child Care Facilities.** Planning Code Section 249.78(e)(4) requires that, prior to issuance of a building or site permit for a development project subject to the requirements of Section 414.4 (Child Care Requirements for Office and Hotel Development), the sponsor of an Office or Hotel project on a Key Site within the Central SoMa SUD shall elect its choice of the options for providing Child Care Facilities as described in subsection (A), (B) and (E) of Section 414.4(c)(1) to fulfill any requirements imposed pursuant to Section 414.4 as a condition of approval.

The Project will meet the Child Care Facility requirements by providing a 4,630 square foot child care space at the ground floor of the West Component, with an accompanying 2,680 square foot open playground area located at the Fifth Street ground floor area. These spaces will meet all City regulations for child care facilities.

- CC. **Shadows on Parks.** Planning Code 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.

Currently, the Project does not cast net new shadow on any existing park owned and operated by the San Francisco Recreation and Park Commission.

A shadow analysis determined that the Project would cast shadow on two future parks: the proposed Bluxome Linear Park (to be constructed as a part of this Project) and the proposed Brannan Park.² Shadow from the Project was not found to reach any other parks or existing POPOS.

The shadow analyses for Bluxome Linear Park and the future Brannan Park were included in the Shadow Study for informational purposes only, since neither park exists today. Under cumulative conditions, the proposed Project would result in approximately 3 percent shaded time during available annual sunlight on Bluxome Linear Park and 0.5 percent on Future Brannan Park.

Shadow cast by the proposed Project on Bluxome Linear Park under existing plus project conditions would occur throughout the 52 weeks of the year and would be from 2:30 p.m. to no later than 7:47 p.m. The average duration of new shadow resulting from the proposed project on Bluxome Linear Park under existing plus project scenario would be 2 hours, 48 minutes, and 59 seconds. At Brannan Park, the total annual shadow coverage on the future park would be approximately 174,583,591 sfh. Therefore, Brannan Park would be approximately 66.62 percent shaded under cumulative plus project conditions during the hours protected by Section 295. New shadow cast by the proposed project on Brannan Park under this scenario would be throughout the entire 52 weeks of the year from no earlier than 7:45 a.m. to no later than 2:15 a.m. Since neither park currently exists today, the Project is compliant with Section 295.

² 88 Bluxome Street Shadow Analysis Report, August 2018, prepared by FastCast.

- DD. **Roof Enclosures.** Per Planning Code Section 260(b)(1)(F), rooftop enclosures and screening for features that add additional building volume in any Eastern Neighborhoods Mixed Use District are permitted above the height limit. The rooftop enclosure or screen creating the added volume: shall not be subject to the percentage coverage limitations otherwise applicable to this Section 260(b) but shall meet the requirements of Section 141; shall not exceed 20 feet in height, measured as provided in subsection (a) above; may have a volume, measured in cubic feet, not to exceed three-fourths of the horizontal area of all upper tower roof areas multiplied by the maximum permitted height of the enclosure or screen; shall not be permitted within the setbacks required by Sections 132.1, 132.2, and 132.3; shall not be permitted within any setback required to meet the sun access plane requirements of Section 146; and shall not be permitted within any setback required by Section 261.1.

The Project is proposing two building components – the West Component is entirely located within the 200-CS Height and Bulk District and will be approximately 225 feet tall (including the allowed 25-foot height increase per Planning Code Section 263.32), with an 18-foot-tall enclosed mechanical penthouse, for a total height of 243 feet. This mechanical screen is under the 20-foot height limit and, therefore, meets the rest of the requirements of Section 260(b)(1)(F).

The East Component has a two-tiered height; the portion located within the 200-CS Height and Bulk District will be 184 feet tall to the roof, with an 18-foot-tall enclosed mechanical penthouse, for a total height of 202 feet. This mechanical screen is under the 20-foot height limit and, therefore, meets the rest of the requirements of Section 260(b)(1)(F).

The portion of the East Component is located in the 130-CS Height and Bulk District will be 155 feet in height (including the allowed 25-foot height increase per Planning Code Section 263.32). There is no mechanical penthouse or screening feature proposed in this portion of the building. Therefore, the Project is compliant with this Planning Code Section 260(b)(1)(F).

- EE. **Additional Building Volume.** Per Planning Code Section 260(b)(L), in the Central SoMa Special Use District, additional building volume used to enclose or screen from view the features listed in subsections (b)(1)(A) and (b)(1)(B) are exempted from the height limits. The rooftop form created by the added volume shall not be subject to the percentage coverage limitations otherwise applicable to the building, but shall meet the requirements of Section 141; shall not exceed 10 percent of the total height of any building taller than 200 feet; shall have a horizontal area not more than 100 percent of the total area of the highest occupied floor; and shall contain no space for human occupancy. The features described in subsection (b)(1)(B) shall not be limited to 16 feet for buildings taller than 200 feet, but shall be limited by the permissible height of any additional rooftop volume allowed by this subsection (L).

The Project is proposing two structures – the West Component is entirely located within the 200-foot height limit and will be approximately 225 feet tall, with an 18-foot-tall enclosed mechanical penthouse, for a total height of 243 feet. This mechanical screen meets the requirements of Section 260(b)(L), as buildings over 200 feet in height can have screens that exceed 16 feet.

The East Component has a two-tiered height; the portion located within the 200-foot height limit will be 184 feet tall to the roof, with an 18-foot-tall enclosed mechanical penthouse, for a total height of 202 feet. The structure is below 200 feet in height and is limited to a mechanical screen that is 16 feet in height. As such, the Project will seek an exception under Section 329.

The portion of the East Component is located in the 130-foot height limit will be 155 feet in height. There is no mechanical penthouse or screening feature proposed in this portion of the building.

- FF. **Mass Reduction and Bulk Limits.** Planning Code Sections 261.1 and 270(h) apply the massing standards to development at the Project site, including the following standards:

Narrow Alley and Mid-Block Passage Controls (Section 261.1). Section 261.1 sets out setback requirements for subject frontages along narrow streets. Within the Central SoMa SUD, subject frontages abutting a mid-block passage of 40 feet or less provided pursuant to Section 270.2 must provide upper story setbacks as follows: for mid-block passages between 20-30 feet in width, a setback of not less than 10 feet above a height of 25 feet; mid-block passages between 30 and 40 feet in width, a setback of not less than 5 feet above a height of 35 feet.

This Section requires that the façade of the East Component and the Community Center/Affordable Housing Component that fronts the new 30'-6" wide mid-block alley that connects from Fifth to Bluxome Streets provide a setback of 5 feet above a height of 35 feet.

Apparent Mass Reduction (Section 270(h)(2)). Projects within the CS Bulk District are subject to Apparent Mass Reduction controls. Projects on the north side of a "major street" within a 160-foot height district must provide a 70% apparent mass reduction at 85 feet and above. Projects on the south side of a "major street" within a 160-foot height district are subject to an 80% apparent mass reduction requirement above 85 feet. Projects on the south side of "major street" within a 130-foot height district must provide a 67% apparent mass reduction at 85 feet and above.

Brannan and Fifth Streets are considered "major streets"; Bluxome Street must meet the same Apparent Mass Reduction requirements for projects along Major Streets in the same height district; therefore, all are subject to apparent mass reduction requirements under Section 270(h)(2).

Maximum Floor Plate and Dimensions (Section 270(h)(3)). Section 270(h)(3) requires a maximum GFA of any floor to be 17,000 gross square feet and the average GFA for floors in the Tower Portion shall not exceed 15,000 gross square feet. The maximum length of a tower floor can be 150 feet with the maximum diagonal being 190 feet.

These maximums apply to the West Component, which is considered a Tower.

These Sections would apply the following massing standards to development at the site:

- 1) *West Component: no Apparent Mass Reduction ("AMI") required as it has a height limit over 160 feet. The Tower portion must meet the diagonal and average floor plate dimensions of 150 and 190 feet, respectively.*
- 2) *East Component: provide a 70% AMI along its Bluxome Street façade and an 80% AMI along the Brannan Street facade; and to provide a 5-foot setback above a height of 35 feet along its south façade facing the mid-block alley;*
- 3) *Community Center/Affordable Housing Component: to provide 5-foot setback above a height of 35 feet along its south façade facing the mid-block alley.*

As designed, the Project's apparent massing is as follows:

- 1) *West Component: the Tower portion meets the diagonal dimensions but has an average floorplate of 154.5 feet, exceeding the requirement by 4.5 feet.*
- 2) *East Component: 64% AMI on Bluxome Street façade (70% required) and 65% AMI on the Brannan Street façade (80% required);*
- 3) *East Component: no setback along the mid-block alley (5-foot required at 35 feet).*
- 4) *Community Center/Affordable Housing Component: no setback along the mid-block alley (5-foot required at 35 feet).*

As part of the Large Project Authorization, the Project is seeking exceptions from: the AMI standards with regard to a portion of the East Component; the diagonal dimensions for the West Component; and for the mid-block alley setback requirements pursuant to Section 261.1 for the East Component and Community Center/Affordable Housing Component.

GG. Special Height Exception in the Central SoMa Special Use District. Planning Code Section 263.32 allows additional height in the Central SoMa Special Use District to achieve the policy objectives of the Central SoMa Plan.

Any project that dedicates land pursuant to Section 249.78(e) for housing consisting entirely of Affordable Housing Units as defined in Section 401, which MOHCD deems suitable for such use, taking into consideration size, configuration, physical characteristics, physical and environmental constraints, access, location, adjacent use, and other relevant criteria may get additional height.

A project using a special height exception pursuant to Section 263.32 shall be subject to Sections 132.4 and 270(h) based on the otherwise applicable Height Limit for the lot.

The Project site consists of a rectangular lot measuring 240 feet by 475 feet, or approximately 114,000 square feet. The majority of the Project consists of two building components – the West and East Components. The easternmost portion of the site, approximately 82 feet wide by 240 feet deep, will have the third component – the Community Center/Affordable Housing component – with a podium that is approximately 20 feet in height. The Project will dedicate an approximately 19,950 square foot size air space parcel located in the portion above the podium and portions of the ground floor fronting Bluxome Street, consisting of approximately 106,220 gsf of space, as a land dedication site for future affordable

housing that meets the definition of Section 401, to be developed by the MOHCD. Based on initial studies, the air space parcel can possess up to 118 dwelling units, which would be developed by a future affordable housing developer to be selected by MOHCD. The land dedication meets the requirements of Sections 249.78(e) (Community Development Controls in the Central SoMa SUD), 413.7 (Compliance with the Jobs Housing Linkage Fee by Land Dedication within the Central SoMa SUD), and has been determined by MOHCD as being acceptable in terms of size, configuration, physical characteristics, access, location, and adjacent uses.

The Project site is in a split height and bulk district; 200-CS for a depth of 310 feet from Fifth Street, then dropping down to 130-CS for the remainder of the site. The additional 25 feet will allow a height of 225 feet and 155 feet, respectively. The Project is proposing two components – the West Component is entirely located within the 200-foot height limit and will be approximately 225 feet tall, with an 18-foot-tall enclosed mechanical penthouse, for a total height of 243 feet. In order to provide a transition in height, the East Component has a two-tiered height; the portion located within the 200-CS Height and Bulk District will be 184 feet tall measured to the top of the roof, with an 18-foot-tall enclosed mechanical penthouse, for a total height of 202 feet. The portion of the East Component that is located in the 130-CS Height and Bulk District will be 155 feet in height. There is no mechanical penthouse or screening feature proposed in this portion of the structure. The Community Center/Affordable Housing Component will be 85 feet in height.

An additional 25 feet of height above the otherwise applicable height limit is permitted for a development project without requiring Conditional Use Authorization by the Commission if it meets the following conditions:

- (1) The project provides housing units consisting entirely of on-site or off-site Affordable Housing Units pursuant to subsection 263.32(b)(1); or

The Project includes land dedication of a 19,950 square foot parcel consisting of approximately 106,220 gsf feet of air space that will consist entirely of on-site Affordable housing units, to be developed by MOHCD.

- (2) The project provides land for housing, publicly-owned parks, or publicly-owned recreational amenities pursuant to subsections 263.32(b)(2) or (3). The development capacity of the project receiving a special height exception pursuant to this subsection 263.32(c)(2) shall not be greater than the development capacity achievable without the special height exception.

The Project is providing land for affordable housing to be developed by MOHCD, meeting (b)(2), as well providing a 29,690 gsf space in the easternmost component as a community/recreation center open to the public that is proposed for dedication to the San Francisco Recreation and Parks Department for public use, meeting (b)(3). Either would allow the Project to qualify for the additional height increase.

The development capacity of the Project is not greater than the development capacity without the special height exception. Under the Code, up to 162,600 square feet of developable area is available at the Community Center/Affordable Housing Component. With the zoning constraints on the remainder of the site, only 86,600 square feet, or 53 percent of possible office area, can be allocated in the East and West Components receiving the additional height increase, which is lower than the developable capacity without the special height exception.

- (3) The additional height shall not cause any new or substantially increased significant impacts that cannot be mitigated to less than significant levels related to wind and shadow that would not have occurred without the additional height, as determined by the Environmental Review Officer.

The additional height does not cause any new or substantial increased significant impacts for the Project. Wind and shadow studies have been prepared and show that there is no new impact as a result of the additional height.

HH. Horizontal Mass Reduction. Planning Code Section 270.1 requires that new development in the Eastern Neighborhoods with building lengths exceeding 200 square feet incorporate horizontal mass reductions with certain minimum dimensions, to break up the apparent building massing. The mass reduction breaks shall not be less than 30 feet in width and less than 60 feet in depth from the street facing building façade, shall extend up to the sky from a level not higher than 25 feet above grade or the third story, whichever is lower; and result in discrete building sections with a maximum plan length along the street frontage not greater than 200 feet.

Under the Large Project Authorization, the Project is seeking an exception from these standards for frontages on the West and East Components along Brannan and Bluxome Streets, which extend for length of more than 200 feet. These two components do contain massing breaks that meet the intent of the Code, but they do not meet the exact dimensional requirements. There is a 99-foot wide break along Brannan, with a varied stepped depth into the recessed area between the buildings. On Bluxome, there is a 50-foot wide break with a varied stepped depth into the recessed area between the buildings. These massing breaks allow for a more generous POPOS areas next to each lobby space.

- II. **Mid-Block Alley Requirements.** Per Planning Code Section 270.2, projects located in the Central SoMa SUD that have one or more street or alley frontages of over 200 linear feet on a block face longer than 400 feet between intersections are required to provide a publicly-accessible mid-block alley for the entire depth of the property. New mid-block alleys must meet the following requirements: generally be located in the middle of the of the subject blockface, perpendicular to the subject frontage and connecting to any existing streets and alleys; it must be open to pedestrians; provide no, or limited vehicular access; have a minimum depth of 20 feet; have a minimum clear walking width of 10 feet free of any obstructions in the case of a pedestrian-only right-of-way; have at least 60 percent of the area of the alley or pathway open to the sky, with obstructions permitted within setbacks pursuant to Section 136

may be located within the portion of the alley or pathway that is required to be open to the sky; and be fronted with active uses pursuant to Section 145.1. New buildings abutting mid-block alleys provided pursuant to this Section 270.2 shall feature upper story setbacks according to the provisions of Section 261.1

The Project provides a mid-block alley that meets the requirements of Section 270.2. A mid-block alley is being provided between the East Component and the Community Center/Affordable Housing Component, which is towards the middle of the subject block face. This new mid-block alley will connect Bluxome to Brannan Streets and provide an access point to other green spaces and POPOS in the neighborhood. It will be 30'-6" wide, open to the sky, with the second floor of the East Component cantilevering eight feet over the alley, which is 26 percent of the total that is not open to the sky. 74 percent of the mid-block alley will be open to the sky. The mid-block alley will not have vehicular access, be designed and landscaped to with appropriate furniture and plantings, and meet the pedestrian path widths. The Project is seeking an exception from the upper-story setback controls along this alley pursuant to Section 261.1 as part of the Large Project Authorization (see below).

- JJ. **Transportation Sustainability Fee ("TSF").** Per Planning Code Section 411A states that the TSF applies to the construction of a new non-residential use in excess of 8,000 gross square feet and to new construction of a PDR use in excess of 1,500 gross square feet.

The Project would contain non-residential use in excess of 800 gross square feet, and PDR use in excess of 1,500 gross square feet. These uses would be subject to the TSF requirement, as outlined in Section 411A.

- KK. **Eastern Neighborhoods Infrastructure Impact Fee.** Per Planning Code Section 423, the Eastern Neighborhoods Infrastructure Impact Fee applies to all new construction within the Eastern Neighborhoods Plan Area. Under the Central SoMa Plan, properties that received a height increase of 46 feet to 85 feet are within the Tier B category; those that received a height increase above 85 feet are within the Tier C category.

The Property was rezoned from a height limit of 65-X to a split zoning of 200-CS for the first 310 feet from Fifth Street and 130-CS for the remainder of the site. The portion that is zoned 200-CS is classified as Tier C; the remainder is classified as Tier B. The Project Sponsor will be seeking an In-Kind Agreement fee waiver for the applicable community benefits, pursuant to Section 423.3(b) and will paying the applicable Eastern Neighborhoods Infrastructure Impact fee to the city for any balance.

- LL. **Jobs-Housing Linkage Fee (Section 413) / Central SoMa Special Use District Community Development Control – Land Dedication (Section 249.78(e)(2)(B)).** The Jobs-Housing Linkage Fee in Section 413 applies to any project resulting in a net addition of at least 25,000 GSF of office and retail uses. In the Central SoMa SUD, Section 249.78(e)(2)(B) states that non-residential projects in the Special Use District may opt to fulfill their Jobs-Housing Linkage Fee requirement of Section 413 through the Land Dedication Alternative contained in Section 413.7.

Section 413.7 states that the value of the dedicated land shall be determined by the Director of Property pursuant to Chapter 23 of the Administrative Code, but shall not exceed the actual cost of acquisition by the project sponsor of the dedicated land in an arm's length transaction. Projects that utilize the land dedication alternative in Section 413.7 are also subject to the requirements of Section 419.5(a)(2)(A) and (C) through (J).

As further described in Section 419.5(a)(2)(A) and (C)-(J), the dedicated site must result in a total amount of inclusionary units not less than forty units. It must be suitable from the perspective of size, configuration, physical characteristics, and other relevant planning criteria. The dedicated site must include the infrastructure necessary to serve the inclusionary units, including sewer, utilities, water, light, street access and sidewalks. The project applicant must have a letter from MOHCD verifying acceptance of site before it receives project approvals from the Commission, which shall be used to verify dedication as a condition of approval. Finally, the land dedication alternative may be satisfied through the dedication to the City of air space above or adjacent to the project, provided the other applicable requirements of Section (a)(2) are met.

The Project Sponsor has elected to pursue the land dedication alternative to meet the Jobs-Housing Linkage Fee requirement. The Project will dedicate approximately 19,950 square foot (approximately 82 feet wide by 240 feet deep) air space parcel at the easternmost portion of the site, to MOHCD for the construction of future affordable housing. The Project Sponsor has demonstrated that up to 118 units may be constructed on this parcel and has been working with MOHCD to ensure that all other requirements of Section 419.5 and the Procedures Manual are met. The parcel will include the necessary infrastructure and has been determined by MOHCD as being acceptable in terms of size, configuration, physical characteristics, access, location, adjacent uses.

MOHCD concurs with this assessment and has provided a letter expressing conditional approval of the dedicated parcel, the conditions of which are incorporated into this Motion.

- MM. **Public Art.** Planning Code Section 429 outlines the requirements for public art. In the case of construction of a new non-residential use area in excess of 25,000 sf on properties located in the CMUO Zoning District and located north of Division/Duboce/13th Streets, a project is required to include works of art costing an amount equal to one percent of the construction cost of the building.

The Project is located in the CMUO Zoning District, located north of Division/ Duboce / 13th Streets, and will contain greater than 25,000 sf of non-residential use. The Project will comply with this Section by dedicating one percent of the Project's construction cost to works of art. The public art concept will be done in consultation with the San Francisco Arts Commission and presented to the Planning Commission at an informational hearing prior to being installed.

- NN. **Central SoMa Community Services Facilities Fee.** Planning Code Section 432 is applicable to any project within the Central SoMa SUD that is in any Central SoMa fee tier and would construct more than 800 square feet.

The Property is located in the Central SoMa Plan and is constructing more than 800 square feet, thus subject to this fee. The Project Sponsor will be seeking an In-Kind Agreement fee waiver for the applicable community benefits, pursuant to Section 432.2(c) and will paying the applicable Central SoMa Community Services Facilities fee to the city for any balance.

- OO. **Central SoMa Infrastructure Impact Fee.** Planning Code Section 433 is applicable to any new construction or an addition of space in excess of 800 gross square feet within the Central SoMa SUD.

The Property was rezoned from a height limit of 65-X to a split zoning of 200-CS for the first 310 feet from Fifth Street and 130-CS for the remainder of the site. The portion that is zoned 200-CS is classified as Tier C; the remainder is classified as Tier B. The Project Sponsor will be seeking an In-Kind Agreement fee waiver for the applicable community benefits pursuant to Section 433.2(c) and will paying the applicable Central SoMa Infrastructure Impact fee to the city for any balance.

- PP. **Central SoMa Community Facilities District.** Per Planning Code Section 434, projects that proposed more than 25,000 square feet of new non-residential development on a Central SoMa Tier B or Tier C property, and which exceed the Prevailing Building Height and Density Controls established in Section 249.78(d)(1)(B), must participate in the Central SoMa Community Facilities District.

The portion of the Property that is zoned 200-CS is classified as Tier C; the remainder is classified as Tier B. The Project Sponsor will comply with this Section by participating in the Central SoMa Community Facilities District with the applicable rates applied, in order to exceed Prevailing Building Height and Density Controls.

