



SAN FRANCISCO PLANNING DEPARTMENT

Executive Summary

ADOPTION OF CEQA FINDINGS SECTION 309 DETERMINATION OF COMPLIANCE CONDITIONAL USE AUTHORIZATION ZA VARIANCE & EXCEPTION

HEARING DATE: JANUARY 26, 2017

Date: January 12, 2017
Case No.: **2014.0241E/X/CUA/VAR**
Project Address: **1028 MARKET STREET**
Zoning: C-3-G (Downtown Retail) District
120-X Height and Bulk District
Downtown Plan Area
Block/Lot: 0350/002
Owner/Sponsor: LCL Global—1028 Market Street, LLC
25 Taylor Street, Floor 7
San Francisco, CA 94102
Attn: Craig Young
Staff Contact: Marcelle Boudreaux - (415) 575-9140
Marcelle.boudreaux@sfgov.org
Recommendations: **Adopt CEQA Findings**
Approve Section 309 Determination of Compliance with Conditions
Approve Conditional Use with Conditions

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

Reception:
415.558.6378

Fax:
415.558.6409

Planning
Information:
415.558.6377

PROJECT DESCRIPTION

The Project would demolish the existing 33,310 square foot building and construct a 13-story, 178,308 square foot mixed use building with one below-grade basement level. The proposed building would have approximately 159,518 square feet of residential use with up to 186 dwelling units on the 2nd through 13th floors. Unit mix is as follows: 96 studios/junior 1 bedrooms (52%); 21 one-bedrooms (12%); 57 two-bedrooms (30%); and 12 three-bedrooms (6%). The ground floor would contain the residential lobby, and 9,657 square feet of retail and/or restaurant uses. Project Sponsor currently plans to demise this space into four retail spaces between 1,116 and 2,984 square feet in size, three fronting Market Street and one fronting Golden Gate Avenue. The below-grade basement level will contain 40 subsurface parking spaces, including one car share space; two service vehicle loading spaces; storage; mechanical, electrical, and plumbing systems; and bicycle parking spaces. 123 Class 1 bicycle parking spaces will be located on the ground floor and basement, and 20 Class 2 bicycle parking spaces are proposed for the Market Street and Golden Gate Avenue sidewalks near the proposed residential and retail entrances. Common open space is provided in the form of a roof deck (approximately 7,457 square feet), and 14 units will have private balconies or terraces.

The Project would include improvements to the Golden Gate Avenue right of way, including a 6-foot extension of the existing 10-foot wide sidewalk along the Project site frontage. The main entrance to the residential portion of the Project would be through a lobby at the east end of the Market Street frontage.

Pedestrian access to the residential units would also be available from Golden Gate Avenue. Vehicular access to the below-grade parking garage would be via a 12-foot wide curb cut and driveway on Golden Gate Avenue at the east end of the Project site. Bicycle parking access would be from Market Street and Golden Gate Avenue.

The proposed new building's elevations are asymmetrical and contemporary in character with elements characteristic of the historic district. On Market Street the south elevation has a stepped and layered composition which is lower at the west end than the east end. Its first eleven floors are flush at the street wall, and the top two floors and roof level are setback approximately 6 feet from the street wall, with layers articulated through materials change. This elevation's first two stories are clad with stone veneer all the way across, defining the base; the seven westernmost window bays of the next eight stories are clad with brick veneer; and the rest of the third through thirteenth stories features zinc metal paneling combined with window walls. Windows and storefronts are all aluminum. The windows on the upper stories are accented by Juliette railings. The roof lines of the elevation are flat, except at east end, which culminates in a triangular point windscreen.

The north elevation (Golden Gate Avenue) has a similar stepped and layered composition and utilizes the same combination of materials as the south elevation. The west elevation is simpler. It applies the same uses of window walls, zinc panels, aluminum windows, and perforated metal railings as the north and south elevations. The triangular east end of the building (which overlooks the San Christina building at 1000 Market Street) creates both a southeast and a northeast elevation. The southeast elevation features window walls, zinc panels, aluminum windows, and railings; the northeast elevation exhibits window walls, zinc paneling, and brick veneer.

SITE DESCRIPTION AND PRESENT USE

The existing 15,077-square-foot subject site encompasses one two-story commercial building, approximately 33,310 square feet, on the north side of Market Street, with frontage on both Market Street and Golden Gate Avenue. The triangular block is situated between Taylor Street, Golden Gate Avenue, Market Street and Jones Street. The building was constructed in 1097 and was previously occupied by theater, retail and restaurant uses and has been largely vacant since 2008. Its storefront and ground floor space along Market Street was renovated in October 2014 and has been used as a temporary food pavilion known as "The Hall" operated by an affiliate of the Project Sponsor.

SURROUNDING PROPERTIES AND NEIGHBORHOOD

The Project Site is located in the Downtown/Civic Center neighborhood. Within the Downtown / Civic Center neighborhood are micro-neighborhoods and smaller districts, such as the Tenderloin neighborhood, the Market Street Theater and Loft National Register Historic District, and the California Register-eligible Tenderloin LGBTQ (Lesbian, Gay, Bisexual, Transgender and Queer) Historic District, all of which this project site is a part. Land uses in the vicinity consist primarily of retail uses in buildings ranging from two to ten stories. The Project site shares property lines with an adjacent surface parking lot and a two story commercial building to the west (1066 Market Street) and a four-story mixed use building to the east (1000-1020 Market Street, San Christina Building). The adjacent 1066 Market property was recently approved for a 13-story mixed use residential and ground floor commercial retail project.

Market Street is a major east-west transportation corridor and ceremonial thoroughfare in San Francisco. The project site is well-served by multiple lines of public transit within the City (Muni light rail and buses) and regional BART, and by multiple bicycle lanes.

This District covers the western portions of downtown and is composed of a variety of uses: Retail, offices, hotels, entertainment, clubs and institutions, and high-density residential. Many of these uses have a Citywide or regional function, although the intensity of development is lower here than in the downtown core area. As in the case of other downtown districts, no off-street parking is required for individual commercial buildings. In the vicinity of Market Street, the configuration of this District reflects easy accessibility by rapid transit.

ENVIRONMENTAL REVIEW

On September 21, 2016, the Department published a Draft EIR (“DEIR”) for public review (Case No, 2014.0241E). The DEIR was available for public comment until November 7, 2016. On October 27, 2016, the Planning Commission (“Commission”) conducted a duly noticed public hearing at a regularly scheduled meeting to solicit comments regarding the DEIR. On January 11, 2017, the Department published a Comments and Responses document, responding to comments made regarding the DEIR prepared for the Project.

On January 26, 2017 the Planning Commission must make a determination on the certification of the FEIR for the Project as adequate, accurate and complete. Further, on January 26, 2017, the Commission must adopt the CEQA Findings for the FEIR, prior to the approval of the project (see Case No. 2014.0241E).

HEARING NOTIFICATION

TYPE	REQUIRED PERIOD	REQUIRED NOTICE DATE	ACTUAL NOTICE DATE	ACTUAL PERIOD
Classified News Ad	20 days	January 6, 2017	January 4, 2017	22 days
Posted Notice	20 days	January 6, 2017	January 6, 2017	20 days
Mailed Notice	10 days	January 16, 2017	January 16, 2017	10 days

PUBLIC COMMENT/COMMUNITY OUTREACH

- To date, 82 letters of support have been received from individuals, business owners and community organizations.
- The Project Sponsor has been engaged in community outreach for several years with the surrounding community and through its interim use “The Hall”, including but not limited to: Q Foundation, St. James Infirmary, The Stud Bar/Stud Foundation, the Transgender Gender Variant Intersex Justice Project, TNDC, Code Tenderloin, Tenderloin Housing Clinic, Larkin Street Youth and many others, as noted in materials submitted by the Project Sponsor.

PUBLIC ART

The Project Sponsor’s Public Art proposal is included as an attachment, and this informational item will be presented at the project approval hearing on January 26, 2017. Pursuant to Planning Code Section 429, the Project required a public art component valued at an amount equal to one percent (1%) of the hard

construction costs for the Project as determined by the Director of the Department of Building Inspection. The Project Sponsor has commissioned an artist to provide on-site public art to satisfy this requirement.

Sanaz Mazinani works primarily in photography, video, and large-scale installations. Her practice explores the relationship between perception and representation, in response to site, sight and insight, especially in relation to digital culture. Mazinani has participated in worldwide exhibitions including *Material Girls*, Doris McCarthy Gallery, Toronto; *Screen and Décor*, Southern Alberta Art Gallery; *Ones and Zeroes*, di Rosa Museum, Napa California; *Magic of Persia Contemporary Art Prize*, Dubai; *Image Reality*, Fotografie Forum Frankfurt; and *Twisted Sisters: Reimaging Urban Portraiture*, Museum Bären-gasse, Zürich. She has been the subject of solo exhibitions at institutions such as Gallery 44 Centre for Contemporary Photography, Toronto, Asian Art Museum, San Francisco, and West Vancouver Museum. Her work is in private and public collections, including the Canada Council Art Bank; Connor, Clark & Lunn Financial Group; Facebook Inc; Kala Art Institute, and San Francisco International Airport.

A vertical installation composed of polished mirrored steel and Dichroic glass surfaces with LED lights is proposed at the Market Street elevation, extending from approximately 10-16 feet from the street to top of the eleventh floor. The sculpture will be 7' wide throughout and extend, at its maximum, 4' out from the building facade, though the rest of the piece will project from 8" to 2' away from the building. The "Marquee" will fall within the 6' deep x 3' tall target, and will be placed no lower than 10 feet off the ground, and no higher than 16 feet. The piece will have a presence at night with subtle but alluring lighting to illuminate the Dichroic glass panels and reflect off of the steel. The array of shadows and light reflections will modulate and reconfigure the artwork depending on the position of the sun, the moving lights of the urban environment, and the location of each viewer.

The recorded construction cost of the development is \$61,000,000; therefore the cost of the art must exceed 1% of these costs, or \$610,000. The cost of the proposed artwork is estimated at \$400,000. The remainder of the one percent budget will be split between administrative costs of selecting the art piece (not to exceed 10% of the 1%), a contribution to the SF Arts Commission Artists Fund, and additional artwork such as window dressing for the retail spaces on Market Street and Golden Gate Avenue designed by Sanaz Mazinani. The project is compliant with the requirements in Planning Code Section 429.4 in that the proposed mirrored metal, glass and LED installation is clearly visible from the public rights of way.

This public art installation requires a Variance from Planning Code Section 136(d), which will be heard by the Zoning Administrator at the public hearing on January 26, 2017. See attached Public Art Proposal for more information on the artist and the proposed installation.

ISSUES AND OTHER CONSIDERATIONS

- Conditional Use Authorization – On-Site Affordable Units: The Project Sponsor has indicated satisfaction of inclusionary housing requirements by providing on-site affordable units. The Project is required to provide 13.5% of the total 186 dwelling units as affordable for the life of the project. This equates to 25 units; the Project Sponsor has elected to provide these units for residents whose total income is below 55% of Area Median Income. Based on the Project's overall unit mix, the affordable unit mix would be 13 studios (studios/junior one bedrooms), 2 one bedroom, 8 two bedroom, and 2 three bedroom units. Conditional Use Authorization is requested, pursuant to Section 124(f) of the Planning Code, to exempt these on-site affordable units from the Project's floor-area ratio calculations. Department Staff recommend approval of

this Conditional Use Authorization to incentivize on-site affordable housing production within the C-3-G zoning district.

- Downtown Project Authorization Modifications: As part of the Downtown Project Authorization, the Commission may grant modifications from certain Planning Code requirements. The Project requests modifications from 1) “Rear Yard” (Section 134), 2) “Ground Level Wind Currents” (Section 148), 3) “Curb Cut (Golden Gate Avenue)” (Section 155(r)), and 4) “Off-Street Freight Loading” (Section 152.1 and 161). Department staff supports the proposed modifications.
- Variance and Exception Requests. The project requires Variances from the Planning Code for projections over the right of way for the public art installation (Section 136(d)) and dwelling unit exposure for 34 units (Section 140). The project also requires an exception from the height exemptions for the elevator overrun (Section 260(b)). These items will be heard by the Zoning Administrator at the same hearing on January 26, 2017.
- The Entertainment Commission recommends noise attenuation conditions pursuant to Chapter 116 of the Administrative Code for Residential Projects. These conditions are in the Draft Downtown Project Authorization Motion for the Planning Commission’s consideration for inclusion.

REQUIRED COMMISSION ACTION

In order for the project to proceed, the Commission must 1) Adopt CEQA Findings; 2) Determine that the Project complies with Planning Code Section 309 (Downtown Project Authorization), granting requests for exceptions as discussed under “Issues and Other Considerations”, above; and 3) Authorize Conditional Use to exempt on-site affordable units from floor area ratio calculations (Code Sections 124(f) and 303), as discussed under “Issues and Other Considerations”, above. In addition, the Zoning Administrator would need to grant Variances from Section 136(d) and Section 140 and an exception from 260(b).

BASIS FOR RECOMMENDATION

- The Project is zoned in a district where residential is principally permitted.
- The Project adds 186 new dwelling units for rent to the City’s housing stock.
- On-site affordable rental units are proposed within the Project, for the life of the project.
- The ground floor design prioritizes active uses, consistent with the Urban Design Element
- Employees and patrons would be able to walk, bike or utilize transit to commute and satisfy convenience needs without reliance on the private automobile. This pedestrian traffic will activate the sidewalks.
- The Project is, on balance, consistent with the Objectives and Policies of the General Plan and generally complies with the applicable requirements of the Planning Code.

RECOMMENDATION:	Approval with Conditions
------------------------	---------------------------------

Attachments:

Draft Adoption of CEQA Findings Motion

Draft Section 309 Motion
Exhibit C: Improvement and Mitigation Monitoring Report Program (IMMRP)
Draft Section 303 Motion
Block Book Map
Sanborn Map
Aerial Photographs
Public Correspondence
Project Sponsor Submittal, including:

- 1028 Market Outreach and Engagement
- Sponsor Letter
- Case Study on Interim Use "The Hall"
- Compliance with Inclusionary Housing Requirements
- Costa Hawkins agreement
- First Source Hiring
- Public Art Proposal

Exhibit B: Graphics Package from Project Sponsor

Attachment Checklist

- | | |
|---|---|
| <input checked="" type="checkbox"/> Executive Summary | <input checked="" type="checkbox"/> Project sponsor submittal |
| <input checked="" type="checkbox"/> Draft Motions | Drawings: <u>Existing Conditions</u> |
| <input checked="" type="checkbox"/> Environmental Determination | <input checked="" type="checkbox"/> Check for legibility |
| <input checked="" type="checkbox"/> Zoning District Map | Drawings: <u>Proposed Project</u> |
| <input checked="" type="checkbox"/> Height & Bulk Map | <input checked="" type="checkbox"/> Check for legibility |
| <input checked="" type="checkbox"/> Parcel Map | 3-D Renderings (new construction or significant addition) |
| <input checked="" type="checkbox"/> Sanborn Map | <input checked="" type="checkbox"/> Check for legibility |
| <input checked="" type="checkbox"/> Aerial Photo | <input type="checkbox"/> Wireless Telecommunications Materials |
| <input checked="" type="checkbox"/> Context Photos | <input type="checkbox"/> Health Dept. review of RF levels |
| <input checked="" type="checkbox"/> Site Photos | <input type="checkbox"/> RF Report |
| | <input type="checkbox"/> Community Meeting Notice |
| | <input checked="" type="checkbox"/> Housing Documents |
| | <input checked="" type="checkbox"/> Inclusionary Affordable Housing Program: Affidavit for Compliance |

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

MWB

Planner's Initials



SAN FRANCISCO PLANNING DEPARTMENT

Planning Commission Motion No. XXXXX

HEARING DATE: JANUARY 26, 2017

Date: January 12, 2017
Case No.: **2014.0241E/X/CUA/VAR**
Project Address: **1028 MARKET STREET**
Zoning: C-3-G (Downtown General) District
120-X Height and Bulk District
Downtown Plan Area
Block/Lot: 0350/002
Owner/Sponsor: LCL Global—1028 Market Street, LLC
25 Taylor Street, Floor 7
San Francisco, CA 94102
Attn: Craig Young
Staff Contact: Marcelle Boudreaux - (415) 575-9140
Marcelle.boudreaux@sfgov.org

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

Reception:
415.558.6378

Fax:
415.558.6409

Planning
Information:
415.558.6377

ADOPTING ENVIRONMENTAL FINDINGS PURSUANT TO THE CALIFORNIA ENVIRONMENTAL QUALITY ACT, INCLUDING FINDINGS OF FACT, FINDINGS REGARDING SIGNIFICANT IMPACTS AND SIGNIFICANT AND UNAVOIDABLE IMPACTS, EVALUATION OF MITIGATION MEASURES AND ALTERNATIVES, AND A STATEMENT OF OVERRIDING CONSIDERATIONS RELATED TO APPROVALS FOR THE PROJECT, LOCATED AT 1028 MARKET STREET, TO DEMOLISH THE EXISTING TWO-STORY COMMERCIAL BUILDING AND CONSTRUCT A 13-STORY RESIDENTIAL BUILDING CONTAINING UP TO 186 RESIDENTIAL UNITS, 9,657 SQUARE FEET GROUND FLOOR RETAIL, AND BELOW-GRADE PARKING FOR 40 VEHICLES.

PREAMBLE

The Project Sponsor (LCL Global--1028 Market Street LLC) submitted an application for a project located at 1028 Market Street for a Determination of Compliance and Request for Exceptions under Planning Code Section 309, a Conditional Use Authorization under Planning Code Section 303, a Variance under Planning Code Section 307, and a Shadow Analysis under Planning Code Section 295 to demolish the existing building and construct a 13-story residential building containing up to 186 residential units, 9,657 square feet of ground floor retail, and one below-grade level with 40 vehicle parking spaces (including 2 Americans with Disabilities-accessible spaces and one Car-Share space) and two service/delivery loading spaces.

The Commission reviewed and considered the Final Environmental Impact Report (FEIR) for the Project and found the contents of said report and the procedures through which the FEIR was prepared, publicized and reviewed complied with the California Environmental Quality Act (Public Resources

Code section 21000 *et seq.*) (“CEQA”), the CEQA Guidelines (14 Cal. Code Reg. section 15000 *et seq.*), and Chapter 31 of the San Francisco Administrative Code.

The Commission found the FEIR was adequate, accurate and objective, reflected the independent analysis and judgment of the Department and the Planning Commission, and that the summary of comments and responses contained no significant revisions to the Draft EIR, and certified the Final EIR for the Project in compliance with CEQA, the CEQA Guidelines and Chapter 31 by its Motion No. XXXXX.

The Commission, in certifying the FEIR, found that the project described in the FEIR will have the following significant and unavoidable environmental impacts: (1) the demolition of the existing building located at 1028 Market Street will cause a substantial adverse change in the significance of historic architectural resources; and (2) the construction of a new building located at 1028 Market Street will cause a substantial adverse change in the significance of historic architectural resources.

The Planning Department, Office of the Commission Secretary, is the custodian of records for the Planning Department materials, located in the File for Case No. 2014.0241E/X/CUA/VAR, at 1650 Mission Street, Fourth Floor, San Francisco, California.

On January 26, 2017, the Commission conducted a duly noticed public hearing at a regularly scheduled meeting on Case No. 2014.0241E/X/CUA/VAR to consider the approval of the Project. 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 Project, the Planning Department staff, expert consultants and other interested parties.

This Commission has reviewed the entire record of this proceeding, the Environmental Findings, attached to this Motion as Attachment A, regarding the alternatives, mitigation measures, environmental impacts analyzed in the FEIR and overriding considerations for approving the Project, and the proposed MMRP attached as Attachment B, which material was made available to the public.

MOVED, that the Planning Commission hereby adopts findings under the California Environmental Quality Act, including rejecting alternatives as infeasible and adopting a Statement of Overriding Considerations, and adopts the MMRP attached as Attachment B, based on the findings attached to this Motion as Attachment A as though fully set forth in this Motion, and based on substantial evidence in the entire record of this proceeding.

I hereby certify that the foregoing Motion was ADOPTED by the Planning Commission at its regular meeting of January 26, 2017.

Jonas Ionin
Commission Secretary

AYES:

NOES:

Motion No. XXXXX
January 26, 2017

CASE NO 2014.0241E
1028 Market Street

ABSENT:

EXCUSED:

ACTION: Adoption of CEQA Findings

Attachment A

PREAMBLE

In determining to approve the project described in Section I, below, the ("Project"), the San Francisco Planning Commission (the "Commission") makes and adopts the following findings of fact and decisions regarding the Project description and objectives, significant impacts, significant and unavoidable impacts, mitigation measures and alternatives, and a statement of overriding considerations, based on substantial evidence in the whole record of this proceeding and pursuant to the California Environmental Quality Act, California Public Resources Code Section 21000 et seq. ("CEQA"), particularly Section 21081 and 21081.5, the Guidelines for Implementation of CEQA, 14 California Code of Regulations Section 15000 et seq. ("CEQA Guidelines"), Section 15091 through 15093, and Chapter 31 of the San Francisco Administrative Code ("Chapter 31"). The Commission adopts these findings in conjunction with the Approval Actions described in Section I(c), below, as required by CEQA.

These findings are organized as follows:

Section I provides a description of the proposed project at 1028 Market Street, the Project Objectives, the environmental review process for the Project, the City approval actions to be taken, and the location and custodian of the record.

Section II lists the Project's less-than-significant impacts that do not require mitigation.

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

Section IV identifies significant project-specific impacts that would not be eliminated or reduced to a less-than-significant level and describes any applicable mitigation measures as well as the disposition of the mitigation measures. The Final EIR identified mitigation measures to address these impacts, but implementation of the mitigation measures will not reduce the impacts to a less than significant level.

Sections III and IV set forth findings as to the mitigation measures proposed in the Final EIR. (The Draft EIR and the Comments and Responses document together comprise the Final EIR, or "FEIR.") Attachment B to the Motion adopting these findings contains the Mitigation Monitoring and Reporting Program ("MMRP"), which provides a table setting forth each mitigation measure listed in the Final Environmental Impact Report that is required to reduce a significant adverse impact.

Section V identifies the project alternatives that were analyzed in the EIR and discusses the reasons for their rejection.

Section VI sets forth the Planning Commission's Statement of Overriding Considerations pursuant to CEQA Guidelines Section 15093.

The MMRP for the mitigation measures that have been proposed for adoption is attached with these findings as **Attachment B** to the Motion adopting these findings. The MMRP is required by CEQA Section 21081.6 and CEQA Guidelines Section 15091. Attachment B provides a table setting forth each mitigation measure listed in the FEIR that is required to reduce a significant adverse impact. Attachment B also specifies the agency responsible for implementation of each measure and establishes monitoring actions and a monitoring schedule. The full text of the mitigation measures is set forth in Attachment B.

These findings are based upon substantial evidence in the entire record before the Commission. The references set forth in these findings to certain pages or sections of the Draft Environmental Impact Report ("Draft EIR" or "DEIR") or the Responses to Comments ("RTC") document, which together comprise the Final EIR, are for ease of reference and are not intended to provide an exhaustive list of the evidence relied upon for these findings.

I. PROJECT DESCRIPTION AND PROCEDURAL BACKGROUND

A. Project Description

The 1028 Market Street project site is located mid-block on the north side of Market Street between Taylor and Jones streets in San Francisco's Downtown/Civic Center neighborhood. The project site block is bounded by Golden Gate Avenue to the north, Taylor Street to the east, Market Street to the south, and Jones Street to the west. The project site has two frontages – one on Market Street and one on Golden Gate Avenue – and shares its property lines with an adjacent surface parking lot/two-story commercial building to the west and a four-story mixed-use development to the east.

The project site is currently developed with a 33,310-gross-square-foot (gsf), two-story, 37-foot-tall commercial building over a partial basement. The existing building, known historically as the Golden Gate Building, was constructed in 1907 and is considered a historical resource as a contributing structure to the Market Street Theatre and Loft National Register Historic District (MSTL District), which is listed on the National Register of Historic Places, and a contributor to the Tenderloin Lesbian-Gay-Bisexual-Transgender-Queer (LGBTQ) Historic District, which has been determined to be eligible for listing on the California Register of Historical Resources (CRHR). The renovated storefront and ground-floor space along Market Street has been used as a temporary food pavilion for local vendors since October 2014.

The project sponsor, LCL Global-1028 Market Street LLC, proposes demolition of the 33,310-gsf Golden Gate Building and construction of a 13-story, 178,308-gsf mixed-use building with one below-grade basement level, in its place. The proposed building would have 148,119 gsf of residential uses with up to 186 residential units on the 2nd through 13th floors, 9,657 gsf of retail/restaurant uses at the ground floor, and 15,556 gsf of below-grade basement level space devoted to parking, service/delivery loading, circulation, bicycle storage, tenant storage, materials storage, and mechanical, electrical, and plumbing systems. The ground floor would also include the residential lobby, a mail room, a bicycle storage area, circulation spaces, and back of house functions, e.g., the residential and retail trash rooms. Approximately 7,457 square feet of common open space would be provided at the 2nd floor and on the rooftop. Private open space for 14 of the proposed 186 residential units would be provided on the 4th through 12th floors in the form of balconies and private terraces. The proposed project would include

improvements to the Golden Gate Avenue right-of-way, specifically a 6-foot extension of the existing 10-foot-wide sidewalk along the project site frontage.

The proposed project would provide 40 subsurface parking spaces, including two Americans with Disabilities Act (ADA)-accessible spaces and one car-share space; two service vehicle loading spaces; and 123 Class 1 and 22 Class 2 bicycle parking spaces. The main entrance to the residential portion of the proposed building would be through a lobby, via an entrance at the east end of the Market Street frontage. Pedestrian access to the residential units would also be available from Golden Gate Avenue. Four separate retail/restaurant spaces would be located on Market Street, with entrances to the west of the main residential entrance, and on Golden Gate Avenue, with an entrance at the northwest corner of the project site. Vehicular access to the below-grade parking garage would be via a 12-foot-wide curb cut, and driveway, on Golden Gate Avenue at the east end of the project site.

B. Project Objectives

The Project Sponsor has developed the following objectives for the proposed project:

- ▶ To redevelop a large, underutilized site with a range of dwelling units, ground-floor commercial and retail uses, and open space amenities.
- ▶ To create a mixed-use project consistent with C-3-G Zoning District controls and the objectives and policies of the *San Francisco General Plan's* Downtown Plan and its Housing, Urban Design, and Transportation Elements.
- ▶ To build a substantial number of residential units on the site to contribute to the *General Plan's* Housing Element goals, Association of Bay Area Governments' Regional Housing Needs Allocation for the City and County of San Francisco, and to respond to the City's current shortage of housing.
- ▶ To provide affordable dwelling units on site, pursuant to the City's Inclusionary Affordable Housing Program.
- ▶ To provide neighborhood services on the ground floor for residents and neighbors.
- ▶ To construct streetscape improvements and retail that serve neighborhood residents and workers, and enliven pedestrian activity on Market Street and Golden Gate Avenue.
- ▶ To provide open space that will enhance the quality of life for the project's residents both in the form of private balconies and shared open spaces on the roof and courtyards.
- ▶ To build a project that demonstrates exemplary commitment to the principles of environmental sustainability through its transportation planning, energy and water usage, materials selection, indoor environmental quality, and waste management.
- ▶ To construct a high-quality project that includes a sufficient number of residential units and amount of commercial space to make economically feasible the redevelopment of the site, produce a

reasonable return on investment for the project sponsor and its investors, attract investment capital and construction financing, and generate sufficient revenue to subsidize the project's planned below market rate units.

C. Project Approvals

The Project requires the following approvals:

- ▶ Findings of General Plan and Priority Policies consistency
- ▶ Downtown Project Authorization, with Exceptions to the following Planning Code standards:
 - Planning Code Section 134 for the required rear yard
 - Planning Code Section 148 for ground level wind currents
 - Planning Code Section 152.1 and 161 for off-street loading
 - Planning Code Section 155(r) for curb cut on Golden Gate Avenue
- ▶ Conditional Use Authorization to exempt the on-site affordable units from floor-area ratio
- ▶ Approval of Certificate of Transfer and Notice of Use of Transferable Development Rights to increase permitted FAR
- ▶ Variance from the Planning Code from the following Planning Code requirements:
 - Planning Code Section 136 for projections over the public right of way
 - Planning Code Section 140 for the required dwelling unit exposure

Actions by Other City Departments

- ▶ Demolition and building permits (Department of Building Inspection)
- ▶ Approval of construction within the public right-of-way (e.g., on-street loading, curb cuts and sidewalk extensions) (San Francisco Department of Public Works and San Francisco Municipal Transportation Agency)
- ▶ Approval of project compliance with Stormwater Design Guidelines and Stormwater Control Plan (San Francisco Public Utilities Commission)
- ▶ Issuance of certification of registration for diesel backup generator (San Francisco Department of Public Health)
- ▶ Approval of an Enhanced Ventilation System (San Francisco Department of Public Health)

D. Environmental Review

The Project Sponsor submitted an Environmental Evaluation Application for the project on April 17, 2014. On February 17, 2016, the Planning Department published a Notice of Preparation/Initial Study ("NOP/IS"). Publication of the NOP/IS initiated a 30-day public review and comment period that began on February 18, 2016 and ended on March 18, 2016.