7. **Large Project Authorization Design Review in Central SoMa Special Use District.** Planning Code Section 329(c) lists nine aspects of design review in which a project in the Central SoMa Special Use District must comply; the Planning Commission finds that the project is compliant with these nine aspects as follows:

- a. **Overall building mass and scale.** *The Project's mass and scale are appropriate for the large lot and surrounding context. The Project fronts three major streets: Fifth, Brannan, and Bluxome Streets, with a frontage that is 475 feet in length and 240 feet in width. In order to break up the massing so that there is not one large uniform building on the site, the Property has been divided into two zoning heights: the first 310 feet from Fifth Street is zoned 200 feet; and the remainder of the site is zoned 130 feet. The Project has been designed to accommodate this split zoning. Further, in order to break up the massing and bulk, the Project has been broken down so that it appears to be three separate structures on the*

Property. All three components – the West Component, the East Component, and the Community Center/Affordable Housing Component – share the below-grade foundation, off-street parking, and mechanical systems. The West and East Components function as one unit, with shared lobbies and floor plates. However, in order to break down the appearance of a uniform structure, both have been designed with differing fenestration patterns and building materials. The West Component has been designed to be 225 feet in height, which is appropriate for the prominent corner location. It steps down into a 170-foot mid-portion, before rising again to 184 feet for the East Component. That building then steps down to 155 feet in height. Both have been designed with several setbacks and ‘pop-outs’ that make the overall appearance to be of interwoven boxes tied together through their massing and materials. There is a mid-block passage that separates the East and West Components from the Community Center/Affordable Housing Component, which in turn is limited to 85 feet in height. The Project steps down in height as it progresses towards the mid-block, and is in keeping with the lower heights of the adjacent buildings.

The existing neighborhood is a high-density downtown neighborhood with a mixture of low- to mid-rise development containing commercial, office, industrial, and residential uses, as well as several undeveloped or underdeveloped sites, such as surface parking lots and single-story commercial buildings. The massing of individual structures has also been designed to respect the scale and character of the evolving Central SoMa neighborhood. The Project site is located to the immediate south (across Brannan Street) from the 598 Brannan project, which is anticipated for redevelopment with three mixed-use office towers reaching heights of 150-to-185 feet (10-to-13-stories). The Project site is located adjacent from (across Fifth Street) from the San Francisco Flower Mart, which is anticipated for redevelopment with approximately 2,290,000 gross square feet of above-grade buildings reaching a height of 236 feet, and 500,000 gsf of below grade retail.

Overall, the scale and massing of the Project is in keeping with the buildings on the subject block, as well as with those that will be developed over the next several years in this neighborhood.

- b. **Architectural treatments, facade design and building materials.** *The Project has been designed so that it does not appear to be one large ‘office structure’ but rather as separate structures that are part of a unified whole. This is achieved through the stepped heights and overall massing, but also through the architectural detailing of each building component. The most dominant portion of the Project – the West Component – has been designed with a darker palette, with a grid pattern of solids and voids. The fenestration pattern is open with vertical projecting elements in between. The East Component shares the same massing features but is detailed in a lighter palette and has more of a vertical pattern to it. The fenestration pattern is narrower and more vertical than its neighbor. The ‘connecting’ space between the two buildings is a simple curtain wall of glass and metal and recedes into a void. The Project is distinctly contemporary in character and proposes high-quality treatments, design, and building materials that vary across the Project site.*

The Project incorporates a simple, yet elegant, architectural language that is accentuated by contrasts in the exterior materials. Overall, the Project offers a high-quality architectural treatment, which provides for unique and expressive architectural design that is consistent and compatible with the surrounding neighborhood.

- c. **The design of lower floors, including building setback areas, commercial space, townhouses, entries, utilities, and the design and siting of rear yards, parking and loading access.** *The ground floor of the West Component contains retail spaces fronting Brannan, Fifth, and Bluxome Streets, with a Child Care Facility located along Fifth Street. The East Component has PDR uses along Brannan Street, with retail spaces on Bluxome Street. Along the mid-block alley, the East Component features a combination of PDR space, bicycle parking, and retail spaces. At the Community Center/Affordable Housing Component, the ground floor features the relocated Tennis Club entrance and lobby area on Brannan Street, with the mid-block alley having the Community Center-Recreation facility along the majority of its block face. The affordable housing community room and residential entrance will be along Bluxome Street.*

The ground floor will be 17 feet in height and feature vertical piers with glazing between. Lobby spaces are minimal in size and located in the center of the complex, with both the West and East Components sharing lobby spaces. The lobby has been designed to act as a passageway from Brannan to Bluxome Streets. All ground floor spaces have been designed to be transparent, inviting, and to allow people to view activities inside the buildings and out on the public spaces. All of these spaces and lobbies are located at the sidewalk level and face directly onto the public right-of-way or on the mid-block alley. The Project has been designed with ground floors that consist of a variety of vertical elements with glass panels, interspersed with storefront entrances. All of the ground floor spaces have been designed to allow visibility into the interior spaces, creating active engagement between the viewers on the street and users in the buildings.

- d. **The provision of required open space, both on- and off-site. In the case of off-site publicly accessible open space, the design, location, access, size, and equivalence in quality with that otherwise required on-site.** *The Project will provide 16,805 square feet of POPOS through a combination of on-and-off-site spaces. There will be 11,330 square feet of open space on site, including a 5,650 square foot mid-block alley, 1,680 square feet of space directly adjacent to the midblock alley beneath the cantilevered portion of the East Component, 2,500 square feet at the lobby fronting Brannan Street, and 1,500 square feet at the lobby fronting Bluxome Street. There will be 4,300 square feet of open space provided directly in front of the Project in the Bluxome Linear Park.*

The Project includes the 13,157 square foot Bluxome Linear Park, a new public park on Bluxome Street spanning the full block length from Fourth to Fifth Streets. It will feature a boardwalk sidewalk on the north side of Bluxome Street adjacent to landscaped gathering areas. These areas are tied together by an undulating "corten ribbon" that runs the length of the block, creating distinct spaces where seating, lounging, and dog runs will be located.

The total area of usable open space provided by the Project (including the Bluxome Linear Park) exceeds Code requirements. The Central SoMa Plan area currently suffers from a shortage of public parks and recreational areas relative to the number of existing residents. The Central SoMa Plan identifies the Project site as a preferred location for a new public park, noting that the location along the length of

Bluxome Street would allow for activation by surrounding ground-floor retail, PDR, and Community Facility uses within the Project.

- e. **The provision of mid-block alleys and pathways on frontages between 200 and 300 linear feet per the criteria of Section 270, and the design of mid-block alleys and pathways as required by and pursuant to the criteria set forth in Section 270.2.** *The Project provides a Code-complying mid-block alley, which meets the criteria of Planning Code Section 270.2. Further, the lobby space has been designed to act as an 'informal' mid-block passage, open to the public during business hours. Both will allow greater connection from Brannan to Bluxome Streets, and to connect to the other green spaces and alleys proposed in the Central SoMa Plan.*
 - f. **Streetscape and other public improvements, including tree planting, street furniture, and lighting.** *In compliance with Planning Code Section 138.1, there will be sidewalk and street improvements made to Brannan, Fifth, and Bluxome Streets. Bluxome Street will be re-graded and feature colored concrete ribbon treatment to connect to the features in the new Bluxome Linear Park, with streetscape improvements throughout both sides of Bluxome Street and on Fifth and Brannan Streets adjacent to the Property. New sidewalks, curbs, gutter and street trees along the southern length of Bluxome Street will be installed. The Project also includes extending the Brannan Street sidewalk from 10 feet to 15 feet, and the Fifth Street sidewalk from 10 feet to 12 feet. There will be 114 new street trees planted, 61 along the northern curb of Bluxome, 17 along the southern curb of Bluxome, with 36 trees planted along Brannan and Fifth Streets.*
 - g. **Circulation, including streets, alleys and mid-block pedestrian pathways.** *The Project provides ample circulation in and around the Project site through the streetscape improvement and construction of a publicly-accessible mid-block alley. Automobile access, including loading, is limited to the one entry/exit on Bluxome Street.*
 - h. **Bulk limits.** *In order to break up the massing and bulk, the Project has been broken down so that it appears to be three separate components on the Property. All three components – the West Component, the East Component, and the Community Center/Affordable Housing Component – comprise a single building sharing the below-grade foundation, off-street parking, and mechanical systems. The West and East Components function as one unit, with shared lobbies and floor plates. However, in order to break down the appearance of a uniform structure, both have been designed with differing fenestration patterns and building materials. The overall bulk of the Project is minimized with staggered height and massing designed to maximize view corridors, light, and air access to the new Bluxome Linear Park.*
 - i. **Other changes necessary to bring a project into conformance with any relevant design guidelines, Area Plan or Element of the General Plan.** *The Project, on balance, meets the Objectives and Policies of the General Plan. See Below.*
8. **Central SoMa Key Site Exceptions & Qualified Amenities.** Pursuant to Section 329(d), the Planning Commission may grant certain exceptions to the provisions of the Planning Code. Pursuant to Section 329(e), within the Central SoMa SUD, certain additional exceptions are

available for projects on Key Sites that provide qualified amenities in excess of what is required by the Code. Qualified additional amenities that may be provided by these Key Sites include: affordable housing beyond what is required under Section 415et seq.; land dedication pursuant to Section 413.7 for the construction of affordable housing; PDR at a greater amount and/or lower rent than is otherwise required under Sections 202.8 or 249.78(c)(5); public parks, recreation centers, or plazas; and improved pedestrian networks. Exceptions under Section 329(e) may be approved by the Planning Commission if the following criteria are met:

- a. The amenities and exceptions would, on balance, be in conformity with and support the implementation of the Goals, Objectives, and Policies of the Central SoMa Plan,

The Project is providing a large amount of community benefits, more than what was envisioned or called for in the Central SoMa Plan. It strikes an ideal balance between the amount of amenities it is providing and the exceptions sought. The Project is providing four key amenities: 1) land that will be dedicated to MOHCD for the development of 100% affordable housing; 2) developed recreation and community center space (the "Gene Friend Aquatic Annex") that is proposed for dedication to the City and operation by the Recreation and Park Department; 3) the development of a block-long public park along Bluxome Street; and 4) the retention and replacement of the SF Bay Club Tennis Facility.

The Project will dedicate an approximately 19,950 square foot parcel, with up to 106,220 gsf of air space above the Community Center/Affordable Housing Component as a land dedication site for future affordable housing that meets the definition of Section 401, to be developed by the MOHCD. Up to 118 dwelling units are proposed to be developed through the selection of an affordable housing developer. The land dedication has been determined by MOHCD as being acceptable in terms of size, configuration, physical characteristics, access, location, and adjacent uses.

The Project is providing a 29,690 gsf space in the East Component as a community/recreation center open to the public, and proposes to dedicate it to the San Francisco Recreation and Parks Department for public use. Known as the "Gene Friend Aquatic Annex", it will feature an aquatic center featuring two separate pools (a children's pool and a full length 6-lane pool) as well as restrooms, showers, and changing areas. There will be a multi-purpose flex area at the ground floor that is suitable for a variety of San Francisco Recreation and Park programs.

In addition, the Project will develop a 13,157 square foot Bluxome Linear Park, a new public park on Bluxome Street spanning the full block length from Fourth to Fifth Streets. It will feature a boardwalk sidewalk on the north side of Bluxome Street adjacent to landscaped gathering areas. These areas are tied together by an undulating "corten ribbon" that runs the length of the block, creating distinct spaces where seating, lounging, and dog runs will be located.

Lastly, the Project is retaining the SF Bay Club Tennis facility, constructing 12 new tennis courts with a fitness center, shower facility, café, and administrative offices. This use will continue to function on

site as it historically has for several decades. The Project will develop an interim site for the operation of the SF Bay Club Tennis facility until the construction of the new facility have been completed.

The Project is seeking eight exceptions through the Large Project Authorization process. The exceptions are not excessive, nor do they deviate significantly from the Planning Code requirements. The Project is in conformity with the General Plan and the Central SoMa Plan, particularly the parameters outlined for Key Site # 7: 88 Bluxome/Tennis Club Site and exceeds the community benefits envisioned for the Plan area.

- b. The amenities would result in an equal or greater benefit to the City than would occur without the exceptions, and

The requested exceptions are necessary to provide the amenities listed above, including the 19,050 square foot parcel for the 100% affordable housing development, the 29,690 gsf Gene Friend Annex, and the 13,157 square foot Bluxome Linear Park, as well as retain the tennis club use on site. These amenities exceed Planning Code requirements for development at the Property.

- c. The exceptions are necessary to facilitate the provision of important public assets that would otherwise be difficult to locate in a highly developed neighborhood like SoMa.

The Central SoMa Plan area currently suffers from a shortage of public parks and recreational areas relative to the number of existing residents. The Central SoMa Plan identifies the Project site as a preferred location for a new public recreation center, noting that it could coordinate with the amenities and offering at the Gene Friend Recreation Center located at 6th and Folsom Streets. Further, it envisions a new public park along Bluxome Street, noting that the location would provide a respite from the busier thoroughfares of Fifth and Brannan Streets, as well as provide for a connection to other public parks and POPOS in the neighborhood. Lastly, the Plan envisions this site as a potential for dedication land for 100% affordable housing, with the preferred location being the interior of the block. The Project's various amenities will allow valuable public assets in a densely-developed area where it would be otherwise difficult to locate property for construction of so many public benefits.

Accordingly, pursuant to Planning Code Sections 329(d) and 329(e) the Planning Commission has considered the following exceptions to the Planning Code, makes the following findings, and grants each exception to the Project as further described below:

- d. **Building Setbacks and Streetwall Articulation.** Planning Code Section 132.4 requires, among other items, that (1) buildings within the Central SoMa SUD be built up to the street-or alley-facing property line up to 65 feet in height, subject to the controls of Section 261.1 (additional height limits for narrow streets and midblock-alleys) as applicable; (2) that mid-rise buildings provide a 15-foot setback above a height of 85 feet, extending at least 60 percent of the frontage length along all street- and alley-facing property lines, and for the entire frontage along interior property lines.

The West Component fronts on Brannan, Fifth, and Bluxome Streets. It is entirely located within the 200-foot height limit and will be approximately 225 feet tall, with an 18-foot-tall enclosed mechanical penthouse, for a total height of 243 feet. The East Component fronts Brannan and Bluxome Streets as well as the mid-block alley. The East Component has a two-tiered height; the portion located within the 200-foot height limit will be 184 feet tall to the roof, with an 18-foot-tall enclosed mechanical penthouse, for a total height of 202 feet. The portion of the East Component is located in the 130-foot height limit will be 155 feet in height. There is no mechanical penthouse or screening feature proposed in this portion of the building. The Community Center/Affordable Housing Component fronts Brannan and Bluxome Streets, as well as the mid-block alley, and will be 85 feet in height. Because the Project is utilizing the additional height exception under Section 263.32, the East Component is subject to the controls of Section 132.4 and 270(h) based on the otherwise applicable Height Limit for the lot – in this case, mid-rise building controls.

The buildings will require exceptions from the setback and streetwall controls of this Section. Specifically, the Brannan Street façades of the West and East Components will have a podium height of 89 feet, with this continued along the Fifth Street façade of the West Component. The podium of the West and East Components along Bluxome Street will be 74 feet in height. Along the mid-block alley, the podium of the East Component will be 74 feet. The East Component along Brannan Street is not constructed to the property line, but rather is setback eight feet. Lastly, because of the angled nature of the upper stories, portions of each structure do not setback the required 15 feet from the property line or interior lot line.

These exceptions are minor in scope and necessary to facilitate an innovative architectural design style that meets the intent of Section 132.4 by contributing to the dynamism of the neighborhood while maintaining a strong streetwall presence. This design also allows for the project to shift massing in a manner that maximizes sun access to the POPOS on site and to Bluxome Linear Park.

- e. **Off-Street Freight Loading.** Per Planning Code Section 152.1, in the EN Mixed Use Districts, the number off required loading spaces for Non-Retail Sales and Service Uses, which include office use, is 0.1 space per 10,000 square feet of occupied floor area (“OFA”). For Retail uses, 1 loading space is required for 10,001 - 30,000 square feet of OFA. Tennis Club uses between 100,000 – 200,000 OFA must provide 1 loading space. No loading spaces are required for PDR uses under 10,000 OFA or Institutional uses below 100,000 OFA. In the CMUO District, substitution of two service vehicle spaces for each required off-street freight loading space may be made, provided that a minimum of 50 percent of the required number of spaces are provided for freight loading.

The Project is required to provide 11 off-street loading spaces (8 for the office use, 1 for the retail use, 1 for the residential use, and 1 for the Tennis Club use). The Project will provide eight loading spaces, all accessed off Bluxome Street. These loading spaces will be located at the ground floor of the East Component. Of these eight, four have been designed to accommodate substitute service spaces, which are 9-foot-by 20-foot in size. The Project will be providing less than 50 percent of the required number

of loading spaces. The Project is seeking an exception for five of the required 11 loading spaces. The Project as designed will provide ample off-street loading to accommodate site deliveries and it is not anticipated that the reduction of two spaces will impact the loading capabilities of the Project.

- f. **Dimensions for Required Loading Spaces.** Planning Code Section 154 requires that every required off-street freight loading space have a minimum length of 35 feet, a minimum width of 12 feet, and a minimum vertical clearance including entry and exit of 14 feet. However, the first such required loading space for any use may have a minimum width of 10 feet, a minimum length of 25 feet, and a minimum vertical clearance of 12 feet.

The Project is providing 8 off-street loading spaces. Of these 8 spaces, 4 meet the dimensional requirements under the Code. The Project is seeking an exception from the dimensional requirements for the remaining four spaces, which have been designed to accommodate substitute service spaces, and are 9-foot-by 20-foot in size. These spaces may be combined, when needed, to serve as a substitute for full-size commercial loading spaces. These four substitute spaces are the equivalent of two full-size commercial loading spaces. The Project as designed will provide ample off-street loading to accommodate site deliveries.

- g. **Controls for Wind Comfort and Hazards.** Planning Code Section 249.78(d)(9)) states that Projects in the Central SoMa SUD that are over 85 feet in height may not result in wind speeds that exceed the Comfort Level at any location. Projects must generally refrain from resulting in wind speeds exceeding a "Comfort Level" (ground-level wind speeds of 11 mph in areas of substantial pedestrian use and seven mph in public seating areas between 7 a.m. and 6 p.m., when occurring for more than 15% of the time year round) and may not cause a "Substantial Increase" in wind speeds of more than six miles per hour for more than 15% of the time year round) at any location where the existing or resulting wind speed exceeds the Comfort Level. However, a project may seek exception from this standard if it demonstrates that (1) it has undertaken all feasible measures to reduce wind speeds through such means as building sculpting and appearances, permanent wind baffling measures, and landscaping; and (2) further reducing wind speeds would substantially detract from the building design or unduly restrict the square footage of the project.

The Project requires exception from the wind comfort standards. A wind analysis³ determined that the Project would result in 13 additional Comfort exceedances from current conditions. The average Comfort wind speed over all points increases by 1 mph to an average of 12 mph, exceeding the Comfort wind speed an average of 19.3% of the year. This modest increase in wind speed results in an addition of 13 Comfort exceedances for a total of 32 (out of 47). No location resulted in a substantial increase in wind speed, as all increases were 6 mph or less, and the Comfort wind speed decreased at 9 points with the addition of 88 Bluxome. No locations exceeded the Hazard criterion.

³ Wind Tunnel Tests for 88 Bluxome Report, February 2019, prepared by CCP, Inc.

Exception from these standards are justified because:

- (1) *The Project would not result in any exceedance of the Nine Hour Hazard Criterion;*
- (2) *The Project has undertaken all feasible measures to reduce hazardous wind speeds including refinement of building massing and substantial on-site landscaping, including the proposed planting of dozens of trees; and*
- (3) *Further reduction of wind speeds would detract from building design and/or unduly restrict the square footage of the Project. The Project massing has already undergone significant revisions and reductions in order to mitigate wind conditions.*

- h. **Additional Building Volume.** Per Planning Code Section 260(b)(L), in the Central SoMa Special Use District, additional building volume used to enclose or screen from view the features listed in subsections (b)(1)(A) and (b)(1)(B) are exempted from the height limits. The rooftop form created by the added volume shall not be subject to the percentage coverage limitations otherwise applicable to the building, but shall meet the requirements of Section 141; shall not exceed 10 percent of the total height of any building taller than 200 feet; shall have a horizontal area not more than 100 percent of the total area of the highest occupied floor; and shall contain no space for human occupancy. The features described in subsection (b)(1)(B) shall not be limited to 16 feet for buildings taller than 200 feet, but shall be limited by the permissible height of any additional rooftop volume allowed by this subsection (L).

The Project is proposing two components – the West Component is entirely located within the 200-foot height limit and will be approximately 225 feet tall, with an 18-foot-tall enclosed mechanical penthouse, for a total height of 243 feet. This mechanical screen meets the requirements of Section 260(b)(L), as buildings over 200 feet in height can have screens that exceed 16 feet.

The East Component has a two-tiered height; the portion located within a 200-foot height district will be 184 feet tall to the roof, with an 18-foot-tall enclosed mechanical penthouse, for a total height of 202 feet. It is below 200 feet in height and is limited to a mechanical screen that is 16 feet in height. The proposed screen exceeds the limit by two feet. It was designed to be compatible in scale with the West Component and will adequately screen the mechanical penthouse on the East Component. This screen meets the remainder of the requirements outlined in Section 260(b)(L). As such, the Project needs an exception under Section 329.

The portion of the East Component is located within a 130-foot height district will be 156'-11" (needs to be 155' max in this zone) feet in height. There is no mechanical penthouse or screening feature proposed in this portion of the structure.

- i. **Apparent Mass Reduction / Narrow and Mid-Block Alley Controls.** Planning Code Sections 261.1 & 270(h) collectively apply bulk controls for development in Central SoMa. Section 261.1 sets out setback requirements for subject frontages along narrow streets. Specifically, the

following setback controls of 261.1 apply to Project: frontages abutting a mid-block passage of between 30 and 40 feet in width provided pursuant to Section 270.2 must provide upper story setback of not less than 5 feet above a height of 35 feet. This Section requires that the façade of the East Component and the Community Center/Affordable Housing Component that fronts the new 30'-6" wide mid-block alley that connects from Fifth to Bluxome Streets provide a setback of 5 feet above a height of 35 feet. As proposed, the East Component nor the Community Center/Affordable Housing Component is providing a setback along the mid-block alley.

Further, Section 270(h)(2) applies Apparent Mass Reduction ("AMI") controls. Projects on the north side of a "major street" within a 160-foot height district must provide a 70% apparent mass reduction at 85 feet and above. Projects on the south side of a "major street" within a 160-foot height district are subject to an 80% apparent mass reduction requirement above 85 feet. Projects on the south side of "major street" within a 130-foot height district must provide a 67% apparent mass reduction at 85 feet and above. Brannan, Bluxome, and Fifth Streets are all considered "major streets" subject to apparent mass reduction requirements under Section 270(h). The East Component needs to provide a 70% AMI along its Bluxome Street façade and an 80% AMI along the Brannan Street façade, whereas it is providing an 64% AMI on Bluxome Street façade (70% required) and 65% AMI on the Brannan Street façade (80% required).

Lastly, Section 270(h)(3) requires a maximum GFA of any floor to be 17,000 gross square feet and the average GFA for floors in the Tower Portion shall not exceed 15,000 gross square feet. The maximum length of a tower floor can be 150 feet with the maximum diagonal being 190 feet. These maximums apply to the West Component. The average floor plate of the West Component is 154.5 feet, exceeding the maximum by 4.5 feet. It meets the diagonal dimensions of this Section.

The Project is seeking exception from the AMI standards with regard to a portion of the East Component as part of the Large Project Authorization. The average floor plate of the West Component is 154.5 feet, exceeding the maximum by 4.5 feet and therefore needs an exception. In addition, the Project also seeks exception from mid-block alley setback requirements pursuant to Section 261.1 for the East Component and Community Center/Affordable Housing Component.

These massing exceptions are key to the buildings' architectural expression. Through design, color, materials, and height differentiations between the buildings, the Project will create a sense of depth and perceived bulk relief. The exceptions are for facades along significant and busy SOMA streets, an appropriate location for midrise buildings that incorporate some massing relief.

The massing exceptions are also justified by the Project's inclusion of approximately 24,357 square feet of usable open space, including an approximately 13,157 square foot public park along Bluxome Street and 11,200 square feet of publicly-accessible and private open space, which would be provided throughout the site. The mid-block alley provided per Section 270.2 will be approximately 35 feet in

width, significantly exceeding the minimum 20-foot width for such connections under the Planning Code and thereby ensuring ample access to light and air for pedestrian use.

- j. **Horizontal Mass Reduction.** Planning Code Section 270.1 requires that new development in the Eastern Neighborhoods with building lengths exceeding 200 square feet incorporate horizontal mass reductions with certain minimum dimensions, to break up the apparent building massing. The mass reduction breaks shall not be less than 30 feet in width and less than 60 feet in depth from the street facing building façade, shall extend up to the sky from a level not higher than 25 feet above grade or the third story, whichever is lower; and result in discrete building sections with a maximum plan length along the street frontage not greater than 200 feet.

The Project requires exception from this standard for frontages on the West and East Components along Brannan and Bluxome Streets, which extend for length of more than 200 feet. They both contain massing breaks but do not meet the strict requirements of the Code. There is a 99-foot wide break along Brannan, with a varied stepped depth into the recessed area between the buildings. On Bluxome, there is a 50-foot wide break with a varied stepped depth into the recessed area between the structures. Both massing breaks extend to the sky. This exception is justified, as the building walls along these frontages help to provide a strong street wall presence with active ground floor uses, consistent with design goals of the Central SoMa Plan. Further, the Project overall incorporates a mid-block connection that achieves the intent of Section 270.1 by breaking up apparent massing on this large site into discrete segments.

- k. **PDR Space Requirements.** Planning Code Section 249.78(c)(5) requires any newly constructed project that contains at least 50,000 gross square feet of office must provide the greater of either (1) the square footage of PDR replacement space required by the controls of Section 202.8; or (2) on-site space dedicated for PDR uses equivalent to 40% of the lot area. Section 329(e)(3)(B)(v) provides that an exception to these PDR replacement requirements may be granted for this Project.

The Project is required to provide 31,344 square feet of PDR use. There will be 8,080 square feet of PDR space on site; the Project is seeking an exception under Section 329(e)(3)(B)(v) for the remainder of the PDR space under this requirement. This exception is justified by the other amenities that the Project is providing, namely 1) land that will be dedicated to MOHCD for the development of 100% affordable housing; 2) development of a recreation and community center space (the "Gene Friend Aquatic Annex") that will be dedicated to the City and operated by the Recreation and Park Department; 3) the development of a block-long public park along Bluxome Street; and 4) the retention and replacement of the SF Bay Club Tennis Facility. The Project will still be providing PDR space on site but is seeking a reduction in the amount provided.

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

RECREATION AND OPEN SPACE ELEMENT

Objectives and Policies

OBJECTIVE 2:

INCREASE RECREATION AND OPEN SPACE TO MEET THE LONG-TERM NEEDS OF THE CITY AND BAY REGION.

Policy 2.2:

Provide and promote a balanced recreation system which offers a variety of high-quality recreational opportunities for all San Franciscans.

Policy 2.7:

Expand partnerships among open space agencies, transit agencies, private sector and nonprofit institutions to acquire, develop and/or manage existing open spaces.

OBJECTIVE 3:

IMPROVE ACCESS AND CONNECTIVITY TO OPEN SPACE.

Policy 3.2:

Establish and Implement a network of Green Connections that increases access to parks, open spaces, and the waterfront.

The Project is anticipated to result in the development of a new 13,157 square foot public park directly in front of the site that run the length of Bluxome Street, with 11,200 square feet of POPOS on site, and a 5,650 square foot sized mid-block alley. The Central SoMa Plan area currently suffers from a shortage of public parks and recreational areas relative to the number of existing residents. The proposed location along Bluxome Street would provide protection from noise and traffic and allow for activation by surrounding ground-floor uses within the Project. Due to the scarcity of publicly-accessible open spaces in Central SoMa, the creation of a new park was identified as a high priority of the Plan.

COMMERCE AND INDUSTRY ELEMENT

Objectives and Policies

OBJECTIVE 1:

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

Policy 1.1:

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

Policy 1.3:

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

OBJECTIVE 2:

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

Policy 2.1:

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

OBJECTIVE 3:

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

Policy 3.1:

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

Policy 3.2:

Promote measures designed to increase the number of San Francisco jobs held by San Francisco residents.

The Project will contain approximately 775,000 gsf of office, 134,460 gsf tennis club, 29,690 gsf community recreation, 16,590 gsf of retail, 8,080 gsf of PDR, and 4,630 gsf of child care uses, thus expanding employment opportunities for city residents within proximity to a range of public transit options. These uses will help to retain existing commercial and industrial activity and attract new such activity. The Project will also include up to 3 micro-retail spaces intended to contain smaller-scale neighborhood-serving uses.

OBJECTIVE 4:

IMPROVE THE VIABILITY OF EXISTING INDUSTRY IN THE CITY AND THE ATTRACTIVENESS OF THE CITY AS A LOCATION FOR NEW INDUSTRY.

Policy 4.1:

Maintain and enhance a favorable business climate in the city.

Policy 4.3:

Carefully consider public actions that displace existing viable industrial firms.

Policy 4.2:

Promote and attract those economic activities with potential benefit to the City.

Policy 4.11:

Maintain an adequate supply of space appropriate to the needs of incubator industries

The Project would contain approximately 8,080 of PDR use, which will mitigate against the potential displacement of viable industrial firms.

HOUSING ELEMENT

Objectives and Policies

OBJECTIVE 1:

IDENTIFY AND MAKE AVAILABLE FOR DEVELOPMENT ADEQUATE SITES TO MEET THE CITY'S HOUSING NEEDS, ESPECIALLY PERMANENTLY AFFORDABLE HOUSING.

Policy 1.1

Plan for the full range of housing needs in the City and County of San Francisco, especially affordable housing.

Policy 1.10

Support new housing projects, especially affordable housing, where households can easily rely on public transportation, walking and bicycling for the majority of daily trips.

OBJECTIVE 4:

FOSTER A HOUSING STOCK THAT MEETS THE NEEDS OF ALL RESIDENTS ACROSS LIFECYCLES.

Policy 4.1

Develop new housing, and encourage the remodeling of existing housing, for families with children.

Policy 4.4

Encourage sufficient and suitable rental housing opportunities, emphasizing permanently affordable rental units wherever possible.

Policy 4.5

Ensure that new permanently affordable housing is located in all of the City's neighborhoods, and encourage integrated neighborhoods, with a diversity of unit types provided at a range of income levels.

OBJECTIVE 11:

SUPPORT AND RESPECT THE DIVERSE AND DISTINCT CHARACTER OF SAN FRANCISCO'S NEIGHBORHOODS.

Policy 11.1

Promote the construction and rehabilitation of well-designed housing that emphasizes beauty, flexibility, and innovative design, and respects existing neighborhood character.

Policy 11.2

Ensure implementation of accepted design standards in project approvals.

Policy 11.3

Ensure growth is accommodated without substantially and adversely impacting existing residential neighborhood character.

Policy 11.4:

Continue to utilize zoning districts which conform to a generalized residential land use and density plan and the General Plan.

Policy 11.6

Foster a sense of community through architectural design, using features that promote community interaction.

Policy 11.8

Consider a neighborhood's character when integrating new uses, and minimize disruption caused by expansion of institutions into residential areas.

OBJECTIVE 12:

BALANCE HOUSING GROWTH WITH ADEQUATE INFRASTRUCTURE THAT SERVES THE CITY'S GROWING POPULATION.

Policy 12.2

Consider the proximity of quality of life elements such as open space, child care, and neighborhood services, when developing new housing units.

The Project will dedicate an approximately 19,950 square foot air space parcel as a land dedication site for future affordable housing to be developed by MOHCD. The site is in proximity to various transit options

and will include up to 118 units and provide much-needed affordable housing for residents in an area of the City that is low in supply. It will ensure that there is a diversity of residents in the neighborhood as well as users of the commercial spaces. It will continue the residential nature of this mixed-use neighborhood.

URBAN DESIGN ELEMENT

OBJECTIVE 1:

EMPHASIS OF THE CHARACTERISTIC PATTERN WHICH GIVES TO THE CITY AND ITS NEIGHBORHOODS AN IMAGE, A SENSE OF PURPOSE, AND A MEANS OF ORIENTATION.

Policy 1.3:

Recognize that buildings, when seen together, produce a total effect that characterizes the city and its districts.

Policy 1.4:

Protect and promote large-scale landscaping and open space that define districts and topography.

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 3.3:

Promote efforts to achieve high quality of design for buildings to be constructed at prominent locations.

Policy 3.4:

Promote building forms that will respect and improve the integrity of open spaces and other public areas.

Policy 3.5:

Relate the height of buildings to important attributes of the city pattern and to the height and character of existing development.

Policy 3.6:

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

The Project features varied and engaged architecture that will contribute to the character of the neighborhood. The building materials of are high quality and will promote visual relationships and transitions with new and older buildings in the Central SoMa neighborhood. The Project will feature three distinct components,

which will break down the prevailing scale of development to avoid overwhelming or dominating appearance in new construction.

CENTRAL SOMA PLAN

GOAL 2: MAINTAIN A DIVERSITY OF RESIDENTS

OBJECTIVES AND POLICIES

OBJECTIVE 2.3:

ENSURE THAT AT LEAST 33 PERCENT OF NEW HOUSING IS AFFORDABLE TO VERY LOW, LOW, AND MODERATE INCOME HOUSEHOLDS

Policy 2.3.2:

Require contribution to affordable housing from commercial uses.

Policy 2.3.3:

Ensure that affordable housing generated by the Central SoMa Plan stays in the neighborhood.

OBJECTIVE 2.6:

SUPPORT SERVICES – SCHOOLS, CHILD CARE, AND COMMUNITY SERVICES – NECESSARY TO SERVE LOCAL RESIDENTS

Policy 2.6.2:

Help facilitate the creation of childcare facilities.

The Project includes the dedication of an air space parcel to MOHCD for the development of 100% affordable housing and will provide a 4,630 square foot child care facility.

GOAL 3: FACILITATE ECONOMICALLY DIVERSIFIED AND LIVELY JOBS CENTER OBJECTIVES AND POLICIES

OBJECTIVES AND POLICIES

OBJECTIVE 3.1:

ENSURE THE PLAN AREA ACCOMMODATES SIGNIFICANT SPACE FOR JOB GROWTH

Policy 3.1.1:

Require non-residential uses in new development on large parcels.

OBJECTIVE 3.2:

SUPPORT THE GROWTH OF OFFICE SPACE

Policy 3.2.1:

Facilitate the growth of office.

OBJECTIVE 3.3:

ENSURE THE REMOVAL OF PROTECTIVE ZONING DOES NOT RESULT IN A LOSS OF PDR IN THE PLAN AREA

Policy 3.3.2:

Limit conversion of PDR space in formerly industrial districts.

Policy 3.3.3:

Require PDR space as part of large commercial development.

OBJECTIVE 3.4:

FACILITATE A VIBRANT RETAIL ENVIRONMENT THAT SERVES THE NEEDS OF THE COMMUNITY

Policy 3.4.2:

Require ground-floor retail along important streets.

Policy 3.4.3:

Support local, affordable, community-serving retail.

The Project will provide 775,000 gsf of office, 134,460 gsf tennis club, 29,690 gsf community recreation, 16,590 gsf of retail, 8,080 gsf of PDR, and 4,630 gsf of child care uses. Ground-floor retail will be located along Brannan, Fifth and Bluxome Streets. Additionally, micro-retail will be provided on the ground floor. The new office, retail and PDR uses will accommodate significant opportunities for job growth within the Central SoMa SUD.

GOAL 4: PROVIDE SAFE AND CONVENIENT TRANSPORTATION THAT PRIORITIZES WALKING, BICYCLING, AND TRANSIT

OBJECTIVE 4.1:

PROVIDE A SAFE, CONVENIENT, AND ATTRACTIVE WALKING ENVIRONMENT ON ALL THE STREETS IN THE PLAN AREA

Policy 4.1.2:

Ensure sidewalks on major streets meet Better Streets Plan standards.

Policy 4.1.8:

Ensure safe and convenient conditions on narrow streets and alleys for people walking.

Policy 4.1.10:

Expand the pedestrian network wherever possible through creation of narrow streets, alleys, and mid-block connections.

OBJECTIVE 4.4:

ENCOURAGE MODE SHIFT AWAY FROM PRIVATE AUTOMOBILE USAGE

Policy 4.4.1:

Limit the amount of parking in new development.

Policy 4.4.2:

Utilize Transportation Demand Management strategies to encourage alternatives to the private automobile.

Policy 4.5.2:

Design buildings to accommodate delivery of people and goods with a minimum of conflict.

The Project will provide 163 off-street parking spaces for the non-residential uses, which is well below the maximum required. Additionally, a total of 318 Class 1 and 70 Class 2 bicycle spaces will be provided. The Project has also developed a TDM Program and will incorporate improvements to the pedestrian network, including bulb-outs, mid-block connections, and widened sidewalks. All street and sidewalk improvements will comply with the City's Better Street's Plan and Vision Zero Policy.

**GOAL 5: OFFER AN ABUNDANCE OF PARKS AND RECREATIONAL OPPORTUNITIES
OBJECTIVES AND POLICIES**

OBJECTIVES AND POLICIES

OBJECTIVE 5.2:

CREATE NEW PUBLIC PARKS

Policy 5.2.1:

Create a new park in the highest growth portion of the Area Plan.

OBJECTIVE 5.5:

AUGMENT THE PUBLIC OPEN SPACE AND RECREATION NETWORK WITH PRIVATELY-OWNED PUBLIC OPEN SPACES (POPOS).

Policy 5.5.1:

Require new non-residential development and encourage residential development to provide POPOS that address the needs of the community.

The Project will include approximately 11,330 square feet of POPOS and a 13,157 square foot public park (Bluxome Linear Park) along Bluxome Street.

GOAL 8: ENSURE THAT NEW BUILDINGS ENHANCE THE CHARACTER OF THE NEIGHBORHOOD AND CITY OBJECTIVES AND POLICIES

OBJECTIVES AND POLICIES

OBJECTIVE 8.1:

ENSURE THAT THE GROUND FLOORS OF BUILDING CONTRIBUTE TO THE ACTIVATION, SAFETY, AND DYNAMISM OF THE NEIGHBORHOOD

Policy 8.1.1:

Require that ground floor uses actively engage the street.

Policy 8.1.2:

Design building frontages and public open spaces with furnishings and amenities to engage a mixed-use neighborhood.

Policy 8.1.3:

Ensure buildings are built up to the sidewalk edge.

Policy 8.1.4:

Minimize parking and loading entrances.

OBJECTIVE 8.4:

ENSURE THAT NARROW STREETS AND ALLEYS MAINTAIN THEIR INTIMATENESS AND SENSE OF OPENNESS TO THE SKY.

Policy 8.4.1:

Require new buildings facing alleyways and narrow streets to step back at the upper stories.

OBJECTIVE 8.5:

ENSURE THAT LARGE DEVELOPMENT SITES ARE CAREFULLY DESIGNED TO MAXIMIZE PUBLIC BENEFIT.

Policy 8.6.1:

Conform to the City's Urban Design Guidelines.

Policy 8.6.2:

Promote innovative and contextually-appropriate design.

Policy 8.63:

Design the upper floors to be deferential to the "urban room".

Policy 8.6.4:

Design buildings to be mindful of wind.

Policy 8.6.5:

Ensure large projects integrate with the existing urban fabric and provide a varied character.

The Project Sponsor has worked with City staff for many years to develop a project that would incorporate high-quality design in both structures and open space. The Project features varied and engaged architecture and includes a public park along Bluxome Street. The building materials are high quality and will promote visual relationships and transitions with new and older buildings in the Central SoMa neighborhood. The Project will feature three distinct structures, which will break down the prevailing scale of development to avoid overwhelming or dominating appearance in new construction.

10. **Planning Code Section 101.1(b)** establishes eight priority-planning policies and requires review of permits for consistency with said policies. On balance, the project complies with said policies in that:

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

The Project would not remove any retail uses and instead will add 16,590 gsf of retail use. In addition, the Project would replace the existing 288,570 square foot Bay Club Tennis building with a 30,000 gsf community recreation center and 137,200 gsf Tennis Club, which will mitigate the loss of the existing Bay Club Tennis facility, and the proposed retail, PDR, and office uses would enhance future opportunities for resident employment and ownership.

- 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 would not remove any existing housing. The Project proposes to provide developable area above its community/recreation center as a land dedication site to MOHCD for 100% affordable housing. The Project would provide land (via an air space parcel) for the construction of up to 118 new dwelling units, thus resulting in an overall increase in the neighborhood housing stock. In addition, the Project would add PDR use, which adds to the public realm and neighborhood character. The Project is expressive in design, and relates well to the scale and form of the surrounding neighborhood. For these reasons, the Project would protect and preserve the cultural and economic diversity of the neighborhood.

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

No affordable housing exists or would be removed for this Project. The Project proposes to provide developable area above its community/recreation center as a site for 100% affordable housing. Future development of this site would enhance the City's available housing stock.

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

The area is currently well-served by public transit, including Caltrain and MUNI. The Property is within walking distance of the 9A, 9B, 9X, 10, 14X, 16A, 16B, 27, 30, 45, 47, 76, 80X, 81X, 82X, and 91-OWL MUNI bus lines; is located less than a block away from the Central Subway line along 4th Street; and is two blocks north of the 4th & King Caltrain and MUNI light stations. Due to the prevalence of public transit options available, the Project is not anticipated to impede MUNI services. The Project also provides off-street parking at the principally permitted amounts and sufficient bicycle parking for residents and their guests.

- 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 will not displace any existing permanent industrial or service sector uses. Further, the Project will contain approximately 8,080 square feet of ground-floor PDR space, increasing the neighborhood's supply of available industrial use space. The Project will therefore expand future opportunities for resident employment and ownership in these sectors.

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

The Project will be constructed consistent with the current San Francisco Building Code, including all seismic standards.

- g. That landmarks and historic buildings be preserved.

The Project Site does not contain any City Landmarks or historic buildings.

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

A shadow fan analysis prepared by the Planning Department indicates that the project would not cast new shadows on any existing parks or public open spaces. Any shadows cast by the Project on future open spaces created pursuant to development under the Central SoMa Plan would be within the scope of development anticipated and encouraged by the Plan.

11. **First Source Hiring.** The Project is subject to the requirements of the First Source Hiring Program as they apply to permits for residential development (Administrative Code Section 83.11), and the Project Sponsor shall comply with the requirements of this Program as to all construction work and on-going employment required for the Project. Prior to the issuance of any building permit to construct or a First Addendum to the Site Permit, the Project Sponsor shall have a First Source Hiring Construction and Employment Program approved by the First Source Hiring Administrator, and evidenced in writing. In the event that both the Director of Planning and the First Source Hiring Administrator agree, the approval of the Employment Program may be delayed as needed.

The Project Sponsor submitted a First Source Hiring Affidavit and prior to issuance of a building permit will execute a First Source Hiring Memorandum of Understanding and a First Source Hiring Agreement with the City's First Source Hiring Administration.

12. 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.
13. The Commission hereby finds that approval of the Large Project Authorization 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 **APPROVES Large Project Authorization Application No. 2015-012490ENX** subject to the following conditions attached hereto as "EXHIBIT A" in general conformance with plans on file, dated July 3, 2019, and stamped "EXHIBIT B", which is incorporated herein by reference as though fully set forth.

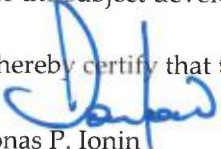
The Planning Commission hereby adopts the MMRP attached hereto as "EXHIBIT C" and incorporated herein as part of this Motion by this reference thereto. All required mitigation measures identified in the Central SoMa Plan EIR and contained in the MMRP are included as conditions of approval.