On September 21, 2016, the Department published a Draft EIR (“DEIR”) for public review (Case No, 2014.0241E). The DEIR was available for public comment until November 7, 2016. On October 27, 2016, the Planning Commission (“Commission”) conducted a duly noticed public hearing at a regularly scheduled meeting to solicit comments regarding the DEIR. Notices of availability of the DEIR and of the date and time of the public hearing were posted near the project site by the Project Sponsor on September 21, 2016 and in a newspaper of general circulation on September 21, 2016.

On September 21, 2016, copies of the DEIR were mailed or otherwise delivered to a list of persons requesting it, to those noted on the distribution list in the DEIR, to adjacent property owners, and to government agencies, the latter both directly and through the State Clearinghouse.

A Notice of Completion was filed with the State Secretary of Resources via the State Clearinghouse on September 21, 2016.

The Department prepared responses to comments on environmental issues received at the public hearing and in writing during the 45 day public review period for the DEIR, prepared revisions to the text of the DEIR in response to comments received or based on additional information that became available during the public review period, and corrected errors in the DEIR. This material was presented in a Responses to Comments document, published on January 11, 2017, distributed to the Commission and all parties who commented on the DEIR, and made available to others upon request at the Department.

A Final Environmental Impact Report (hereinafter “FEIR”) has been prepared by the Department, consisting of the DEIR, any consultations and comments received during the review process, any additional information that became available, and the Responses to Comments document all as required by law.

Project EIR files have been made available for review by the Commission and the public. These files are available for public review at the Department at 1650 Mission Street, Office of Commission Secretary, Suite 400, and are part of the record before the Commission.

On January 26, 2017, the Commission reviewed and considered the FEIR and found that the contents of said report and the procedures through which the FEIR was prepared, publicized, and reviewed comply with the provisions of CEQA, the CEQA Guidelines, and Chapter 31 of the San Francisco Administrative Code.

E. Content and Location of Record

The record upon which all findings and determinations related to the adoption of the proposed project are based include the following:

- The FEIR, and all documents referenced in or relied upon by the FEIR;
- All information (including written evidence and testimony) provided by City staff to the Planning Commission relating to the FEIR, the proposed approvals and entitlements, the Project, and the alternatives set forth in the FEIR;

- All information (including written evidence and testimony) presented to the Planning Commission by the environmental consultant and subconsultants who prepared the FEIR, or incorporated into reports presented to the Planning Commission;
- All information (including written evidence and testimony) presented to the City from other public agencies relating to the project or the FEIR;
- All applications, letters, testimony, and presentations presented to the City by the Project Sponsor and its consultants in connection with the project;
- All information (including written evidence and testimony) presented at any public hearing or workshop related to the project and the EIR;
- The MMRP; and,
- All other documents comprising the record pursuant to Public Resources Code Section 21167.6(e).

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

F. Findings about Environmental Impacts and Mitigation Measures

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

In making these findings, the Commission has considered the opinions of staff and experts, other agencies, and members of the public. The Commission finds that (i) the determination of significance thresholds is a judgment decision within the discretion of the City and County of San Francisco; (ii) the significance thresholds used in the FEIR are supported by substantial evidence in the record, including the expert opinion of the FEIR preparers and City staff; and (iii) the significance thresholds used in the FEIR provide reasonable and appropriate means of assessing the significance of the adverse environmental effects of the Project. Thus, although, as a legal matter, the Commission is not bound by the significance determinations in the FEIR (see Public Resources Code, Section 21082.2, subdivision (e)), the Commission finds them persuasive and hereby adopts them as its own.

These findings do not attempt to describe the full analysis of each environmental impact contained in the FEIR. Instead, a full explanation of these environmental findings and conclusions can be found in the FEIR, and these findings hereby incorporate by reference the discussion and analysis in the FEIR supporting the determination regarding the project impact and mitigation measures designed to address those impacts. In making these findings, the Commission ratifies, adopts and incorporates in these findings the determinations and conclusions of the FEIR relating to environmental impacts and mitigation measures, except to the extent any such determinations and conclusions are specifically and expressly modified by these findings.

As set forth below, the Commission adopts and incorporates mitigation measures set forth in the FEIR, which are set forth in the attached MMRP, to reduce the significant and unavoidable impacts of the Project. The Commission intends to adopt the mitigation measures proposed in the FEIR. Accordingly, in the event a mitigation measure recommended in the FEIR has inadvertently been omitted in these findings or the MMRP, such mitigation measure is hereby adopted and incorporated in the findings below by reference. In addition, in the event the language describing a mitigation measure set forth in these findings or the MMRP fails to accurately reflect the mitigation measures in the FEIR due to a clerical error, the language of the policies and implementation measures as set forth in the FEIR shall control. The impact numbers and mitigation measure numbers used in these findings reflect the information contained in the FEIR.

In Sections II, III and IV below, the same findings are made for a category of environmental impacts and mitigation measures. Rather than repeat the identical finding to address each and every significant effect and mitigation measure, the initial finding obviates the need for such repetition because in no instance is the Commission rejecting the conclusions of the FEIR or the mitigation measures recommended in the FEIR for the Project.

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

II. LESS-THAN-SIGNIFICANT IMPACTS

The NOP/IS and the FEIR find that implementation of the Project would result in less-than-significant impacts or less-than-significant impacts with mitigation in the following environmental topic areas: Land Use and Land Use Planning; Population and Housing; Transportation and Circulation; Cultural Resources (on Lesbian, Gay, Bisexual, Transgender, Queer cultural resources only); Noise; Air Quality (all subtopics but exposure of sensitive receptors); Greenhouse Gas Emissions; Wind and Shadow; Recreation; Utilities and Service Systems; Public Services; Biological Resources; Geology and Soils; Hydrology and Water Quality; Hazards and Hazardous Materials; Mineral and Energy Resources; and Agricultural and Forest Resources.

Note: Senate Bill (SB) 743 became effective on January 1, 2014. Among other things, SB 743 added §21099 to the Public Resources Code and eliminated the requirement to analyze aesthetics and parking impacts

for certain urban infill projects under CEQA. The proposed project meets the definition of a mixed-use residential project on an infill site within a transit priority area as specified by Public Resources Code §21099. Accordingly, the FEIR did not discuss the topic of Aesthetics, which can no longer be considered in determining the significance of the proposed project's physical environmental effects under CEQA. The FEIR nonetheless provided visual simulations for informational purposes. Similarly, the FEIR included a discussion of parking for informational purposes. This information, however, did not relate to the significance determinations in the FEIR.

III. FINDINGS OF SIGNIFICANT IMPACTS THAT CAN BE AVOIDED OR REDUCED TO A LESS-THAN-SIGNIFICANT LEVEL THROUGH MITIGATION AND THE DISPOSITION OF THE MITIGATION MEASURES

CEQA requires agencies to adopt mitigation measures that would avoid or substantially lessen a project's identified significant impacts or potential significant impacts if such measures are feasible. The findings in this section concern one potential impact identified in the FEIR that can be reduced with implementation of mitigation, which is potential construction-related vibration damage to the adjacent historic structure, the San Christina Building at 1000 Market Street. This mitigation measure is included in the MMRP. A copy of the MMRP is included as Attachment B to the Motion adopting these findings. The Initial Study identified six significant impacts that can be reduced with implementation of mitigation, which generally relate to unknown archeological resources, human remains, and tribal resources, as well as air quality impacts.

The Project Sponsor has agreed to implement the following mitigation measures to address potential impacts identified in the FEIR. As authorized by CEQA Section 21081 and CEQA Guidelines Section 15091, 15092, and 15093, based on substantial evidence in the whole record of this proceeding, the Planning Commission finds that, unless otherwise stated, the Project has been required to incorporate mitigation measures identified in the FEIR into the project to mitigate or to avoid significant or potentially significant environmental impacts. Except as otherwise noted, these mitigation measures will reduce or avoid the potentially significant impacts described in the FEIR, and the Commission finds that these mitigation measures are feasible to implement and are within the responsibility and jurisdiction of the City and County of San Francisco to implement or enforce.

Additionally, the required mitigation measures are fully enforceable and are included as conditions of approval in the Planning Commission's Planning Code Section 309 approval or will be enforced through inclusion as conditions of approval in any building permits issued for the Project by the San Francisco Department of Building Inspection. With the required mitigation measures, all potential project impacts, except for those associated with historic architectural resource impacts, would be avoided or reduced to a less-than-significant level (see Section IV, below). The Planning Commission finds that the mitigation measures presented in the MMRP are feasible and shall be adopted as conditions of project approval.

The following mitigation measures would be required to reduce impacts identified in the FEIR to a less-than-significant level:

Cultural Resources

Mitigation Measure M-CR-2: Archaeological Testing Program

Based on a reasonable presumption that archeological resources may be present within the project site, the following measures shall be undertaken to avoid any potentially significant adverse effect from the proposed project on buried or submerged historical resources. The project sponsor shall retain the services of an archeological consultant from the rotational Department Qualified Archeological Consultants List (QACL) maintained by the Planning Department archeologist. The project sponsor shall contact the Department archeologist to obtain the names and contact information for the next three archeological consultants on the QACL. The archeological consultant shall undertake an archeological testing program as specified herein. In addition, the consultant shall be available to conduct an archeological monitoring and/or data recovery program if required pursuant to this measure. The archeological consultant's work shall be conducted in accordance with this measure at the direction of the Environmental Review Officer (ERO). All plans and reports prepared by the consultant as specified herein shall be submitted first and directly to the ERO for review and comment, and shall be considered draft reports subject to revision until final approval by the ERO. Archeological monitoring and/or data recovery programs required by this measure could suspend construction of the project for up to a maximum of four weeks. At the direction of the ERO, the suspension of construction can be extended beyond four weeks only if such a suspension is the only feasible means to reduce to a less than significant level potential effects on a significant archeological resource as defined in CEQA Guidelines Sect. 15064.5 (a) and (c).

Consultation with Descendant Communities. On discovery of an archeological site associated with descendant Native Americans, the Overseas Chinese, or other potentially interested descendant group an appropriate representative of the descendant group and the ERO shall be contacted. The representative of the descendant group shall be given the opportunity to monitor archeological field investigations of the site and to offer recommendations to the ERO regarding appropriate archeological treatment of the site, of recovered data from the site, and, if applicable, any interpretative treatment of the associated archeological site. A copy of the Final Archeological Resources Report shall be provided to the representative of the descendant group.

Archeological Testing Program. The archeological consultant shall prepare and submit to the ERO for review and approval an archeological testing plan (ATP). The archeological testing program shall be conducted in accordance with the approved ATP. The ATP shall identify the property types of the expected archeological resource(s) that potentially could be adversely affected by the proposed project, the testing method to be used, and the locations recommended for testing. The purpose of the archeological testing program will be to determine to the extent possible the presence or absence of archeological resources and to identify and to evaluate whether any archeological resource encountered on the site constitutes an historical resource under CEQA.

At the completion of the archeological testing program, the archeological consultant shall submit a written report of the findings to the ERO. If based on the archeological testing program the archeological consultant finds that significant archeological resources may be present, the ERO in consultation with the archeological consultant shall determine if additional measures are warranted. Additional measures that may be undertaken include additional archeological testing, archeological monitoring, and/or an archeological data recovery program. No archeological data recovery shall be undertaken without the prior approval of the ERO or the Planning Department archeologist. If the ERO determines that a

significant archeological resource is present and that the resource could be adversely affected by the proposed project, at the discretion of the project sponsor either:

- A) The proposed project shall be re-designed so as to avoid any adverse effect on the significant archeological resource; or
- B) A data recovery program shall be implemented, unless the ERO determines that the archeological resource is of greater interpretive than research significance and that interpretive use of the resource is feasible.

Archeological Monitoring Program. If the ERO in consultation with the archeological consultant determines that an archeological monitoring program shall be implemented the archeological monitoring program shall minimally include the following provisions:

- The archeological consultant, project sponsor, and ERO shall meet and consult on the scope of the AMP reasonably prior to any project-related soils disturbing activities commencing. The ERO in consultation with the archeological consultant shall determine what project activities shall be archeologically monitored. In most cases, any soils-disturbing activities, such as demolition, foundation removal, excavation, grading, utilities installation, foundation work, driving of piles (foundation, shoring, etc.), site remediation, etc., shall require archeological monitoring because of the risk these activities pose to potential archaeological resources and to their depositional context;
- The archeological consultant shall advise all project contractors to be on the alert for evidence of the presence of the expected resource(s), of how to identify the evidence of the expected resource(s), and of the appropriate protocol in the event of apparent discovery of an archeological resource;
- The archeological monitor(s) shall be present on the project site according to a schedule agreed upon by the archeological consultant and the ERO until the ERO has, in consultation with project archeological consultant, determined that project construction activities could have no effects on significant archeological deposits;
- The archeological monitor shall record and be authorized to collect soil samples and artifactual/ecofactual material as warranted for analysis;
- If an intact archeological deposit is encountered, all soils-disturbing activities in the vicinity of the deposit shall cease. The archeological monitor shall be empowered to temporarily redirect demolition/excavation/pile driving/construction activities__and equipment until the deposit is evaluated. If in the case of pile driving activity (foundation, shoring, etc.), the archeological monitor has cause to believe that the pile driving activity may affect an archeological resource, the pile driving activity shall be terminated until an appropriate evaluation of the resource has been made in consultation with the ERO. The archeological consultant shall immediately notify the ERO of the encountered archeological deposit. The archeological consultant shall make a reasonable effort to assess the identity, integrity, and significance of the encountered archeological deposit, and present the findings of this assessment to the ERO.

Whether or not significant archeological resources are encountered, the archeological consultant shall submit a written report of the findings of the monitoring program to the ERO.

Archeological Data Recovery Program. The archeological data recovery program shall be conducted in accord with an archeological data recovery plan (ADRP). The archeological consultant, project sponsor, and ERO shall meet and consult on the scope of the ADRP prior to preparation of a draft ADRP. The archeological consultant shall submit a draft ADRP to the ERO. The ADRP shall identify how the proposed data recovery program will preserve the significant information the archeological resource is expected to contain. That is, the ADRP will identify what scientific/historical research questions are applicable to the expected resource, what data classes the resource is expected to possess, and how the expected data classes would address the applicable research questions. Data recovery, in general, should be limited to the portions of the historical property that could be adversely affected by the proposed project. Destructive data recovery methods shall not be applied to portions of the archeological resources if nondestructive methods are practical.

The scope of the ADRP shall include the following elements:

- *Field Methods and Procedures.* Descriptions of proposed field strategies, procedures, and operations.
- *Cataloguing and Laboratory Analysis.* Description of selected cataloguing system and artifact analysis procedures.
- *Discard and Deaccession Policy.* Description of and rationale for field and post-field discard and deaccession policies.
- *Interpretive Program.* Consideration of an on-site/off-site public interpretive program during the course of the archeological data recovery program.
- *Security Measures.* Recommended security measures to protect the archeological resource from vandalism, looting, and non-intentionally damaging activities.
- *Final Report.* Description of proposed report format and distribution of results.
- *Curation.* Description of the procedures and recommendations for the curation of any recovered data having potential research value, identification of appropriate curation facilities, and a summary of the accession policies of the curation facilities.

Human Remains and Associated or Unassociated Funerary Objects. The treatment of human remains and of associated or unassociated funerary objects discovered during any soils disturbing activity shall comply with applicable State and Federal laws. This shall include immediate notification of the Coroner of the City and County of San Francisco and in the event of the Coroner's determination that the human remains are Native American remains, notification of the California State Native American Heritage Commission (NAHC) who shall appoint a Most Likely Descendant (MLD) (Pub. Res. Code Sec. 5097.98). The archeological consultant, project sponsor, ERO, and MLD shall have up to but not beyond six days of discovery to make all reasonable efforts to develop an agreement for the treatment of human remains and associated or unassociated funerary objects with appropriate dignity (CEQA Guidelines. Sec. 15064.5(d)). The agreement should take into consideration the appropriate excavation, removal, recordation, analysis, custodianship, curation, and final disposition of the human remains and associated or unassociated

funerary objects. Nothing in existing State regulations or in this mitigation measure compels the project sponsor and the ERO to accept recommendations of an MLD. The archeological consultant shall retain possession of any Native American human remains and associated or unassociated burial objects until completion of any scientific analyses of the human remains or objects as specified in the treatment agreement if such as agreement has been made or, otherwise, as determined by the archeological consultant and the ERO.

Final Archeological Resources Report. The archeological consultant shall submit a Draft Final Archeological Resources Report (FARR) to the ERO that evaluates the historical significance of any discovered archeological resource and describes the archeological and historical research methods employed in the archeological testing/monitoring/data recovery program(s) undertaken. Information that may put at risk any archeological resource shall be provided in a separate removable insert within the final report.

Once approved by the ERO, copies of the FARR shall be distributed as follows: California Archaeological Site Survey Northwest Information Center (NWIC) shall receive one (1) copy and the ERO shall receive a copy of the transmittal of the FARR to the NWIC. The Environmental Planning division of the Planning Department shall receive one bound, one unbound and one unlocked, searchable PDF copy on CD of the FARR along with copies of any formal site recordation forms (CA DPR 523 series) and/or documentation for nomination to the National Register of Historic Places/California Register of Historical Resources. In instances of high public interest in or the high interpretive value of the resource, the ERO may require a different final report content, format, and distribution than that presented above.

Mitigation Measure M-CR-4a: Vibration Monitoring and Management Plan

The project sponsor shall retain the services of a qualified structural engineer and preservation architect that meet the Secretary of the Interior's Historic Preservation Professional Qualification Standards to conduct a Pre-Construction Assessment of the adjacent San Christina Building at 1000 Market Street. Prior to any demolition or ground-disturbing activity, the Pre-Construction Assessment shall be prepared to establish a baseline, and shall contain written and/or photographic descriptions of the existing condition of the visible exteriors of the adjacent buildings and in interior locations upon permission of the owners of the adjacent properties. The Pre-Construction Assessment should determine specific locations to be monitored and include annotated drawings of the buildings to locate accessible digital photo locations and locations of survey markers and/or other monitoring devices (e.g., to measure vibrations). The Pre-Construction Assessment will be submitted to the Planning Department along with the Demolition and/or Site Permit Applications.

The structural engineer and/or preservation architect shall develop, and the project sponsor shall adopt, a vibration management and continuous monitoring plan to protect the adjacent 1000 Market Street building against damage caused by vibration or differential settlement caused by vibration during project construction activities. In this plan, the maximum vibration level not to be exceeded at each building shall be 0.2 inch/second, or a level determined by the site-specific assessment made by the structural engineer and/or preservation architect for the project. The vibration management and monitoring plan should document the criteria used in establishing the maximum vibration level for the project. The vibration management and monitoring plan shall include pre-construction surveys and continuous vibration monitoring throughout the duration of the major structural project activities to ensure that

vibration levels do not exceed the established standard. The vibration management and monitoring plan shall be submitted to Planning Department Preservation staff prior to issuance of Demolition or Site Permits.

Should vibration levels be observed in excess of the standard, or if damage to the building is observed, construction shall be halted and alternative techniques put in practice, to the extent feasible. The structural engineer and/or historic preservation consultant should conduct regular periodic inspections of digital photographs, survey markers, and/or other monitoring devices during ground-disturbing activity at the project site. The building shall be protected to prevent further damage and remediated to preconstruction conditions as shown in the Pre-Construction Assessment with the consent of the building owner. Any remedial repairs shall not require building upgrades to comply with current San Francisco Building Code standards.

Mitigation Measure M-CR-4b: Construction Best Practices for Historical Architectural Resources

The project sponsor shall incorporate into construction specifications for the proposed project a requirement that the construction contractor(s) use all feasible means to avoid damage to the 1000 Market Street building, including, but not limited to, staging of equipment and materials as far as possible from historic buildings to limit damage; using techniques in demolition, excavation, shoring, and construction that create the minimum feasible vibration; maintaining a buffer zone when possible between heavy equipment and historic resource(s); enclosing construction scaffolding to avoid damage from falling objects or debris; and ensuring appropriate security to minimize risks of vandalism and fire. These construction specifications shall be submitted to the Planning Department along with the Demolition and Site Permit Applications.

Air Quality

Mitigation Measure M-AQ-2: Construction Air Quality

The project sponsor or the project sponsor's Contractor shall comply with the following

A. Engine Requirements.

1. All off-road equipment greater than 25 horsepower (hp) and operating for more than 20 total hours over the entire duration of construction activities shall have engines that meet or exceed either USEPA or California ARB Tier 2 off-road emission standards, and have been retrofitted with an ARB Level 3 Verified Diesel Emissions Control Strategy. Equipment with engines meeting Tier 4 Interim or Tier 4 Final off-road emission standards automatically meet this requirement.
2. Where access to alternative sources of power are available, portable diesel engines shall be prohibited.
3. Diesel engines, whether for off-road or on-road equipment, shall not be left idling for more than two minutes, at any location, except as provided in exceptions to the applicable state regulations regarding idling for off-road and on-road equipment (e.g., traffic conditions, safe operating conditions). The Contractor shall post legible and

visible signs in English, Spanish, and Chinese, in designated queuing areas and at the construction site to remind operators of the two minute idling limit.

4. The Contractor shall instruct construction workers and equipment operators on the maintenance and tuning of construction equipment, and require that such workers and operators properly maintain and tune equipment in accordance with manufacturer specifications.

B. *Waivers.*

1. The Planning Department’s ERO or designee may waive the alternative source of power requirement of Subsection (A)(2) if an alternative source of power is limited or infeasible at the project site. If the ERO grants the waiver, the Contractor must submit documentation that the equipment used for onsite power generation meets the requirements of Subsection (A)(1).
2. The ERO may waive the equipment requirements of Subsection (A)(1) if: a particular piece of off-road equipment with an ARB Level 3 VDECS is technically not feasible; the equipment would not produce desired emissions reduction due to expected operating modes; installation of the equipment would create a safety hazard or impaired visibility for the operator; or, there is a compelling emergency need to use off-road equipment that is not retrofitted with an ARB Level 3 VDECS. If the ERO grants the waiver, the Contractor must use the next cleanest piece of off-road equipment, according to **Table 8** below.

Table 8: Off-Road Equipment Compliance Step-down Schedule

Compliance Alternative	Engine Emission Standard	Emissions Control
1	Tier 2	ARB Level 2 VDECS
2	Tier 2	ARB Level 1 VDECS
3	Tier 2	Alternative Fuel*

How to use the table: If the ERO determines that the equipment requirements cannot be met, then the project sponsor would need to meet Compliance Alternative 1. If the ERO determines that the Contractor cannot supply off-road equipment meeting Compliance Alternative 1, then the Contractor must meet Compliance Alternative 2. If the ERO determines that the Contractor cannot supply off-road equipment meeting Compliance Alternative 2, then the Contractor must meet Compliance Alternative 3.

** Alternative fuels are not a VDECS.

- C. *Construction Emissions Minimization Plan.* Before starting on-site construction activities, the Contractor shall submit a Construction Emissions Minimization Plan (Plan) to the ERO for review and approval. The Plan shall state, in reasonable detail, how the Contractor will meet the requirements of Section A.

1. The Plan shall include estimates of the construction timeline by phase, with a description of each piece of off-road equipment required for every construction phase. The

description may include, but is not limited to: equipment type, equipment manufacturer, equipment identification number, engine model year, engine certification (Tier rating), horsepower, engine serial number, and expected fuel usage and hours of operation. For VDECS installed, the description may include: technology type, serial number, make, model, manufacturer, ARB verification number level, and installation date and hour meter reading on installation date. For off-road equipment using alternative fuels, the description shall also specify the type of alternative fuel being used.

2. The ERO shall ensure that all applicable requirements of the Plan have been incorporated into the contract specifications. The Plan shall include a certification statement that the Contractor agrees to comply fully with the Plan.
 3. The Contractor shall make the Plan available to the public for review on-site during working hours. The Contractor shall post at the construction site a legible and visible sign summarizing the Plan. The sign shall also state that the public may ask to inspect the Plan for the project at any time during working hours and shall explain how to request to inspect the Plan. The Contractor shall post at least one copy of the sign in a visible location on each side of the construction site facing a public right-of-way.
- D. *Monitoring.* After start of Construction Activities, the Contractor shall submit quarterly reports to the ERO documenting compliance with the Plan. After completion of construction activities and prior to receiving a final certificate of occupancy, the project sponsor shall submit to the ERO a final report summarizing construction activities, including the start and end dates and duration of each construction phase, and the specific information required in the Plan.

Mitigation Measure M-AQ-4: Best Available Control Technology for Diesel Generators

The project sponsor shall ensure that the backup diesel generator meets or exceeds one of the following emission standards for PM: (1) Tier 4 certified engine, or (2) Tier 2 or Tier 3 certified engine that is equipped with a California ARB Level 3 VDECS. A non-verified diesel emission control strategy may be used if the filter has the same PM reduction as the identical ARB verified model and if the BAAQMD approves of its use. The project sponsor shall submit documentation of compliance with the BAAQMD New Source Review permitting process (Regulation 2, Rule 2, and Regulation 2, Rule 5) and the emission standard requirement of this mitigation measure to the Planning Department for review and approval prior to issuance of a permit for a backup diesel generator from any City agency.

IV. SIGNIFICANT IMPACTS THAT CANNOT BE AVOIDED OR REDUCED TO A LESS-THAN-SIGNIFICANT LEVEL

Based on substantial evidence in the whole record of these proceedings, the Planning Commission finds that there are significant project-specific impacts that would not be eliminated or reduced to an insignificant level by the mitigation measures listed in the MMRP. The FEIR identifies a significant and unavoidable impact on historic architectural resources related to the demolition of the building at 1028

Market Street and the construction of a new building located at 1028 Market Street. Two mitigation measures listed in the MMRP would lessen that significant and unavoidable impact, but not eliminate or reduce it to an insignificant level.

CEQA requires agencies to adopt mitigation measures that would lessen a project's identified significant impacts if such measures are feasible. The findings in this section concern mitigation measures discussed in the FEIR and presented in the MMRP, included as Attachment B to the Motion adopting these findings. The FEIR includes mitigation measures that have been identified that would reduce the significant and unavoidable environmental impacts of the Project listed in this section. All of the mitigation measures set forth in the FEIR that are needed to reduce these significant and unavoidable environmental impacts are contained in the MMRP.

As authorized by CEQA Section 21081 and CEQA Guidelines Section 15091, 15092, and 15093, based on substantial evidence in the whole record of this proceeding, the Planning Commission finds that these mitigation measures are feasible to implement and are within the responsibility and jurisdiction of the City and County of San Francisco to implement or enforce.

Additionally, the required mitigation measures are fully enforceable and are included as conditions of approval in the Planning Commission's Planning Code Section 309 proceeding or will be enforced through inclusion as conditions of approval in any building permits issued for the Project by the San Francisco Department of Building Inspection. With the required mitigation measures, the significant and unavoidable impacts associated with historic architectural resource impacts would be reduced but not eliminated. The Planning Commission finds that the mitigation measures presented in the MMRP are feasible and shall be adopted as conditions of project approval.

The FEIR identifies mitigation measures to address the impacts on historic architectural resources, identified in the FEIR as:

Impact CR-1: The proposed demolition of the existing 1028 Market Street building would have a substantial adverse effect on the significance of the Market Street Theatre and Loft National Register Historic District.

Mitigation Measure M-CR-1a: Documentation

Prior to the issuance of demolition or site permits, the project sponsor shall undertake Historic American Building Survey (HABS) documentation of the subject property, structures, objects, materials, and landscaping. The documentation shall be undertaken by a qualified professional who meets the standards for history, architectural history, or architecture (as appropriate), as set forth by the Secretary of the Interior's Professional Qualification Standards (36 CFR, Part 61). The documentation shall consist of the following:

- *Measured Drawings:* A set of measured drawings that depict the existing size, scale, and dimension of the subject property. The Planning Department Preservation staff will accept the original architectural drawings or an as-built set of architectural drawings

(plan, section, elevation, etc.). The Planning Department Preservation staff will assist the consultant in determining the appropriate level of measured drawings;

- *HABS-Level Photography*: Digital photographs of the interior and the exterior of subject property. Large format negatives are not required. The scope of the digital photographs shall be reviewed by Planning Department Preservation staff for concurrence, and all digital photography shall be conducted according to the latest National Park Service Standards. The photography shall be undertaken by a qualified professional with demonstrated experience in HABS photography; and
- *HABS Historical Report*: A written historical narrative and report, per HABS Historical Report Guidelines.

The professional shall prepare the documentation and submit it for review and approval by the Planning Department's Preservation Specialist prior to the issuance of demolition permits. The documentation shall be disseminated to the Planning Department, San Francisco Main Library History Room, Northwest Information Center-California Historical Resource Information System, and San Francisco Architectural Heritage.

Mitigation Measure M-CR-1b: Interpretation

The project sponsor shall provide a permanent display of interpretive materials concerning the history and architectural features of the original 1028 Market Street building and its relationship with the Market Street Theatre and Loft National Register Historic District. Interpretation of the site's history and relationship with the District shall be supervised by an architectural historian or historian who meets the Secretary of the Interior's Professional Qualification Standards. The interpretive materials (which may include, but are not limited to, a display of photographs, news articles, memorabilia, and/or video) shall be placed in a prominent setting on the project site visible to pedestrians, such as a lobby or Market Street frontage.

A proposal describing the general parameters of the interpretive program shall be approved by the San Francisco Planning Department Preservation staff prior to issuance of a Site Permit. The content, media and other characteristics of such interpretive display shall be approved by the San Francisco Planning Department Preservation staff prior to issuance of a Temporary Certificate of Occupancy.

V. EVALUATION OF PROJECT ALTERNATIVES

A. Alternatives Analyzed in the FEIR

This section describes the alternatives analyzed in the FEIR and the reasons for rejecting the alternatives as infeasible. CEQA mandates that an EIR evaluate a reasonable range of alternatives to the Project or the Project location that generally reduce or avoid potentially significant impacts of the Project. CEQA requires that every EIR also evaluate a "No Project" alternative. Alternatives provide a basis of

comparison to the Project in terms of their significant impacts and their ability to meet project objectives. This comparative analysis is used to consider reasonable, potentially feasible options for minimizing environmental consequences of the Project.

The Planning Department considered a range of alternatives in Chapter 6 of the FEIR. The FEIR analyzed the No Project Alternative, the Full Preservation Alternative, the Partial Preservation Alternative, and the Compatible Design Alternative. Each alternative is discussed and analyzed in these findings, in addition to being analyzed in Chapter 6 of the FEIR. The Planning Commission certifies that it has independently reviewed and considered the information on the alternatives provided in the FEIR and in the record. The FEIR reflects the Planning Commission's and the City's independent judgment as to the alternatives. The Planning Commission finds that the Project provides the best balance between satisfaction of Project objectives and mitigation of environmental impacts to the extent feasible, as described and analyzed in the FEIR, and adopts a statement of overriding considerations.

B. Reasons for Approving the Project

- To redevelop a large, underutilized site with a range of dwelling units, ground-floor commercial and retail uses, and open space amenities.
- To create a mixed-use project consistent with C-3-G Zoning District controls and the objectives and policies of the *San Francisco General Plan's* Downtown Plan and its Housing, Urban Design, and Transportation Elements.
- To build a substantial number of residential units on the site to contribute to the *General Plan's* Housing Element goals, Association of Bay Area Governments' Regional Housing Needs Allocation for the City and County of San Francisco, and to respond to the City's current shortage of housing.
- To provide affordable dwelling units on site, pursuant to the City's Inclusionary Affordable Housing Program.
- To provide neighborhood services on the ground floor for residents and neighbors.
- To construct streetscape improvements and retail that serve neighborhood residents and workers, and enliven pedestrian activity on Market Street and Golden Gate Avenue.
- To provide open space that will enhance the quality of life for the project's residents both in the form of private balconies and shared open spaces on the roof and courtyards.
- To build a project that demonstrates exemplary commitment to the principles of environmental sustainability through its transportation planning, energy and water usage, materials selection, indoor environmental quality, and waste management.
- To construct a high-quality project that includes a sufficient number of residential units and amount of commercial space to make economically feasible the redevelopment of the site,

produce a reasonable return on investment for the project sponsor and its investors, attract investment capital and construction financing, and generate sufficient revenue to subsidize the project's planned below market rate units.

C. Evaluation of Project Alternatives

CEQA provides that alternatives analyzed in an EIR may be rejected if "specific economic, legal, social, technological, or other considerations, including provision of employment opportunities for highly trained workers, make infeasible . . . the project alternatives identified in the EIR." (CEQA Guidelines § 15091(a)(3).) The Commission has reviewed each of the alternatives to the Project as described in the FEIR that would reduce or avoid the impacts of the Project and finds that there is substantial evidence of specific economic, legal, social, technological and other considerations that make these alternatives infeasible, for the reasons set forth below.

In making these determinations, the Planning Commission is aware that CEQA defines "feasibility" to mean "capable of being accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, social, legal, and technological factors." The Commission is also aware that under CEQA case law the concept of "feasibility" encompasses (i) the question of whether a particular alternative promotes the underlying goals and objectives of a project, and (ii) the question of whether an alternative is "desirable" from a policy standpoint to the extent that desirability is based on a reasonable balancing of the relevant economic, environmental, social, legal, and technological factors.

1. No Project Alternative

Under the No Project Alternative, the existing conditions at the 1028 Market Street project site would not change. The existing two-story, 33,710-gsf commercial building on the project site would be retained in its current condition and would not be demolished.

Unlike the proposed project, under the No Project Alternative there would be no construction of a new, 13-story (plus one basement level), 120-foot-tall, 178,308-gsf mixed-use high-rise building containing 186 dwelling units, 9,657 gsf of retail/restaurant uses, 40 below-grade parking spaces, and 2 below-grade service vehicle loading spaces. The Golden Gate Avenue sidewalk along the project site frontage would not be extended by six feet; two new street trees would not be planted on Golden Gate Avenue; and a new 12-foot-wide curb cut on Golden Gate Avenue would not be constructed, as would occur with the proposed project.

The past uses of the existing building are identified in Chapter 2, Project Description, and included theater, retail, bar, and restaurant uses; it is unlikely that the existing building would be reoccupied given the current general condition of most of the building. The current temporary use of the ground floor as a food hall would not continue.

The No Project Alternative would not preclude potential future development of the project site with a range of land uses that are principally permitted at the project site; however, for the purposes of this

analysis, it is assumed that under the No Project Alternative the existing building would remain vacant, with its current use as a temporary food hall being discontinued in late 2016 or early 2017.

The No Project Alternative would be inconsistent with a number of General Plan goals and policies, including but not limited to housing production; affordable housing production; locating new housing adjacent to public transit and jobs; elimination of blight; infill development; job creation; and others. It would also fail to serve any of the Project Objectives as described in the EIR.

For the foregoing reasons, the Planning Commission rejects the No Project Alternative as infeasible.

2. Full Preservation Alternative

The FEIR identified the Full Preservation Alternative as the environmentally superior alternative.

Under the Full Preservation Alternative, the existing two-story (plus partial basement), reinforced concrete building at 1028 Market Street would be retained and rehabilitated in conformance with the *Secretary of the Interior's Standards for the Treatment of Historic Properties* (Secretary's Standards). The majority of the existing building's façade, structural elements, and floor plates would be retained so as not to result in the *de facto* demolition of the existing structure as that term is defined in Article 10 of the Planning Code (Planning Code Section 1005(f)). An approximately 22,940-gsf, two-story vertical addition would be constructed atop the existing commercial building, and uses on the site would change from commercial to mixed use residential. The two-story, 20-foot-tall vertical addition would be set back 25 feet from the Market Street property line. The rehabilitated building with the vertical addition would be approximately 57 feet tall.

The rehabilitated 1028 Market Street building would be developed with ground floor retail/restaurant space along Market Street and Golden Gate Avenue, office uses at the 2nd floor, and a two-story residential addition (3rd and 4th floors). The Full Preservation Alternative's building program would have a total area of 53,006 gsf and would include 20 new residential units (166 fewer than under the proposed project). The project sponsor would meet its inclusionary housing obligation by providing the required number of below market rate units on site. Since fewer market rate units would be developed under this alternative than under the proposed project fewer affordable units would be provided as well. This alternative would have a total of 28,006 gsf of residential space, 10,000 gsf of ground floor retail/restaurant space, and 15,000 gsf of commercial space on the 2nd floor. In addition to the 10,000-gsf space for retail/restaurant uses, the ground floor of the rehabilitated building would include space for a residential lobby, a bicycle storage room, and back of house functions. Private open space would be provided in the form of private terraces on Market Street, and the balance of required open space would be provided as common open space on the rooftop of the proposed residential addition.

The Planning Commission rejects the Full Preservation Alternative as infeasible because it would fail to meet the Project Objectives for reasons including, but not limited to, the following:

- 1) The Full Preservation Alternative would include 166 fewer housing units than the proposed project. The redevelopment of an approximately 15,000 square foot site adjacent to San Francisco's downtown core with 20 units is not consistent with a number of General Plan policies

and objectives relating to maximizing the production of new housing and locating new housing on under-utilized infill sites adjacent to various forms of public transit, or the project sponsor's objectives regarding this topic.

- 2) The Full Preservation Alternative would also involve a corresponding reduction in affordable units. The proposed project's affordability requirement is 25 units, which the proposed project sponsor intends to offer as rental units to families making 55% Area Median Income or lower. The Full Preservation Alternative would have 3 affordable units. Thus, the Full Preservation Alternative would be inconsistent with several General Plan policies and objectives relating to maximizing the production of affordable housing, or the project sponsor's objectives regarding this topic.
- 3) The Full Preservation Alternative is also economically infeasible. Large development projects are capital-intensive and depend on obtaining financing from equity investors to cover a significant portion of the project's costs, and obtain a construction loan for the bulk of construction costs. Equity investors require a certain profit margin to finance development projects and must achieve established targets for their internal rate of return and return multiple on the investment. Because the Full Preservation Alternative would result in a project that includes less rentable or saleable floor area than the Project, and contains 166 fewer residential units, the total potential for generating revenue is lower while the construction cost per square foot is higher due to restoration efforts, lower economies of scale and the impact of fixed project costs associated with development. The reduced unit count would not generate a sufficient economic return to obtain financing and allow development of the proposed project and therefore would not be built.
- 4) The Full Preservation Alternative would result in fewer jobs. It would require fewer temporary construction jobs, which might not last for as long of a period of time as the proposed project. Also, because the building would be smaller than the proposed project, it would include fewer full-time building maintenance and engineering jobs.
- 5) The Full Preservation Alternative would create a project with fewer housing units in an area well-served by transit, services and shopping as well adjacent to employment opportunities which would then push demand for residential development to other sites in the City or the Bay Area. This would result in the Full Preservation Alternative not meeting the City's *Strategies to Address Greenhouse Gas Emissions* or CEQA and the BAAQMD requirements for a GHG reductions, by not maximizing housing development in an area with abundant local and region-serving transit options.
- 6) The Full Preservation Alternative's one-time impact fee obligations would be significantly lower than the proposed project. Therefore, it would result in less funds to support child care services, public schools, and transportation and infrastructure improvements. Its assessed value would also be lower than the proposed project, resulting in less property tax revenue to the City. The Full Preservation Alternative also could not include the proposed project's public art installation on the Market Street façade.

For the foregoing reasons, the Planning Commission rejects the Full Preservation Alternative as infeasible.

3. Partial Preservation Alternative

Under the Partial Preservation Alternative, the existing two-story (plus partial basement), reinforced concrete building at 1028 Market Street would be retained and rehabilitated in conformance with the Secretary's Standards. The existing building's façade, structural elements, and floor plates would be retained so as not to result in the *de facto* demolition of the existing structure. An approximately 79,417-gsf, seven-story vertical addition would be constructed atop the existing building, and uses on the site would change from commercial to mixed use residential. The seven-story, 70-foot-tall addition would be constructed behind the existing Market Street façade and would be set back 10 feet from the Market Street property line at the 3rd floor. With the vertical addition, the rehabilitated building would be approximately 107 feet tall as measured from Market Street.

The vertical addition would be 20 feet shorter than the proposed project and, unlike the proposed project, it would include a 10-foot setback from the rehabilitated Market Street façade at the 3rd floor, a 3rd floor setback from the east property line at the property's southeast corner to preserve public views of the Golden Gate Theatre dome from the south side of Market Street, and an approximately 25-foot-by-90-foot setback at the northwestern corner of the property starting at the 2nd floor. These setbacks would rise to the full height of the proposed building at each of the elevations.

Under the Partial Preservation Alternative, the rehabilitated 1028 Market Street building would be developed with ground floor retail/restaurant space along Market Street and Golden Gate Avenue and residential uses on the 2nd through 9th floors. The Partial Preservation Alternative's building program would have a total area of 107,233 gsf and would include 112 new residential units (74 fewer than under the proposed project). It would have 14 residential units per floor from the 2nd through 9th floors with a total of 89 studio/one-bedroom units and 23 two/three-bedroom units. Private open space would be provided in the form of private terraces on Market Street, and common open space would be provided in the form of a roof terrace.

- 1) The Partial Preservation Alternative would limit the project to 112 dwelling units; whereas the proposed project would provide 186 units to the City's housing stock, a net loss of 74 units under the Partial Preservation Alternative. It would not maximize the production of new housing on under-utilized infill sites adjacent to various forms of public transit. It therefore would not meet to the same degree the proposed project's contributions to the *General Plan's* Housing Element goals, Association of Bay Area Governments' Regional Housing Needs Allocation for the City and County of San Francisco, and to respond to the City's current shortage of housing, or the project sponsor's objectives regarding this topic.
- 2) The proposed height would be 20 feet shorter than the established height limit at the site, and its density would be further reduced by the 10-foot set back starting at the 3rd floor. Therefore, the Partial Preservation Alternative does not meet General Plan policies and objectives relating to maximizing the potential of underutilized infill sites, or the project sponsor's objectives to

redevelop the site with a mixed-use project consistent with the development potential allowed in the C-3-G Zoning District.

- 3) The Partial Preservation Alternative would also involve a corresponding reduction in affordable units. The proposed project's affordability requirement is 25 units, which the proposed project sponsor intends to offer as rental units to families making 55% Area Median Income or lower. The Partial Preservation Alternative would have 15 affordable units. Thus, the Partial Preservation Alternative would be inconsistent with several General Plan policies and objectives relating to maximizing the production of affordable housing, particularly locating housing for all income levels in locations where households can easily rely on public transportation, walking, and bicycling for the majority of daily trips, although it would provide more affordable units than the Full Preservation Alternative. It would also not achieve to the same degree the project sponsor's objective to provide affordable dwelling units on site.
- 4) The Partial Preservation Alternative is also economically infeasible. Large development projects are capital-intensive and depend on obtaining financing from equity investors to cover a significant portion of the project's costs, and obtain a construction loan for the bulk of construction costs. Equity investors require a certain profit margin to finance development projects and must achieve established targets for their internal rate of return and return multiple on the investment. Because the Partial Preservation Alternative would result in a project that includes less rentable or saleable floor area than the Project, and contains 74 fewer residential units, the total potential for generating revenue is lower while the construction cost per square foot is higher due to restoration efforts, lower economies of scale and the impact of fixed project costs associated with development. The reduced unit count would not generate a sufficient economic return to obtain financing and allow development of the proposed project and therefore would not be built.
- 5) The Partial Preservation Alternative would create a project with fewer housing units in an area well-served by transit, services and shopping as well adjacent to employment opportunities which would then push demand for residential development to other sites in the City or the Bay Area. This would result in the Partial Preservation Alternative not meeting to the same degree the City's *Strategies to Address Greenhouse Gas Emissions* or CEQA and the BAAQMD requirements for a GHG reductions, by not maximizing housing development in an area with abundant local and region-serving transit options.
- 6) The Partial Preservation Alternative's one-time impact fee obligations would be lower than the proposed project. Therefore, it would result in less funds to support child care services, public schools, and transportation and infrastructure improvements. Its assessed value would also be lower than the proposed project, resulting in less property tax revenue to the City.

For the foregoing reasons, the Planning Commission rejects the Partial Preservation Alternative as infeasible.

4. Compatible Design Alternative

Under the Compatible Design Alternative, the existing building at 1028 Market Street (a contributing structure to the MSTL District and CRHR-eligible Tenderloin LGBTQ Historic District) would be demolished and an approximately 9-story, 122,543-gsf building with one below-grade parking level would be constructed in its place. The proposed building would be approximately 95 feet tall as measured at the centerline of the Market Street frontage (four stories and 32 feet shorter than the proposed project) and would be built to the property line.

The proposed building would be developed with ground floor retail/restaurant space along Market Street and Golden Gate Avenue and residential uses on the 2nd through 9th floors. The Compatible Design Alternative's building program would have a total area of 122,543 gsf and would include 112 new residential units (74 fewer than under the proposed project). Under the Compatible Design Alternative, the proposed building would have seven residential units at the 2nd floor and 15 residential units per floor from the 3rd through 9th floors with a total of 73 studio/one-bedroom units and 39 two/three-bedroom units. As with the proposed project, private open space would be provided in the form of terraces on Market Street, and common open space would be provided in the form of a rooftop terrace.

The Compatible Design Alternative would differ from the proposed project because it would be shorter, would be set back at the northwestern corner of the property (approximately 25 feet by 90 feet), and would be set back from the southeast corner of the property on the Market Street frontage. The proposed setback at the northwest corner would start at the 3rd floor and would rise to the full height of the building at the west and north (Golden Gate Avenue) elevations. The proposed setback at the southeast corner of the lot would start at the 2nd floor and would rise to the full height of the building along the south (Market Street) and east elevations. An approximately 760-sf courtyard would be developed at the 2nd floor in this setback area. The setback at the southeast corner of the property would preserve public views of the Golden Gate Theatre dome from Market Street.

- 1) The Compatible Design Alternative would involve demolition of the existing building at 1028 Market Street, which is a contributing structure to the MSTL District and the CRHR-eligible Tenderloin LGBTQ Historic District. Therefore, it would not involve retaining and rehabilitating the existing building. Therefore, although it would preserve public views of the Golden Gate Theatre dome from Market Street, it would be inconsistent with the *Secretary of the Interior's Standards for the Treatment of Historic Properties*.
- 2) The Compatible Design Alternative would limit the project to 112 dwelling units; whereas the proposed project would provide 186 units to the City's housing stock, a net loss of 74 units. It would not maximize the production of new housing on under-utilized infill sites adjacent to various forms of public transit. It therefore would not meet to the same degree the proposed project's contributions to the *General Plan's* Housing Element goals, Association of Bay Area Governments' Regional Housing Needs Allocation for the City and County of San Francisco, and to respond to the City's current shortage of housing, or the project sponsor's objectives regarding this topic.
- 3) The proposed height would be four stories and 32 feet shorter than the established height limit at the site. Therefore, the Compatible Design Alternative does not meet General Plan policies and

objectives relating to maximizing the potential of underutilized infill sites, although it is more consistent with these policies and objectives than the Partial Preservation Alternative.

- 4) Like the Partial Preservation Alternative, the Compatible Design Alternative would involve a corresponding reduction in affordable units compared to the proposed project. The proposed project's affordability requirement is 25 units, which the proposed project sponsor intends to offer as rental units to families making 55% Area Median Income or lower. The Compatible Design Alternative would have 15 affordable units. Thus, the Compatible Design Alternative would be inconsistent with several General Plan policies and objectives relating to maximizing the production of affordable housing, particularly locating housing for all income levels in locations where households can easily rely on public transportation, walking, and bicycling for the majority of daily trips. It would also not achieve to the same degree the project sponsor's objective to provide affordable dwelling units on site.
- 5) The Compatible Design Alternative is also economically infeasible. Large development projects are capital-intensive and depend on obtaining financing from equity investors to cover a significant portion of the project's costs, and obtain a construction loan for the bulk of construction costs. Equity investors require a certain profit margin to finance development projects and must achieve established targets for their internal rate of return and return multiple on the investment. Because the Compatible Design Alternative would result in a project that includes less rentable or saleable floor area than the Project, and contains 74 fewer residential units, the total potential for generating revenue is lower while the construction cost per square foot is higher due to restoration efforts, lower economies of scale and the impact of fixed project costs associated with development. The reduced unit count would not generate a sufficient economic return to obtain financing and allow development of the proposed project and therefore would not be built.
- 6) The Compatible Design Alternative would create a project with fewer housing units in an area well-served by transit, services and shopping as well adjacent to employment opportunities which would then push demand for residential development to other sites in the City or the Bay Area. This would result in the Compatible Design Alternative not meeting to the same degree the City's *Strategies to Address Greenhouse Gas Emissions* or CEQA and the BAAQMD requirements for a GHG reductions, by not maximizing housing development in an area with abundant local and region-serving transit options.
- 7) The Compatible Design Alternative's one-time impact fee obligations would be lower than the proposed project. Therefore, it would result in less funds to support child care services, public schools, and transportation and infrastructure improvements. Its assessed value would also be lower than the proposed project, resulting in less property tax revenue to the City.

VI. STATEMENT OF OVERRIDING CONSIDERATIONS

The Planning Commission finds that, notwithstanding the imposition of all feasible mitigation measures and alternatives, significant impacts related to Historic Resources will remain significant and unavoidable. Pursuant to CEQA Section 21081 and CEQA Guidelines Section 15093, the Planning Commission hereby finds, after consideration of the Final EIR and the evidence in the record, that each of the specific overriding economic, legal, social, technological and other benefits of the Project as set forth below independently and collectively outweighs these significant and unavoidable impacts and is an overriding consideration warranting approval of the Project. Any one of the reasons for approval cited below is sufficient to justify approval of the Project. Thus, even if a court were to conclude that not every reason is supported by substantial evidence, the Commission will stand by its determination that each individual reason is sufficient. The substantial evidence supporting the various benefits can be found in the preceding findings, which are incorporated by reference into this Section, and in the documents found in the record, as defined in Section I.

On the basis of the above findings and the substantial evidence in the whole record of this proceeding, the Planning Commission specifically finds that there are significant benefits of the Project to support approval of the Project in spite of the unavoidable significant impacts, and therefore makes this Statement of Overriding Considerations. The Commission further finds that, as part of the process of obtaining Project approval, significant effects on the environment from implementation of the Project have been eliminated or substantially lessened where feasible. All mitigation and improvement measures proposed in the EIR and MMRP are adopted as part of the Approval Actions described in Section I, above.

Furthermore, the Commission has determined that any remaining significant effects on the environment found to be unavoidable are acceptable due to the following specific overriding economic, technical, legal, social and other considerations.

1. The Project promotes the policies and objectives of the General Plan by providing a range of residential unit types to serve a variety of needs. The Project will add up to 186 dwelling units with a varied unit mix: 70 studio units (38%), 26 junior one bedroom (14%), 21 one bedroom (11%), 57 two bedroom (31%), and 12 three bedroom (6%). It is consistent with the City's priority policy to increase housing stock whenever possible to address a shortage of housing in the City.
2. Of the Project's 186 units, 25 units will be on-site affordable units and offered for rent to households whose total income is below 55% of Area Median Income. Based on the Project's overall unit mix, the affordable unit mix would be 13 studios (studios/junior one bedrooms), 2 one bedroom, 8 two bedroom, and 2 three bedroom units. The Project's on site units will be provided in accordance with the City's Affordable Inclusionary Housing Ordinance and will increase the City's supply of affordable housing. The Project includes affordable units within a market rate project, in furtherance of the City's policies supporting mixed-income projects in which private developers construct and maintain affordable housing units.
3. The Project supports the General Plan's policies and objectives relating to locating housing for all income levels where households can easily rely on public transportation, walking, and bicycling

for the majority of daily trips. The Project site is located a few blocks from both the Civic Center and Powell BART and MUNI underground stations. It is within walking distance of the Financial District, SoMa, and Hayes Valley. A number of above-ground rail and bus lines are accessible on Market Street. Numerous bicycle routes are nearby, including along Market Street, Golden Gate Avenue, McAllister Street, and 7th and 8th Streets.

4. The Project meets the City's Strategies to Address Greenhouse Gas Emissions and the BAAQMD requirements for GHG reductions by maximizing development on an infill site that is well served by transit, services and shopping and is suited for dense residential development, is adjacent to employment opportunities in an area with many local and regional-serving transit options, and where residents can commute and satisfy convenience needs without frequent use of private automobiles.
5. The Project would promote the objectives and policies of the General Plan by replacing a largely vacant and underutilized commercial building with a dense, mixed-use residential building. It will result in street improvements along both Market Street and Golden Gate Avenue, enhancing the pedestrian realm and improving neighborhood safety. The Project will enhance the attractiveness of the site in a prominent location in the City along Market Street, and will bring the site into conformity with principles of good urban design.
6. The Project will add 9,657 square feet of retail and restaurant uses, proposed to be divided into four spaces between 1,116 and 2,984 square feet in size, with three fronting Market Street and one fronting Golden Gate Avenue. The Project will activate both sides of the site with retail, continuing the pattern of active ground floor retail along Market Street and adding a retail space on Golden Gate Avenue.
7. The Project will result in a development that is in keeping with established and planned scale, massing, and density in the immediate vicinity.
8. The Project sponsor intends to seek a LEED Silver or equivalent certification from the U.S. Green Building Council.
9. The Project will create jobs. Approximately 213 temporary construction jobs are expected, and the Project sponsor is proposing to use a union signatory general contractor. The retail component is estimated to generate approximately 20 new jobs, and the future building's operation and maintenance will create approximately 5 jobs.
10. The Project will pay one-time impact fees to support child care services, public schools, and transportation and infrastructure improvements. The Project sponsor intends to provide public art on-site on its Market Street facade where it will be immediately visible to pedestrians on both sides of the street, instead of inside a residential lobby where it would be enjoyed primarily by building residents and guests.

11. The Conditions of Approval for the Project include all the mitigation and improvement measures that would mitigate the Project's potentially significant impacts to insignificant levels, except for its impact on Historic Architectural Resources.
12. The Project will substantially increase the assessed value of the site, resulting in a corresponding increase in recurring tax revenue to the City.

Having considered the above, the Planning Commission finds that the benefits of the Project outweigh the unavoidable adverse environmental effects identified in the Final EIR, and that those adverse environmental effects are therefore acceptable.



SAN FRANCISCO PLANNING DEPARTMENT

Subject to: (Select only if applicable)

- Inclusionary Housing (Sec 415)
- Childcare Requirement (Sec 414A)
- Jobs Housing Linkage Program (Sec 413)
- Downtown Park Fee (Sec 412)
- Public Open Space (Sec 138)
- First Source Hiring (Admin. Code)
- Transportation Sust. Fee (Sec 411A)
- Public Art (Sec 429)

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

Reception:
415.558.6378

Fax:
415.558.6409

Planning
Information:
415.558.6377

Planning Commission Draft Motion Downtown Project Authorization

HEARING DATE: JANUARY 26, 2017

Date: January 12, 2017
Case No.: **2014.0241X/CUA/VAR**
Project Address: **1028 MARKET STREET**
Zoning: C-3-G (Downtown General) District
 120-X Height and Bulk District
 Downtown Plan Area
Block/Lot: 0350/002
Owner/Sponsor: LCL Global—1028 Market Street, LLC
 25 Taylor Street, Floor 7
 San Francisco, CA 94102
 Attn: Craig Young
Staff Contact: Marcelle Boudreaux - (415) 575-9140
Marcelle.boudreaux@sfgov.org

ADOPTING FINDINGS RELATING TO A DOWNTOWN PROJECT AUTHORIZATION PURSUANT TO PLANNING CODE SECTION 309 WITH EXCEPTIONS FOR GROUND LEVEL WIND CURRENTS (SECTION 148), REAR YARD (SECTION 134), FREIGHT LOADING (SECTIONS 152.1 AND 161), AND CURB CUTS – GOLDEN GATE AVENUE (SECTION 155(R)), AND ADOPTING FINDINGS UNDER THE CALIFORNIA ENVIRONMENTAL QUALITY ACT, TO ALLOW A PROJECT THAT INCLUDES THE DEMOLITION OF ONE COMMERCIAL BUILDING AND CONSTRUCTION OF A 13-STORY 178,308-SQUARE-FOOT, 120-FOOT TALL BUILDING WITH ONE-LEVEL BASEMENT, COMPRISED OF 9,657-SQUARE-FEET GROUND FLOOR RETAIL, UP TO 186 DWELLING UNITS, 39 PARKING SPACES, 1 CAR SHARE SPACE, 123 CLASS 1 AND 20 CLASS 2 BICYCLE PARKING SPACES, LOCATED ON THE NORTH SIDE OF MARKET STREET, LOT 002 IN ASSESSOR’S BLOCK 0350, WITHIN THE 120-X HEIGHT AND BULK DISTRICT, THE C-3-G (DOWNTOWN, GENERAL) ZONING DISTRICT, AND DOWNTOWN PLAN AREA.

PREAMBLE

On September 10, 2014, Mark Loper of Reuben, Junius & Rose LLP, acting on behalf of LCL Global—1028 Market Street, LLC (hereinafter “Project Sponsor”) filed a request, as modified by subsequent submittals, with the San Francisco Planning Department (hereinafter “Department”) for a Determination of Compliance pursuant to Section 309 with requested exceptions from Planning Code (“Code”) requirements for “Ground Level Wind Currents”, “Rear Yard”, “Freight Loading”, “Curb Cuts (Golden Gate Avenue)”, for a project involving demolition of a 33,310 square foot commercial building and new construction of an approximately 13 story, 178,308 square foot, 120-feet-tall, mixed use building comprised of 9,657 square feet ground floor retail and up to 186 dwelling units, with one basement level containing bicycle parking, 39 off-street parking spaces and 1 car share space, and mechanical space (the “Project”) on the subject property located on Lot 002 in Assessor’s Block 0350.

On April 18, 2014, Andrew Junius of Reuben, Junius & Rose LLP, acting on behalf of Project Sponsor, filed an application with the Department for environmental review for the Project.

The Department determined that an Environmental Impact Report (hereinafter “EIR”) was required and provided public notice of that determination by publication in a newspaper of general circulation on February 17, 2016.

On September 21, 2016, the Department published a Draft EIR (“DEIR”) for public review (Case No, 2014.0241E). The DEIR was available for public comment until November 7, 2016. On October 27, 2016, the Planning Commission (“Commission”) conducted a duly noticed public hearing at a regularly scheduled meeting to solicit comments regarding the DEIR. On January 11, 2017, the Department published a Comments and Responses document, responding to comments made regarding the DEIR prepared for the Project.

On January 26, 2017, the Commission reviewed and considered the Final EIR (“FEIR”) and found that the contents of said report and the procedures through which the FEIR was prepared and publicized in compliance with the California Environmental Quality Act (California Public Resources Code Section 21000 et seq.) (“CEQA”), 14 California Code of Regulations Sections 15000 et seq (“the CEQA Guidelines”), and Chapter 31 of the San Francisco Administrative Code (“Chapter 31”).