APPEAL AND EFFECTIVE DATE OF MOTION: Any aggrieved person may appeal this Section 329 Large Project Authorization to the Board of Appeals within fifteen (15) days after the date of this Motion. The effective date of this Motion shall be the date of adoption of this Motion if not appealed (after the 15-day period has expired) OR the date of the decision of the Board of Appeals if appealed to the Board of Appeals. For further information, please contact the Board of Appeals at (415) 575-6880, 1660 Mission, Room 3036, San Francisco, CA 94103.

Protest of Fee or Exaction: You may protest any fee or exaction subject to Government Code Section 66000 that is imposed as a condition of approval by following the procedures set forth in Government Code Section 66020. The protest must satisfy the requirements of Government Code Section 66020(a) and must be filed within 90 days of the date of the first approval or conditional approval of the development referencing the challenged fee or exaction. For purposes of Government Code Section 66020, the date of imposition of the fee shall be the date of the earliest discretionary approval by the City of the subject development.

If the City has not previously given Notice of an earlier discretionary approval of the project, the Planning Commission's adoption of this Motion, Resolution, Discretionary Review Action or the Zoning Administrator's Variance Decision Letter constitutes the approval or conditional approval of the development and the City hereby gives **NOTICE** that the 90-day protest period under Government Code Section 66020 has begun. If the City has already given Notice that the 90-day approval period has begun for the subject development, then this document does not re-commence the 90-day approval period.

I hereby certify that the Planning Commission ADOPTED the foregoing Motion on July 25, 2019.


Jonas P. Ionin
Commission Secretary

AYES: Fung, Johnson, Koppel, Melgar, Moore, Richards
NAYS: None
ABSENT: Hillis
ADOPTED: July 25, 2019

EXHIBIT A

AUTHORIZATION

This authorization is for a **Large Project Authorization** to allow the construction of three new components (the West Component, the East Component, and the Community Center/Affordable Housing Component) over a podium with two basement levels totaling approximately 1,197,290 square feet, and for streetscape improvements and parking reconfiguration along the northern and southern curbs of Bluxome Street between Fourth and Fifth streets to create a public linear park at 88 Bluxome Street, Block 3786, Lot 037, pursuant to Planning Code Section(s) 329 within the CMUO District and a 200-CS / 130-CS Height and Bulk District; in general conformance with plans, dated July 3, 2019, and stamped "EXHIBIT B" included in the docket for Record No. 2015-012490ENX and subject to conditions of approval reviewed and approved by the Commission on July 25, 2019 under Motion No. 20493. 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 July 25, 2019 under Motion No. 20493.

PRINTING OF CONDITIONS OF APPROVAL ON PLANS

The conditions of approval under the 'Exhibit A' of this Planning Commission Motion No. 20493 shall be reproduced on the Index Sheet of construction plans submitted with the site or building permit application for the Project. The Index Sheet of the construction plans shall reference to the Conditional Use authorization and any subsequent amendments or modifications.

SEVERABILITY

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

CHANGES AND MODIFICATIONS

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

Conditions of Approval, Compliance, Monitoring, and Reporting

PERFORMANCE

1. **Validity.** The authorization and right vested by virtue of this action is valid for three (3) years from the effective date of the Motion. The Department of Building Inspection shall have issued a Building Permit or Site Permit to construct the Project or and/or commence the approved use within this three (3) year period.

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

2. **Expiration and Renewal.** Should a Building or Site Permit be sought after the three (3) year period has lapsed, the Project Sponsor must seek a renewal of this Authorization by filing an application for an amendment to the original Authorization or a new application for Authorization. Should the Project Sponsor decline to so file, and decline to withdraw the permit application, the Commission shall conduct a public hearing in order to consider the revocation of the Authorization. Should the Commission not revoke the Authorization following the closure of the public hearing, the Commission shall determine the extension of time for the continued validity of the Authorization.

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

3. **Diligent Pursuit.** 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. Failure to do so shall be grounds for the Commission to consider revoking the approval if more than three (3) years have passed since this Authorization was approved.

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

4. **Extension.** All time limits in the preceding three paragraphs may be extended at the discretion of the Zoning Administrator where implementation of the Project is delayed by a public agency, an appeal or a legal challenge of the Project or a legal challenge of Central SoMa Area Plan approvals or environmental determination, and only by the length of time for which such public agency, appeal or challenge has caused delay.

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

5. **Conformity with Current Law.** No application for Building Permit, Site Permit, or other entitlement shall be approved unless it complies with all applicable provisions of City Codes in effect at the time of such approval.

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

6. **Additional Project Authorization - OFA.** The Project Sponsor must obtain an Office Allocation

Authorization under Section 321. 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.

7. **Additional Project Authorization – Variance.** The Project Sponsor must obtain Variances from the Zoning Administrator to address the Planning Code requirements for Parking and Loading Entrances (Planning Code Section 145.1(c)(2)) and Micro-Retail (Planning Code Section 249.78(c)(4)). 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.

8. **Land Dedication to MOHCD.** The Project Sponsor shall dedicate air-space to Mayor’s Office of Housing and Community Development (MOHCD) for the development of approximately 106,220 gsf for inclusionary affordable housing (up to 118 dwelling units). This requirement provides a required qualified amenity under Planning Code Section 329 for the project to qualify for exceptions for key sites in Central SoMa.

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

9. **Community Recreation Center.** The Project Sponsor shall provide the public Community Recreation Center that will be open to the public, and the Project Sponsor plans to undertake any required actions for dedication of the Center to the San Francisco Recreation and Parks Department.

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

10. **Mitigation Measures.** Mitigation measures described in the MMRP attached as **Exhibit C** 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

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

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

12. **Streetscape Elements.** 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 required Streetscape features so that the plan generally meets the standards of the Better Streets and Downtown Plans 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

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

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

14. **Rooftop Mechanical Equipment.** Pursuant to Planning Code 141, the Project Sponsor shall submit a roof plan and full building elevations to the Planning Department prior to Planning approval of the architectural addendum to the Site 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

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

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

16. **Transformer Vault Location.** 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. The Project Sponsor will continue to work with the Planning Department in consultation with Public Works on the final location(s) for transformer vault(s). The above requirement shall adhere to the Memorandum of Understanding regarding Electrical Transformer Locations for Private Development Projects between Public Works and the Planning Department dated January 2, 2019.

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

17. **Noise.** Plans submitted with the building permit application for the approved project shall incorporate acoustical insulation and other sound proofing measures to control noise.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

PARKING AND TRAFFIC

18. **Transportation Demand Management (TDM) Program.** Pursuant to Planning Code Section 169, the Project shall finalize the TDM Plan prior to issuance of the first Building Permit or Site Permit to construct the project and/or commence the approved uses. The Property Owner, and all successors, shall ensure ongoing compliance with the TDM Program for the life of the Project, which may include providing a TDM Coordinator, providing access to City staff for site inspections, submitting appropriate documentation, paying application fees associated with required monitoring and reporting, and other actions.

Prior to issuance of a first Building Permit or Site Permit, 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 to document compliance with the TDM Program. This Notice shall provide the finalized TDM Plan for the Project, including the relevant details associated with each TDM measure included in the Plan, as well as associated monitoring, reporting, and compliance requirements.

For information about compliance, contact the TDM Performance Manager at tdm@sfgov.org or 415-558-6377, www.sf-planning.org

19. **Bicycle Parking.** Pursuant to Planning Code Sections 155, 155.1 and 155.2, the Project shall provide no fewer than **318 Class 1 bicycle parking spaces and 70 Class 2 bicycle parking spaces.** SFMTA has final authority on the type, placement and number of Class 2 bicycle racks within the public ROW. Prior to issuance of first architectural addenda, the project sponsor shall contact the SFMTA Bike Parking Program at bikeparking@sfmta.com to coordinate the installation of on-street bicycle racks and ensure the proposed bicycle racks meet the SFMTA's bicycle parking guidelines. Depending on local site conditions and anticipated demand, SFMTA may request the project sponsor pay an in-lieu fee for Class 2 bike racks required by the Planning Code.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org
20. **Parking Maximum.** The Project shall provide no more than **163** off-street parking spaces.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org
21. **Off-Street Loading.** The Project shall provide **8** off-street freight loading spaces.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

22. **Showers and Clothes Lockers.** Pursuant to Planning Code Section 155.4, the Project shall provide no fewer than **16 showers and 96 clothes lockers**.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org
23. **Car-Share.** Pursuant to Planning Code Section 166, no fewer than **five (5) car share spaces** shall be made available, at no cost, to a certified car share organization for the purposes of providing car share services for its services subscribers.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org
24. **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
25. **Driveway Loading and Operations Plan.** Pursuant to Planning Code Section 155(u), the Project sponsor shall prepare a DLOP for review and approval by the Planning Department, in consultation with the San Francisco Municipal Transportation Agency. The DLOP shall be written in accordance with any guidelines issued by the Planning Department.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org
26. **POPOS Design and Operations Strategy (Central SoMa Plan – Implementation Matrix Measure 5.5.1.3).** The project shall be required to submit a design and operations strategy for the proposed Privately-Owned Public Open Spaces, that will be reviewed and approved by the Planning Department and Recreation and Parks Department (if applicable), soliciting feedback from members of the public.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org
27. **Central SoMa Community Facilities District Program.** Pursuant to Planning Code Section 434, the development project shall participate in the CFD established by the Board of Supervisors pursuant to Article X of Chapter 43 of the Administrative Code (the “Special Tax Financing Law”) and successfully annex the lot or lots of the subject development into the CFD prior to the issuance of the first Certificate of Occupancy for the development. For any lot to which the requirements of this Section 434 apply, 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 prior to the first Certificate of Occupancy for the development, except that for condominium projects, the Zoning Administrator shall approve and order the recordation of such Notice prior to the sale of the first condominium unit. This Notice shall state the requirements and provisions of subsections 434(b)-(c)

above. The Board of Supervisors will be authorized to levy a special tax on properties that annex into the Community Facilities District to finance facilities and services described in the proceedings for the Community Facilities District and the Central SoMa Implementation Program Document submitted by the Planning Department on November 5, 2018 in Board of Supervisors File No. 180184.

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

28. **Rates for Long-Term Office Parking.** Pursuant to Planning Code Section 155(g), to discourage long-term commuter parking, off-street parking spaces provided for all uses other than residential or hotel must be offered pursuant to the following rate structure: (1) the rate charged for four hours of parking cannot be more than four times the rate charged for the first hour; (2) the rate charged for eight hours of parking cannot be less than ten (10) times the rate charged for the first hour; and (3) no discounted parking rates are allowed for weekly, monthly, or similar time-specific periods.

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

ADDITIONAL PROVISIONS

29. **Transferable Development Rights.** Pursuant to Section 124 and 249.78(e)(3) the Project Sponsor shall purchase the required number of units of Transferrable Development Rights (TDR) and secure a Notice of Use of TDR prior to the issuance of a site permit for all development on the Tier C portion of the Project which exceeds the base FAR of 3 to 1, up to an FAR of 4.25 to 1.

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

30. **First Source Hiring.** The Project shall adhere to the requirements of the First Source Hiring Construction and End-Use Employment Program as 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 more information about compliance, contact the First Source Hiring Manager at 415-581-2335, www.onestopSF.org

31. **Transportation Sustainability Fee.** The Project is subject to the Transportation Sustainability Fee (TSF), as applicable, pursuant to Planning Code Section 411A.

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

32. **Jobs-Housing Linkage Fee.** Jobs-Housing Linkage Fee. The Project is subject to the Jobs-Housing Linkage Fee, as applicable, pursuant to Planning Code Section 413. In the event the City adopts legislation establishing a new Jobs Housing Linkage Fee, increasing the amount of the Fee, or changing the methodology for determining the amount of the Jobs Housing Linkage Fee, before the Project

procures a Certificate of Occupancy or a Certificate of Final Completion, and such new fee is applicable to development projects in the Central SOMA Plan area that have not procured a Certificate of Occupancy or a Certificate of Final Completion under the terms of the legislation, the Project shall be subject to such new or increased fee and shall pay any additional amounts due before the City may issue a Certificate of Occupancy or Final Completion.

Pursuant to Planning Code Section 249.78(e)(2), Project Sponsor has elected to satisfy all or a portion of its Jobs-Housing Linkage Fee obligation through the Land Dedication Alternative contained in Sections 249.78(e)(2)(B) and 413.7, and has provided a letter from MOHCD verifying acceptance of an approximately 19,950 square foot parcel or up to 106,220 square feet of air space at the easternmost portion of the Project Site for this purpose. The value of the dedicated land shall be determined by the Director of Property pursuant to Chapter 23 of the Administrative Code, but shall not exceed the actual cost of acquisition by the project sponsor of the dedicated land in an arm's length transaction.

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

33. **Childcare Requirements – Office Development.** The Project is subject to Childcare Fee for Office and Hotel Development Projects, as applicable, pursuant to Planning Code Section 414. Pursuant to Planning Code Section 249.78(e)(4), prior to issuance of a building or site permit the Project must elect its choice of the options described in subsection (A), (B) and (E) of Section 414.4(c)(1) as a condition of Project approval. The Project anticipates electing compliance option under Section 414.4(c)(1)(A) to “provide a child care facility on the premises for the life of the project.” In the event the Project intends to elect an alternate method of compliance as provided in Section 249.78(e)(4), it shall notify the Planning Department of this change prior to issuance of a building or site permit for the Project.

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

34. **Eastern Neighborhoods Infrastructure Impact Fee.** The Project is subject to the Eastern Neighborhood Infrastructure Impact Fee, as applicable, pursuant to Planning Code Section 423.

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

35. **Central SoMa Community Services Facilities Fee.** The Project is subject to the Central SoMa Community Services Facilities Fee, as applicable, pursuant to Planning Code Section 432. *For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org*

36. **Central SoMa Community Infrastructure Fee.** The Project is subject to the Central SoMa Community Infrastructure Fee, as applicable, pursuant to Planning Code Section 433.

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

37. **Central SoMa Community Facilities District.** The Project is subject to the Central SoMa Community Facilities District, pursuant to Pursuant to Planning Code Sections 434 and 249.78(d)(1)(C), and shall participate, as applicable, in the Central SoMa CFD.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org
38. **Central SoMa SUD, Solar and Living Roof Requirements.** The Project shall fulfill all on-site electricity demands through any combination of on-site generation of 100% greenhouse gas-free sources in compliance with Planning Code Section 249.78(d)(4).
39. **Public Art Requirement.** The Project is subject to the Public Art Fee, as applicable, pursuant to Planning Code Section 429.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org.
40. **Art Plaques.** Pursuant to Planning Code Section 429(b), the Project Sponsor shall provide a plaque or cornerstone identifying the architect, the artwork creator and the Project completion date in a publicly conspicuous location on the Project Site. The design and content of the plaque shall be approved by Department staff prior to its installation.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org.
41. **Art - Concept Development.** Pursuant to Planning Code Section 429, the Project Sponsor and the 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 approval 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.
42. **Art - Installation.** Pursuant to Planning Code Section 429, 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

43. **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 or its successor(s) 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 415-558-6863, www.sf-planning.org.

44. **Enforcement.** Violation of any of the Planning Department conditions of approval contained in this Motion or of any other provisions of the 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.

OPERATION

45. **Sidewalk Maintenance.** The Project Sponsor shall maintain the main entrances to the buildings 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>

46. **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

47. **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 nuisances to any surrounding property.

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

48. **Privately- Owned Public Open Space Provision.** Pursuant to Planning Code Section 138, the Project shall provide no less than 16,805 gross square feet of privately-owned public open space (POPOS).

The Project Sponsor shall continue to work with Planning Department staff to refine the design and programming of the POPOS so that the open space meets the standards of Section 138(d) and the Urban Design Guidelines. Prior to the first certificate of occupancy for any building on the site, the Project Sponsor shall submit a maintenance and operations plan for the POPOS for review and approval by the Planning Department. At a minimum the maintenance and operations plan shall include:

- a. a description of the amenities and programming for the POPOS and how it serves the open space and recreational needs of the diverse users, including but not limited to residents, youth, families, workers, and seniors;
- b. a site and floor plan of the POPOS detailing final landscape design, irrigation plan, public art, materials, furnishings, lighting, signage and areas for food service;
- c. a description of the hours and means of public access to the POPOS;
- d. a proposed schedule for maintenance activities; and
- e. contact information for a community liaison officer.

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

49. **Hours of Access of Open Space.** All POPOS shall be publicly accessible during all daylight hours, from 7AM to 9PM every day. Should all or a portion of the POPOS be temporarily closed due to construction or maintenance activities, the operator shall contact the Planning Department in advance of the closure and post signage, plainly visible from the public sidewalks, that indicates the reason for the closure, an estimated date to reopen, and contact information for a community liaison officer.

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

50. **Food Service in Open Spaces.** Pursuant to Planning Code Section 138, food service area shall occupy no more than 20% of the required POPOS during the hours that the open space is accessible to the public. Restaurant seating shall not take up more than 20% of the seating and tables provided in the required open space.

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

51. **Open Space Plaques.** Pursuant to Planning Code Section 138 (i), the Project Sponsor shall install the required public open space plaques at each building entrance. The plaques shall be plainly visible from the public sidewalks on Bluxome and Brannan Streets. Design of the plaques shall utilize the standard templates provided by the Planning Department, as available, and shall be approved by the Department staff prior to installation.

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

52. **Monitoring and Reporting - Open Space.** One year from the issuance of the first certificate of occupancy for any building on the site, and then every 3 years thereafter, the Project Sponsor shall submit a maintenance and operations report to the Zoning Administrator for review by the Planning Department. At a minimum the maintenance and operations report shall include:
- a. a description of the amenities, and list of events and programming with dates, and any changes to the design or programming during the reporting period;
 - b. a plan of the POPOS including the location of amenities, food service, landscape, furnishing, lighting and signage;
 - c. photos of the existing POPOS at time of reporting;
 - d. description of access to the POPOS;
 - e. a schedule of the means and hours of access and all temporary closures during the reporting period;
 - f. a schedule of completed maintenance activities during the reporting period;
 - g. a schedule of proposed maintenance activities for the next reporting period; and
 - h. contact information for a community liaison officer.

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



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MIXED-USE OFFICE ENTITLEMENT

07.03.2019

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A2.14	FLOOR PLAN - LEVEL 10
A2.15	FLOOR PLAN - LEVEL 11
A2.16	FLOOR PLAN - LEVEL 12
A2.17	FLOOR PLAN - LEVEL 13
A2.18	FLOOR PLAN - LEVEL 14
A2.19	FLOOR PLAN - LEVEL 15
A2.20	FLOOR PLAN - LEVEL 16
A2.21	ROOF PLAN
A7.00	BUILDING ELEVATION - BLUXOME STREET
A7.01	BUILDING ELEVATION - BRANNAN STREET
A7.02	BUILDING ELEVATION - WEST COMPONENT 5TH STREET
A7.03	BUILDING ELEVATION - EAST COMPONENT MID BLOCK ALLEY
A7.03B	BUILDING ELEVATION - EAST COMPONENT HOUSING
A7.04	BUILDING ELEVATION - WEST COMPONENT ENTRY SLOT
A7.05	BUILDING ELEVATION - EAST COMPONENT ENTRY SLOT
A7.06	BUILDING ELEVATIONS - GROUND FLOOR
A7.07	BUILDING ELEVATIONS - GROUND FLOOR
A7.10	SECTIONS - BUILDING EAST-WEST
A7.11	SECTIONS - BUILDING NORTH-SOUTH
A7.12	SECTIONS - BUILDING NORTH-SOUTH
A7.20	BUILDING AXONS
A7.30	BUILDING RENDERINGS
A7.31	BUILDING RENDERINGS
A7.32	BUILDING RENDERINGS
A7.41	BASE ZONING CONTROLS
A7.42	ADDITIONAL BUILDING HEIGHT
A7.42B	ADDITIONAL BUILDING HEIGHT
A7.43	FAÇADE EXTENSION
A7.44	PODIUM HEIGHT
A7.45	HORIZONTAL MASS REDUCTION
A7.46	MID BLOCK ALLEY COMPLIANCE
A7.47	TOWER FLOOR PLATE SIZE
A7.48	SKYPLANE REDUCTION I
A7.49	SKYPLANE REDUCTION II
A7.50	PDR REQUIREMENT
A7.51	LOADING REQUIREMENT
A7.60	OPEN SPACE ANALYSIS
A7.70	PARKING REQUIREMENT



PLANNING CODE REQUIREMENTS

Use Table 845	Program Area	Req'd Open Space Table 138		Allowable Off Street Parking Table 151.1		Off Street Freight Loading Table 152.1		Bicycles						
		Ratio	SF	Ratio	# Parking Spaces	Ratio	# Spaces	Class I (Sec 155.2.14)		Class II (Sec 155.2.14)		Bike Showers & Lockers (155.4)		
								Ratio	# Class 1 Spaces	Ratio	# Class 2 Spaces	# Showers	# Lockers	
Office	775,000 GFA	50	15,500	3500	221	(.1) space per every 10,000 GFA	8	(1) per every 5,000 sf	155	Min 2 > 5,000 sf ; and one Class 2 space for each additional 50,000 occupied square feet.	16	(4) Showers & (24) clothes lockers where the Occupied Floor Level exceeds 50,000 .	4	24
Retail	16,590 GSF	(7)	N/A	1,500	11	(0) spaces up to 10,000 (1) space 10,001 - 30,000 (2) spaces 30,001 - 50,000	1	(1) per every 7,500 sf	2	Min 2 > 5,000 sf ; and one Class 2 space for each additional 50,000 occupied square feet.	2	(1) shower & (6) clothes lockers - 25,000 - 50,000 sf (2) showers & (12) clothes lockers over 50,000 sf	1	6
Tennis Club	134,460 GSF	(7)	N/A	1,500	90	(0) spaces up to 10,000 (1) space 100,001 - 200,000	1	(5) Class I spaces with capacities less than 500 guests; (10) Class I spaces for capacities >500	10	Min 2 > 5,000 sf ; and one Class 2 space for each additional 50,000 occupied square feet.	5	Part of Tennis Club program	NA	NA
Community / Recreation Center	29,690 GSF	(7)	N/A	1,500	20	(0) spaces up to 100,000	0	(5) Class I spaces with capacities less than 500 guests; (10) Class I spaces for capacities >500	10	Min 2 > 5,000 sf ; and one Class 2 space for each additional 50,000 occupied square feet.	3	Part of Recreation Center Program	NA	NA
Production, Distribution & Repair (PDR)	8,080 GSF	(7)	N/A	1,500	5	(0) spaces up to 10,000 (1) space 10,001 - 50,000 (2) spaces 50,001 - 50,000	0	(1) per every 12,000 sf ; (2) minimum	2	Min (2) spaces. Four Class 2 Spaces for any use larger than 60,000 sf	2	(2) Showers & (12) clothes lockers where the Occupied Floor Level exceeds 10,000 sf but it less than 50,000	2	12
Child Care	4,630 GSF		N/A	1/25 child	3	(0) spaces up to 10,000	0	(2) spaces or (1) per every 20 children	2	(1) per every 20 children	2	(0) shower & (0) clothes lockers where occupied floor area is below 10,000	0	0
Affordable Housing (Future)	106,220 GSF		N/A											
	118 Units		N/A	0.25	30	(2) 201,000 - 500,000 (1) 100,001-200,000	1	(1) per dwelling unit. Add 50 if student housing	123	(1) per 20 dwelling units (if student housing, add 50)	6	1 per 20 units/ Add 50 more if Student Housing	4	4
Required		Open Space	15,500	Max Parking Spaces	380	Off Street Freight Loading	11	Class I Bike Spaces	304	Class II Bike Spaces	36	Bike Showers & Lockers	11	46
Provided		Open Space	15,500	Parking Spaces	163	Off Street Freight Loading	4 full sizes + 4 substitutes = 6	Class I Bike Spaces	318	Class II Bike Spaces	70	Bike Showers & Lockers	16	96

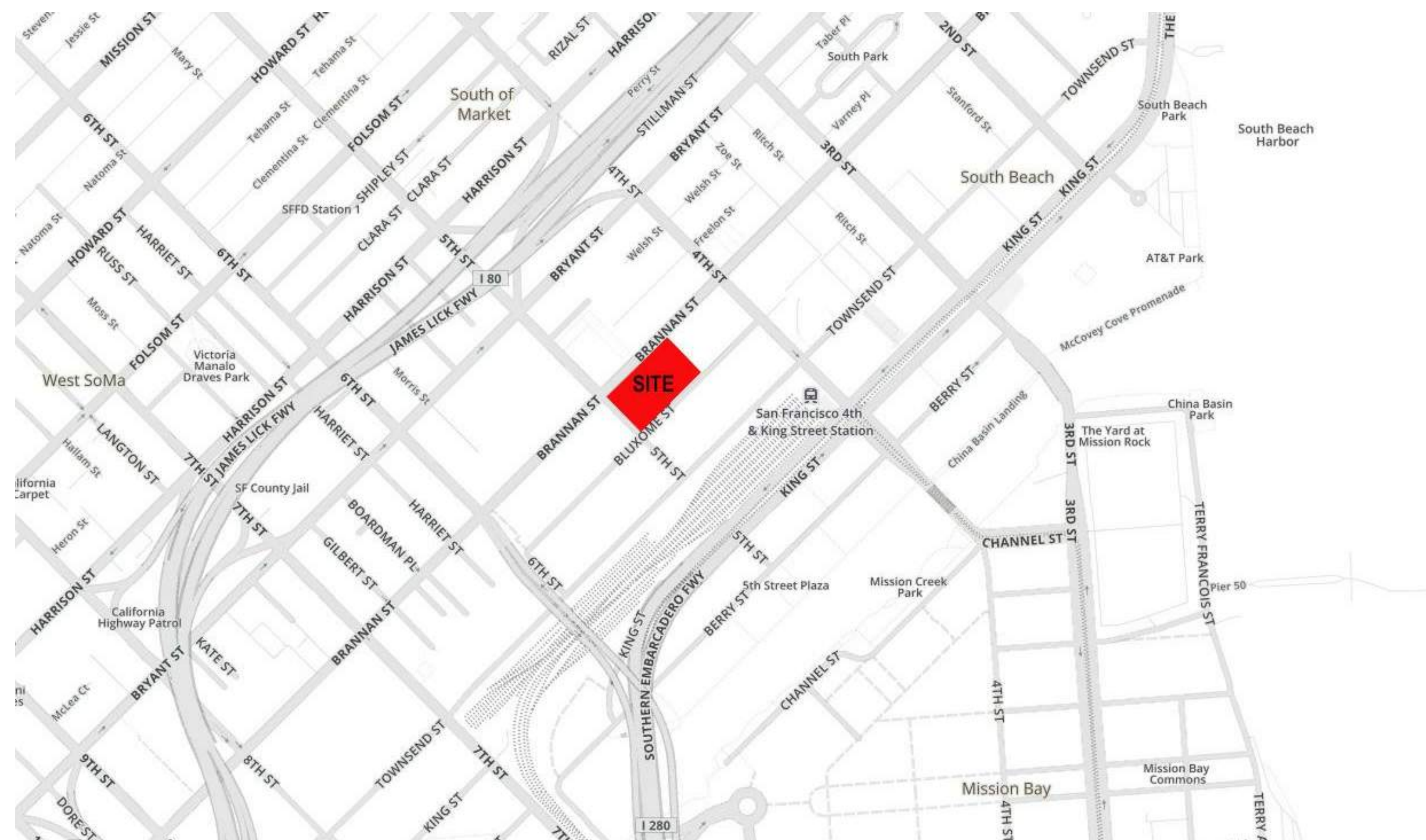
- Office Parking spaces counted as follows : 7.0% of 775,000 GFA = 54,250 sf .
- Assumes as of right Residential Parking (with a Variance, one can go from .25 up to .75 spaces per unit)
- Tennis Parking assumes all courts are counted at 1:1500 ratio
- Residential Open Space Requirement assumes that the Open Space is not publicly accessible, therefore needs 80 sf / unit - assumes 2nd floor Housing block & not accommodated at grade within 16,805 sf
- Off Street Loading - proposing substitution of (4) 12 x 35 space & (4) 9 x 20 spaces per Sections 153 & 154
- Up to 10% of required open space is allowed to be under a cantilevered portion of the building per Sec. 138(d)(2)(E)(i)
- Except per Sec.138(a)(2)
- Child care requires exterior playground space per California Code of Regulations Title 22 & not use towards the planning open space requirement

PROJECT AREAS:

88 BLUXOME PROJECT							
West Component				East Component			
Floor	Floor Surface Area	Floor Openings	Gross Floor Area (GFA)	Floor	Floor Surface Area	Floor Openings	Gross Floor Area (GFA)
Roof	0		0				
16	15,820		15,820				
15	15,820		15,820				
14	15,820		15,820	Roof	0		0
13	15,820		15,820	13	16,010		16,010
12	26,320		26,320	12	16,010		16,010
11	26,320		26,320	11	33,590		33,590
10	26,320		26,320	10	33,590	5,000	28,590
9	28,430		28,430	9	33,520	5,000	28,520
8	29,220	3,600	25,620	8	31,700		31,700
7	29,220	3,600	25,620	7	30,090	5,000	25,090
6	38,230		38,230	6	30,090	5,000	25,090
5	39,530		39,530	5	38,560		38,560
4	39,550		39,550	4	38,560	5,000	33,560
3	39,550	2,410	37,140	3	38,560	5,000	33,560
2	36,920	2,410	34,510	2	39,000		36,490
1	13,040		5,830	1	10,130		4,240
B1	7,385		3,645	B1	7,385		3,645
Mezz 1				Mezz 1			
Mezz 2				Mezz 2			
B2				B2			
Total	443,315	12,020	420,345	Total	396,795	30,000	354,655

Floor Surface Area = 840,110
 Floor Openings = 42,020
 Total Office GFA = 775,000

VICINITY MAP



ISSUED FOR: _____ DATE: _____

MIXED-USE OFFICE ENTITLEMENT 07.03.2019



88 BLUXOME

PLANNING CODE ANALYSIS

A0.07

millman National Land Services Transforming the Industry

Surveying Zoning Environmental Real Support - Title Review

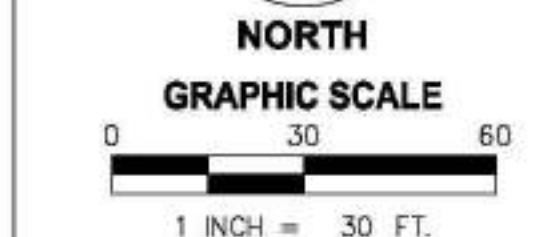
Millman Surveying, Inc. Corporate Headquarters 1742 Georgetown Road, Suite H Hudson, OH 44236 Phone: 800-520-1010 Fax: 330-342-0834 www.millmansurveying.com

ALTA/ACSM LAND TITLE SURVEY PREPARED FOR:

Western Athletic Clubs, Inc. 1 Lombard Street San Francisco, CA 94111

virtualsurveyor for more information visit http://vimeo.com/25774136

San Francisco Tennis Club 645 5th Street City of San Francisco County of San Francisco State of California



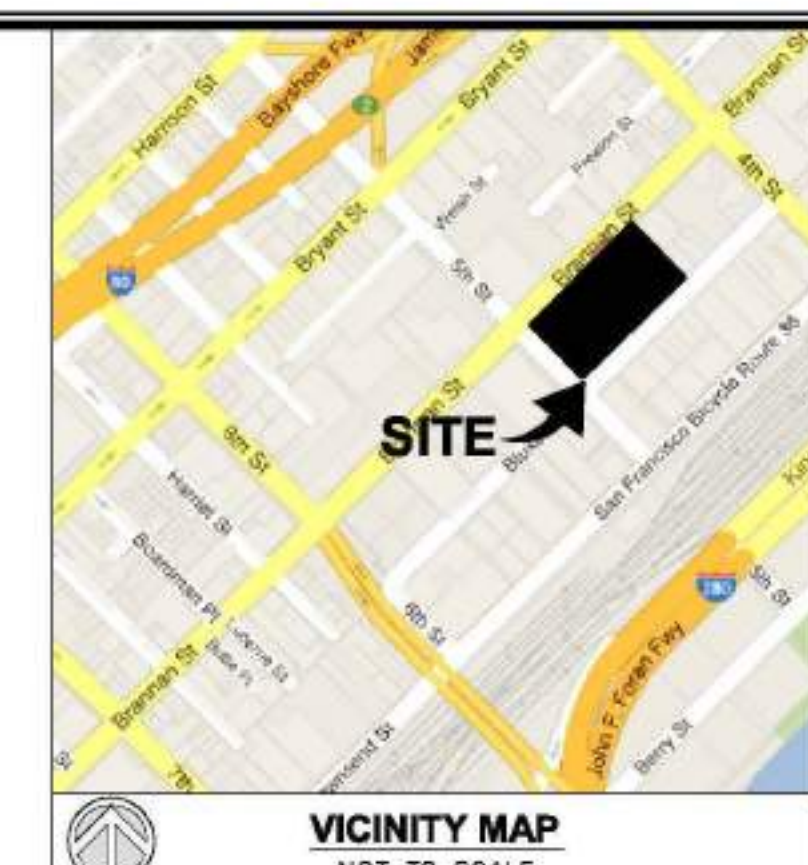
Sheet No. 1 of 1 MSI Project No. 27194 PM: DWG Drafter: PAC



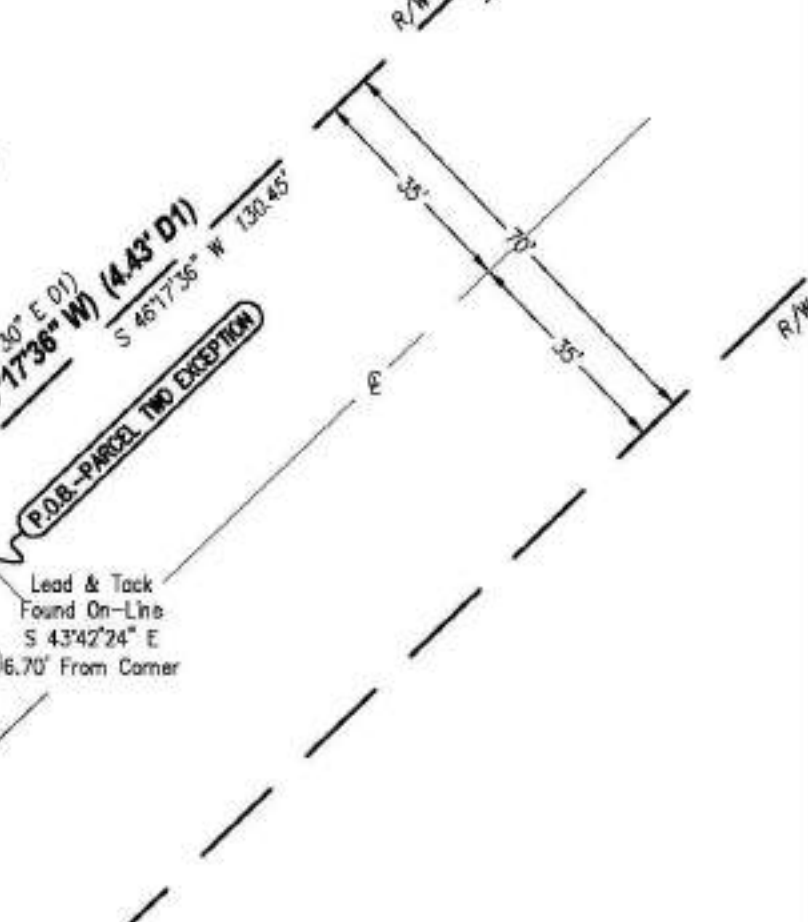
Surveyor's Seal

REVISION HISTORY

Table with 3 columns: BY, DATE, COMMENT. Includes entries for DWG, JMT, and FDD.



VICINITY MAP NOT TO SCALE



SYMBOL LEGEND table listing symbols for Right-of-Way, Centerline, P.O.B., Monumentation, etc.

CERTIFICATION:

To WAC SFTC Holding, LLC, a Delaware limited liability company, Stewart Title Guaranty Company, and Veneta Healthcare Properties, Inc., a Delaware corporation, in its capacity as agent for lenders: This is to certify that this map or plot and the survey on which it is based were made in accordance with the 2011 Minimum Standard Detail Requirements for ALTA/ACSM Land Title Surveys, jointly established and adopted by ALTA and NSPS, and includes items 2, 3, 4, 5(a), 6(a), 7(a), 7(b), 7(c), 8, 9, 11(a), 13, 14, 16, 17, 18, 19, 20(a) and 21 of Table A thereof. The field work was completed on August 18, 2012.

By: James M. McNeely, PLS Licensed Land Surveyor No. 5158 within the State of California For and on behalf of Millman Surveying, Inc.

SURVEYOR'S OBSERVATIONS:

At the time of this survey, there was no visible evidence of encroachments or violations.

FLOOD ZONE:

The subject property lies in an Unmapped Area, according to Flood Insurance Rate Map for the City of San Francisco, Community Panel No. 080298.

BASIS OF BEARING:

The basis for all bearings shown hereon is the northwesterly right-of-way of Bluxome Street, assumed as being South 46°17'36" West, and is used to denote angles only.

2 STORY INSIDE PARKING GARAGE:

63 Parking Spaces Upper Level 53 Parking Spaces Lower Level 3 Handicapped Spaces Lower Level 119 Total Parking Spaces

STEWART TITLE GUARANTY COMPANY FILE NO. 467586 - SCHEDULE A (EFFECTIVE DATE OCTOBER 1, 2012):

The land referred to herein is situated in the State of California County of San Francisco, City of San Francisco, and described as follows:

PARCEL ONE: BEGINNING AT THE POINT OF INTERSECTION OF THE NORTHEASTERLY LINE OF FIFTH STREET WITH THE SOUTHEASTERLY LINE OF BRANNAN STREET; RUNNING THENCE NORTHEASTERLY ALONG SAID LINE OF BRANNAN STREET 475 FEET; THENCE AT A RIGHT ANGLE SOUTHEASTERLY 120 FEET; THENCE AT A RIGHT ANGLE SOUTHWESTERLY 300 FEET; THENCE AT A RIGHT ANGLE SOUTHEASTERLY 120 FEET TO THE NORTHEASTERLY LINE OF BLUXOME STREET; THENCE AT A RIGHT ANGLE SOUTHWESTERLY ALONG SAID LINE OF BLUXOME STREET 175 FEET TO THE NORTHEASTERLY LINE OF FIFTH STREET; THENCE AT A RIGHT ANGLE NORTHEASTERLY ALONG SAID LINE OF FIFTH STREET 240 FEET TO THE POINT OF BEGINNING.

PARCEL TWO: BEGINNING AT A POINT ON THE NORTHWESTERLY LINE OF BLUXOME STREET, DISTANT THEREON 175 FEET NORTHEASTERLY FROM THE NORTHEASTERLY LINE OF FIFTH STREET; RUNNING THENCE NORTHEASTERLY ALONG SAID LINE OF BLUXOME STREET 300 FEET; THENCE AT A RIGHT ANGLE NORTHEASTERLY 120 FEET; THENCE AT A RIGHT ANGLE SOUTHWESTERLY 300 FEET; THENCE AT A RIGHT ANGLE SOUTHEASTERLY 120 FEET TO THE POINT OF BEGINNING.

PARCEL THREE: AN EASEMENT, SUBJECT TO THE TERMS, CONDITIONS AND PROVISIONS CONTAINED THEREIN, AS SET FORTH IN THAT CERTAIN DOCUMENT ENTITLED "GRANT OF EASEMENT", DATED APRIL 6, 2003, BY AND BETWEEN EDWARD A. LANDRY AS TRUSTEE OF THE TRUSTS CITED THEREIN AND SAN FRANCISCO TENNIS CLUB, INC., A CALIFORNIA CORPORATION, RECORDED MAY 1, 2003, IN BOOK 1378, AT PAGE 0279, AS INSTRUMENT NO. 2003-1427838-00, OFFICIAL RECORDS.

PARCEL FOUR: ALL OF THAT CERTAIN REAL PROPERTY SITUATE IN THE CITY AND COUNTY OF SAN FRANCISCO, STATE OF CALIFORNIA, DESCRIBED AS FOLLOWS: COMMENCING AT THE POINT OF INTERSECTION OF THE NORTHEASTERLY LINE OF FIFTH STREET WITH THE SOUTHEASTERLY LINE OF BRANNAN STREET; RUNNING THENCE SOUTHEASTERLY ALONG SAID LINE OF FIFTH STREET 240.33 FEET TO THE NORTHEASTERLY LINE OF BLUXOME STREET; THENCE NORTHEASTERLY ALONG THE NORTHEASTERLY LINE OF BLUXOME STREET 175 FEET; THENCE AT A RIGHT ANGLE NORTHEASTERLY 120.33 FEET TO THE POINT OF BEGINNING; THENCE AT A RIGHT ANGLE NORTHEASTERLY 300 FEET; THENCE AT A RIGHT ANGLE SOUTHWESTERLY 0.33 FEET; THENCE AT A RIGHT ANGLE SOUTHWESTERLY 300 FEET; THENCE NORTHEASTERLY 0.33 FEET TO THE POINT OF BEGINNING.

PARCEL FIVE: BEGINNING AT THE INTERSECTION OF THE NORTHEASTERLY RIGHT OF WAY LINE OF FIFTH STREET AND THE SOUTHEASTERLY RIGHT OF WAY LINE OF BRANNAN STREET; THENCE N 46°17'36" E, A DISTANCE OF 475.00 FEET, ALONG SAID SOUTHEASTERLY RIGHT OF WAY LINE OF BRANNAN STREET; THENCE S 43°42'24" E, A DISTANCE OF 227.28 FEET, ALONG THE NORTHEASTERLY LINE OF PARCEL ONE, AS DESCRIBED IN A DEED RECORDED IN BOOK C192, AT PAGE 811 OF THE OFFICIAL RECORDS OF THE COUNTY OF SAN FRANCISCO AND CONTINUING ALONG THE NORTHEASTERLY LINE OF A PARCEL OF LAND DESCRIBED IN JUDGMENT CASE 412827, RECORDED ON REEL 1351, AT PAGE 487 AND ALONG THE NORTHEASTERLY LINE OF PARCEL TWO, AS DESCRIBED IN SAID DEED RECORDED IN BOOK C192, AT PAGE 811; THENCE S 46°17'36" W, A DISTANCE OF 4.43 FEET, ALONG THE NORTHWESTERLY LINE OF A PARCEL OF LAND DESCRIBED AS AN EXCEPTION TO THE ABOVE DESCRIBED PARCEL TWO TO A POINT OF NON-TANGENT CURVATURE; THENCE WITH A NON-TANGENT CURVE TO THE LEFT, THE CENTER OF BEARS N 78°47'34" E, WITH A RADIUS OF 356.02 FEET, THROUGH A CENTRAL ANGLE OF 2°27'41"; ALONG AN ARC LENGTH OF 15.29 FEET, WITH A CHORD BEARING OF S 12°28'16" E, A DISTANCE OF 15.29 FEET, ALONG THE WESTERLY LINE OF SAID EXCEPTION PARCEL; THENCE S 46°17'36" W, A DISTANCE OF 462.63 FEET, ALONG THE NORTHWESTERLY RIGHT OF WAY LINE OF BLUXOME STREET; THENCE N 43°42'24" W, A DISTANCE OF 240.33 FEET, ALONG SAID NORTHEASTERLY RIGHT OF WAY LINE OF FIFTH STREET TO THE POINT OF BEGINNING.

ASSASSOR'S LOT 037, BLOCK 3786

STEWART TITLE GUARANTY COMPANY FILE NO. 467586 - SCHEDULE B, SECTION II (EFFECTIVE DATE OCTOBER 1, 2012):

Numbers correspond with survey-related Schedule B exception items contained in the above referenced Title Commitment.

2. The matters contained in an instrument entitled "Grant of Easement", by and between Edward A. Landry, as Trustee of the Trusts cited therein and San Francisco Tennis Club, Inc. upon the terms therein provided recorded May 1, 2003, as Instrument 2003-1427838 in Reel 1378 at Image 0279, of Official Records.