The Commission found that the FEIR was adequate, accurate, and objective, reflected the independent analysis and judgment of the Department and the Commission, and that the summary of comments and responses contained no significant revisions to the DEIR, and certified the FEIR by Motion No. ##### for the Project in compliance with CEQA, the CEQA Guidelines, and Chapter 31.

Department staff prepared an Improvement and Mitigation Monitoring and Reporting program (“IMMRP”), which material was made available to the public and this Commission for this Commission’s review, consideration and action. These improvement and mitigation measures are set forth in their entirety in the IMMRP attached to the draft Motion as Exhibit C.

On January 26, 2017, the Commission adopted Motion No. #####, adopting CEQA findings, including a Statement of Overriding Considerations, and adopting the IMMRP, which findings and adoption of the IMMRP are hereby incorporated by reference as though fully set forth herein.

On October 14, 2015, the Project Sponsor submitted a request for review of a development exceeding 40 feet in height (Case No. 2014.0241SHD), pursuant to Section 295, analyzing the potential shadow impacts of the Project to properties under the jurisdiction of the Recreation and Parks Department. Department

staff prepared a preliminary shadow fan analysis depicting the potential shadow cast by the development and concluded that the Project could not potentially cast shadow on properties under the jurisdiction. After reviewing and analyzing a secondary analysis submitted by the Project Sponsor, dated October 28, 2015, which included additional height for mechanical penthouses, the Planning Department continued to conclude that no new, net potential shadow will be cast upon properties under the jurisdiction of the Recreation and Parks Department. Therefore, the Project would have no impact to properties subject to Section 295.

On October 29, 2015, the Project Sponsor applied for a Conditional Use Authorization, pursuant to Sections 124 and 303, to exempt affordable residential units from the Project's floor-area ratio calculation.

On October 29, 2015, the Project Sponsor applied for a Variance from the requirements of Section 136 (projections over the public right-of-way) and Section 140 (dwelling unit exposure).

On December 6, 2016, the Project Sponsor formally requested an exception from height limits for an elevator overrun pursuant to Section 260(b).

The Planning Department, Office of the Commission Secretary, is the custodian of records for these actions, and such records are located at 1650 Mission Street, Fourth Floor, San Francisco, California.

On January 26, 2017, the Planning Commission conducted a duly noticed public hearing at a regularly scheduled meeting on Case No. 2014.0241E/X/CUA/VAR. The Commission has heard and considered the testimony presented to it at the public hearing and has further considered written materials and oral testimony presented on behalf of the applicant, the Planning Department staff, and other interested parties.

MOVED, that the Commission hereby authorizes the Downtown Project Authorization requested in Application No. 2014.0241E/X/CUA/VAR, subject to the conditions contained in "EXHIBIT A" of this motion, based on the following findings:

FINDINGS

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

1. The above recitals are accurate and also constitute findings of this Commission.
2. **Site Description and Present Use.** The existing 15,077-square-foot subject site encompasses one two-story commercial building, approximately 33,310 square feet, on the north side of Market Street, with frontage on both Market Street and Golden Gate Avenue. The triangular block is situated between Taylor Street, Golden Gate Avenue, Market Street and Jones Street. The building was constructed in 1097 and was previously occupied by theater, retail and restaurant uses and has been largely vacant since 2008. Its storefront and ground floor space along Market Street was renovated in October 2014 and has been used as a temporary food pavilion operated by an affiliate of the Project Sponsor.
3. **Surrounding Properties and Neighborhood.** The Project Site is located in the Downtown/Civic Center neighborhood. Within the Downtown / Civic Center neighborhood are micro-neighborhoods and smaller districts, such as the Tenderloin neighborhood, the Market Street Theater and Loft National Register Historic District, and the California Register-eligible

Tenderloin LGBTQ (Lesbian, Gay, Bisexual, Transgender and Queer) Historic District, all of which this project site is a part. Land uses in the vicinity consist primarily of retail uses in buildings ranging from two to ten stories. The Project site shares property lines with an adjacent surface parking lot and a two story commercial building to the west (1066 Market Street) and a four-story mixed use building to the east (1000-1020 Market Street, San Christina Building). The adjacent 1066 Market property was recently approved for a 13-story mixed use residential and ground floor commercial retail project.

Market Street is a major east-west transportation corridor and ceremonial thoroughfare in San Francisco. The project site is well-served by multiple lines of public transit within the City (Muni light rail and buses) and regional BART, and by multiple bicycle lanes.

This District covers the western portions of downtown and is composed of a variety of uses: Retail, offices, hotels, entertainment, clubs and institutions, and high-density residential. Many of these uses have a Citywide or regional function, although the intensity of development is lower here than in the downtown core area. As in the case of other downtown districts, no off-street parking is required for individual commercial buildings. In the vicinity of Market Street, the configuration of this District reflects easy accessibility by rapid transit.

4. **Proposed Project.** The Project would demolish the existing 33,310 square foot building and construct a 13-story, 178,308 square foot mixed use building with one below-grade basement level. The proposed building would have approximately 159,518 square feet of residential use with up to 186 dwelling units on the 2nd through 13th floors. Unit mix is as follows: 96 studios/junior 1 bedrooms (52%); 21 one-bedrooms (12%); 57 two-bedrooms (30%); and 12 three-bedrooms (6%). The ground floor would contain the residential lobby, and 9,657 square feet of retail and/or restaurant uses. Project Sponsor currently plans to demise this space into four retail spaces between 1,116 and 2,984 square feet in size, three fronting Market Street and one fronting Golden Gate Avenue. The below-grade basement level will contain 40 subsurface parking spaces, including one car share space; two service vehicle loading spaces; storage; mechanical, electrical, and plumbing systems; and bicycle parking spaces. 123 Class 1 bicycle parking spaces will be located on the ground floor and basement, and 20 Class 2 bicycle parking spaces are proposed for the Market Street and Golden Gate Avenue sidewalks near the proposed residential and retail entrances. Common open space is provided in the form of a roof deck (approximately 7,457 square feet), and 14 units will have private balconies or terraces.

The Project would include improvements to the Golden Gate Avenue right of way, including a 6-foot extension of the existing 10-foot wide sidewalk along the Project site frontage. The main entrance to the residential portion of the Project would be through a lobby at the east end of the Market Street frontage. Pedestrian access to the residential units would also be available from Golden Gate Avenue. Vehicular access to the below-grade parking garage would be via a 12-foot wide curb cut and driveway on Golden Gate Avenue at the east end of the Project site. Bicycle parking access would be from Market Street and Golden Gate Avenue.

The proposed new building's elevations are asymmetrical and contemporary in character with elements characteristic of the historic district. On Market Street the south elevation has a stepped and layered composition which is lower at the west end than the east end. Its first eleven floors are at the street wall, and the top two floors and roof level are setback

approximately 6 feet from the street wall, with layers articulated through materials change. The elevation's first two stories are clad with stone veneer all the way across; the seven westernmost window bays of the next eight stories are clad with brick veneer; and the rest of the third through thirteenth stories features zinc metal paneling combined with window walls. Windows and storefronts are all aluminum. The windows on the upper stories are accented by perforated metal Juliette railings. The roof lines of the elevation are flat, except at east end, which culminates in a triangular point windscreen.

The north elevation has a similar stepped and layered composition and utilizes the same combination of materials as the south elevation. The west elevation is simpler. It applies the same uses of window walls, zinc panels, aluminum windows, and perforated metal railings as the north and south elevations. The triangular east end of the building creates both a southeast and a northeast elevation. The southeast elevation features window walls, zinc panels, aluminum windows, and perforated metal railings; the northeast elevation exhibits window walls, zinc paneling, and brick veneer.

5. **Public Comment/Public Outreach.** To date, 82 letters of support have been received from individuals, business owners and community organizations.

The Project Sponsor has been engaged in community outreach with the surrounding community and through its interim use "The Hall" (as discussed in attached Case Study), including but not limited to: Q Foundation, St. James Infirmary, The Stud Bar/Stud Foundation, the Transgender Gender Variant Intersex Justice Project, TNDC, Code Tenderloin, Larkin Street Youth and many others.

6. **Planning Code Compliance:** The Commission finds and determines that the Project is consistent with the relevant provisions of the Planning Code in the following manner:

- A. **Floor Area Ratio (Sections 123, 124, and 210.2).** Planning Code Section 124 establishes basic floor area ratios (FAR) for all zoning districts. For C-3 zoning districts, the numerical basic FAR limit is set out in Section 210.2. The FAR for the C-3-R District is 6.0 to 1. Under Section 123, FAR can be increased to 9.0 to 1 with the purchase of transferable development rights (TDR). Pursuant to Section 124(f) of the Planning Code, additional square footage above that permitted by the base floor area ratio limits set forth above may be approved for construction of dwellings on the site of the building affordable for the Life of the Project, as defined in Section 401 of the Planning Code.

The Project Site is 15,077 square feet in size. Therefore, up to 90,462 square feet of gross floor area ("gfa") is allowed under the basic FAR limit, and up to 135,693 square feet of gfa is permitted with the purchase of TDR. The Project's total floor area is 145,638 gross square feet ("gsf"), before excluding gross square feet allocated to on-site affordable units.

With the reduction of gross square footage for the inclusion of on-site affordable housing and other square footage which is excluded towards gross floor area by Planning Code, the Project would provide 125,977 gsf, for a FAR of 8.36 to 1. The Project Sponsor has applied for Conditional Use Authorization to exempt on-site affordable units from FAR, and would purchase and use TDR for the increment of development between 6.0-to-1 FAR and 8.36-to-1 FAR.

- B. **Residential Open Space (Section 135).** In C-3 Districts, the Planning Code requires private, usable open space to be provided at a ratio of 36 square feet per dwelling unit. Common open space may be substituted at a ratio equal to 1.33 times the amount of required private open space, or 48 square feet for each dwelling unit. For dwelling units that measure less than 350 square feet plus a bathroom, the minimum amount of usable open space is 1/3 the amount required for a dwelling unit, or 16 square feet in the C-3 districts.

The project meets requirements of this Section by providing a combination of private and common open space. Private open space, in the form of terraces or decks meeting dimensional requirements outlined within this Code Section, is provided for fourteen dwelling units. Common open space satisfies the requirement for the remaining 172 dwelling units, as follows: 116 units require 48 square feet per unit and 56 units require 16 square feet per unit. A 7,457 square foot roof deck is accessible for all residents, exceeding the required 6,464 square feet common open space.

- C. **Projections over the Public Right-of-Way (Section 136).** Planning Code Section 136(d) sets maximum projections for decorative architectural features in the C-3 districts. Vertical decorative features are limited to a cross-sectional area of not more than three (3) square feet at midpoint, and may project one foot horizontally over the public right-of-way.

The Project Sponsor proposes to comply with its public art requirement (Planning Code Section 429) at least in part by a public art installation that will project over the Market Street public right-of-way. Comprised of dichroic glass, mirrored stainless steel and LED lights, the installation will be located at the face of the Market Street elevation and project a maximum of four feet from the Property line and no more than two feet for the vast majority of its vertical extent, starting at a height ranging between 10-16 feet above street level and continuing to the top of the 11th floor. The width of the installation will be no wider than the vertical architectural band it is located on, which is approximately 8 feet wide. The Project Sponsor has requested a Variance from this Code requirement.

- D. **Publicly Accessible Open Space (Section 138).** Planning Code Section 138 requires new buildings in the C-3-G zoning district to provide public open space at a ratio of one square foot per 100 square feet of all uses except residential, institutional, or use in a predominantly retail/personal services building. The public open space must be located on the same development site or within 900 feet.

The Project's ground floor retail spaces do not count as "gross floor area" pursuant to Planning Code Section 102: each retail use is less than 5,000 square feet in size, and the total footprint of retail space is less than 75% of the area of the ground floor. Therefore this requirement does not apply to the Project.

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

The Project Sponsor shall comply with this requirement. The conceptual plan shows sidewalk widening along Golden Gate Avenue, enhanced paving on Golden Gate Avenue, bicycle parking on Market Street and Golden Gate Avenue, and installation of street trees, lighting, and street furniture. The precise details of the streetscape improvements will be further refined throughout the building permit review process.

- F. **Dwelling Unit Exposure (Section 140).** Section 140 requires that at least one room in each dwelling unit must face directly on a public street, alley, side yard at least 25 feet in width, or Code-compliant rear yard, or an unobstructed open area no less than 25 feet in every horizontal dimension for the floor at which the dwelling unit is located and the floor immediately above it, with an increase of five feet in every horizontal dimension at each subsequent floor.

Thirty-four of the Project's 186 units would not comply with this requirement. Twenty of the units on western elevation on the second through fifth stories would face only onto a 60' x 25' interior courtyard. The condition of the interior courtyard is created by a five-story wing that steps down from the primary 13-story mass on the Golden Gate Avenue elevation. This wing is open to the street from level six and above, providing a sense of openness to the street. This design configuration supports the continuity of the street wall which is consistent with the existing pattern of development at the street and conforms to the urban design objectives of the General Plan.

Fourteen units on the Project's sixth through 13th stories would face only over the existing historic building at 1000 Market Street, which is four stories tall. The historic San Christina building at 1000 Market Street has sold all of its TDR and is subject to a no-build easement for the benefit of the Project site.

These units all face generally onto open area, meeting the intent of the Code Section. Project Sponsor is seeking a Variance from this Code Section 140 for 34 dwelling units.

- G. **Street Frontage in Commercial Districts (Section 145.1(c)).** Section 145.1(c)(3) of the Planning Code requires that within Downtown Commercial Districts, space for "active uses" shall be provided within the first 25 feet of building depth on the ground floor. Spaces such as lobbies are considered active uses only if they do not exceed 25% of the building's frontage at the ground level, or 40 feet, whichever is greater. Section 145.1(c)(2) of the Planning Code requires that no more than one-third of the width or 20 feet, whichever is less, of any given street frontage of a new or altered structure parallel to and facing a street shall be devoted to parking and loading ingress or egress. With the exception of space allowed for parking and loading access, building egress, and access to mechanical systems, space for active uses as defined in Subsection (b)(2) and permitted by the specific district in which it is located shall be provided within the first 25 feet of building depth on the ground floor and 15 feet on floors above from any facade facing a street at least 30 feet in width. Section 145.1(c)(4) of the Planning Code requires that ground floor non-residential uses in all C-3 Districts shall have a minimum floor-to-floor height of 14 feet, as measured from grade. Section 145.1(c)(5) requires 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.

Section 145.1(c)(6) of the Planning Code requires that within Downtown Commercial Districts, frontages with active uses must be fenestrated with transparent windows and doorways for no less than 60 percent of the street frontage at the ground level and allow visibility to the inside of the building.

The Project's ground floor is organized into four discrete commercial spaces ranging in size from approximately 1,116 and 2,984 square feet in size – three fronting Market Street and one fronting Golden Gate Avenue – a primary residential lobby accessed from Market Street with secondary residential access from Golden Gate Avenue, and by mechanical and trash room, and the ramp access to the underground garage along Golden Gate Avenue. This fine-grained scale is compatible with the District.

The proposed ground floor commercial space is approximately 17 feet in height at the Market Street spaces and approximately 19 feet 2 inches at the Golden Gate Avenue commercial space. The Project's residential lobby along Market Street is 21 feet 7 inches wide and comprises 14.0% of the Project site's 153-foot 8-inch Market Street façade.

The proposed active retail use at ground floor extends greater than 25 feet of building depth along the Golden Gate Avenue and Market Street facades, with exception for required egress at the Market Street residential lobby. The interior spaces housing the retail use are as close as possible to the grade along the corresponding streets. An approximately 15-foot 1-inch wide opening for the garage ramp to the underground off-street parking is proposed along the approximately 96-foot 6-inch long Golden Gate Avenue frontage, which is less than 1/3. The street level is proposed as traditional storefront systems with generous storefront glazing systems.

The Project complies with this Code section.

- H. **Shadows on Public Sidewalks (Section 146).** Section 146(a) establishes design requirements for buildings on certain streets in order to maintain direct sunlight on public sidewalks in certain downtown areas during critical use periods. Section 146(c) requires that other buildings should be shaped so as to reduce substantial shadow impacts on public sidewalks, if doing so would not create an unattractive design and without unduly restricting the development potential of the site in question.

Section 146(a) does not apply to the north side of Market Street or Golden Gate Avenue, and therefore does not apply to the Project. With respect to Section 146(c), the Project would replace an underutilized and largely vacant two-story commercial building with a 13-story residential over ground-floor retail structure. Although the Project would create new shadows on sidewalks and pedestrian areas adjacent to the site, the Project's shadows would not increase the total amount of shading above levels that are commonly accepted in urban areas. The Project's height is consistent with the zoned height for the property (120 feet) and could not be further shaped to reduce substantial shadow effects on public sidewalks without creating an unattractive design and without unduly restricting development potential. Therefore, the Project complies with Section 146.

- I. **Shadows on Public Open Spaces (Section 147).** Section 147 requires new buildings in the C-3 districts exceeding 50 feet in height to 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 under Section 295. The following factors shall be taken into account: (1) the amount of area shadowed; (2) the duration of the shadow; (3) the importance of sunlight to the type of open space being shadowed.

A shadow analysis determined that the Project would not cast any net new shadow on nearby public open spaces, including United Nations Plaza (which is not under the jurisdiction of the Recreation and Parks Department) and Boeddeker Park. Furthermore, no privately owned, publicly accessible open spaces exist within reach of the shadow cast by the Project. For these reasons, the Project complies with Section 147.

- J. **Off-Street Parking (Section 151.1).** Planning Code Section 151.1 does not require any off-street parking spaces be provided, but instead provides maximum parking amounts based on land use type. In the C-3 District, up to one car for each two Dwelling Units is permitted. Off-street accessory parking for all non-residential uses in the C-3-G zoning district is limited to 7% of the gross floor area for such uses.

The Project proposes 39 parking spaces for the 186 residential units, at a ratio of 1 space per 4.76 dwelling units. These spaces are to be generally arranged in stackers. Two ADA-accessible spaces are proposed. No commercial parking spaces are proposed. Therefore, the Project meets this requirement. In addition, the Project includes one car sharing space, pursuant to Section 166.

- K. **Bicycle Parking (155.1-155.2).** Sections 155.1- 155.2 establish bicycle parking requirements for new developments, depending on use. For projects with over 100 residential dwelling units, 100 Class 1 spaces are required, plus 1 additional space for every four units over 100. One Class 2 space is required for every 20 dwelling units. One Class 1 space is required for every 7,500 square feet of occupied floor area devoted to Restaurants, Limited Restaurants, and Bars. One Class 2 space is required for every 750 square feet of occupied retail area devoted to Restaurants, Limited Restaurants, and Bars, and in no case less than two Class 2 spaces. A Class 1 space is located in a secure, weather-protected facility and intended for long-term use by residents and employees. A Class 2 space is located in a publicly-accessible and visible location, and intended for use by visitors, guests, and patrons.

The Project requires a total of 123 Class 1 spaces: 122 residential and 1 retail. For Class 2 spaces, the Project requires 9 residential and 11 retail, totaling 20 Class 2 spaces. The Project complies with this requirement, providing 123 Class 1 and 20 Class 2 spaces. The Project complies with this Code Section 155.1-155.2.

- L. **Shower Facilities and Lockers (Section 155.4).** Section 155.4 requires shower facilities and lockers for new developments, depending on use. For retail sales and service uses, the requirement is initiated when occupied floor area exceeds 25,000 square feet.

The Project's occupied retail floor area is less than 25,000 square feet, so this Planning Code section does not apply.

- M. **Car Sharing (Section 166).** 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 residential or office use. One car share space is required for any project with between 50-200 residential units. For non-residential uses, one space is required if the project provides 25-49 off-street spaces for those uses. The car-share spaces must be made available to a certified car-share organization at the building site or within 800 feet of it.

For 186 dwelling units, the Project is required to have one car sharing space. The Project proposes no retail parking. The Project complies with this requirement, providing one car sharing space.

- N. **Unbundled Parking (Section 167).** Planning Code Section 167 requires that all off-street parking spaces accessory to residential uses in new structures of 10 dwelling units or more be leased or sold separately from the rental or purchase fees for dwelling units for the life of the dwelling units.

The Project is providing off-street parking that is accessory to the dwelling units. These spaces will be unbundled and sold and/or leased separately from the dwelling units; therefore, the Project meets this requirement.

- O. **Height (Section 260).** Section 260 requires that the height of buildings not exceed the limits specified in the Zoning Map and defines rules for the measurement of height. The project is located within the 120-X Height and Bulk District.

The Project would reach a height of approximately 120 feet to the roof of the building, with various features such as parapets, elevator/stair penthouses, mechanical structures, and a lattice/windscreen extending above the 120-foot height limit in accordance with the height exemptions allowed through Planning Code Section 260(b), except for the elevator overrun.

Elevator overruns are permitted to extend 20 feet above the height limit in the 120-X Height and Bulk district and within the C-3 Zoning District. Planning Code Section 260(b)(1)(B) allows the Zoning Administrator, after conducting a public hearing, to grant a height exemption for an elevator overrun for a building with a height limit of more than 65 feet, to the extent that the Zoning Administrator determines that this exemption is required to meet state or federal laws or regulations. The elevator code requires an overrun dimension that is calculated by the elevator manufacturer to meet the necessary area of refuge space on the car top, based on top car clearances for a given application.

Per information provided by the Project Sponsor, for this project, a 20 feet 6 inches minimum overhead is required based on a rated speed of 500 feet per minute; an additional 2 foot parapet is required. The Project requires a height exception from the Zoning Administrator to allow the height of an elevator overrun up to 22 feet 6 inches above the rooftop.

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

For this Project, a preliminary shadow fan did not indicate that the proposed building height (approximately 120 feet plus 20 feet of mechanical enclosures) would result in net new addition of

shadow on properties under the jurisdiction of the Recreation and Parks Department. Further, a shadow analysis was conducted by SWCA/ Turnstone Consulting (dated October 28, 2015) which included additional information on the Project, including height of the elevator penthouse. This analysis determined that the Project would not shade any properties under the jurisdiction of the Recreation and Parks Department.

- Q. **Transportation Sustainability Fee (TSF) (Section 411A).** Projects that result in more than twenty new dwelling units or new construction of a non-residential use exceeding 800 square feet are required to pay the TSF to help meet the demands imposed on the City's transportation system by new developments, funding transit capital maintenance, transit capital facilities and fleet, and pedestrian and bicycle infrastructure.

The Project Sponsor shall comply with this requirement and pay the fee.

- R. **Downtown Parks Fee (Section 412).** Section 412 requires all new office projects within the C-3 zoning districts to pay a fee for additional public park and recreation facilities in downtown.

The Project does not include any office use, therefore this requirement does not apply.

- S. **Jobs-Housing Linkage Fee (Section 413).** Section 413 requires new commercial projects to pay a fee to mitigate the increased burden caused by large-scale commercial development projects on low- and moderate-income housing in San Francisco. Projects proposing at least 25,000 square feet of new retail are subject to this requirement.

The Project includes approximately 9,657 square feet of retail use, thus the requirement does not apply.

- T. **Child Care Requirement in C-3 (Section 414).** Section 414 requires large-scale office and hotel developments over 25,000 gross square feet in size to pay a fee to fund construction of child care facilities in C-3 districts, or otherwise directly contribute to the construction of a facility.

The Project proposes residential and ground floor retail uses, thus this requirement is not applicable.

- U. **Child Care Requirement for Residential Projects (Section 414A).** Section 414A shall apply to any residential development project that results in at least one net new residential unit.

The Project includes up to 186 dwelling units, thus the Project Sponsor shall comply with this requirement and pay the fee.

- V. **Inclusionary Affordable Housing Program.** Planning Code Section 415 sets forth the requirements and procedures for the Inclusionary Affordable Housing Program. Under Planning Code Section 415.3, these requirements apply to projects that consist of 10 or more units. The applicable percentage is dependent on the number of units in the project,

the zoning of the property, and the date that the project submitted a complete Environmental Evaluation Application. A complete Environmental Evaluation Application was submitted on April 29, 2014; therefore, pursuant to Planning Code Section 415.3 the Inclusionary Affordable Housing Program requirement for the On-site Affordable Housing Alternative is to provide 13.5% of the proposed dwelling units as affordable.

The Project Sponsor has demonstrated that it is eligible for the On-Site Affordable Housing Alternative under Planning Code Section 415.5 and 415.6, and has submitted an 'Affidavit of Compliance with the Inclusionary Affordable Housing Program: Planning Code Section 415,' to satisfy the requirements of the Inclusionary Affordable Housing Program by providing the affordable housing on-site instead of through payment of the Affordable Housing Fee. In order for the Project Sponsor to be eligible for the On-Site Affordable Housing Alternative, the Project Sponsor must submit an 'Affidavit of Compliance with the Inclusionary Affordable Housing Program: Planning Code Section 415,' to the Planning Department stating that any affordable units designated as on-site units shall be sold as ownership units and will remain as ownership units for the life of the project or submit to the Department a contract demonstrating that the project's on- or off-site units are not subject to the Costa Hawkins Rental Housing Act, California Civil Code Section 1954.50 because, under Section 1954.52(b), the Project Sponsor has entered into an agreement with a public entity in consideration for a direct financial contribution or any other form of assistance specified in California Government Code Sections 65915 et seq. and submits an Affidavit of such to the Department. All such contracts entered into with the City and County of San Francisco must be reviewed and approved by the Mayor's Office Housing and Community Development and the City Attorney's Office. The Project Sponsor has indicated the intention to enter into an agreement with the City to qualify for a waiver from the Costa-Hawkins Rental Housing Act based upon the proposed density bonus and concessions provided by the City and approved herein. The Project Sponsor submitted such Affidavit on September 30, 2016. The applicable percentage is dependent on the total number of units in the project, the zoning of the property, and the date that the project submitted a complete Environmental Evaluation Application. A complete Environmental Evaluation Application was submitted on April 29, 2014; therefore, pursuant to Planning Code Section 415.3 the Inclusionary Affordable Housing Program requirement for the On-site Affordable Housing Alternative is to provide 13.5% of the total proposed dwelling units as affordable. Twenty-five (25) units (13 studios; 2 one-bedroom; 8 two-bedroom, and 2 three-bedroom or more) of the total 186 units provided will be affordable units. If the Project becomes ineligible to meet its Inclusionary Affordable Housing Program obligation through the On-site Affordable Housing Alternative, it must pay the Affordable Housing Fee with interest, if applicable.

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

The Project Sponsor shall comply with this Section by dedicating one percent of its construction cost to works of art.

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

- A. **Rear Yard (Section 134).** A rear yard equal to 25 percent of the total lot depth is required at the lowest story containing a dwelling unit, and at each succeeding level or story of the building. In C-3 districts, an exception can be allowed pursuant to Section 309 if the building location and configuration assure adequate light and air to windows within the residential units and to the usable open space provided.

The Project does not provide a rear yard that complies with this requirement, and the Project Sponsor is requesting an exception from Section 134. The Project's location and configuration allow adequate light and air to the Project's dwelling units and to its open space.

The majority of the Project's open space will be located on the building's roof. The Project's rooftop garden provides unobstructed access to light and air. Approximately 14 of the building's units will also have private terraces, along both Market Street and Golden Gate Avenue. A 25' by 60' second-floor interior courtyard also provides open space at a depth that ensures adequate light and air to units facing this courtyard.

Additionally, each of the Project's units will have adequate and direct access to light and air: 109 of the units will face directly onto either Market Street or Golden Gate Avenue; 20 units will look out onto the approximately 1,500 square foot second-floor courtyard; and 3 units will face both Golden Gate Avenue and onto the courtyard. Starting at the 6th floor—above the roof height of the San Christina Building—14 of the Project's dwelling units will look out over the San Christina Building onto Market Street, Taylor Street, and Golden Gate Avenue. The San Christina Building, located at 1000 Market Street directly to the east of the Property, is a 4-story building designated Category I (Significant, No Alterations) and has certified and transferred all of its available Transferable Development Rights pursuant to Section 128 of the Planning Code (Case Nos. 2007.0466J (Statement of Eligibility for 17,634 units of TDR) and 2014.0844N (Certificate of Transfer). It is also subject to a no-build easement above its current height for the benefit of the Project. The 4-story building at 1000 Market Street thus cannot be expanded beyond its existing mass, so units looking over this building will have adequate access to light and air for the lifetime of the Project. Therefore, it is appropriate to grant an exception to provision of a rear yard pursuant to Section 309.

- B. **Ground-Level Wind Currents (Section 148).** In the C-3 zoning districts, new buildings are required to be shaped, or other wind-baffling measures adopted, so that the building will not cause ground-level wind currents to exceed the comfort level of 11 m.p.h equivalent wind speed in areas of substantial pedestrian use or 7 m.p.h. equivalent wind speed in public seating areas, for more than 10% of the time year-round, between 7 am and 6 pm. If pre-existing wind speeds exceed the comfort level, or if the building would cause speeds to exceed the comfort level, the building should be designed to reduce wind speeds to the comfort level.

Exceptions can be granted pursuant to Section 309 allowing the building to add to the amount of time the comfort level is exceeded if (1) the building cannot be shaped and other

wind-baffling features cannot be adopted without creating an unattractive and ungainly building form, and without unduly restricting the development potential of the site; and (2) the addition is insubstantial, either due to the limited amount of exceedances, the limited location where the exceedances take place, or the short time when the exceedances occur.