MISCELLANEOUS NOTES: 1. There is direct access to the subject property via 5th Street, a public right-of-way. 2. The locations of all utilities shown on the survey are from visible surface evidence only. 3. The posted address on site is 645 5th Street, San Francisco, California. 4. At the time of this survey there was no observable surface evidence of earth moving work, building construction or building additions within recent months. 5. At the time of this survey, there was no observable evidence of the subject property being used as a solid waste dump, sump or sanitary landfill. 6. At the time of this survey, there was no observable evidence of any recent changes in street right-of-way lines either completed or proposed, and available from the controlling jurisdiction. 7. At the time of this survey, there was no observable evidence of any recent street or sidewalk construction or repairs. 8. The Property surveyed and shown hereon is the same property described in Schedule A of Stewart Title Guaranty Company Title File No. 467586 with an effective date of October 1, 2012.

LINE TABLE table with columns: LINE, BEARING, DISTANCE. Includes entries for E1 and E2.

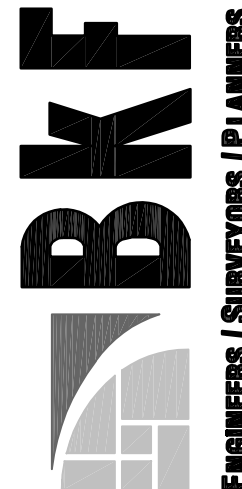
VESTED IN: WAC SFTC Holding, LLC, a Delaware limited liability company Reel J839, Image 0168 Inst. No. 2009-1727090-00 APN: 3786-037

TOTAL LAND AREA: 114,048 Square Feet 2.618 Acres

C:\Users\jmc\Documents\88 BLUXOME - CENTRAL.scpdw 15514.02 88 BLUXOME STREET

© BKF ENGINEERS

ISSUED FOR: DATE:



BAY CLUB SF TENNIS 645 5TH STREET TOPOGRAPHIC SURVEY SAN FRANCISCO COUNTY SAN FRANCISCO CALIFORNIA

Table with 2 columns: No., Revisions. Includes drawing number 20167013 and sheet number 1 OF 2.

MIXED-USE OFFICE ENTITLEMENT 07.03.2019

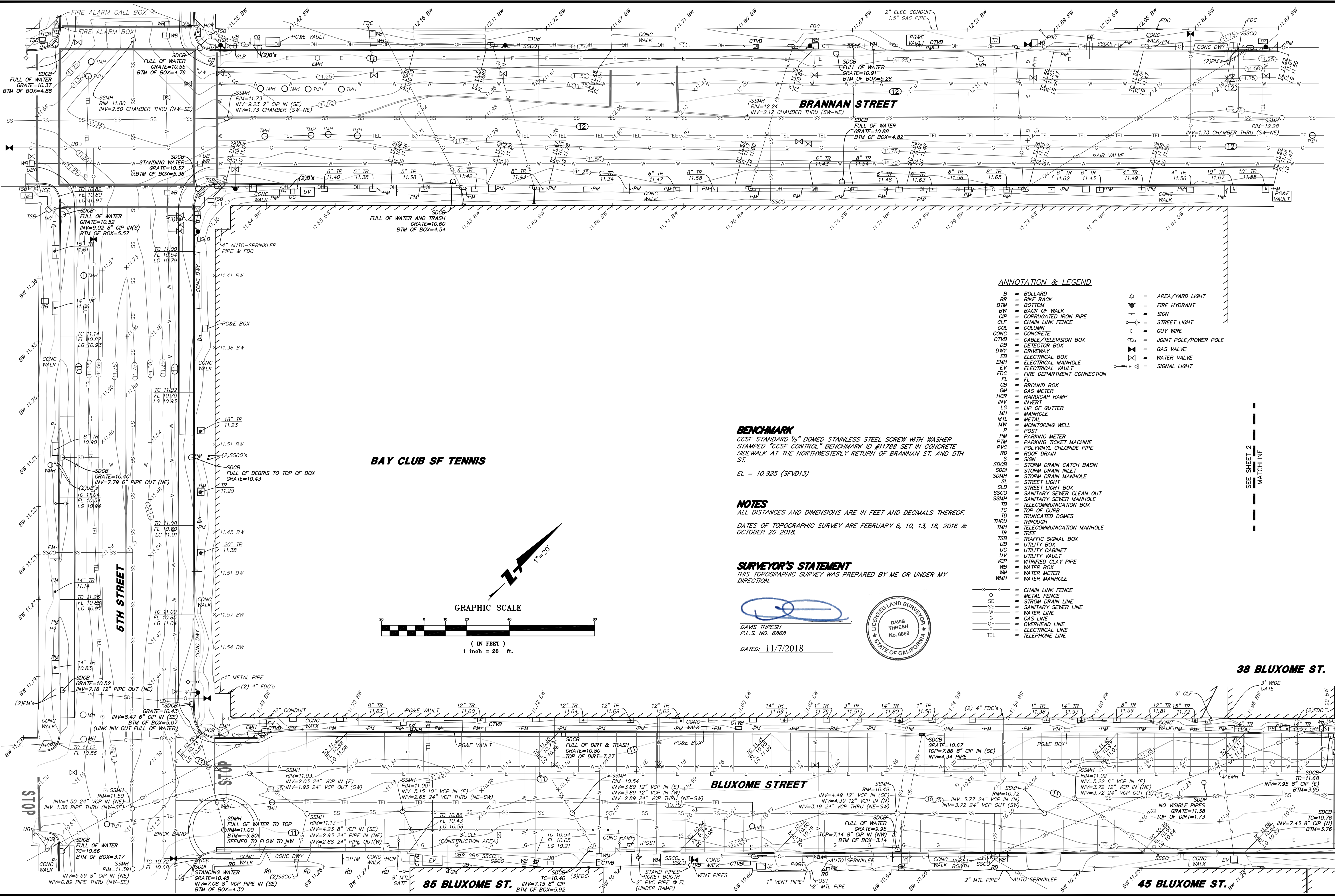


88 BLUXOME

20167013 1 OF 2

TOPOGRAPHIC SURVEY

C1.01



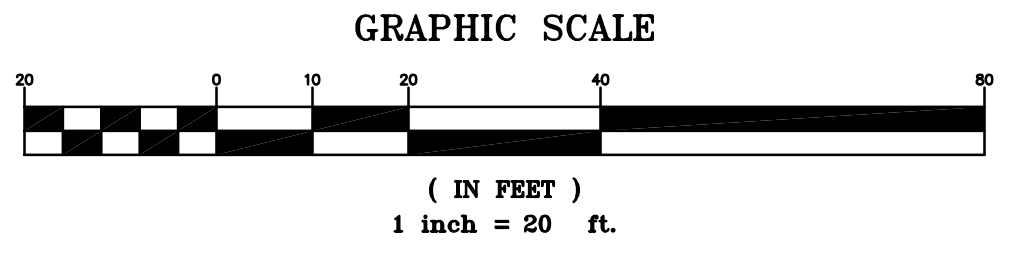
ANNOTATION & LEGEND table listing symbols for bollard, bike rack, bottom, back of walk, etc.

BENCHMARK description: CGSP STANDARD 1/2" DOMED STAINLESS STEEL SCREW WITH WASHER...

NOTES: ALL DISTANCES AND DIMENSIONS ARE IN FEET AND DECIMALS THEREOF. DATES OF TOPOGRAPHIC SURVEY ARE FEBRUARY 8, 10, 13, 18, 2016 & OCTOBER 20, 2018.

SURVEYOR'S STATEMENT: THIS TOPOGRAPHIC SURVEY WAS PREPARED BY ME OR UNDER MY DIRECTION.

DAVIS THRESH P.L.S. No. 8868 LICENSED LAND SURVEYOR STATE OF CALIFORNIA DATED: 11/7/2018



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15514.02

88 BLUXOME STREET

Table with 2 columns: ISSUED FOR, DATE. Multiple rows for project milestones.

© BKF ENGINEERS

4670 WILLOW RD SUITE 250 PLEASANTON, CA 94588 925-396-7700 925-396-7799 (FAX)



ENGINEERS / SURVEYORS / PLANNERS

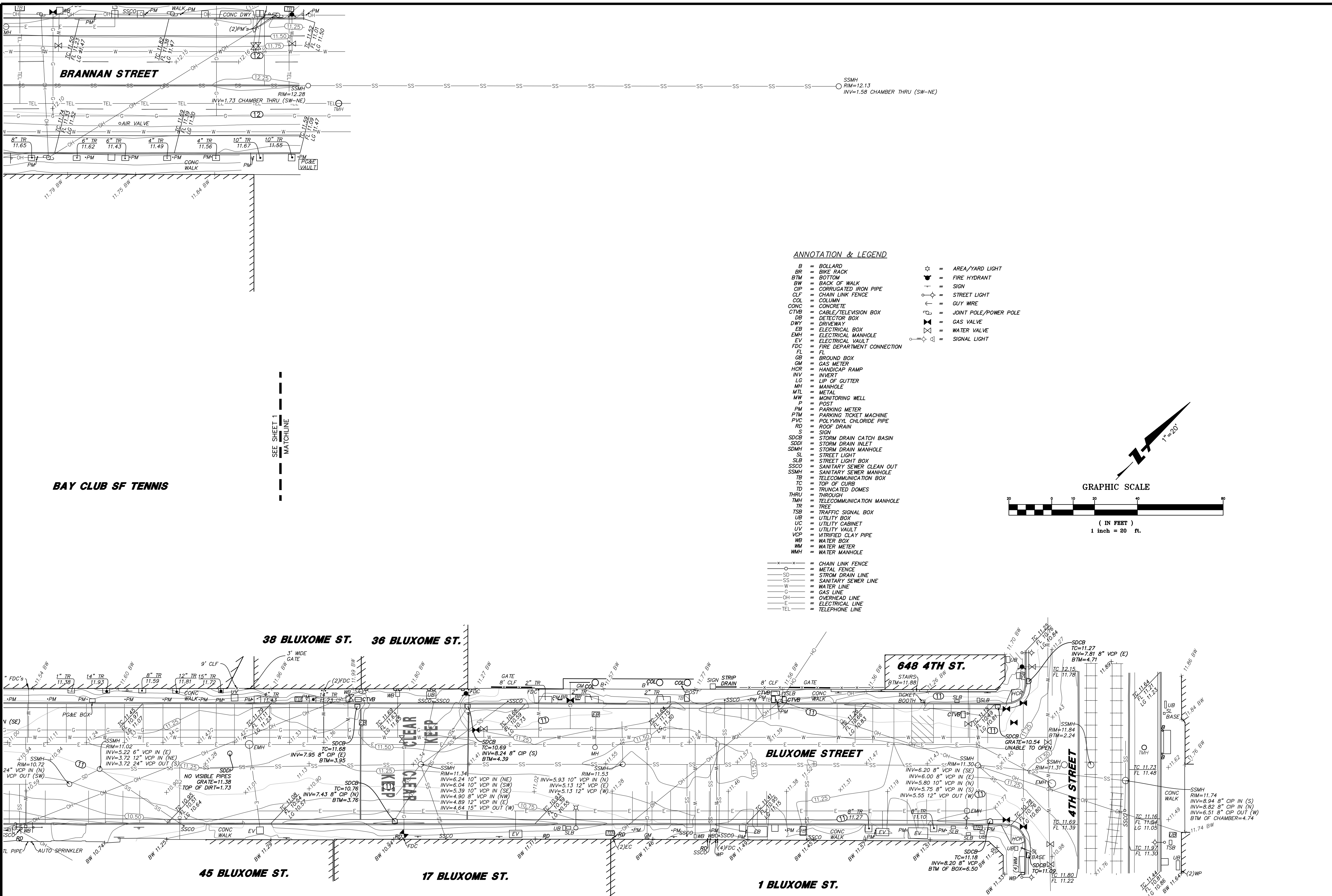
BAY CLUB SF TENNIS 645 5TH STREET TOPOGRAPHIC SURVEY SAN FRANCISCO COUNTY CALIFORNIA

SAN FRANCISCO

Revisions table with columns: No., Date, Description

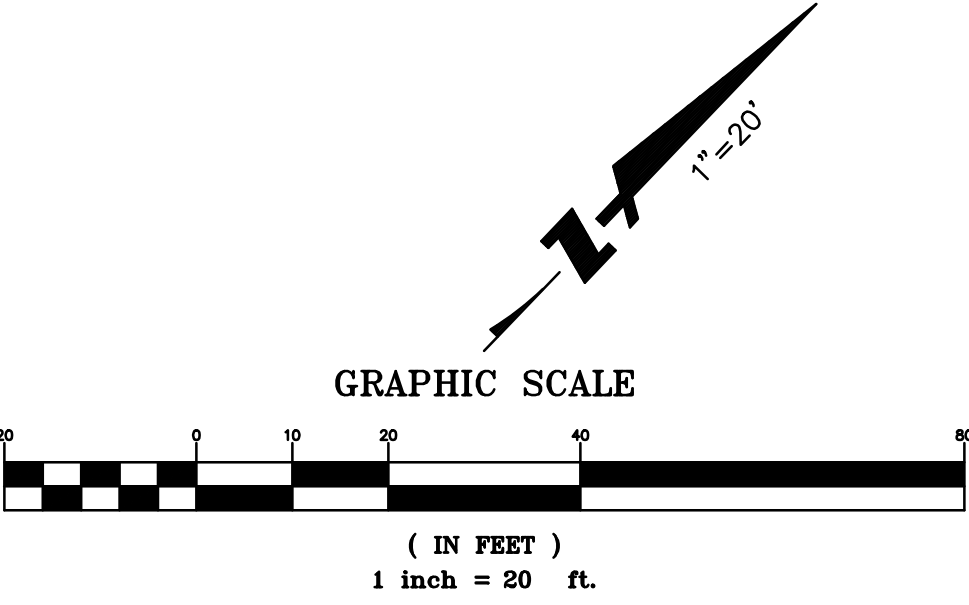
Date: 11/07/2018 Scale: 1" = 20' Designer: N/A Drawn: RE Approved: MR Job No: 20167013

Drawing Number: 20167013 2 OF 2



ANNOTATION & LEGEND

- List of symbols and their meanings: BOLLARD, BKE RACK, BOTTOM, BACK OF WALK, CORRUGATED IRON PIPE, CHAIN LINK FENCE, COLUMN, CONCRETE, CABLE/TELEVISION BOX, DETECTOR BOX, DRIVEWAY, ELECTRICAL BOX, ELECTRICAL MANHOLE, ELECTRICAL VAULT, FIRE DEPARTMENT CONNECTION, FLOOR, GAS METER, HANDICAP RAMP, INVERT, LIP OF GUTTER, MANHOLE, METAL, MONITORING WELL, POST, PARKING METER, PARKING TICKET MACHINE, POLYETHYLENE GLYCOL PIPE, ROOF DRAIN, SIGN, STORM DRAIN CATCH BASIN, STORM DRAIN INLET, STORM DRAIN MANHOLE, STREET LIGHT, STREET LIGHT BOX, SANITARY SEWER CLEAN OUT, SANITARY SEWER MANHOLE, TELECOMMUNICATION BOX, TOP OF CURB, TRUNCATED DOMES, THROUGH, TELECOMMUNICATION MANHOLE, TREE, TRAFFIC SIGNAL BOX, UTILITY BOX, UTILITY CABINET, UTILITY WALK, VITRIFIED CLAY PIPE, WATER BOX, WATER METER, WATER MANHOLE, CHAIN LINK FENCE, METAL FENCE, STORM DRAIN LINE, SANITARY SEWER LINE, WATER LINE, GAS LINE, OVERHEAD LINE, ELECTRICAL LINE, TELEPHONE LINE, AREA/YARD LIGHT, FIRE HYDRANT, SIGN, STREET LIGHT, GUY WIRE, JOINT POLE/POWER POLE, GAS VALVE, WATER VALVE, SIGNAL LIGHT.



SEE SHEET WATCHLINE

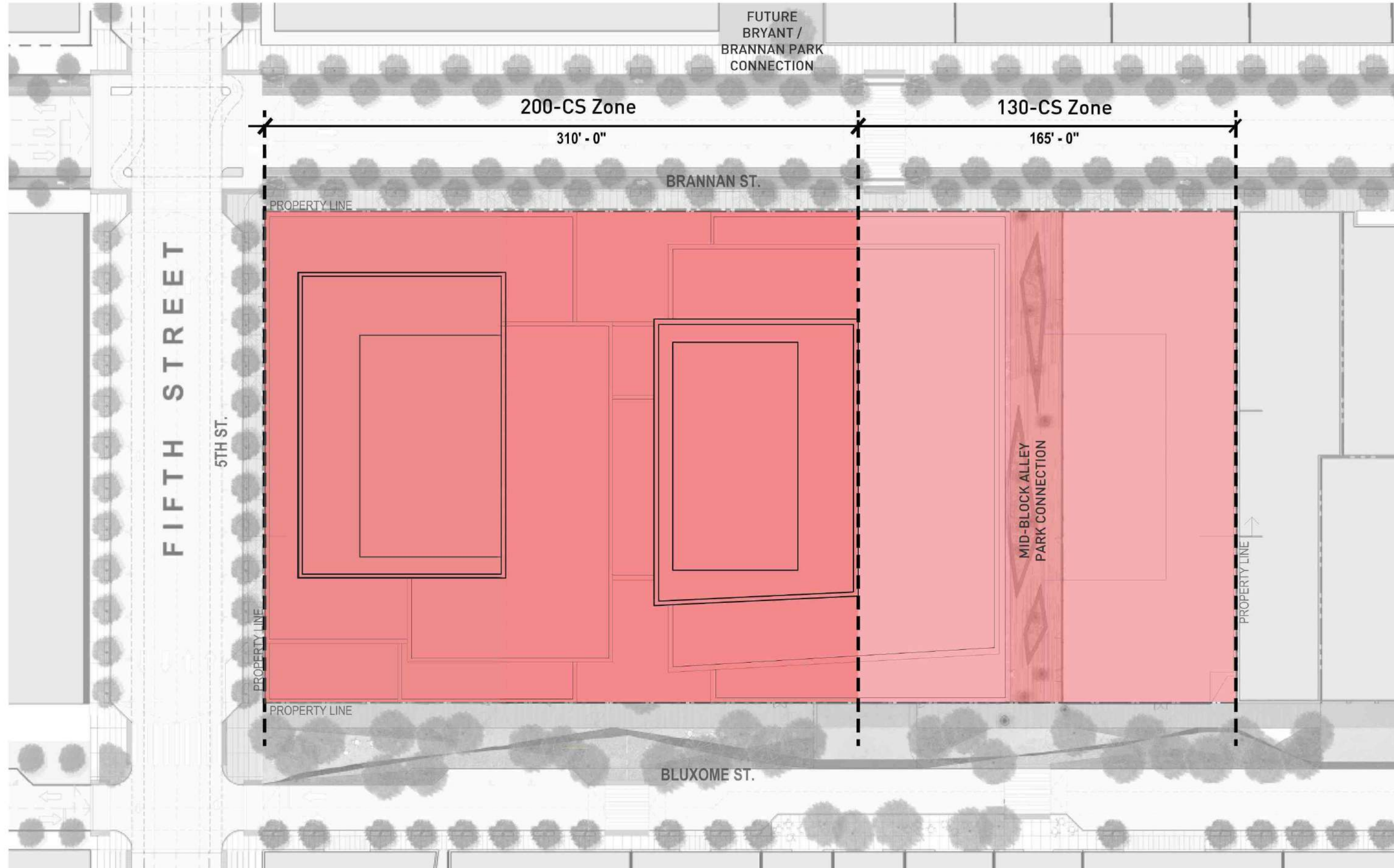
BAY CLUB SF TENNIS

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15514.02

88 BLUXOME STREET

TRANSITION LOCATION OF HEIGHT-BULK LIMITS



ISSUED FOR: _____ DATE: _____

MIXED-USE OFFICE ENTITLEMENT 07.03.2019



ALEXANDRIA

TMG
PARTNERS | **MG**

88 BLUXOME



BASE ZONING
CONTROLS

A0.00

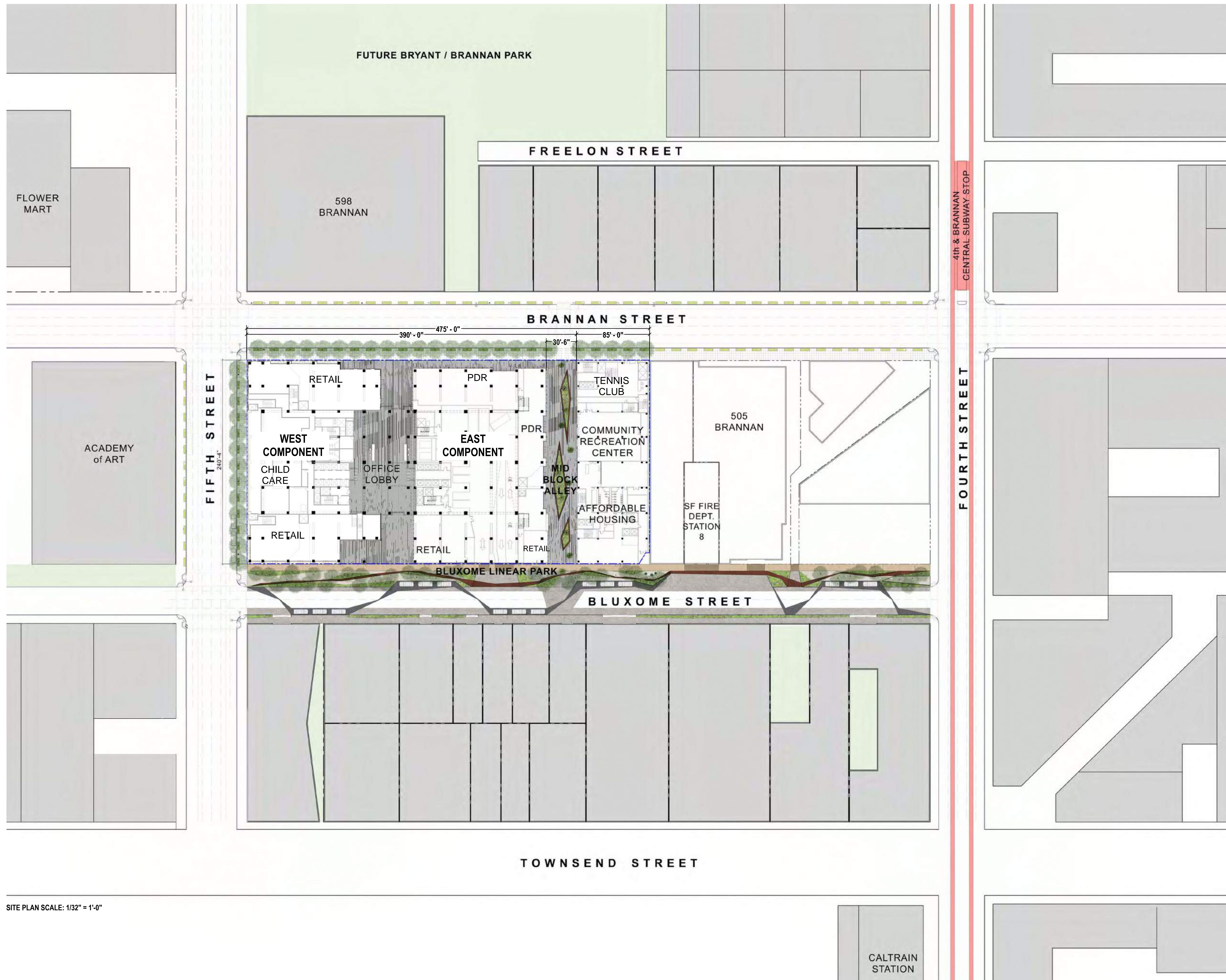


88 BLUXOME



SITE PLAN

L1.00



SITE PLAN SCALE: 1/32" = 1'-0"

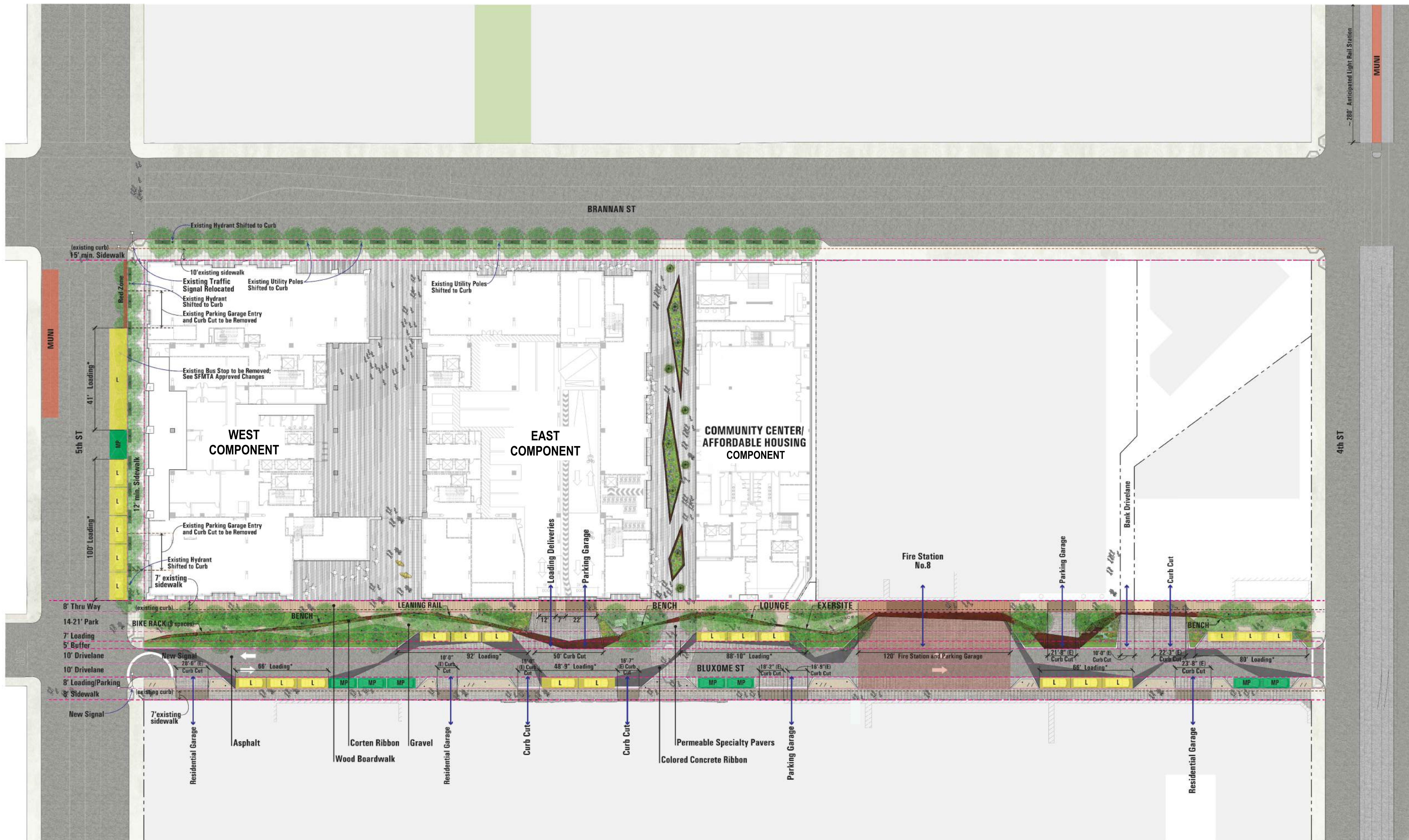
CALTRAIN
STATION

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15514.02

88 BLUXOME STREET

BLUXOME LINEAR PARK and ADJACENT STREETS



*Note: Available Loading
 - Bluxome Street: 17 Stalls, 468'-6" Overall Length
 - 5th Street: 5 Stalls + 41' Continuous Loading; 141' Overall Length

MIXED-USE OFFICE ENTITLEMENT 07.03.2019



88 BLUXOME

SITE PLAN

L1.01

ISSUED FOR: _____ DATE: _____

MIXED-USE OFFICE ENTITLEMENT 07.03.2019



88 BLUXOME

EXISTING SITE PLAN

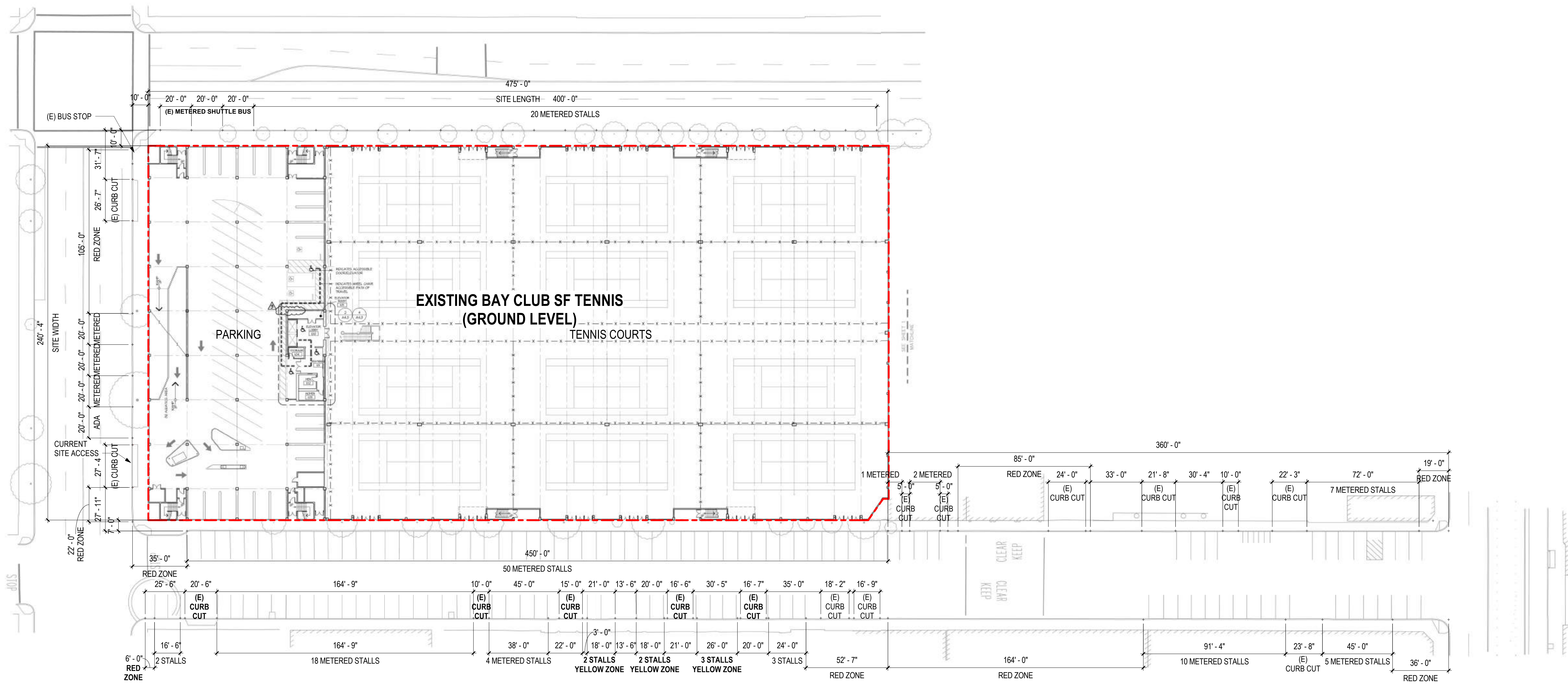
A1.40

6/17/2019 2:28:01 PM

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15514.02

88 BLUXOME STREET



1 EXISTING SITE PLAN

SCALE: 1" = 30'-0"

ISSUED FOR: _____ DATE: _____

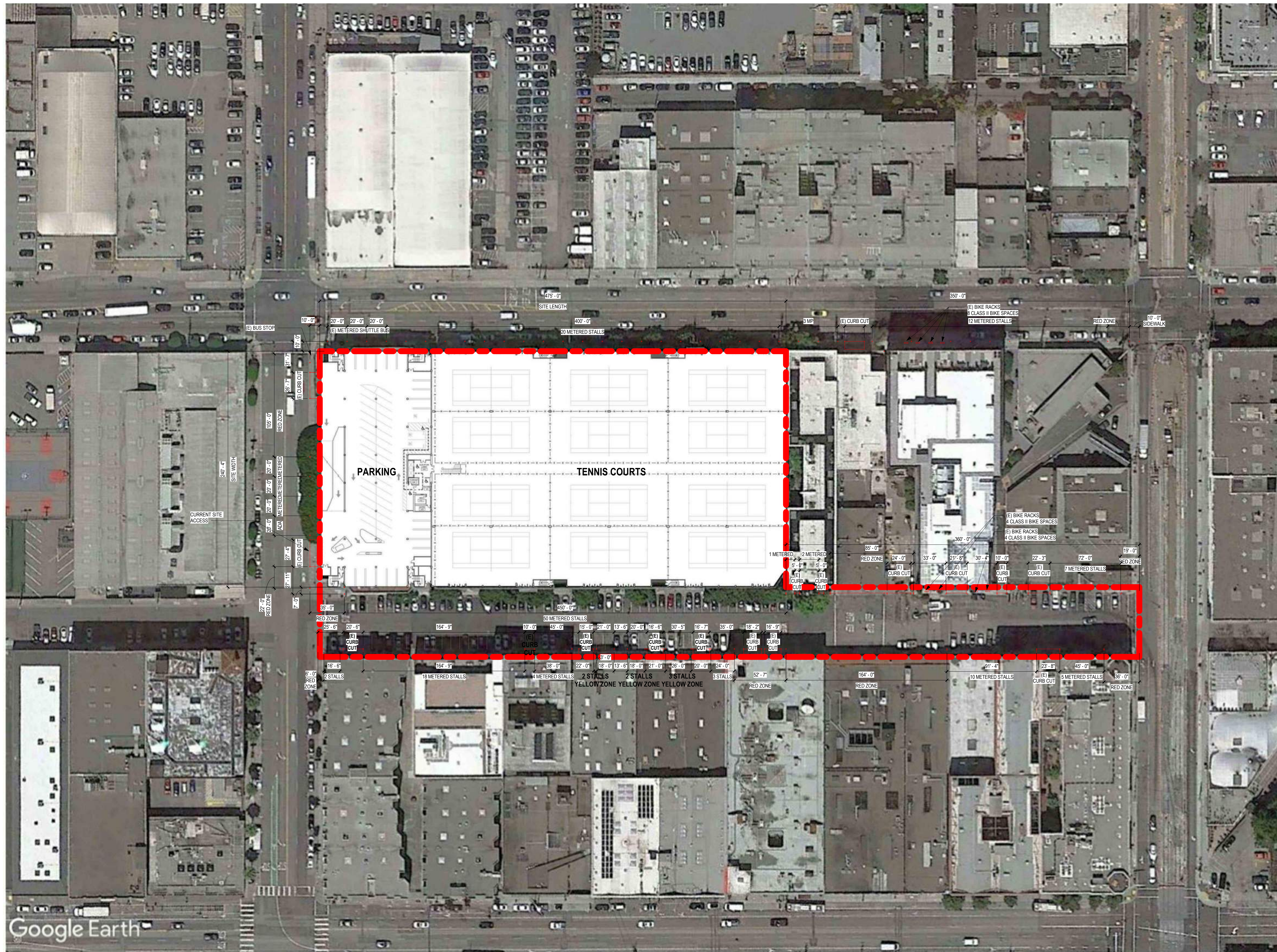
MIXED-USE OFFICE ENTITLEMENT 07.03.2019



88 BLUXOME

EXISTING CONTEXT
PLAN

A1.50



1 EXISTING CONTEXT PLAN
SCALE: 1" = 40'-0"

ISSUED FOR: _____ DATE: _____

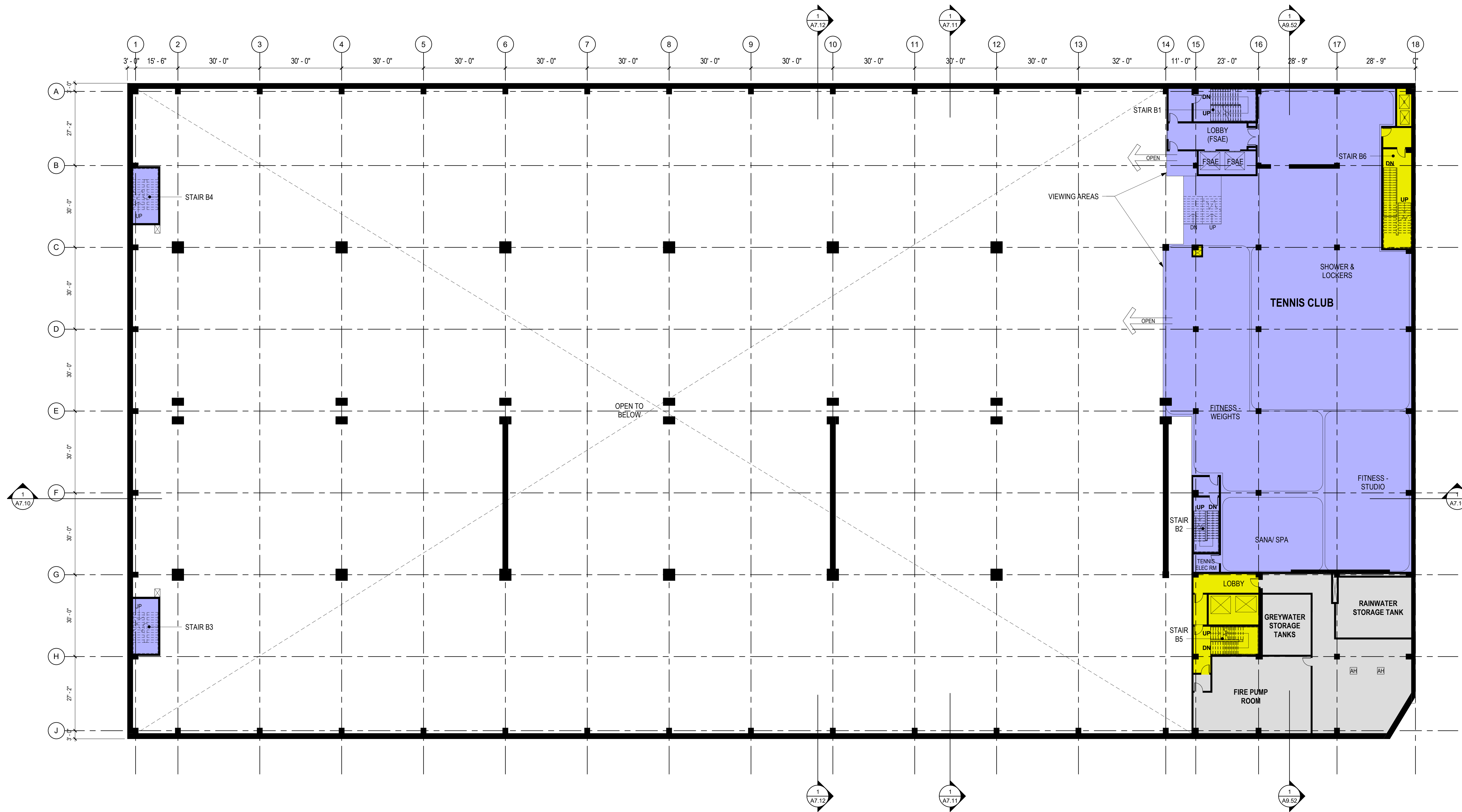
MIXED-USE OFFICE ENTITLEMENT 07.03.2019



88 BLUXOME

FLOOR PLAN - LEVEL
MEZZANINE 2

A2.02



1 PARTITION PLAN - BASEMENT MEZZANINE 2

SCALE | 1/16" = 1'-0"

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15514.02

88 BLUXOME STREET

ISSUED FOR: _____ DATE: _____

MIXED-USE OFFICE ENTITLEMENT 07.03.2019



88 BLUXOME

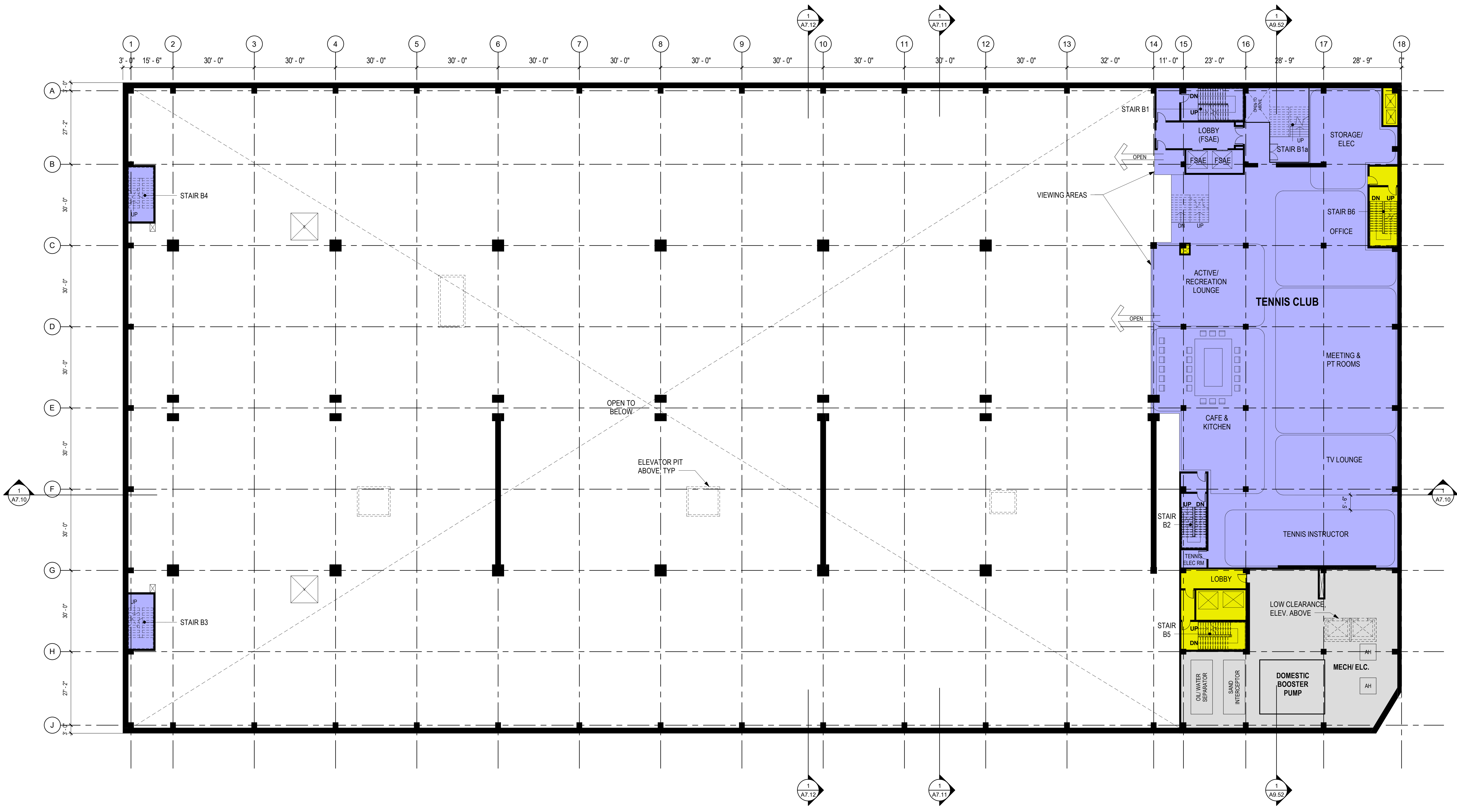
FLOOR PLAN - LEVEL
MEZZANINE 1

A2.03

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15514.02

88 BLUXOME STREET



1 PARTITION PLAN - BASEMENT MEZZANINE 1

SCALE 1/16" = 1'-0"