Independent consultants RWDI analyzed (technical memorandum dated October 14, 2015) ground-level wind currents in the vicinity of the Project Site, and performed a wind tunnel analysis of three scenarios: existing, existing plus Project, and Project plus cumulative. The analysis included 38 ground level test locations along Market Street, Jones Street, and Golden Gate Avenue, including nine adjacent to the Property.

No existing exceedances of the 26 MPH wind hazard level were found, and the Project did not cause any exceedances above the hazard level. In the existing scenario, eleven (11) locations exceeded the comfort criterion, mostly along Market Street. In the existing plus Project scenario, 15 locations exceeded the comfort criterion, with most of these new exceedances occurring west of the Property along Market. The Project plus cumulative scenario also produced 15 exceedances. In total, the Project and the Project plus cumulative would increase ground level wind speed by 1 MPH on average across all test locations. The percent of time wind would exceed 11 MPH would increase from 8% to 12% for the Project scenario and 13% for the Project plus cumulative scenario.

An exception is justified under the circumstances here, because the changes in wind speed and frequency due to the Project are slight and unlikely to be noticeable, considered in a stand-alone context and cumulatively. Although there would be localized changes throughout the project vicinity, the overall ground level wind conditions would remain substantially the same with implementation of the proposed project.

It is unlikely the project could be designed in a manner that would affect wind conditions substantially enough to eliminate all existing exceedances. Many of these exceedances are located along the south side of Market Street, some distance from the Property, or along the 1066 Market project site to the west of the Property. RWDI's memorandum explains that the increases are due to prevailing winds channeling between buildings along Jones and Market Streets, similar to the existing scenario and presumably because the block along each side is fully built out at the street level. Therefore, it is appropriate to grant an exception to provision of ground level wind currents pursuant to Section 309.

- C. **Off-Street Freight Loading (Sections 152.1 and 161(f)).** Section 152.1 requires off-street freight loading spaces for uses that exceed certain thresholds. For projects with between 100,000 and 200,000 gsf of residential use, one off-street freight loading space is generally required. For retail use below 10,000 gsf, no off-street loading spaces are required. However, Section 161(f) recognizes that site constraints in C-3 Districts may make provision of required freight loading and service vehicle spaces impractical or undesirable, and permits a reduction in or waiver of the provision of freight loading and service vehicle spaces in accordance with Section 309, in consideration of the following criteria:

- (1) Provision of freight loading and service vehicle spaces cannot be accomplished underground because site constraints will not permit ramps, elevators, turntables and maneuvering areas with reasonable safety; and
- (2) Provision of the required number of freight loading and service vehicle spaces on-site would result in the use of an unreasonable percentage of ground-floor area, and thereby preclude more desirable use of the ground floor for retail, pedestrian circulation or open space uses; and
- (3) A jointly used underground facility with access to a number of separate buildings and meeting the collective needs for freight loading and service vehicles for all uses in the buildings involved, cannot be provided; and
- (4) Spaces for delivery functions can be provided at the adjacent curb without adverse effect on pedestrian circulation, transit operations or general traffic circulation, and off-street space permanently reserved for service vehicles is provided either on-site or in the immediate vicinity of the building.

The Project requires one off-street freight loading space for the residential use and none for the commercial use. Due to site constraints, the Project Sponsor seeks a waiver of the provision by proposing two service loading spaces in the underground basement and one on-street loading space.

The Project provides one basement level with a number of functions. It has over 140 bicycle spaces, 40 vehicle parking spaces (including 1 car share and 2 accessible spaces), several mechanical rooms, and an elevator. There is insufficient space in a single floor of the basement to fit a code-compliant freight loading space and these other functions. Due to the building's grade along Golden Gate Avenue, the slope of a freight ramp leading into the basement level would need to be relatively steep to not disrupt ground-floor uses, making sufficient vertical clearance impractical.

The Project's ground floor is primarily comprised of active uses, in the form of retail space and a residential lobby. Introducing a freight loading space would reduce the frontage dedicated to active uses and potentially affect the proposed uses along Market Street, one of San Francisco's most prominent and pedestrian-oriented streets.

The San Christina Building adjacent to the Property to the east is an existing historic building that cannot be voluntarily demolished or redeveloped, so a joint shared facility with it would not be possible. The adjacent site to the west, 1066 Market, is also proposed for a new ground-up residential project however the construction timing and operational challenges with a shared basement would be significant.

The Project proposes to provide two dedicated service loading spaces in the underground basement area. In addition the Project proposes a 10' by 25' loading zone along Golden Gate Avenue at the northwestern edge of the Property, per approval by the SFMTA. This on-street loading would not have an adverse effect on pedestrian circulation, transit operations, or general traffic circulation. This on-street loading zone would replace between 1-2 existing off-street parking spaces, thus removing the loading function from the through lane and not disrupting existing traffic flow along Golden Gate Avenue. Users of this loading zone will also have direct access into the ground-

floor retail space, back of house retail area, and residential/retail trash area. A transportation study confirmed that the Project's traffic volumes and patterns would not have a significant impact on the environment, or are appropriately mitigated to the extent feasible.

Therefore, it is appropriate to grant an exception to provision of the off-street freight loading pursuant to Section 309.

- D. Curb Cut on Golden Gate Avenue (Section 155(r)(4)).** In the C-3 districts, curb cuts accessing off-street parking or loading are not permitted along official City bicycle routes or bicycle lanes if an alternative frontage is available. Where an alternative frontage is not available, curb cuts are allowed if the final design of the parking access minimizes negative impacts to transit movement and to the safety of pedestrians and bicyclists to the fullest extent possible.

The Property fronts on Market Street and Golden Gate Avenue. New curb cuts are not permitted along Market Street, therefore Golden Gate Avenue is the only option for access to the Project's basement garage. No off-street parking is proposed for retail shoppers. The majority of the Project's residents will not have access to cars, and based on the Property's vicinity to downtown San Francisco and abundant public transit options, the number of daily vehicle trips is expected to be relatively limited.

Along Golden Gate Avenue, the Transportation Element of the General Plan identifies this street as a location for "Long-Term Bicycle Improvement Projects" and recently an official City "cycletrack" bicycle lane was installed.

The Project's curb cut is proposed at 12-feet-wide, a width considered to minimize negative impacts to people walking and biking. Proposed streetscape improvements at this Project site and the adjacent 1066 Market Street project include sidewalk widening on Golden Gate Avenue in front of respective site frontages, which will remove the existing on-street parking lane, and a proposed on-street loading zone for the 1028 Market Street project. This scenario improves safety for bicyclists by reducing the number of vehicles crossing the cycletrack, while greatly increasing the visibility for vehicles and bicyclists at the area of the curb cut and garage access. In addition, the proposed Project's curb cut is one of only two curb cuts on the block face, which minimizes the frequency of curb cuts to reduce negative impacts to both bicycle and pedestrian safety. Further, the overall streetscape design that includes a 12-foot-wide curb cut, with further design details to be approved with input from SFMTA and SF Public Works, is designed to minimize negative impact to people walking, people on bicycles and transit movement.

The Project meets the relevant criteria for an exception to this restriction. Therefore, it is appropriate to grant an exception pursuant to Section 309.

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

GENERAL PLAN: HOUSING ELEMENT

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 1.8

Promote mixed use development, and include housing, particularly permanently affordable housing, in new commercial, institutional, or other single use development projects.

The Project supports these policies. It would add a significant amount of new housing units, ranging from studios to three bedroom units, within an existing urban environment where housing demand is high. The Property is an ideal site for new housing because of its centralized and transit-rich location. The Project proposes 186 dwelling units, and proposes 13.5% of the units as on-site affordable units, compliant with Section 415 of the Planning Code. In addition, approximately 9,657 square feet of retail and restaurant uses, are proposed – three fronting Market Street and one fronting Golden Gate Avenue – to activate both frontages and provide services for residents and visitors.

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.

The mixed use residential and ground floor retail Project is on a site located within a ¼-mile from both the Civic Center and Powell Street BART and MUNI underground stations, and within walking distance of the Financial District, SoMa, and Hayes Valley neighborhoods. The site is additionally well-served by MUNI bus lines, as well as numerous bicycle lanes along Market Street, McAllister Street, and 7th and 8th Streets.

OBJECTIVE 5

ENSURE THAT ALL RESIDENTS HAVE EQUAL ACCESS TO AVAILABLE UNITS.

Policy 5.4

Provide a range of unit types for all segments of need, and work to move residents between unit types as their needs change.

The Project supports this policy, providing a range of different unit types: 96 studios and junior one-bedrooms (52%); 21 one-bedrooms (12%); 57 two-bedrooms (30%); and 12 three-bedrooms (6%). Consistent with the Inclusionary Housing Program (Planning Code Section 415) the Project will provide the required number of affordable on-site units, approximately 25 affordable units (13.5% of total units), at 55% AMI. These units will have a similar dwelling unit mix as the overall project, providing a range of affordable unit types.

OBJECTIVE 7

SECURE FUNDING AND RESOURCES FOR PERMANENTLY AFFORDABLE HOUSING, INCLUDING INNOVATIVE PROGRAMS THAT ARE NOT SOLELY RELIANT ON TRADITIONAL MECHANISMS OR CAPITAL.

The Project supports this objective, providing permanently affordable on-site rental units at 55% of the Area Median Income levels for the lift of the project, equal to 13.5% of the total units, as required through Section 415 of the Planning Code. By leveraging a market rate project to produce affordable units, the Project is not solely reliant on traditional mechanisms for public or privately-funded 100% affordable housing projects, and represents a mixed-income approach to adding affordable units.

GENERAL PLAN: DOWNTOWN AREA PLAN

OBJECTIVE 7

EXPAND THE SUPPLY OF HOUSING IN AND ADJACENT TO DOWNTOWN.

Policy 7.2

Facilitate conversion of underused industrial and commercial areas to residential use.

The Property is an appropriate location for a dense mixed-use development highlighted by ground-floor retail options over dense residential use. Vacant from 2008 until 2014, it is an underutilized commercial site. The Project Sponsor has operated a “super pop-up” food hall on the Property’s ground floor in the interim while the Project seeks entitlements through the City. The Project proposes 186 dwelling units with a variety of unit types. The Property is within walking distance of the employment and retail services located in the Downtown core.

GENERAL PLAN: COMMERCE AND INDUSTRY

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.

The Project is consistent with these policies. It would add approximately 9,657 square feet of retail and restaurant uses demised into four retail spaces between 1,116 and 2,984 square feet in size, with three fronting Market Street and one fronting Golden Gate Avenue. These spaces will serve building occupants and the surrounding neighborhood. It would result in an increase in retail activity in the immediate neighborhood. Retail is permitted and encouraged along the ground floor of buildings in Downtown San Francisco, in particular along Market Street. The Project would also contribute impact fees toward the improvement of San Francisco's transportation network.

GENERAL PLAN: TRANSPORTATION

OBJECTIVE 2

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

Policy 2.1

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

The area is served by a variety of transit options. The Project Site is less than ¼-mile from the Civic Center and Powell Street BART and MUNI stations, and has direct access to abundant local and regional bus service. The area is also characterized by a rich pedestrian environment on Market Street and in downtown San Francisco. The Project adds a residential building with 186 units above ground floor retail and would provide a total of 40 off-street parking spaces for its residential uses including one car share space, and no off-street parking for its retail use, encouraging the majority of its residents and retail visitors to use public transit, bike, or walk. The Project will also pay impact fees meant to fund contemplated infrastructure improvements.

OBJECTIVE 28

PROVIDE SECURE AND CONVENIENT PARKING FACILITIES FOR BICYCLES.

Policy 28.1:

Provide secure bicycle parking in new governmental, commercial, and residential developments.

Policy 28.3:

Provide parking facilities which are safe, secure, and convenient.

The Project includes 123 Class 1 bicycle parking spaces in secure, convenient locations at the residential lobby area and the basement, which meets the requirements specified in the Planning Code.

OBJECTIVE 34

RELATE THE AMOUNT OF PARKING IN RESIDENTIAL AREAS AND NEIGHBORHOOD COMMERCIAL DISTRICTS TO THE CAPACITY OF THE CITY'S STREET SYSTEM AND LAND USE PATTERNS.

Policy 34.1:

Regulate off-street parking in new housing so as to guarantee needed spaces without requiring excesses and to encourage low auto ownership in neighborhoods that are well served by transit and are convenient to neighborhood shopping.

Policy 34.3:

Permit minimal or reduced off-street parking supply for new buildings in residential and commercial areas adjacent to transit centers and along transit preferential streets.

Policy 34.5:

Minimize the construction of new curb cuts in areas where on-street parking is in short supply and locate them in a manner such that they retain or minimally diminish the number of existing on-street parking spaces.

The Project provides 39 off-street parking spaces for residential, which is below the maximum permitted amount of off-street parking. The parking spaces, as well as two service vehicle loading spaces, are accessed by one ingress/egress point measuring 12-ft wide. Parking complies with maximums prescribed by the Planning Code.

GENERAL PLAN: URBAN FORM

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 3.6

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

The Project site is located within the Market Street Theater and Loft National Register Historic District. The Project is a contemporary addition, with elements characteristic of the District. The proposed new building would be consistent with the existing streetscape in terms of setback, footprint shape, and footprint size. Full lot development with no setbacks at grade is characteristic of the District and surrounding context. The Project Sponsor will seek LEED Silver equivalent or higher.

The Project balances a response to its historic context and visions for Mid-Market redevelopment. It is sited between an existing four level historic masonry building and a proposed 13-story residential over ground floor retail mixed use building designed in a contemporary architectural language.

The proportions of the proposed street frontage would be similar to that of the existing building, which is proportional to that of neighbors, and is designed to preserve the articulation and rhythm perceived by pedestrians moving along Market Street. The Project proposes an 11-story streetwall on Market Street, setback approximately six feet for the levels above and the roof deck.

OBJECTIVE 15

CREATE A BUILDING FORM THAT IS VISUALLY INTERESTING AND HARMONIZES WITH SURROUNDING BUILDINGS.

Policy 15.1

Ensure that new facades relate harmoniously with nearby facade patterns.

Policy 15.2

Assure that new buildings contribute to the visual unity of the city.

The Project site is located within the Market Street Theater and Loft National Register Historic District. The primary façade design is consistent with the surrounding buildings, in that it is organized with a well-defined street level “base” and upper level “shaft” components. The proportions of the proposed street frontage would be similar to that of the existing building on the site, which is proportional to that of neighbors. A flat roof generally terminates the building.

In the proposed building, fenestration and cladding will introduce elements consistent with the District as well as contemporary elements to distinguish the Project of its time. The primary exterior cladding at the residential levels is brick masonry, consistent with the District, balanced with contemporary zinc metal panels and glazed curtain walls. At the street level, each module is defined by gracious, retail storefront systems - consisting of large display windows and glazed doors with a transom level - which are demarcated by masonry-clad columns. At upper levels, the contemporary aluminum-frame windows are fairly balanced on the portions clad with brick veneer; on the other portions the surfaces are mostly glazed, framed with the zinc metal panels.

9. **Section 101 Priority Policy Findings.** Section 101.1(b)(1-8) establishes eight priority planning policies and requires review of permits for consistency with said policies. On balance, the Project does comply 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 enhanced.

The Property had been vacant from 2008 until 2014, and since that time the Project Sponsor has operated a community-serving temporary pop-up food hall while the Project’s approvals were sought. The Project will feature a number of ground-floor retail spaces of varying sizes, providing future opportunities for resident employment in and ownership of these retail spaces. The influx of new residents and visitors to the area as a result of the Project will strengthen the customer base of existing retail uses in the area and contribute to the demand for new retail uses.

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

No housing would be removed by the Project. The Property will increase existing housing in the neighborhood, adding both market rate and affordable units, contributing to the diversity of the neighborhood. A mixed use residential and ground floor retail building is consistent with the surrounding context.

- c) The City's supply of affordable housing be preserved and enhanced.

The Project will provide on-site affordable units, in conformance with the Mayor's Priority Policies on Housing and in compliance with Inclusionary Housing requirements in Section 415 of the Planning Code.

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

The Project Site, located downtown, is extremely well served by public transit. The Property is located on Market Street, a major transit corridor that provides access to various Muni and BART lines, and is only a short distance from the downtown core, which can be easily reached by public transit, bicycle, or by walking.

- 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 does not propose office use and will not displace any existing permanent industrial or service sector uses. In addition, the Project's employees and patrons could increase the demand for, and patronage of, existing and new retail uses in the immediate Project vicinity and throughout the neighborhood.

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

The Project will conform to the structural and seismic requirements of the San Francisco Building Code, meeting this policy.

- g) That landmarks and historic buildings be preserved.

The existing building at the Property was rated a Category V (Unrated) building for purposes of Article 11 in the Downtown Plan. The property was found by survey to contribute to the Market Street Theatre and Loft National Register Historic District. In certifying the Project's Environmental Impact Report (EIR), the Planning Commission adopted a Statement of Overriding Considerations, Motion No. #####, finding that the impacts of demolition of the historic architectural resource and construction of incompatible replacement structure are outweighed by the benefits of the Project.

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

A shadow analysis prepared by SWCA/Turnstone Consulting (dated October 28, 2015) determined that the Project would not cast any net new shadow on nearby public open spaces, including United Nations Plaza (which is not under the jurisdiction of the Recreation and Parks Department) and Boeddeker Park. Furthermore, no privately owned, publicly accessible open spaces exist within reach of the shadow cast by the Project.

10. The Project is consistent with and would promote the general and specific purposes of the Code provided under Section 101.1(b) in that, as designed, the Project would contribute to the character and stability of the Downtown neighborhood and would constitute a beneficial development.
11. The Commission hereby finds that approval of the Downtown Project Authorization and Request for Exceptions 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 Downtown Project Authorization Application No. 2014.0241E/X/CUA/VAR** subject to the following conditions attached hereto as "EXHIBIT A" in general conformance with plans on file, dated January 6, 2017, and stamped "EXHIBIT B", which is incorporated herein by reference as though fully set forth.

The Planning Commission has reviewed and considered the FEIR and the record as a whole and hereby adopts the CEQA findings contained in Planning Commission Motion No. XXXXX, incorporated herein as part of this motion, by this reference thereto, and the IMMRP attached to Motion No. XXXXX as Exhibit B and incorporated herein as part of this Motion by this reference thereto. All required mitigation measures identified in the FEIR and contained in the MMRP are included as conditions of approval.

APPEAL AND EFFECTIVE DATE OF MOTION: Any aggrieved person may appeal this Downtown Project Authorization to the Board of Appeals within fifteen (15) days after the date of this Motion No. XXXXX. The effective date of this Motion shall be the date of this Motion if not appealed (After the 15-day period has expired) OR the date of the decision of the Board of Appeals if appealed to the Board of Appeals. For further information, please contact the Board of Appeals in person at 1650 Mission Street, Room 304, San Francisco, CA 94103, or call (415) 575-6880.

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 constitutes the 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 January 26, 2017.

Jonas P. Ionin

Commission Secretary

AYES:

NAYS:

Draft Motion
Hearing Date: January 26, 2017

CASE NO. 2014.0241E/X/CUA/VAR
1028 Market Street

ABSENT:

ADOPTED:

EXHIBIT A

AUTHORIZATION

This authorization is for a **Downtown Project Authorization** relating to a project that would allow demolition of a two-story commercial building and construction of a new 13-story, approximately 120-foot-tall mixed-use building proposing 186 dwelling units and 9,657 square feet of ground floor retail and restaurant uses on a through lot with frontage on Market Street and Golden Gate Avenue between Taylor and Jones Streets (Assessor's Block 0350, Lot 002) and exceptions pursuant to **Planning Code Sections 309, 134, 152.1, 155(r), and 161** within the C-3-G Zoning District and the 120-X Height and Bulk Districts, and Downtown Plan Area, in general conformance with plans dated **January 6, 2017** and stamped "Exhibit B" included in the docket for Case No. 2014.0241E/X/CUA/VAR and subject to conditions of approval reviewed and approved by the Planning Commission on **January 26, 2017** under Motion No. XXXXX. This authorization and the conditions contained herein run with the property and not with a particular Project Sponsor, business, or operator.

RECORDATION OF CONDITIONS OF APPROVAL

Prior to the issuance of the building permit or commencement of use for the Project the Zoning Administrator shall approve and order the recordation of a Notice in the Official Records of the Recorder of the City and County of San Francisco for the subject property. This Notice shall state that the project is subject to the conditions of approval contained herein and reviewed and approved by the Planning Commission on **January 26, 2017**, under Motion No. XXXXX.

PRINTING OF CONDITIONS OF APPROVAL ON PLANS

The conditions of approval under the "Exhibit A" of this Planning Commission Motion No. XXXXX shall be reproduced on the Index Sheet of construction plans submitted with the Site or Building permit application for the Project. The Index Sheet of the construction plans shall reference to the Downtown Project 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 Downtown 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 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.sfplanning.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.sfplanning.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.sfplanning.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 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.sfplanning.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.sfplanning.org

6. **Additional Project Authorizations.** The Project Sponsor must obtain an Conditional Use Authorization under Sections 124(f) and 303 for exclusion of on-site affordable units from the project's floor-area ratio calculation; a Variance from Section 136 for projections over the right of way (public art) that do not meet the dimensional requirements for decorative features; a

Variance from Section 140 for 34 units that do not meet the Planning Code requirements for exposure; and an Exception from Section 260(b) for height of an elevator overrun (penthouse). The Project Sponsor must satisfy all the conditions thereof for each additional project authorization. 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. **Mitigation Measures.** Improvement and Mitigation measures described in the IMMRP are attached as Exhibit C to this Motion, are necessary to avoid potential significant effects of the proposed project and have been agreed to by the project sponsor.

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

8. **Transferable Development Rights.** Pursuant to Sections 123, 124, and 128, the Project Sponsor shall purchase the required units of Transferable Development Rights (TDR) and secure a Notice of Use of TDR prior to the issuance of an architectural addendum for all development which exceeds the base FAR of 6.0 to 1, up to a maximum FAR of 9.0 to 1. The net addition of gross floor area subject to the requirement shall be determined based on drawings submitted with the Building Permit Application.

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

ENTERTAINMENT COMMISSION- RECOMMENDED NOISE ATTENUATION CONDITIONS FOR CHAPTER 116 RESIDENTIAL PROJECTS

Chapter 116 of the Administrative Code Residential Projects. The Project Sponsor shall comply with the "Recommended Noise Attenuation Conditions for Chapter 116 Residential Projects," which were recommended by the Entertainment Commission on August 25, 2015. These conditions state:

- **Community Outreach:** Project Sponsor shall include in its community outreach process any businesses located within 300 feet of the proposed project that operate between the hours of 9PM-5AM. Notice shall be made in person, written or electronic form.
- **Sound Study:** Project sponsor shall conduct an acoustical sound study, which shall include sound readings taken when performances are taking place at the proximate Places of Entertainment, as well as when patrons arrive and leave these locations at closing time. Readings should be taken at locations that most accurately capture sound from the Place of Entertainment to best of their ability. Any recommendation(s) in the sound study regarding window glaze ratings and soundproofing materials including but not limited to walls, doors, roofing, etc. shall be given highest consideration by the project sponsor when designing and building the project.
- **Design Considerations:**
 - (1) During design phase, project sponsor shall consider the entrance and egress location and paths of travel at the Place(s) of Entertainment in designing the location of (a) any entrance/egress for the residential building and (b) any parking garage in the building.

- (2) In designing doors, windows, and other openings for the residential building, project sponsor should consider the POE's operations and noise during all hours of the day and night.
- Construction Impacts: Project sponsor shall communicate with adjacent or nearby Place(s) of Entertainment as to the construction schedule, daytime and nighttime, and consider how this schedule and any storage of construction materials may impact the POE operations.
 - Communication: Project Sponsor shall make a cell phone number available to Place(s) of Entertainment management during all phases of development through construction. In addition, a line of communication should be created to ongoing building management throughout the occupation phase and beyond.

DESIGN — COMPLIANCE AT PLAN STAGE

9. **Final Materials.** The Project sponsor shall continue to work with Preservation Staff of the 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 Preservation Staff of the Planning Department prior to issuance.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sfplanning.org
10. **Streetscape Plan 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.sfplanning.org
11. **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.sfplanning.org
12. **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.sfplanning.org

13. **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.sfplanning.org

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

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

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

- a. On-site, in a basement area accessed via a garage or other access point without use of separate doors on a ground floor façade facing a public right-of-way;
- b. On-site, in a driveway, underground;
- c. On-site, above ground, screened from view, other than a ground floor façade facing a public right-of-way;
- d. Public right-of-way, underground, under sidewalks with a minimum width of 12 feet, avoiding effects on streetscape elements, such as street trees; and based on Better Streets Plan guidelines;
- e. Public right-of-way, underground; and based on Better Streets Plan guidelines;
- f. Public right-of-way, above ground, screened from view; and based on Better Streets Plan guidelines;
- g. On-site, in a ground floor façade (the least desirable location).
- h. Unless otherwise specified by the Planning Department, Department of Public Work's Bureau of Street Use and Mapping (DPW BSM) should use this preference schedule for all new transformer vault installation requests.

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

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

PARKING AND TRAFFIC

17. **Parking Maximum.** Pursuant to Planning Code Section 151.1, the Project shall provide no more than thirty-nine (39) off-street parking spaces for residential use and no off-street parking for non-residential use.

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

18. **Car-Share Parking Spaces.** Pursuant to Planning Code Section 166, a minimum of (1) car-share parking space shall be made available, at no cost, to a certified car share organization for the purposes of providing car share services for its service subscribers.

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

19. **Bicycle Parking.** Pursuant to Planning Code Sections 155.1, the Project shall provide no fewer than **123 Class 1** bicycle parking spaces, by use: 1 space (retail), 122 spaces (residential), and **20 Class 2** bicycle parking spaces, by use: 11 spaces (retail), 9 spaces (residential) bicycle parking spaces.

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

20. **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.sfplanning.org

PROVISIONS

21. **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

22. **Childcare Requirements for Residential Projects.** Pursuant to Section 414A, the Project Sponsor shall pay the in-lieu fee as required.

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

23. **First Source Hiring.** The Project shall adhere to the requirements of the First Source Hiring Construction and End-Use Employment Program approved by the First Source Hiring Administrator, pursuant to Section 83.4(m) of the Administrative Code.
For information about compliance, contact the First Source Hiring Manager at 415-581-2335, www.onestopSF.org
24. **Anti-Discriminatory Housing.** The Project shall adhere to the requirements of the Anti-Discriminatory Housing policy, pursuant to Administrative Code Section 1.61.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org
25. **Public Art Requirement.** Pursuant to Planning Code Section 429, the Project shall include work(s) of art valued at an amount equal to one percent of the hard construction costs for the Project as determined by the Director of the Department of Building Inspection. The Project Sponsor shall provide to the Director necessary information to make the determination of construction cost hereunder.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org
26. **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
27. **Art – Conceptual Development.** Pursuant to Planning Code Section 429, the Project Sponsor and the Project artist shall consult with the Planning Department during design development regarding the height, size, and final type of the art. The final art concept shall be submitted for review for consistency with this Motion by, and shall be satisfactory to, the Director of the Planning Department in consultation with the Commission. The Project Sponsor and the Director shall report to the Commission on the progress of the development and design of the art concept prior to the submittal of the first building or site permit application.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org
28. **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

INCLUSIONARY HOUSING

Affordable Units. The following Inclusionary Affordable Housing Requirements are those in effect at the time of Planning Commission action. In the event that the requirements change, the Project Sponsor shall comply with the requirements in place at the time of issuance of first construction document.

29. **Number of Required Units.** Pursuant to Planning Code Section 415.3, the Project is required to provide 13.5% of the proposed dwelling units as affordable to qualifying households. The Project contains 186 units; therefore, 25 affordable units are currently required. The Project Sponsor will fulfill this requirement by providing the 25 affordable units on-site. If the number of market-rate units change, the number of required affordable units shall be modified accordingly with written approval from Planning Department staff in consultation with the Mayor's Office of Housing and Community Development ("MOHCD").

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

30. **Unit Mix.** The Project contains 96 studios, 21 one-bedroom, 57 two-bedroom, and 12 three-bedroom units; therefore, the required affordable unit mix is 13 studios, 2 one-bedroom, 8 two-bedroom, and 2 three-bedroom units. If the market-rate unit mix changes, the affordable unit mix will be modified accordingly with written approval from Planning Department staff in consultation with MOHCD.

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

31. **Unit Location.** The affordable units shall be designated on a reduced set of plans recorded as a Notice of Special Restrictions on the property prior to the issuance of the first construction permit.

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

32. **Phasing.** If any building permit is issued for partial phasing of the Project, the Project Sponsor shall have designated not less than thirteen and one-half percent (13.5%), or the applicable percentage as discussed above, of the each phase's total number of dwelling units as on-site affordable units.

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

33. **Duration.** Under Planning Code Section 415.8, all units constructed pursuant to Section 415.6, must remain affordable to qualifying households for the life of the project.

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

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

<http://sf-planning.org/Modules/ShowDocument.aspx?documentid=4451>. As provided in the Inclusionary Affordable Housing Program, the applicable Procedures Manual is the manual in effect at the time the subject units are made available for sale.