ISSUED FOR: _____ DATE: _____

MIXED-USE OFFICE ENTITLEMENT 07.03.2019



88 BLUXOME

FLOOR PLAN - LEVEL
BASEMENT 1

A2.04

6/10/2019 2:16:14 PM

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1 PARTITION PLAN - BASEMENT 1
SCALE: 1/16" = 1'-0"



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FLOOR PLAN - LEVEL 1

A2.05

6/11/2019 4:05:21 PM

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1 PARTITION PLAN - LEVEL 1

SCALE: 1/16" = 1'-0"

ISSUED FOR: _____ DATE: _____

MIXED-USE OFFICE ENTITLEMENT 07.03.2019



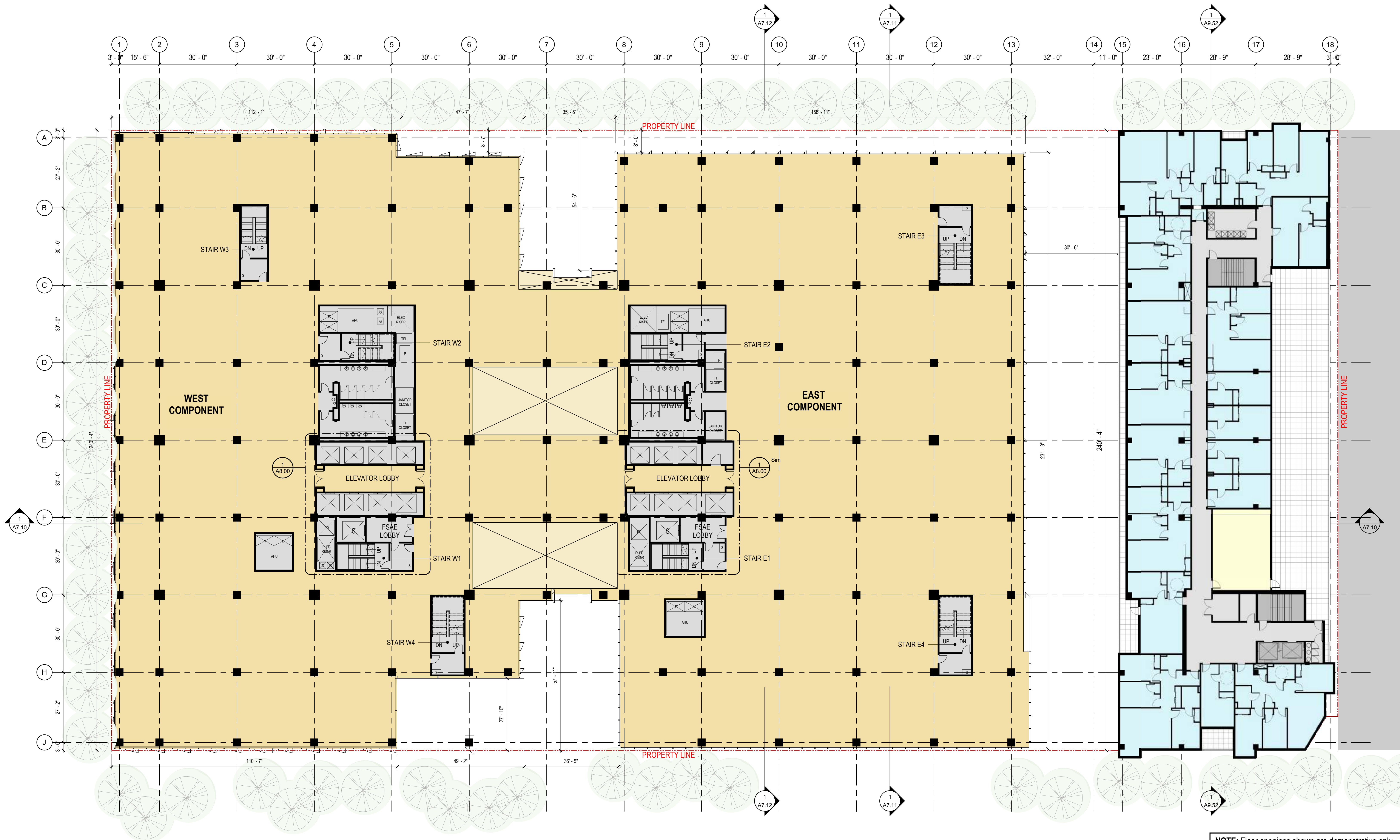
ALEXANDRIA



88 BLUXOME

FLOOR PLAN - LEVEL
2

A2.06



NOTE: Floor openings shown are demonstrative only. The exact location, configuration and amount of openings on individual floorplates that reduce GFA are still to be determined, based on final floor layouts and tenant needs. However, the cumulative floor area of office use shall not exceed 775,000 gfa in total.

1 PARTITION PLAN - LEVEL 2

SCALE: 1/16" = 1'-0"

ISSUED FOR: _____ DATE: _____

MIXED-USE OFFICE ENTITLEMENT 07.03.2019



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FLOOR PLAN - LEVEL
3

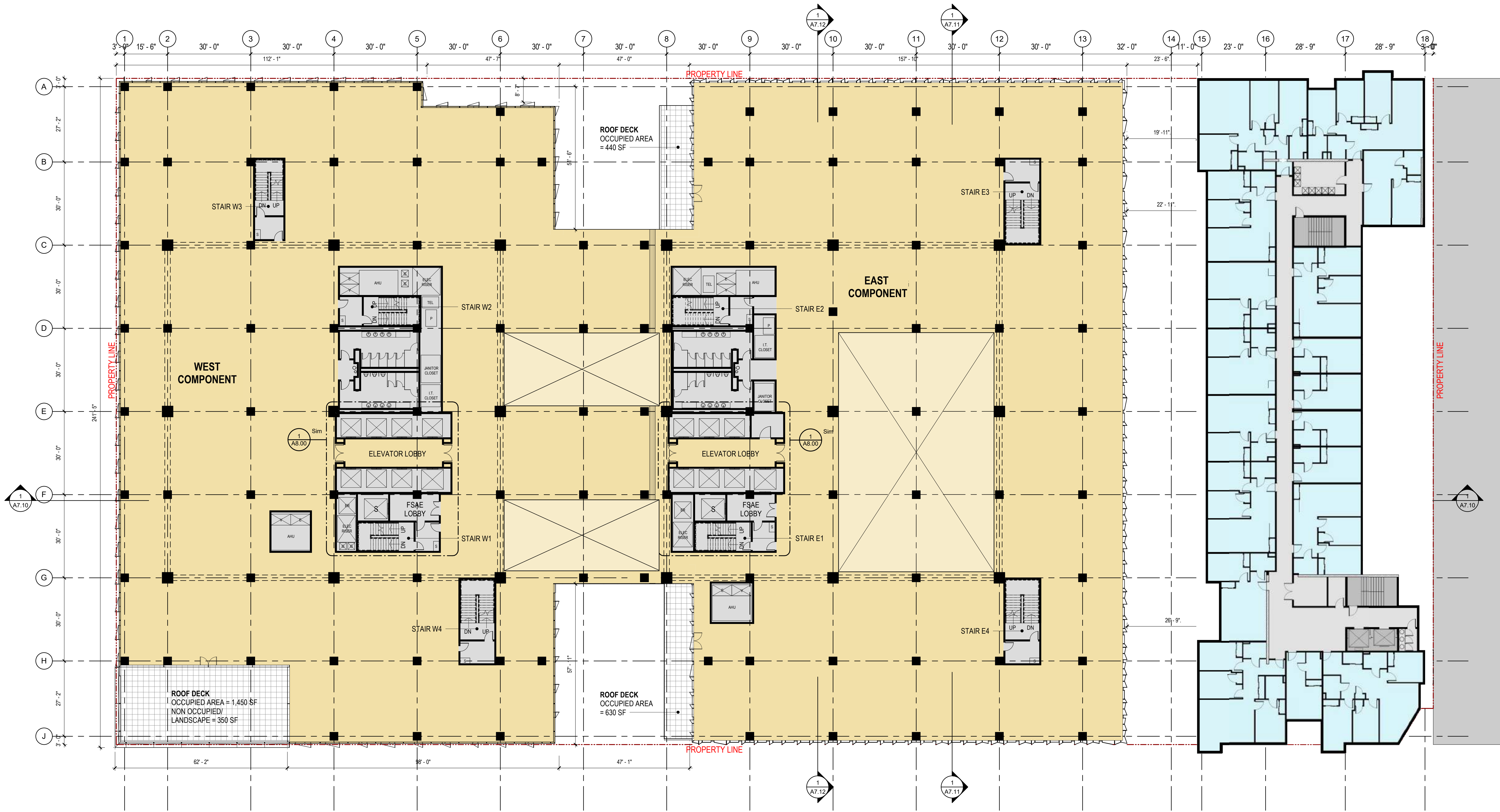
A2.07

6/10/2019 11:41:16 AM

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1 PARTITION PLAN - LEVEL 3
SCALE: 1/16" = 1'-0"

NOTE: Floor openings shown are demonstrative only. The exact location, configuration and amount of openings on individual floorplates that reduce GFA are still to be determined, based on final floor layouts and tenant needs. However, the cumulative floor area of office use shall not exceed 775,000 gfa in total.

ISSUED FOR: _____ DATE: _____

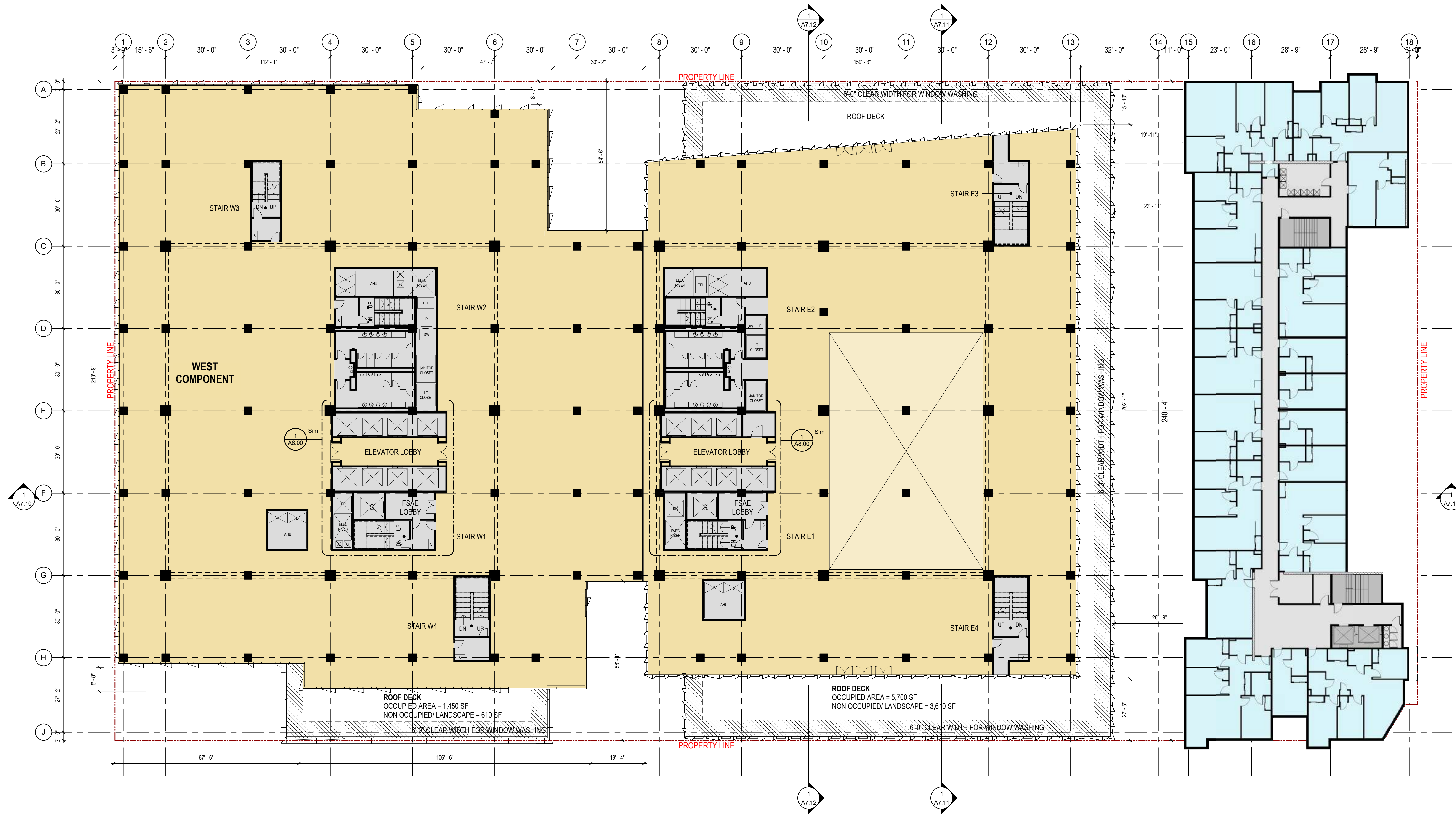
MIXED-USE OFFICE ENTITLEMENT 07.03.2019



88 BLUXOME

FLOOR PLAN - LEVEL
6

A2.10



NOTE: Floor openings shown are demonstrative only. The exact location, configuration and amount of openings on individual floorplates that reduce GFA are still to be determined, based on final floor layouts and tenant needs. However, the cumulative floor area of office use shall not exceed 775,000 gfa in total.

1 PARTITION PLAN - LEVEL 6
SCALE: 1/16" = 1'-0"

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ALEXANDRIA

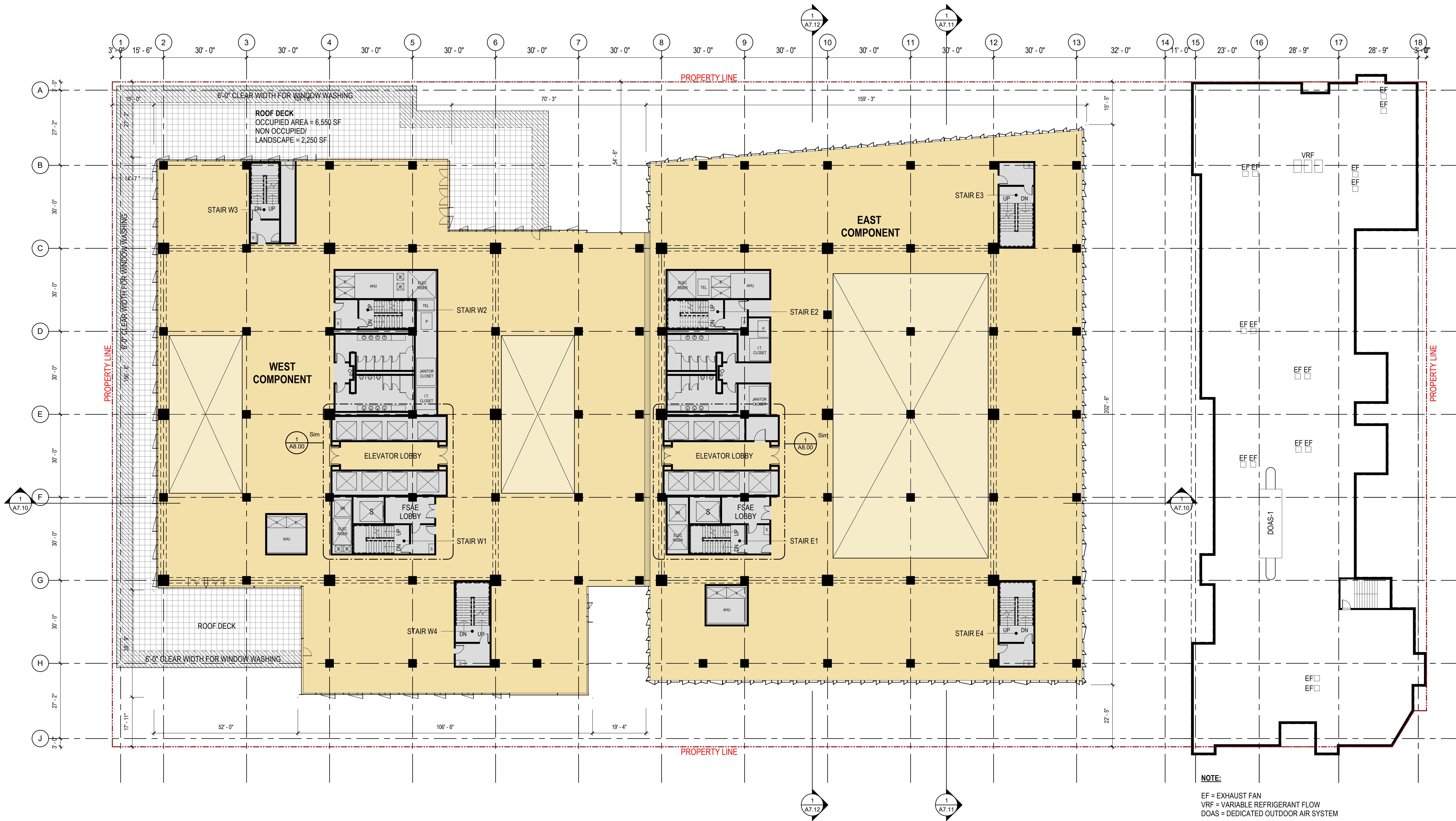


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FLOOR PLAN - LEVEL

7

A2.11



NOTE:
 EF = EXHAUST FAN
 VRF = VARIABLE REFRIGERANT FLOW
 DOAS = DEDICATED OUTDOOR AIR SYSTEM

NOTE: Floor openings shown are demonstrative only. The exact location, configuration and amount of openings on individual floorplates that reduce GFA are still to be determined, based on final floor layouts and tenant needs. However, the cumulative floor area of office use shall not exceed 775,000 gfa in total.

1 PARTITION PLAN - LEVEL 7

SCALE: 1/16" = 1'-0"

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MIXED-USE OFFICE ENTITLEMENT 07.03.2019



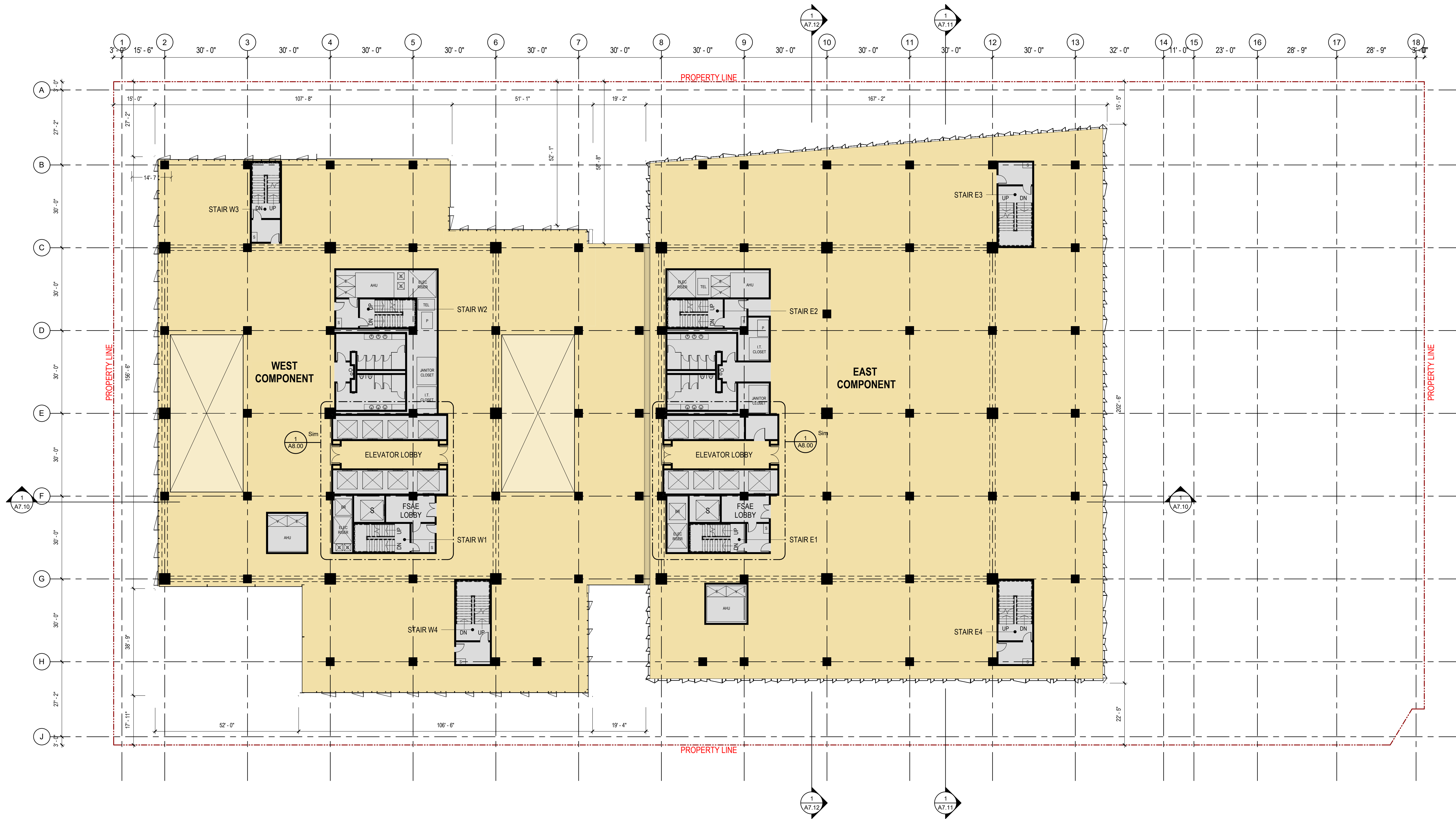
ALEXANDRIA



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FLOOR PLAN - LEVEL
8

A2.12



NOTE: Floor openings shown are demonstrative only. The exact location, configuration and amount of openings on individual floorplates that reduce GFA are still to be determined, based on final floor layouts and tenant needs. However, the cumulative floor area of office use shall not exceed 775,000 gfa in total.

1 PARTITION PLAN - LEVEL 8
SCALE: 1/16" = 1'-0"

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APPELLANT'S BRIEF CONTINUED IN PART TWO