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

- a. The affordable unit(s) shall be designated on the building plans prior to the issuance of the first construction permit by the Department of Building Inspection ("DBI"). The affordable unit(s) shall (1) reflect the unit size mix in number of bedrooms of the market rate units, (2) be constructed, completed, ready for occupancy and marketed no later than the market rate units, and (3) be evenly distributed throughout the building; and (4) be of comparable overall quality, construction and exterior appearance as the market rate units in the principal project. The interior features in affordable units should be generally the same as those of the market units in the principal project, but need not be the same make, model or type of such item as long they are of good and new quality and are consistent with then-current standards for new housing. Other specific standards for on-site units are outlined in the Procedures Manual.
- b. If the units in the building are offered for rent, the affordable unit(s) shall be rented to low-income households, as defined in the Planning Code and Procedures Manual. The initial and subsequent rent level of such units shall be calculated according to the Procedures Manual. Limitations on (i) occupancy; (ii) lease changes; (iii) subleasing, and; are set forth in the Inclusionary Affordable Housing Program and the Procedures Manual.
- c. The Project Sponsor is responsible for following the marketing, reporting, and monitoring requirements and procedures as set forth in the Procedures Manual. MOHCD shall be responsible for overseeing and monitoring the marketing of affordable units. The Project Sponsor must contact MOHCD at least six months prior to the beginning of marketing for any unit in the building.

- d. Required parking spaces shall be made available to initial buyers or renters of affordable units according to the Procedures Manual.
- e. Prior to the issuance of the first construction permit by DBI for the Project, the Project Sponsor shall record a Notice of Special Restriction on the property that contains these conditions of approval and a reduced set of plans that identify the affordable units satisfying the requirements of this approval. The Project Sponsor shall promptly provide a copy of the recorded Notice of Special Restriction to the Department and to MOHCD or its successor.
- f. The Project Sponsor has demonstrated that it is eligible for the On-site Affordable Housing Alternative under Planning Code Section 415.6 instead of payment of the Affordable Housing Fee, and has submitted the *Affidavit of Compliance with the Inclusionary Affordable Housing Program: Planning Code Section 415* to the Planning Department stating the intention to enter into an agreement with the City to qualify for a waiver from the Costa-Hawkins Rental Housing Act based upon the proposed density bonus and concessions (as defined in California Government Code Section 65915 et seq.) provided herein. The Project Sponsor has executed the Costa Hawkins agreement and will record a Memorandum of Agreement prior to issuance of the first construction document or must revert payment of the Affordable Housing Fee.
- g. If the Project Sponsor fails to comply with the Inclusionary Affordable Housing Program requirement, the Director of DBI shall deny any and all site or building permits or certificates of occupancy for the development project until the Planning Department notifies the Director of compliance. A Project Sponsor's failure to comply with the requirements of Planning Code Section 415 et seq. shall constitute cause for the City to record a lien against the development project and to pursue any and all available remedies at law.
- h. If the Project becomes ineligible at any time for the On-site Affordable Housing Alternative, the Project Sponsor or its successor shall pay the Affordable Housing Fee prior to issuance of the first construction permit. If the Project becomes ineligible after issuance of its first construction permit, the Project Sponsor shall notify the Department and MOHCD and pay interest on the Affordable Housing Fee and penalties, if applicable.

OPERATIONS

- 35. **Garbage, Recycling, and Composting Receptacles.** Garbage, recycling, and compost containers shall be kept within the premises and hidden from public view, and placed outside only when being serviced by the disposal company. Trash shall be contained and disposed of pursuant to garbage and recycling receptacles guidelines set forth by the Department of Public Works. *For information about compliance, contact Bureau of Street Use and Mapping, Department of Public Works at 415-554-.5810, <http://sfdpw.org>*
- 36. **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>

37. **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.sfplanning.org

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

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

MONITORING

1. **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 resolve 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.sfplanning.org.

2. **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.sfplanning.org

**MITIGATION MONITORING AND REPORTING PROGRAM FOR
1028 Market Street Project
(Includes Text for Adopted Mitigation Measures and Improvement Measures)**

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
MITIGATION MEASURE				
<i>Cultural Resources Mitigation Measures</i>				
<p>Mitigation Measure M-CR-1a: Documentation</p> <p>Prior to the issuance of demolition or site permits, the project sponsor shall undertake Historic American Building Survey (HABS) documentation of the subject property, structures, objects, materials, and landscaping. The documentation shall be undertaken by a qualified professional who meets the standards for history, architectural history, or architecture (as appropriate), as set forth by the Secretary of the Interior’s Professional Qualification Standards (36 CFR, Part 61). The documentation shall consist of the following:</p> <ul style="list-style-type: none"> • <i>Measured Drawings:</i> A set of measured drawings that depict the existing size, scale, and dimension of the subject property. The Planning Department Preservation staff will accept the original architectural drawings or an as-built set of architectural drawings (plan, section, elevation, etc.). The Planning Department Preservation staff will assist the consultant in determining the appropriate level of measured drawings; • <i>HABS-Level Photography:</i> Digital photographs of the interior and the exterior of subject property. Large format negatives are not required. The scope of the digital photographs shall be reviewed by Planning Department Preservation staff for concurrence, and all digital photography shall be conducted according to the latest National Park Service Standards. The photography shall be undertaken by a qualified professional with demonstrated experience in HABS photography; and • <i>HABS Historical Report:</i> A written historical narrative and report, per HABS Historical Report Guidelines. <p>The professional shall prepare the documentation and submit it for review and approval by the Planning Department’s Preservation Specialist prior to the issuance of demolition permits. The documentation shall be disseminated to the Planning Department, San Francisco Main Library History Room, Northwest Information Center-California Historical Resource Information System, and San Francisco Architectural Heritage.</p>	<p>Project sponsor to retain qualified professional consultant.</p> <p>Consultant to prepare documentation.</p> <p>Planning Department shall review, request revisions if appropriate, and ultimately approve documentation.</p>	<p>Prior to any action to demolish or remove the 1028 Market Street building consultant to submit documentation package per HABS / HAER / HALS Guidelines for review by Planning Department.</p> <p>Prior to construction, transmit documentation to the History Center in SF Library and NWIC.</p>	<p>Consultant to submit draft and final documentation prepared pursuant to HABS/HAER/HALS Guidelines to Planning Department for review and approval.</p> <p>Following approval of documentation, consultant to transmit documentation to the SF History Center in SF Library, Planning Department, and NWIC.</p>	
<p>Mitigation Measure M-CR-1b: Interpretation</p> <p>The project sponsor shall provide a permanent display of interpretive materials</p>	Project sponsor and	Prior to any demolition	Consultant to submit	

**MITIGATION MONITORING AND REPORTING PROGRAM FOR
 1028 Market Street Project
 (Includes Text for Adopted Mitigation Measures and Improvement Measures)**

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
<p>concerning the history and architectural features of the original 1028 Market Street building and its relationship with the Market Street Theatre and Loft National Register Historic District. Interpretation of the site’s history and relationship with the District shall be supervised by an architectural historian or historian who meets the Secretary of the Interior’s Professional Qualification Standards. The interpretative materials (which may include, but are not limited to, a display of photographs, news articles, memorabilia, and/or video) shall be placed in a prominent setting on the project site visible to pedestrians, such as a lobby or Market Street frontage.</p> <p>A proposal describing the general parameters of the interpretive program shall be approved by the San Francisco Planning Department Preservation staff prior to issuance of a Site Permit. The content, media and other characteristics of such interpretive display shall be approved by the San Francisco Planning Department Preservation staff prior to issuance of a Temporary Certificate of Occupancy.</p>	<p>their architectural historian to select materials from 1028 Market Street building to display.</p> <p>Project sponsor to establish location(s), media, and characteristics of the display.</p> <p>Project sponsor and their architectural historian to prepare display.</p>	<p>or removal activities, selection of interpretative materials to occur.</p>	<p>interpretive materials to Planning Department for approval.</p> <p>Project sponsor to report to Planning Department when display is completed.</p>	
<p>Mitigation Measure M-CR-2: Archaeological Testing Program</p> <p>Based on a reasonable presumption that archeological resources may be present within the project site, the following measures shall be undertaken to avoid any potentially significant adverse effect from the proposed project on buried or submerged historical resources. The project sponsor shall retain the services of an archaeological consultant from the rotational Department Qualified Archaeological Consultants List (QACL) maintained by the Planning Department archaeologist. The project sponsor shall contact the Department archeologist to obtain the names and contact information for the next three archeological consultants on the QACL. The archeological consultant shall undertake an archeological testing program as specified herein. In addition, the consultant shall be available to conduct an archeological monitoring and/or data recovery program if required pursuant to this measure. The archeological consultant’s work shall be conducted in accordance with this measure at the direction of the Environmental Review Officer (ERO). All plans and reports prepared by the consultant as specified herein shall be submitted first and directly to the ERO for review and comment, and shall be considered draft reports subject to revision until final approval by the ERO. Archeological monitoring and/or data recovery programs required by this measure could suspend construction of the project for up to a maximum of four weeks. At the direction of the ERO, the suspension of construction can be extended beyond four weeks only if such a suspension is the only</p>	<p>Project sponsor to retain qualified professional archaeologist from the pool of archaeological consultants maintained by the Planning Department.</p>	<p>Prior to commencement of demolition and soil-disturbing activities, submittal of all plans and reports for approval by the ERO. Considered complete when project sponsor retains a qualified professional archaeological consultant.</p>	<p>The archaeological consultant shall undertake an archaeological testing program as specified herein. (See below regarding archaeological consultant’s reports).</p>	

**MITIGATION MONITORING AND REPORTING PROGRAM FOR
 1028 Market Street Project
 (Includes Text for Adopted Mitigation Measures and Improvement Measures)**

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
<p>feasible means to reduce to a less than significant level potential effects on a significant archeological resource as defined in CEQA Guidelines Sect. 15064.5 (a) and (c).</p> <p><i>Consultation with Descendant Communities.</i> On discovery of an archeological site¹ associated with descendant Native Americans, the Overseas Chinese, or other potentially interested descendant group an appropriate representative² of the descendant group and the ERO shall be contacted. The representative of the descendant group shall be given the opportunity to monitor archeological field investigations of the site and to offer recommendations to the ERO regarding appropriate archeological treatment of the site, of recovered data from the site, and, if applicable, any interpretative treatment of the associated archeological site. A copy of the Final Archaeological Resources Report shall be provided to the representative of the descendant group.</p> <p><i>Archeological Testing Program.</i> The archeological consultant shall prepare and submit to the ERO for review and approval an archeological testing plan (ATP). The archeological testing program shall be conducted in accordance with the approved ATP. The ATP shall identify the property types of the expected archeological resource(s) that potentially could be adversely affected by the proposed project, the testing method to be used, and the locations recommended for testing. The purpose of the archeological testing program will be to determine to the extent possible the presence or absence of archeological resources and to identify and to evaluate whether any archeological resource encountered on the site constitutes an historical resource under CEQA.</p> <p>At the completion of the archeological testing program, the archeological consultant shall submit a written report of the findings to the ERO. If based on the archeological testing program the archeological consultant finds that significant archeological resources may be present, the ERO in consultation with the archeological consultant shall determine if additional measures are warranted. Additional measures that may be undertaken include additional archeological testing, archeological monitoring, and/or an archeological data recovery program. No archeological data recovery shall be undertaken without the prior approval of the ERO or the Planning Department archeologist. If the ERO determines that a significant archeological resource is present and that the resource could be adversely affected by the proposed project, at</p>	<p>Project sponsor/archaeological consultant.</p> <p>Project sponsor and archaeological consultant at the direction of the ERO.</p> <p>Project sponsor and archaeological consultant in consultation with the ERO.</p>	<p>For the duration of soil-disturbing activities. Considered complete upon submittal of Final Archaeological Resources Report.</p> <p>Prior to any excavation, site preparation or construction and prior to testing, an ATP is to be submitted to and approved by the ERO.</p> <p>At the completion of the archeological testing program. Considered complete on submittal to ERO of report on ATP findings.</p>	<p>Project sponsor/archeological consultant shall contact the ERO and appropriate descendant group representative upon discovery of an archeological site.</p> <p>Archeological consultant to undertake ATP in consultation with ERO.</p> <p>Archeological consultant to submit results of testing. Based on findings, the project sponsor and archeological consultant, in consultation with ERO, to determine the final steps.</p>	

¹ By the term "archeological site" is intended here to minimally include any archeological deposit, feature, burial, or evidence of burial.

² An "appropriate representative" of the descendant group is here defined to mean, in the case of Native Americans, any individual listed in the current Native American Contact List for the City and County of San Francisco maintained by the California Native American Heritage Commission and in the case of the Overseas Chinese, the Chinese Historical Society of America. An appropriate representative of other descendant groups should be determined in consultation with the Department archeologist.

**MITIGATION MONITORING AND REPORTING PROGRAM FOR
 1028 Market Street Project
 (Includes Text for Adopted Mitigation Measures and Improvement Measures)**

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
<ul style="list-style-type: none"> • <i>Security Measures.</i> Recommended security measures to protect the archeological resource from vandalism, looting, and non-intentionally damaging activities. • <i>Final Report.</i> Description of proposed report format and distribution of results. • <i>Curation.</i> Description of the procedures and recommendations for the curation of any recovered data having potential research value, identification of appropriate curation facilities, and a summary of the accession policies of the curation facilities. <p><i>Human Remains and Associated or Unassociated Funerary Objects.</i> The treatment of human remains and of associated or unassociated funerary objects discovered during any soils disturbing activity shall comply with applicable State and Federal laws. This shall include immediate notification of the Coroner of the City and County of San Francisco and in the event of the Coroner’s determination that the human remains are Native American remains, notification of the California State Native American Heritage Commission (NAHC) who shall appoint a Most Likely Descendant (MLD) (Pub. Res. Code Sec. 5097.98). The archeological consultant, project sponsor, ERO, and MLD shall have up to but not beyond six days of discovery to make all reasonable efforts to develop an agreement for the treatment of human remains and associated or unassociated funerary objects with appropriate dignity (CEQA Guidelines. Sec. 15064.5(d)). The agreement should take into consideration the appropriate excavation, removal, recordation, analysis, custodianship, curation, and final disposition of the human remains and associated or unassociated funerary objects. Nothing in existing State regulations or in this mitigation measure compels the project sponsor and the ERO to accept recommendations of an MLD. The archeological consultant shall retain possession of any Native American human remains and associated or unassociated burial objects until completion of any scientific analyses of the human remains or objects as specified in the treatment agreement if such as agreement has been made or, otherwise, as determined by the archeological consultant and the ERO.</p> <p><i>Final Archeological Resources Report.</i> The archeological consultant shall submit a Draft Final Archeological Resources Report (FARR) to the ERO that evaluates the historical significance of any discovered archeological resource and describes the archeological and historical research methods employed in the archeological testing/monitoring/data recovery program(s) undertaken. Information that may put at risk any archeological resource shall be provided in a separate removable insert within the final report.</p>	<p>consultation with the San Francisco Coroner, Native American Heritage Commission and Most Likely Descendent.</p> <p>Project sponsor and archeological consultant in consultation with ERO.</p> <p>Archeological consultant at the direction of the ERO.</p>	<p>In the event human remains and/or funerary objects are encountered project sponsor’s construction contractor to contact archeological consultant and ERO. Considered complete on notification of the San Francisco County Coroner and NAHC, if necessary.</p> <p>If applicable, after completion of archeological data recovery, inventorying, analysis and interpretation.</p> <p>If applicable, upon approval of Final Archeological Resources Report by ERO.</p>	<p>archaeological monitor/project sponsor or contractor to contact San Francisco County Coroner. Implement regulatory requirements, if applicable, regarding discovery of Native American human remains and associated/unassociated funerary objects.</p> <p>If applicable, archeological consultant to submit a FARR to ERO for approval.</p> <p>Once approved, archeological consultant to distribute FARR and provide written certification to ERO that required FARR distribution has been completed.</p>	

**MITIGATION MONITORING AND REPORTING PROGRAM FOR
 1028 Market Street Project
 (Includes Text for Adopted Mitigation Measures and Improvement Measures)**

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
<p>Once approved by the ERO, copies of the FARR shall be distributed as follows: California Archaeological Site Survey Northwest Information Center (NWIC) shall receive one (1) copy and the ERO shall receive a copy of the transmittal of the FARR to the NWIC. The Environmental Planning division of the Planning Department shall receive one bound, one unbound and one unlocked, searchable PDF copy on CD of the FARR along with copies of any formal site recordation forms (CA DPR 523 series) and/or documentation for nomination to the National Register of Historic Places/California Register of Historical Resources. In instances of high public interest in or the high interpretive value of the resource, the ERO may require a different final report content, format, and distribution than that presented above.</p>				
<p>Mitigation Measure M-CR-4a: Vibration Monitoring and Management Plan The project sponsor shall retain the services of a qualified structural engineer and preservation architect that meet the Secretary of the Interior’s Historic Preservation Professional Qualification Standards to conduct a Pre-Construction Assessment of the adjacent San Christina Building at 1000 Market Street. Prior to any demolition or ground-disturbing activity, the Pre-Construction Assessment shall be prepared to establish a baseline, and shall contain written and/or photographic descriptions of the existing condition of the visible exteriors of the adjacent buildings and in interior locations upon permission of the owners of the adjacent properties. The Pre-Construction Assessment should determine specific locations to be monitored and include annotated drawings of the buildings to locate accessible digital photo locations and locations of survey markers and/or other monitoring devices (e.g., to measure vibrations). The Pre-Construction Assessment will be submitted to the Planning Department along with the Demolition and/or Site Permit Applications. The structural engineer and/or preservation architect shall develop, and the project sponsor shall adopt, a vibration management and continuous monitoring plan to protect the adjacent 1000 Market Street building against damage caused by vibration or differential settlement caused by vibration during project construction activities. In this plan, the maximum vibration level not to be exceeded at each building shall be 0.2 inch/second, or a level determined by the site-specific assessment made by the structural engineer and/or preservation architect for the project. The vibration management and monitoring plan should document the criteria used in establishing the maximum vibration level for the project. The vibration management and monitoring plan shall include pre-construction surveys and continuous vibration monitoring throughout the duration of the major structural project activities to ensure that vibration levels do not exceed the established standard. The vibration management and monitoring plan shall be submitted to Planning Department</p>	<p>Project sponsor to retain appropriately qualified preservation architect to carry out pre-construction assessment.</p> <p>Project sponsor to retain an appropriately qualified consultant to prepare a vibration monitoring and management plan and to install and manage vibration monitoring equipment.</p>	<p>The vibration management and monitoring plan shall establish means to be used and be included construction specifications.</p> <p>Vibration management and monitoring plan to be submitted to Planning Department prior to issuance of Demolition or Site Permits.</p>	<p>Planning Department Preservation Technical Specialist shall review and approve pre-construction assessment and vibration monitoring program.</p> <p>Project sponsor, preservation architect, and/or construction contractor(s) to submit monthly reports during excavation, foundation and exterior construction activities.</p>	

**MITIGATION MONITORING AND REPORTING PROGRAM FOR
 1028 Market Street Project
 (Includes Text for Adopted Mitigation Measures and Improvement Measures)**

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
<p>Preservation staff prior to issuance of Demolition or Site Permits.</p> <p>Should vibration levels be observed in excess of the standard, or if damage to the building is observed, construction shall be halted and alternative techniques put in practice, to the extent feasible. The structural engineer and/or historic preservation consultant should conduct regular periodic inspections of digital photographs, survey markers, and/or other monitoring devices during ground-disturbing activity at the project site. The building shall be protected to prevent further damage and remediated to preconstruction conditions as shown in the Pre-Construction Assessment with the consent of the building owner. Any remedial repairs shall not require building upgrades to comply with current San Francisco Building Code standards.</p>				
<p>Mitigation Measure M-CR-4b: Construction Best Practices for Historical Architectural Resources</p> <p>The project sponsor shall incorporate into construction specifications for the proposed project a requirement that the construction contractor(s) use all feasible means to avoid damage to the 1000 Market Street building, including, but not limited to, staging of equipment and materials as far as possible from historic buildings to limit damage; using techniques in demolition, excavation, shoring, and construction that create the minimum feasible vibration; maintaining a buffer zone when possible between heavy equipment and historic resource(s); enclosing construction scaffolding to avoid damage from falling objects or debris; and ensuring appropriate security to minimize risks of vandalism and fire. These construction specifications shall be submitted to the Planning Department along with the Demolition and Site Permit Applications.</p>	<p>Project sponsor; construction contractor(s).</p>	<p>Prior to and during construction, if required.</p> <p>Construction specifications to be submitted to Planning Department prior to issuance of Demolition or Site Permits.</p>	<p>Planning Department Preservation Technical Specialist shall review and approve construction specifications.</p>	
Air Quality Mitigation Measures				
<p>Mitigation Measure M-AQ-2: Construction Air Quality</p> <p>The project sponsor or the project sponsor's Contractor shall comply with the following</p> <p>A. <i>Engine Requirements.</i></p> <ol style="list-style-type: none"> 1. All off-road equipment greater than 25 horsepower (hp) and operating for more than 20 total hours over the entire duration of construction activities shall have engines that meet or exceed either USEPA or California ARB Tier 2 off-road emission standards, and have been retrofitted with an ARB Level 3 Verified Diesel Emissions Control Strategy. Equipment with engines meeting Tier 4 Interim or Tier 4 Final off-road emission standards automatically meet this requirement. 2. Where access to alternative sources of power are available, portable diesel 	<p>Project sponsor and construction contractor(s) shall prepare and implement Construction Emissions Minimization Plan.</p>	<p>Prior to the commencement of construction activities, the project sponsor must certify (1) compliance with the Plan, and (2) all applicable requirements of the Plan have been incorporated into contract specifications.</p>	<p>Project sponsor/contractor to submit a Construction Emissions Minimization Plan. Monthly reports shall be submitted to the ERO indicating the construction phase and off-road equipment information used during each phase.</p> <p>For off-road equipment</p>	

**MITIGATION MONITORING AND REPORTING PROGRAM FOR
 1028 Market Street Project
 (Includes Text for Adopted Mitigation Measures and Improvement Measures)**

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed												
<p>engines shall be prohibited.</p> <p>3. Diesel engines, whether for off-road or on-road equipment, shall not be left idling for more than two minutes, at any location, except as provided in exceptions to the applicable state regulations regarding idling for off-road and on-road equipment (e.g., traffic conditions, safe operating conditions). The Contractor shall post legible and visible signs in English, Spanish, and Chinese, in designated queuing areas and at the construction site to remind operators of the two minute idling limit.</p> <p>4. The Contractor shall instruct construction workers and equipment operators on the maintenance and tuning of construction equipment, and require that such workers and operators properly maintain and tune equipment in accordance with manufacturer specifications.</p> <p>B. <i>Waivers.</i></p> <p>1. The Planning Department’s ERO or designee may waive the alternative source of power requirement of Subsection (A)(2) if an alternative source of power is limited or infeasible at the project site. If the ERO grants the waiver, the Contractor must submit documentation that the equipment used for onsite power generation meets the requirements of Subsection (A)(1).</p> <p>2. The ERO may waive the equipment requirements of Subsection (A)(1) if: a particular piece of off-road equipment with an ARB Level 3 VDECS is technically not feasible; the equipment would not produce desired emissions reduction due to expected operating modes; installation of the equipment would create a safety hazard or impaired visibility for the operator; or, there is a compelling emergency need to use off-road equipment that is not retrofitted with an ARB Level 3 VDECS. If the ERO grants the waiver, the Contractor must use the next cleanest piece of off-road equipment, according to Table 8 below.</p> <p>Table 8: Off-Road Equipment Compliance Step-down Schedule</p> <table border="1" data-bbox="191 1317 917 1482"> <thead> <tr> <th>Compliance Alternative</th> <th>Engine Emission Standard</th> <th>Emissions Control</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Tier 2</td> <td>ARB Level 2 VDECS</td> </tr> <tr> <td>2</td> <td>Tier 2</td> <td>ARB Level 1 VDECS</td> </tr> <tr> <td>3</td> <td>Tier 2</td> <td>Alternative Fuel*</td> </tr> </tbody> </table>	Compliance Alternative	Engine Emission Standard	Emissions Control	1	Tier 2	ARB Level 2 VDECS	2	Tier 2	ARB Level 1 VDECS	3	Tier 2	Alternative Fuel*		<p>The Plan shall be kept on site and available for review. A sign shall be posted at the perimeter of the construction site indicating the basic requirements of the Plan and where copies of the Plan are available to the public for review.</p>	<p>using alternative fuels, reporting shall include the actual amount of alternative fuel used.</p> <p>Within six months of the completion of construction activities, the project sponsor shall submit to the ERO a final report summarizing construction activities. The final report shall indicate the start and end dates and duration of each construction phase. In addition, for off-road equipment using alternative fuels, reporting shall include the actual amount of alternative fuel used.</p> <p>Considered complete upon ERO/Planning Department review and approval of Construction Emissions Minimization Plan or alternative measures that achieve the same emissions reduction.</p>	
Compliance Alternative	Engine Emission Standard	Emissions Control														
1	Tier 2	ARB Level 2 VDECS														
2	Tier 2	ARB Level 1 VDECS														
3	Tier 2	Alternative Fuel*														

**MITIGATION MONITORING AND REPORTING PROGRAM FOR
 1028 Market Street Project
 (Includes Text for Adopted Mitigation Measures and Improvement Measures)**

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
<p>How to use the table: If the ERO determines that the equipment requirements cannot be met, then the project sponsor would need to meet Compliance Alternative 1. If the ERO determines that the Contractor cannot supply off-road equipment meeting Compliance Alternative 1, then the Contractor must meet Compliance Alternative 2. If the ERO determines that the Contractor cannot supply off-road equipment meeting Compliance Alternative 2, then the Contractor must meet Compliance Alternative 3. ** Alternative fuels are not a VDECS.</p> <p>C. <i>Construction Emissions Minimization Plan.</i> Before starting on-site construction activities, the Contractor shall submit a Construction Emissions Minimization Plan (Plan) to the ERO for review and approval. The Plan shall state, in reasonable detail, how the Contractor will meet the requirements of Section A.</p> <ol style="list-style-type: none"> 1. The Plan shall include estimates of the construction timeline by phase, with a description of each piece of off-road equipment required for every construction phase. The description may include, but is not limited to: equipment type, equipment manufacturer, equipment identification number, engine model year, engine certification (Tier rating), horsepower, engine serial number, and expected fuel usage and hours of operation. For VDECS installed, the description may include: technology type, serial number, make, model, manufacturer, ARB verification number level, and installation date and hour meter reading on installation date. For off-road equipment using alternative fuels, the description shall also specify the type of alternative fuel being used. 2. The ERO shall ensure that all applicable requirements of the Plan have been incorporated into the contract specifications. The Plan shall include a certification statement that the Contractor agrees to comply fully with the Plan. 3. The Contractor shall make the Plan available to the public for review on-site during working hours. The Contractor shall post at the construction site a legible and visible sign summarizing the Plan. The sign shall also state that the public may ask to inspect the Plan for the project at any time during working hours and shall explain how to request to inspect the Plan. The Contractor shall post at least one copy of the sign in a visible location on each side of the construction site facing a public right-of-way. <p>D. <i>Monitoring.</i> After start of Construction Activities, the Contractor shall submit quarterly reports to the ERO documenting compliance with the Plan. After completion of construction activities and prior to receiving a final certificate of occupancy, the project sponsor shall submit to the ERO a final report summarizing construction activities, including the start and end dates and duration of each</p>				

**MITIGATION MONITORING AND REPORTING PROGRAM FOR
 1028 Market Street Project
 (Includes Text for Adopted Mitigation Measures and Improvement Measures)**

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
construction phase, and the specific information required in the Plan.				
<p>Mitigation Measure M-AQ-4: Best Available Control Technology for Diesel Generators</p> <p>The project sponsor shall ensure that the backup diesel generator meet or exceed one of the following emission standards for PM: (1) Tier 4 certified engine, or (2) Tier 2 or Tier 3 certified engine that is equipped with a California ARB Level 3 VDECS. A non-verified diesel emission control strategy may be used if the filter has the same PM reduction as the identical ARB verified model and if the BAAQMD approves of its use. The project sponsor shall submit documentation of compliance with the BAAQMD New Source Review permitting process (Regulation 2, Rule 2, and Regulation 2, Rule 5) and the emission standard requirement of this mitigation measure to the Planning Department for review and approval prior to issuance of a permit for a backup diesel generator from any City agency.</p>	Project sponsor	Prior to building permit issuance.	<p>Project sponsor shall submit documentation to the Planning Department verifying best available control technology for all installed diesel generators on the project site.</p> <p>Considered complete upon submittal of documentation to the Planning Department.</p>	

IMPROVEMENT MEASURES FOR THE 1028 MARKET STREET PROJECT *(Improvement measures are not required under CEQA. The EIR identifies Improvement Measures to avoid or reduce the less-than-significant impacts of the proposed project. The decision-makers may adopt these Improvement Measures as conditions of approval.)*

Cultural Resources Improvement Measures

**MITIGATION MONITORING AND REPORTING PROGRAM FOR
 1028 Market Street Project
 (Includes Text for Adopted Mitigation Measures and Improvement Measures)**

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
<p>Improvement Measure I-CR-5: Interpretive Program</p> <p>As part of the project, the Project Sponsor should develop an interpretive program to commemorate the former LGBTQ bars in the building on the project site and its association with LGBTQ history of the neighborhood and city. Development of this interpretive program should include outreach to the LGBTQ and Tenderloin communities in order to involve these communities and to create a broader, more authentic interpretive approach for the project site and neighborhood. The interpretive program should result, at minimum, in installation of a permanent on-site interpretive display in a publicly-accessible location, such as a lobby or Market Street/Golden Gate Avenue frontage, to memorialize the importance of the building after it is demolished, but may also develop alternative approaches that address the loss of the existing building in the context of the neighborhood, and coordinate with other interpretive approaches in the neighborhood. The interpretation program may also inform development of the art program required as part of the project. The interpretive program should outline the significance of the subject building, namely its association with the Crystal Bowl, and potentially Keno’s Forty Seven Club, within the context of LGBTQ history in the Tenderloin and San Francisco.</p> <p>Interpretation of the site’s history should be supervised by a qualified consultant meeting the Secretary of the Interior’s Professional Qualification Standards for Architectural Historian or Historian. The interpretive materials may include, but are not limited to: a display of photographs, news articles, oral histories, memorabilia, and video. Historic information contained in the <i>Citywide LGBTQ Historic Context Statement</i> and HRER may be used for content. A proposal prepared by the qualified consultant, with input from the outreach conducted in the LGBTQ and Tenderloin communities, describing the general parameters of the interpretive program should be approved by the San Francisco Planning Department Preservation staff prior to issuance of a Site Permit. The detailed content, media and other characteristics of such interpretive program, and/or any alternative approach to interpretation identified by the project team, should be approved by Planning Department Preservation staff prior to issuance of a Temporary Certificate of Occupancy.</p>	<p>Project sponsor and their historian to develop an approach to the public outreach and elements of the interpretive program and submit to Planning Department for approval.</p> <p>Project sponsor to establish location(s), media, and characteristics of the display.</p> <p>Project sponsor and their architectural historian to prepare display.</p>	<p>Prior to issuance of a Temporary Certificate of Occupancy.</p>	<p>Consultant to submit interpretive materials to Planning Department for approval.</p> <p>Project sponsor to report to Planning Department when display is completed.</p>	

<i>Transportation and Circulation Improvement Measures</i>				
Improvement Measure I-TR-1a: Implement Transportation Demand Management Measures				

**MITIGATION MONITORING AND REPORTING PROGRAM FOR
 1028 Market Street Project
 (Includes Text for Adopted Mitigation Measures and Improvement Measures)**

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
<p>Identify TDM Coordinator: The project sponsor would identify a TDM coordinator for the project site. The TDM Coordinator is responsible for the implementation and ongoing operation of all other TDM measures included in the proposed project. The TDM Coordinator may be a brokered service through an existing transportation management association (e.g. the Transportation Management Association of San Francisco, TMA SF), or the TDM Coordinator may be an existing staff member (e.g., property manager); the TDM Coordinator does not have to work full-time at the project site. However, the TDM Coordinator would be the single point of contact for all transportation-related questions from building occupants and City staff. The TDM Coordinator would provide TDM training to other building staff about the transportation amenities and options available at the project site and nearby.</p> <p>Provide Transportation and Trip Planning Information to Building Occupants:</p> <p><i>Move-in packet:</i> Provide a transportation insert for the move-in packet that includes information on transit service (local and regional, schedules and fares), information on where transit passes could be purchased, information on the 511 Regional Rideshare Program and nearby bike and CarShare programs, and information on where to find additional web-based alternative transportation materials (e.g., NextMuni phone app). This move-in packet should be continuously updated as local transportation options change, and the packet should be provided to each new building occupant. Provide Muni maps, San Francisco Bicycle and Pedestrian maps upon request.</p> <p><i>New-Hire packet:</i> Provide a transportation insert for the new-hire packet that includes information on transit service (local and regional, schedules and fares), information on where transit passes could be purchased, information on the 511 Regional Rideshare Program and nearby bike and CarShare programs, and information on where to find additional web-based alternative transportation materials (e.g., NextMuni phone app). This new hire packet should be continuously updated as local transportation options change, and the packet should be provided to each new building occupant. Provide Muni maps, San Francisco Bicycle and Pedestrian maps upon request.</p> <p>City Access for Data Collection: As part of an ongoing effort to quantify the efficacy of TDM measures in general, City staff may need to access the project site (including the garage) to perform trip counts, and/or intercept surveys and/or other types of data collection. Any on-site activity would require sponsor or property management approval and be coordinated through the TDM Coordinator. The building sponsor or a contracted transportation brokerage service (e.g. TMA) will be responsible for administering periodic tenant surveys as part of an ongoing program</p>	<p>Project sponsor or building management representative.</p>	<p>Prior to project approval.</p> <p>Implementation of this improvement measure is ongoing during the life of the project.</p>	<p>The project sponsor or building management representative to provide a draft TDM Plan to the Planning Department for review and approval.</p> <p>The project sponsor or building management representative will identify a TDM Coordinator and the TDM coordinator will provide an annual performance report of the approved TDM Plan to the Planning Department that evaluates its effectiveness.</p>	

**MITIGATION MONITORING AND REPORTING PROGRAM FOR
 1028 Market Street Project
 (Includes Text for Adopted Mitigation Measures and Improvement Measures)**

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
monitoring effort.				
<p>Improvement Measure I-TR-1b: Additional TDM Measures Develop and Implement TDM Plan: Provide necessary TDM training to the coordinators or manager administering TDM services; and, develop a TDM implementation plan that is consistent with City guidelines. Provide Signage for Bike and CarShare Parking: Provide signage indicating the location of bicycle parking at points of access; and, facilitate access to the CarShare space in the parking garage through on-site signage. Provide Subsidies to Tenants for CarShare Memberships, Bike Share Memberships, and Muni Passes: Provide free or subsidized bike share membership to all tenants; provide free or subsidized CarShare membership to all tenants; and, offer free or subsidized Muni passes (loaded onto Clipper cards) to each tenant household. Develop Bicycle Safety Strategies: Develop bicycle safety strategies along the project site's Golden Gate Avenue frontage to prevent potential conflicts between the vehicles accessing the underground parking garage on the project site and the bicycle trips generated by the proposed project.</p>	Project sponsor.	<p>Prior to project approval.</p> <p>Implementation of this improvement measure is ongoing during the life of the project.</p>	The project sponsor to include these additional TDM measures in the draft TDM Plan and provide to the Planning Department for review and approval.	
<p>Improvement Measure I-TR-1c: Queue Abatement As a standard condition of approval, it is the responsibility of the owner / operator of any off-street parking facility with more than 20 parking spaces (excluding loading and CarShare spaces) to ensure that recurring vehicle queues do not occur on the public right-of-way. A vehicle queue is defined as one or more vehicles (destined to the parking facility) blocking any portion of any public street, alley or sidewalk for a consecutive period of three minutes or longer on a daily or weekly basis. If recurring queuing occurs, the owner / operator of the parking facility should employ abatement methods as needed to abate the queue. Appropriate abatement methods will vary depending on the characteristics and causes of the recurring queue, as well as the characteristics of the parking facility, the street(s) to which the facility connects, and the associated land uses (if applicable). Suggested abatement methods include but are not limited to the following: redesign of facility to improve vehicle circulation and/or on-site queue capacity; employment of parking attendants; installation of LOT FULL signs with active management by parking attendants; use of valet parking or other space-efficient parking techniques; use of off-site parking facilities or shared parking with nearby uses; use of parking</p>	Project sponsor/ building management representative and Planning Department.	Ongoing during building occupancy.	<p>Project sponsor/building management representative to ensure that recurring vehicle queues do not occur adjacent to the proposed project site.</p> <p>Planning Department shall notify the project sponsor/building management representative in writing if recurring queues are suspected. Project sponsor/building management representative to hire a qualified transportation consultant to evaluate the conditions at</p>	

**MITIGATION MONITORING AND REPORTING PROGRAM FOR
 1028 Market Street Project
 (Includes Text for Adopted Mitigation Measures and Improvement Measures)**

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
<p>occupancy sensors and signage directing drivers to available spaces; travel demand management strategies such as those listed in Improvement Measures I-TR-1a and I-TR-1b; and/or parking demand management strategies such as parking time limits, paid parking, time-of-day parking surcharge, or validated parking.</p> <p>If the Planning Director, or his or her designee, suspects that a recurring queue is present, the Department would notify the property owner in writing. Upon request, the owner / operator should hire a qualified transportation consultant to evaluate the conditions at the site for no less than seven (7) days. The consultant should prepare a monitoring report to be submitted to the Department for review. If the Department determines that a recurring queue does exist, the facility owner / operator should have 90 days from the date of the written determination to abate the queue.</p>			<p>the site for no less than 7 days. If the Planning Department determines that a recurring queue does exist, the project sponsor/building management representative shall have 90 days from the date of the written determination to abate the queue.</p>	
<p>Improvement Measure I-TR-3: Implement Audible Warning Device</p> <p>The project sponsor should implement an audible warning device at the project driveway to warn pedestrians on the sidewalk of egressing vehicle from the driveway.</p>	<p>Project sponsor/ building management representative.</p>	<p>Prior to project approval.</p>	<p>Project sponsor/ building management representative.</p>	
<p>Improvement Measure I-TR-5: Coordination of Move-in/Move-Out Operations and Large Deliveries</p> <p>To reduce the potential for parking of delivery vehicles within the travel lane adjacent to the curb lane on Golden Gate Avenue, Jones Street, and Taylor Street (in the event that the off-street service vehicle spaces and the proposed on-street loading space are occupied), residential move-in and move-out activities and larger deliveries should be scheduled and coordinated through building management. Appropriate move-in and move-out procedures should be enforced to avoid any blockages of Golden Gate Avenue, Jones Street, and Taylor Street over an extended period of time and reduce any potential conflicts between delivery vehicles, movers and other users of adjacent roadway (e.g., transit vehicles and bicyclists) and pedestrians walking along these adjacent sidewalks.</p> <p>Curb parking on Golden Gate Avenue should be reserved through SFMTA or by directly contacting the local 311 service.</p> <p>The project sponsor should enforce strict truck size regulations for use of the off-street service vehicle loading spaces. Truck lengths exceeding 20 feet or truck heights exceeding seven feet should be prohibited from entering the off-street loading area and should utilize the proposed loading space along Golden Gate Avenue, or the existing on-street loading spaces along Golden Gate Avenue, Jones Street, or Taylor Street, adjacent to or near the project site. Appropriate signage should be located at the parking garage entrance to notify drivers of truck size regulations and notify</p>	<p>Project sponsor/ building management representative.</p>	<p>Prior to issuance of a Certificate of Occupancy for 1028 Market Street.</p> <p>Implementation of this measure is ongoing, after building occupancy.</p>	<p>The project sponsor shall provide documentation to the Planning Department regarding procedures to implement this improvement measure.</p>	

**MITIGATION MONITORING AND REPORTING PROGRAM FOR
 1028 Market Street Project
 (Includes Text for Adopted Mitigation Measures and Improvement Measures)**

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
<p>drivers of on-street loading spaces on adjacent streets. The project sponsor should notify building management and related staff, and retail/restaurant tenants of imposed truck size limits in the proposed service vehicle spaces.</p>				
<p>Improvement Measure I-TR-7a: Construction Management The project sponsor and subsequent property owner would develop and implement a Construction Management Plan (CMP), as required, addressing transportation-related circulation, access, staging, and hours for deliveries. The CMP should include, but not be limited to, the following additional measures:</p> <ul style="list-style-type: none"> • Identify ways to reduce construction worker vehicle-trips through transportation demand management programs and methods to manage construction worker parking demands, including encouraging and rewarding alternate modes of transportation (i.e. transit, walk, bicycle, etc.), carpooling, or providing shuttle service from nearby off-street parking facility. • Identify ways to consolidate truck delivery trips, minimizing delivery trips. • Require consultation with surrounding community, including business and property owners near the project site, to assist coordination of construction traffic management strategies as they relate to the needs of other users adjacent to the project site. • Develop a public information plan to provide adjacent residents and businesses with regularly-updated information regarding project construction activities and duration, peak construction vehicle activities (e.g. concrete pours), and lane closures, and provide a construction management contact to log and address community concerns. 	<p>Project sponsor and project construction contractor(s).</p>	<p>Prior to issuance of building permits. Implement measure throughout all phases of construction.</p>	<p>Project sponsor and project construction contractor(s) to coordinate with SFPW, SFMTA, the Fire Department, the Planning Department and other applicable City agencies. Provide documentation regarding compliance with Improvement Measure I-TR-7a to Planning Department. Project sponsor/ project construction contractor(s) to provide nearby residences and adjacent businesses with regularly updated information regarding project construction and appropriate contact information. A web site could be created by the project sponsor that would provide current construction information of interest to neighbors.</p>	
<p>Improvement Measure I-TR-7b: Limited Delivery Time The project sponsor should restrict deliveries and trucks trips to the project site during peak hours (generally 7:00 AM to 9:00 AM and 4:00 PM to 6:00 PM).</p>	<p>Project sponsor/ building management</p>	<p>Prior to issuance of a Certificate of Occupancy</p>	<p>The project sponsor shall provide documentation to</p>	

**MITIGATION MONITORING AND REPORTING PROGRAM FOR
 1028 Market Street Project
 (Includes Text for Adopted Mitigation Measures and Improvement Measures)**

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
	representative.	for 1028 Market Street. Implementation of this measure is ongoing, after building occupancy.	the Planning Department regarding procedures to implement this improvement measure.	
<i>Noise Improvement Measures</i>				
Improvement Measure I-NO-2a The Applicant shall restrict construction activities to between the hours of 7:00 a.m. and 8:00 p.m. from Monday through Saturday, as feasible. If nighttime work is required for concrete pours or other specific activities, the Applicant shall obtain authorization in advance from the Department of Building Inspection and limit the duration of nighttime work to no more than two consecutive 24-hour periods. Further, no construction activity shall be undertaken on Sundays and recognized County holidays.	Project sponsor and construction contractor(s)	During construction period. Considered complete upon final monthly report.	Project sponsor to provide monthly noise reports during construction.	
Improvement Measure I-NO-2b Incorporate the following practices into the construction contract agreement documents to be implemented by the construction contractor: <ul style="list-style-type: none"> • Provide enclosures and mufflers for stationary equipment and shroud or shield impact tools; • Use construction equipment with lower noise emission ratings whenever possible, particularly for air compressors; • Provide sound-control devices on equipment no less effective than those provided by the manufacturer; • Locate stationary equipment, material stockpiles, and vehicle staging areas as far as practicable from Golden Gate Avenue; • Prohibit unnecessary idling of internal combustion engines; and, • Implement noise attenuation measures to the extent feasible, which may include, but are not limited to, noise barriers or noise blankets. The placement of such attenuation measures shall be reviewed and approved by the Director of Public Works prior to issuance of development permits for construction activities. 	Project sponsor and construction contractor(s)	Prior to issuance of building permit, incorporate practices identified in I-NO-2b into the construction contract agreement documents. Considered complete upon submittal of contract documents incorporating identified practices	Project sponsor to provide copies of contract documents to Planning Department that show construction contractor agreement with specified practices identified.	
<i>Wind Improvement Measure</i>				
Improvement Measure I-WS-1: Wind Reduction on New Rooftop Deck				

**MITIGATION MONITORING AND REPORTING PROGRAM FOR
 1028 Market Street Project
 (Includes Text for Adopted Mitigation Measures and Improvement Measures)**

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
<p>To reduce wind and improve usability on the new rooftop deck, the project sponsor should provide wind screens or landscaping along the west perimeter of the new rooftop deck up to 8 feet in height. Suggestions include Planning Code compliant porous materials or structures (vegetation, hedges, screens, latticework, perforated or expanded metal) as opposed to a solid surface.</p>	<p>Project sponsor and architect.</p>	<p>Prior to building permit issuance.</p>	<p>Project sponsor shall provide building plans to Department of Building Inspection for review.</p>	



SAN FRANCISCO PLANNING DEPARTMENT

Subject to: (Select only if applicable)

- Inclusionary Housing (Sec 415)
- Childcare Requirement (Sec 414A)
- Jobs Housing Linkage Program (Sec 413)
- Downtown Park Fee (Sec 412)
- Public Open Space (Sec 138)
- First Source Hiring (Admin. Code)
- Transportation Sust. Fee (Sec 411)
- Public Art (Sec 429)

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

Reception:
415.558.6378

Fax:
415.558.6409

Planning
Information:
415.558.6377

Planning Commission Draft Motion Conditional Use Authorization

HEARING DATE: JANUARY 26, 2017

Date: January 12, 2017
Case No.: **2014.0241X/CUA/VAR**
Project Address: **1028 MARKET STREET**
Zoning: C-3-G (Downtown General) District
 120-X Height and Bulk District
 Downtown Plan Area
Block/Lot: 0350/002
Owner/Sponsor: LCL Global—1028 Market Street, LLC
 25 Taylor Street, Floor 7
 San Francisco, CA 94102
 Attn: Craig Young
Staff Contact: Marcelle Boudreaux - (415) 575-9140
Marcelle.boudreaux@sfgov.org

ADOPTING FINDINGS RELATED TO THE APPROVAL OF A CONDITIONAL USE AUTHORIZATION UNDER PLANNING CODE SECTIONS 124(f) AND 303, TO EXEMPT ON-SITE AFFORDABLE UNITS FROM FLOOR AREA RATIO CALCULATIONS, TO ALLOW A PROJECT THAT INCLUDES THE DEMOLITION OF ONE COMMERCIAL BUILDING AND CONSTRUCTION OF A 13-STORY 178,308-SQUARE-FOOT, 120-FOOT TALL MIXED USE BUILDING WITH ONE-LEVEL BASEMENT, COMPRISED OF 9,657-SQUARE-FEET GROUND FLOOR RETAIL, UP TO 186 DWELLING UNITS, 39 PARKING SPACES, 1 CAR SHARE SPACE, 123 CLASS 1 AND 20 CLASS 2 BICYCLE PARKING SPACES, LOCATED ON THE NORTH SIDE OF MARKET STREET, LOT 002 IN ASSESSOR’S BLOCK 0350, WITHIN THE 120-X HEIGHT AND BULK DISTRICT, THE C-3-G (DOWNTOWN, GENERAL) ZONING DISTRICT, AND DOWNTOWN PLAN AREA.

PREAMBLE

On September 10, 2014, Mark Loper of Reuben, Junius & Rose LLP, acting on behalf of LCL Global—1028 Market Street, LLC (hereinafter “Project Sponsor”) filed a request, as modified by subsequent submittals, with the San Francisco Planning Department (hereinafter “Department”) for a Determination of Compliance pursuant to Section 309 with requested exceptions from Planning Code (“Code”) requirements for “Ground Level Wind Currents”, “Rear Yard”, “Freight Loading”, “Curb Cuts (Golden Gate Avenue)”, for a project involving demolition of a 33,310 square foot commercial building and new

construction of an approximately 13 story, 178,308 square foot, 120-foot-tall, mixed use building comprised of 9,657 square feet ground floor retail and up to 186 dwelling units, with one basement level containing bicycle parking, 39 off-street parking spaces and 1 car share space, and mechanical space (the "Project") on the subject property located on Lot 002 in Assessor's Block 0350.

On April 18, 2014, Andrew Junius of Reuben, Junius & Rose LLP, acting on behalf of Project Sponsor, filed an application with the Department for environmental review for the Project.

The Department determined that an Environmental Impact Report (hereinafter "EIR") was required and provided public notice of that determination by publication in a newspaper of general circulation on February 17, 2016.

On September 21, 2016, the Department published a Draft EIR ("DEIR") for public review (Case No, 2014.0241E). The DEIR was available for public comment until November 7, 2016. On October 27, 2016, the Planning Commission ("Commission") conducted a duly noticed public hearing at a regularly scheduled meeting to solicit comments regarding the DEIR. On January 11, 2017, the Department published a Comments and Responses document, responding to comments made regarding the DEIR prepared for the Project.

On January 26, 2017, the Commission reviewed and considered the Final EIR ("FEIR") and found that the contents of said report and the procedures through which the FEIR was prepared and publicized in compliance with the California Environmental Quality Act (California Public Resources Code Section 21000 et seq.) ("CEQA"), 14 California Code of Regulations Sections 15000 et seq ("the CEQA Guidelines"), and Chapter 31 of the San Francisco Administrative Code ("Chapter 31").

The Commission found that the FEIR was adequate, accurate, and objective, reflected the independent analysis and judgment of the Department and the Commission, and that the summary of comments and responses contained no significant revisions to the DEIR, and certified the FEIR by Motion No. ##### for the Project in compliance with CEQA, the CEQA Guidelines, and Chapter 31.

Department staff prepared an Improvement and Mitigation Monitoring and Reporting program ("IMMRP"), which material was made available to the public and this Commission for this Commission's review, consideration and action. These improvement and mitigation measures are set forth in their entirety in the IMMRP attached to the draft Motion as Exhibit C.

On January 26, 2017, the Commission adopted Motion No. #####, adopting CEQA findings, including a Statement of Overriding Considerations, and adopting the IMMRP, which findings and adoption of the IMMRP are hereby incorporated by reference as though fully set forth herein.

On October 14, 2015, the Project Sponsor submitted a request for review of a development exceeding 40 feet in height (Case No. 2014.0241SHD), pursuant to Section 295, analyzing the potential shadow impacts of the Project to properties under the jurisdiction of the Recreation and Parks Department. Department staff prepared a preliminary shadow fan analysis depicting the potential shadow cast by the development and concluded that the Project could not potentially cast shadow on properties under the jurisdiction. After reviewing and analyzing a secondary analysis submitted by the Project Sponsor, dated October 28, 2015, which included additional height for mechanical penthouses, the Planning Department continued to conclude that no new, net potential shadow will be cast upon properties under the jurisdiction of the Recreation and Parks Department. Therefore, the Project would have no impact to properties subject to Section 295.

On October 29, 2015, the Project Sponsor applied for a Conditional Use Authorization, pursuant to Sections 124 and 303, to exempt affordable residential units from the Project's floor-area ratio calculation.

On October 29, 2015, the Project Sponsor applied for a Variance from the requirements of Section 136 (projections over the public right-of-way) and Section 140 (dwelling unit exposure).

On December 6, 2016, the Project Sponsor formally requested an exception from height limits for an elevator overrun pursuant to Section 260(b).

The Planning Department, Office of the Commission Secretary, is the custodian of records for these actions, and such records are located at 1650 Mission Street, Fourth Floor, San Francisco, California.

On January 26, 2017, the Planning Commission conducted a duly noticed public hearing at a regularly scheduled meeting on Case No. 2014.0241E/X/CUA/VAR. The Commission has heard and considered the testimony presented to it at the public hearing and has further considered written materials and oral testimony presented on behalf of the applicant, the Planning Department staff, and other interested parties.

MOVED, that the Commission hereby authorizes the Downtown Project Authorization requested in Application No. 2014.0241E/X/CUA/VAR, subject to the conditions contained in "EXHIBIT A" of this motion, based on the following findings:

FINDINGS

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

1. The above recitals are accurate and also constitute findings of this Commission.
2. **Site Description and Present Use.** The existing 15,077-square-foot subject site encompasses one two-story commercial building, approximately 33,310 square feet, on the north side of Market Street, with frontage on both Market Street and Golden Gate Avenue. The triangular block is situated between Taylor Street, Golden Gate Avenue, Market Street and Jones Street. The building was constructed in 1097 and was previously occupied by theater, retail and restaurant uses and has been largely vacant since 2008. Its storefront and ground floor space along Market Street was renovated in October 2014 and has been used as a temporary food pavilion operated by an affiliate of the Project Sponsor.
3. **Surrounding Properties and Neighborhood.** The Project Site is located in the Downtown/Civic Center neighborhood. Within the Downtown / Civic Center neighborhood are micro-neighborhoods and smaller districts, such as the Tenderloin neighborhood, the Market Street Theater and Loft National Register Historic District, and the California Register-eligible Tenderloin LGBTQ (Lesbian, Gay, Bisexual, Transgender and Queer) Historic District, all of which this project site is a part. Land uses in the vicinity consist primarily of retail uses in buildings ranging from two to ten stories. The Project site shares property lines with an adjacent surface parking lot and a two story commercial building to the west (1066 Market Street) and a four-story mixed use building to the east (1000-1020 Market Street, San Christina Building). The adjacent 1066 Market property was recently approved for a 13-story mixed use residential and ground floor commercial retail project.

Market Street is a major east-west transportation corridor and ceremonial thoroughfare in San Francisco. The project site is well-served by multiple lines of public transit within the City (Muni light rail and buses) and regional BART, and by multiple bicycle lanes.

This District covers the western portions of downtown and is composed of a variety of uses: Retail, offices, hotels, entertainment, clubs and institutions, and high-density residential. Many of these uses have a Citywide or regional function, although the intensity of development is lower here than in the downtown core area. As in the case of other downtown districts, no off-street parking is required for individual commercial buildings. In the vicinity of Market Street, the configuration of this District reflects easy accessibility by rapid transit.

4. **Proposed Project.** The Project would demolish the existing 33,310 square foot building and construct a 13-story, 178,308 square foot mixed use building with one below-grade basement level. The proposed building would have approximately 159,518 square feet of residential use with up to 186 dwelling units on the 2nd through 13th floors. Unit mix is as follows: 96 studios/junior 1 bedrooms (52%); 21 one-bedrooms (12%); 57 two-bedrooms (30%); and 12 three-bedrooms (6%). The ground floor would contain the residential lobby, and 9,657 square feet of retail and/or restaurant uses. Project Sponsor currently plans to demise this space into four retail spaces between 1,116 and 2,984 square feet in size, three fronting Market Street and one fronting Golden Gate Avenue. The below-grade basement level will contain 42 subsurface parking spaces, including one car share space; two service vehicle loading spaces; storage; mechanical, electrical, and plumbing systems; and bicycle parking spaces. 123 Class 1 bicycle parking spaces will be located on the ground floor and basement, and 20 Class 2 bicycle parking spaces are proposed for the Market Street and Golden Gate Avenue sidewalks near the proposed residential and retail entrances. Common open space is provided in the form of a roof deck (approximately 7,457 square feet), and 14 units will have private balconies or terraces.

The Project would include improvements to the Golden Gate Avenue right of way, including a 6-foot extension of the existing 10-foot wide sidewalk along the Project site frontage. The main entrance to the residential portion of the Project would be through a lobby at the east end of the Market Street frontage. Pedestrian access to the residential units would also be available from Golden Gate Avenue. Vehicular access to the below-grade parking garage would be via a 12-foot wide curb cut and driveway on Golden Gate Avenue at the east end of the Project site. Bicycle parking access would be from Market Street and Golden Gate Avenue.

The proposed new building's elevations are asymmetrical and contemporary in character with elements characteristic of the historic district. On Market Street the south elevation has a stepped and layered composition which is lower at the west end than the east end. Its first eleven floors are at the street wall, and the top two floors and roof level are setback approximately 6 feet from the street wall, with layers articulated through materials change. The elevation's first two stories are clad with stone veneer all the way across; the seven westernmost window bays of the next eight stories are clad with brick veneer; and the rest of the third through thirteenth stories features zinc metal paneling combined with window walls. Windows and storefronts are all aluminum. The windows on the upper stories are accented by perforated metal Juliette railings. The roof lines of the elevation are flat, except at east end, which culminates in a triangular point windscreen.

The north elevation has a similar stepped and layered composition and utilizes the same combination of materials as the south elevation. The west elevation is simpler. It applies the same uses of window walls, zinc panels, aluminum windows, and perforated metal railings as the north and south elevations. The triangular east end of the building creates both a southeast and a northeast elevation. The southeast elevation features window walls, zinc panels, aluminum windows, and perforated metal railings; the northeast elevation exhibits window walls, zinc paneling, and brick veneer.

5. **Public Comment/Public Outreach.** To date, 82 letters of support have been received from individuals, business owners and community organizations.

The Project Sponsor has been engaged in community outreach with the surrounding community and through its interim use “The Hall” (as discussed in attached Case Study), including but not limited to: Q Foundation, St. James Infirmary, The Stud Bar/Stud Foundation, the Transgender Gender Variant Intersex Justice Project, TNDC, Code Tenderloin, Larkin Street Youth and many others.

6. **Planning Code Compliance:** The Planning Code Compliance findings as set forth in Motion No. XXXXX apply to this Motion, and are incorporated as though fully set forth herein.

7. **Planning Code Section 303 (c)** establishes criteria for the Planning Commission to consider when reviewing applications for Conditional Use approval. On balance, the project does comply with said criteria in that:

- A. The proposed new uses and building, at the size and intensity contemplated and at the proposed location, will provide a development that is necessary or desirable, and compatible with, the neighborhood or the community.

The Project will provide a mixed use residential and commercial building that is consistent with the surrounding neighborhood and community. The new 13-story mixed use building, approximately 120 feet tall, is within the permitted height limits, and residential and ground floor commercial retail are permitted uses within the district. Market Street is a pedestrian-oriented thoroughfare, and this Project’s ground floor active uses will contribute to the increased vitality of the block and neighborhood. In addition, the Project site is served by diverse forms of transit, BART, MUNI lightrail and buses, and is in close proximity for walking or biking to the job core and amenities of the Downtown core; the Project proposes required bicycle parking and minimal off-street parking.

The Project Sponsor proposes to satisfy Inclusionary Housing requirements by providing affordable units on-site, which are required for the life of the project. Under current requirements, 13.5% of the total proposed 186 dwelling units are required to be provided as on-site affordable units. The Project Sponsor has elected to provide all of the affordable units (25 units) on-site as rental units.

Specific to this Conditional Use request, the Project proposes to exempt on-site affordable units from its floor-area ratio calculation, as outlined in Section 124(f) of the Planning Code. The gross

floor area of the on-site affordable units is approximately 19,661 gross square feet. This request is necessary and desirable for the community and the larger community by adding 25 on-site affordable rental units in a transit-rich location. The units will be constructed as part of a larger market rate project, which leverages efficiencies to bring new affordable housing to market in a mixed income development, at a time when constructing new affordable units is a priority.

- B. The proposed project will not be detrimental to the health, safety, convenience or general welfare of persons residing or working in the vicinity. There are no features of the project that could be detrimental to the health, safety or convenience of those residing or working the area, in that:
- i. Nature of proposed site, including its size and shape, and the proposed size, shape and arrangement of structures;

The proposed shape and arrangement of the new building on the site will not be detrimental to the health, safety, convenience, or general welfare of its residents or the neighborhood. The site, approximately a 15,077 square foot lot, is irregular in shape and is a through-lot from Market Street to Golden Gate Avenue. The proposed mixed use building would take up the entire lot and have two street frontages – Market Street and Golden Gate Avenue – along with a visible third elevation above the 1000 Market Street building.

The Project is sited between an existing four level historic masonry building and a proposed 13-story contemporary building. The project has a well-defined base which relates to the historic context and surrounding buildings. The base extends to a similar height as the adjacent historic building and is designed to preserve the articulation and rhythm perceived by pedestrians moving along Market Street. Similar to many of the historic buildings along this corridor, it is envisioned to have structure clad in a masonry finish, with secondary cladding in metal materials, and gracious commercial ground floors with glazed storefront systems.

Each of the residential units will have more than adequate access to light and air, with a majority looking out onto Market Street, Golden Gate Avenue, or over the historic San Christina Building (starting at the 6th floor) onto Taylor Street and Golden Gate. The San Cristina Building's TDR has been sold and it is subject to a no-build easement above its current height for the benefit of 1028 Market, allowing east-facing property line windows. The common second-story courtyard and roof deck will provide a significant amount of shared open space, and 14 units will also have private balconies.

The shape and size of the site present no unusual difficulties for development or for the proposed mix of residential and retail uses, which are consistent with surrounding existing and proposed properties.

- ii. The accessibility and traffic patterns for persons and vehicles, the type and volume of such traffic, and the adequacy of proposed off-street parking and loading;

The Project is designed to ensure pedestrian, car, and service vehicle accessibility and circulation throughout the Property. The building's main pedestrian lobby is accessible from Market Street,

and residents can also the lobby from Golden Gate Avenue. Each of the retail spaces will be independently accessible from Market or Golden Gate. Primary bike storage will be located on the basement level, with secondary parking adjacent to the lobby, all accessible from the lobby and the Golden Gate entrance. The Project's curb cut is proposed at 12-feet-wide, which would replace one existing on-street parking space. This minimum curb cut dimension maximizes the number and size of available on-street parking spaces available to the public. In addition, the proposed Project's curb cut is one of only two curb cuts on the block face, which minimizes the frequency of curb cuts to reduce negative impacts to pedestrian safety. Its location is designed to minimize negative impact to transit movement. An off-street loading zone is proposed along Golden Gate Avenue. Users of this loading zone will also have direct access into the ground-floor retail space, back of house retail area, and residential/retail trash area, ensuring smooth and convenient service pickup and delivery. The relatively high ratio of dwelling units to off-street parking spots (over 4 to 1) is meant to promote non-vehicle trips to and from the property by residents and shoppers. No off-street parking is proposed for retail shoppers.

A transportation study confirmed that the Project's traffic volumes and patterns would not have a significant impact on the environment, or are appropriately mitigated to the extent feasible.

- iii. The safeguards afforded to prevent noxious or offensive emissions such as noise, glare, dust and odor;

The Project would not generate noxious or offensive dust or odor. The ground floor retail spaces will be properly ventilated to ensure neighboring buildings are not impacted by kitchen or other odors. Outdoor open spaces would be managed to ensure that noise remains at acceptable levels.

- iv. Treatment given, as appropriate, to such aspects as landscaping, screening, open spaces, parking and loading areas, service areas, lighting and signs;

The Project would comply with street tree, streetscape, lighting, and signage requirements of the Planning Code and Public Works Code. In satisfaction of Section 138 of the Planning Code, the project proposes improvements sidewalk widening, bicycle parking and tree planting to improve the pedestrian experience. The underground garage entry will be properly screened. Potential signage would be regulated by Article 6 of the Planning Code. The open spaces provided on site for residents would be properly treated. It proposes a large terrace that wraps around the entire roof, with the exception of MEP space and the elevator lobby and a number of the units will also have access to private decks.

- C. That the use as proposed will comply with the applicable provisions of the Planning Code and will not adversely affect the General Plan.

The Project complies with all relevant requirements and standards of the Planning Code and is consistent with Objectives and Policies of the General Plan, as detailed below. Specific to this Conditional Use authorization, providing on-site below market rate units fulfills a number of different Objectives and Policies.

8. **General Plan Compliance.** The General Plan Consistency Findings set forth in Section #8 of Motion No. XXXXX, Case No. 2014.0241X (Determination of Compliance and Granting of Exceptions Under Planning Code Section 309) apply to this Motion, and are incorporated herein as though fully set forth.
9. **Planning Code Section 101.1(b).** The General Plan Priority Policy Findings of Planning Code Section 101.1 as set forth in Motion No. XXXXX, Case No. 2014.0241X (Determination of Compliance and Granting of Exceptions Under Planning Code Section 309), apply to this Motion, and are incorporated as though fully set forth herein.
10. The Project is consistent with and would promote the general and specific purposes of the Code provided under Section 101.1(b) as outlined in Motion No. XXXXX and also in that, as designed, the Project would contribute to the character and stability of the Downtown area and would constitute a beneficial development.
11. The Commission hereby finds that approval of this Conditional Use 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 a Conditional Use Authorization under Sections 124(f) and 303, Application No. Case No. 2014.0241E/X/CUA/VAR**, subject to the following conditions attached hereto as "EXHIBIT A", and subject to the Conditions of Approval of Planning Commission Motion No. XXXXX, in general conformance with plans on file, dated **January 26, 2017**, and stamped "EXHIBIT B", which is incorporated herein by reference as though fully set forth.

The Planning Commission has reviewed and considered the FEIR and the record as a whole and hereby adopts the CEQA findings contained in Planning Commission Motion No. XXXXX, incorporated herein as part of this motion, by this reference thereto, and the IMMRP attached to Motion No. XXXXX as Exhibit B and incorporated herein as part of this Motion by this reference thereto. All required mitigation measures identified in the FEIR and contained in the MMRP are included as conditions of approval.

APPEAL AND EFFECTIVE DATE OF MOTION: Any aggrieved person may appeal this Conditional Use Authorization to the Board of Supervisors within thirty (30) days after the date of this Motion No. XXXXX. The effective date of this Motion shall be the date of this Motion if not appealed (After the 30-day period has expired) OR the date of the decision of the Board of Supervisors if appealed to the Board of Supervisors. For further information, please contact the Board of Supervisors at (415) 554-5184, City Hall, Room 244, 1 Dr. Carlton B. Goodlett Place, San Francisco, CA 94102.

I hereby certify that the Planning Commission ADOPTED the foregoing Motion on January 26, 2017.

Jonas P. Ionin
Commission Secretary

AYES:

NAYS:

ABSENT:

ADOPTED:

EXHIBIT A

AUTHORIZATION

This authorization is for the granting of a **Conditional Use Authorization** pursuant to **Section 124(f) and 303** to exempt on-site affordable units from floor-area ratio calculations, in connection with a project that would allow demolition of a two-story commercial building and construction of a new 13-story, approximately 120-foot-tall mixed-use building proposing 186 dwelling units and 9,657 square feet of ground floor retail and restaurant uses on a through lot with frontage on Market Street and Golden Gate Avenue between Taylor and Jones Streets (Assessor's Block 0350, Lot 002), within the C-3-G Zoning District and the 120-X Height and Bulk Districts, and Downtown Plan Area, in general conformance with plans dated **January 6, 2017** and stamped "Exhibit B" included in the docket for Case No. 2014.0241E/X/CUA/VAR and subject to conditions of approval reviewed and approved by the Planning Commission on **January 26, 2017** under Motion No. XXXXX. This authorization and the conditions contained herein run with the property and not with a particular Project Sponsor, business, or operator.

COMPLIANCE WITH OTHER REQUIREMENTS

The Conditions of Approval set forth in Exhibit B of Motion No. XXXXX, Case No. 2014.0241X (Determination of Compliance Under Section 309), and the Mitigation, Monitoring, and Reporting Program attached as Exhibit B to Planning Commission Motion XXXXX (Adoption of CEQA Findings) apply to this approval, and are incorporated herein as though fully set forth, except as modified herein.

RECORDATION OF CONDITIONS OF APPROVAL

Prior to the issuance of the building permit or commencement of use for the Project the Zoning Administrator shall approve and order the recordation of a Notice in the Official Records of the Recorder of the City and County of San Francisco for the subject property. This Notice shall state that the project is subject to the conditions of approval contained herein and reviewed and approved by the Planning Commission on **January 26, 2017** under Motion No. XXXXX.

PRINTING OF CONDITIONS OF APPROVAL ON PLANS

The conditions of approval under the 'Exhibit A' of this Planning Commission Motion No. XXXXX shall be reproduced on the Index Sheet of construction plans submitted with the Site or Building permit application for the Project. The Index Sheet of the construction plans shall reference to the 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

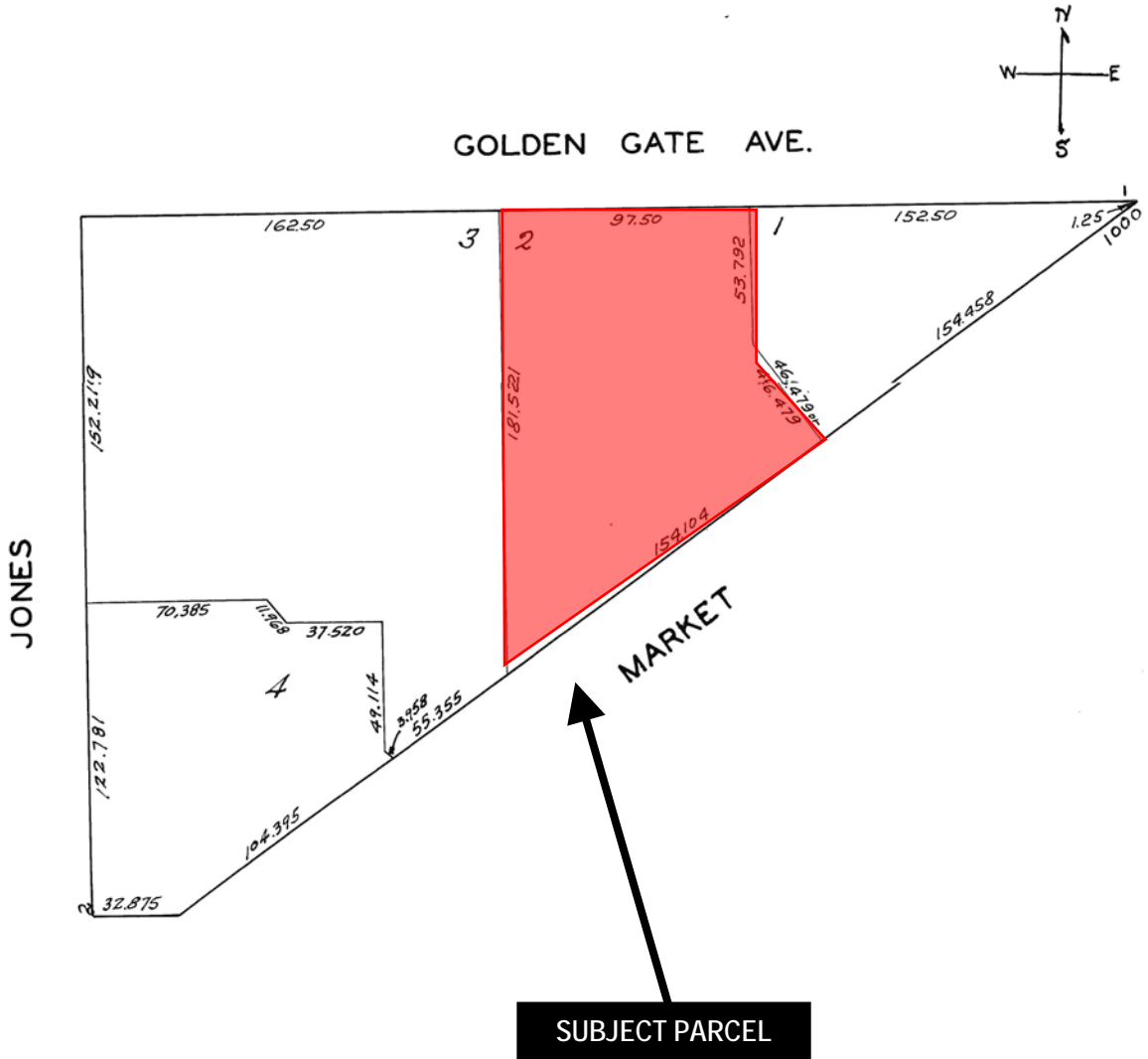
Changes to the approved plans may be approved administratively by the Zoning Administrator. Significant changes and modifications of conditions shall require Planning Commission approval of a new Conditional Use Authorization.

Conditions of Approval, Compliance, Monitoring, and Reporting

PERFORMANCE

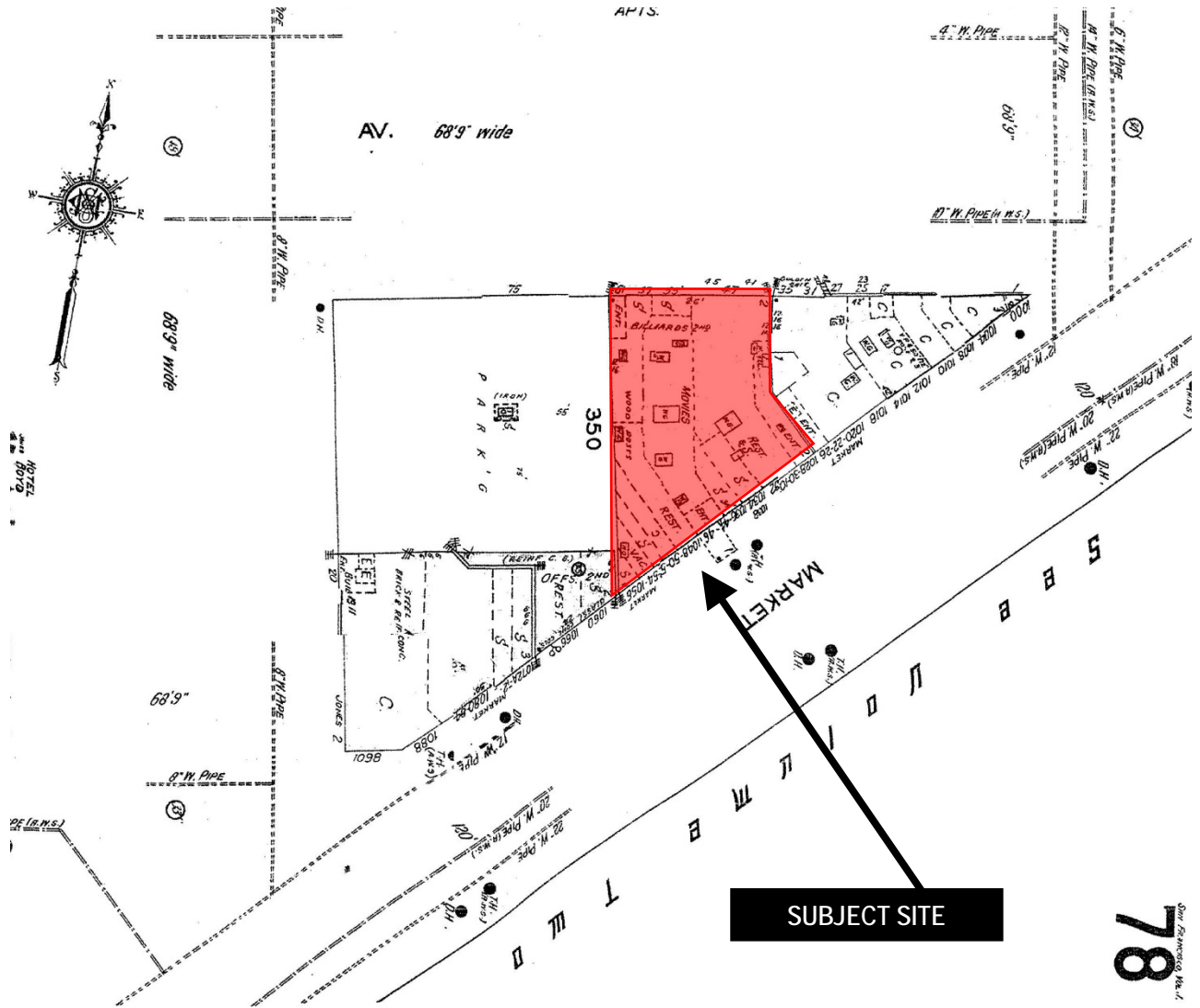
- 1. Additional Project Authorizations.** The Project Sponsor must obtain a Downtown Project Authorization under Section 309; a Variance from Section 136 for projections over the right of way (public art) that do not meet the dimensional requirements for decorative features; a Variance from Section 140 for 34 units that do not meet the Planning Code requirements for exposure; and an Exception from Section 260(b) for height of an elevator overrun (penthouse). The Project Sponsor must satisfy all the conditions thereof for each additional project authorization. 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.*
- 2. Validity and Expiration.** The authorization and right vested by virtue of this action is valid for three years from the effective date of the Motion. A building permit from the Department of Building Inspection to construct the project and/or commence the approved use must be issued as this Conditional Use authorization is only an approval of the proposed project and conveys no independent right to construct the project or to commence the approved use. The Planning Commission may, in a public hearing, consider the revocation of the approvals granted if a site or building permit has not been obtained within **three (3) years** of the date of the Motion approving the Project. Once a site or building permit has been issued, construction must commence within the timeframe required by the Department of Building Inspection and be continued diligently to completion. The Commission may also consider revoking the approvals if a permit for the Project has been issued but is allowed to expire and more than three (3) years have passed since the Motion was approved. *For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org*
- 3. Extension.** This authorization may be extended at the discretion of the Zoning Administrator only where failure to issue a permit by the Department of Building Inspection to perform said tenant improvements is caused by a delay by a local, State or Federal agency or by any appeal of the issuance of such permit(s). *For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org.*

Parcel Map



Downtown Project Authorization
Conditional Use/ Variance Hearing
Case Number 2014.0241E/X/CUA/VAR
1028 Market Street

Sanborn Map*

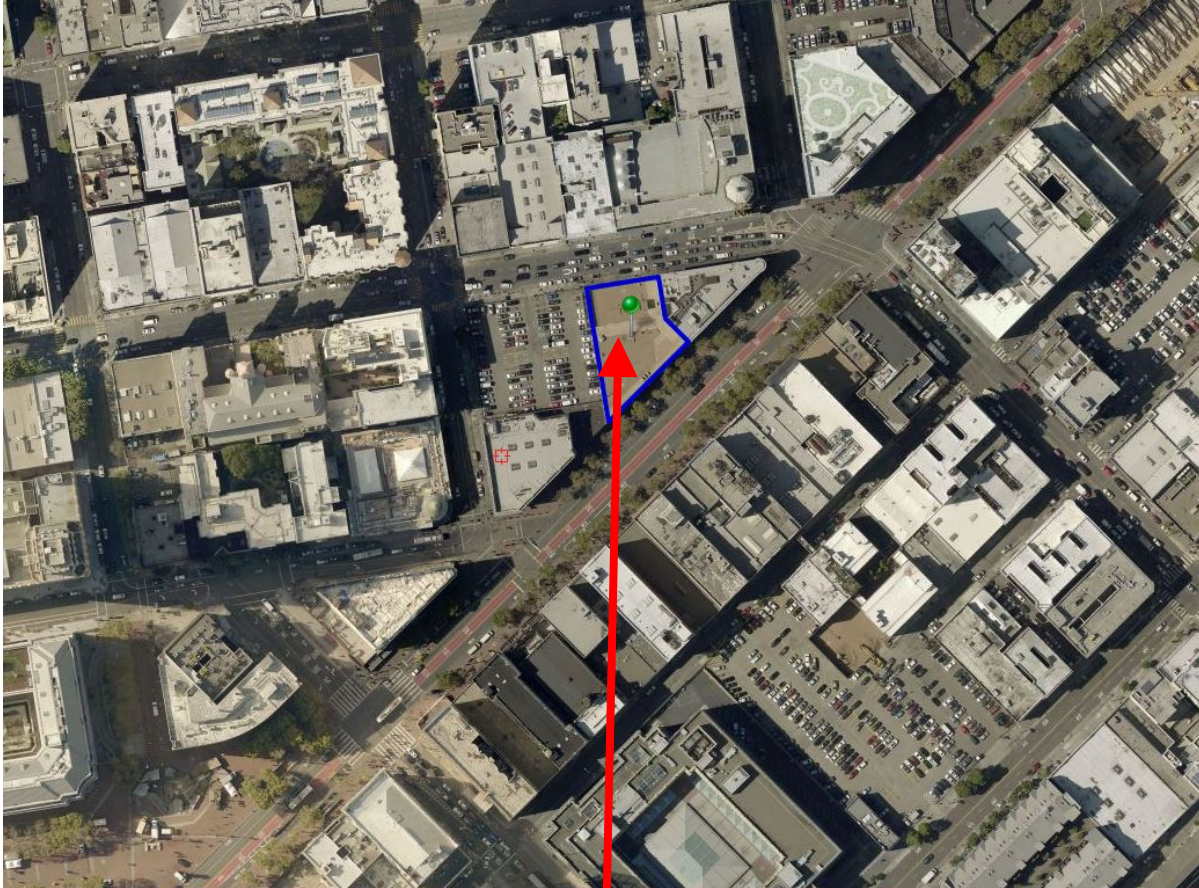


*The Sanborn Maps in San Francisco have not been updated since 1998, and this map may not accurately reflect existing conditions.



Downtown Project Authorization
Conditional Use/ Variance Hearing
Case Number 2014.0241E/X/CUA/VAR
1028 Market Street

Site Plan



SUBJECT SITE



Downtown Project Authorization
Conditional Use/ Variance Hearing
Case Number 2014.0241E/X/CUA/VAR
1028 Market Street

Aerial Photo Looking North

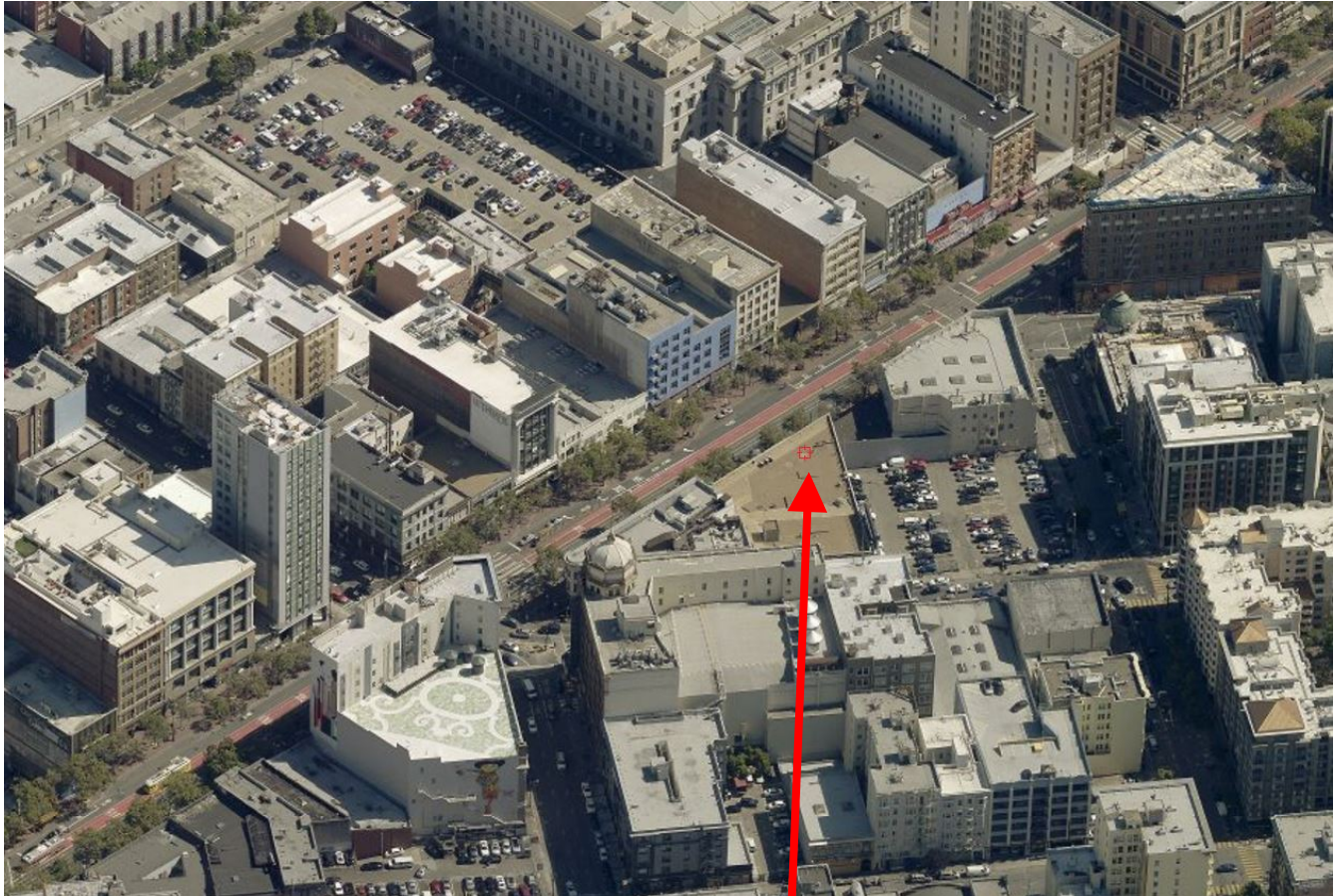


SUBJECT SITE



Downtown Project Authorization
Conditional Use/ Variance Hearing
Case Number 2014.0241E/X/CUA/VAR
1028 Market Street

Aerial Photo Looking South



SUBJECT SITE



Downtown Project Authorization
Conditional Use/ Variance Hearing
Case Number 2014.0241E/X/CUA/VAR
1028 Market Street

Photo Market Street Elevation



Downtown Project Authorization
Conditional Use/ Variance Hearing
Case Number 2014.0241E/X/CUA/VAR
1028 Market Street

Photo Golden Gate Elevation



Downtown Project Authorization
Conditional Use/ Variance Hearing
Case Number 2014.0241E/X/CUA/VAR
1028 Market Street

From: [Secretary, Commissions \(CPC\)](#)
To: [Johnson, Christine \(CPC\)](#); [Richards, Dennis \(CPC\)](#); [Kathrin Moore](#); [Koppel, Joel \(CPC\)](#); [Melgar, Myrna \(CPC\)](#); [Rich Hillis](#); [Rodney Fong](#)
Cc: [Gerber, Patricia \(CPC\)](#); [Boudreaux, Marcelle \(CPC\)](#)
Subject: FW: Support Project Approval: 1028 Market Street, Healing Waters local non-profit
Date: Tuesday, December 20, 2016 10:13:31 AM
Attachments: [image.png](#)
[Support Letter 1028 Market, Healing Waters, Todd Aghazadeh.pdf](#)

Office of Commission Affairs

Planning Department | City & County of San Francisco
1650 Mission Street, Suite 400, San Francisco, CA 94103
Direct: 415-558-6309 | Fax: 415-558-6409

commissions.secretary@sfgov.org
www.sfplanning.org

From: Todd Aghazadeh [mailto:todd@hwaters.org]
Sent: Tuesday, December 20, 2016 8:01 AM
To: Secretary, Commissions (CPC)
Subject: Support Project Approval: 1028 Market Street, Healing Waters local non-profit

Dear Mr. Ionin,

Please find attached and below my letter of support for Tidewater's 1028 Market Street project.

I appreciate your time and consideration.

Best, Todd

Todd Aghazadeh
Board Co-Chair
Healing Waters Wilderness Adventures
www.hwaters.org

Cell (415) 640-8265 |  
todd@hwaters.org

Dear Commissioner Fong,

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

I support the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown care in getting to know the local community, involving themselves in neighborhood organizations, and creating an atmosphere of community at

The Hall. Our City needs more developers like Craig and Ross with motivations that are inclusive of the long-term residents.

The existing building had been vacant for many years. Tidewater could have let them continue to be an eyesore while the City reviewed and approved permit applications. Rather instead they not only wanted to join in on the ongoing transformation of the street, but affect its direction and offer a civic-minded model by putting a unique food court in the buildings as an interim use. The Hall is intended to be much more than a lunch option - it is a gathering space and it already has improved the quality of life on Market Street.

If economic progress for the Mid-Market corridor is to be balanced with the needs of existing Tenderloin and SOMA residents, then the demonstrated words, actions and character of the developer is important:

- The Hall has generously donated event space and money to local non-profits, time and again, including Healing Waters Wilderness Adventures.
- Involvement in the Tenderloin Economic Development Project (TEDP).
- Literally putting themselves out there as active participants in WeWork's "4 Corner Friday" community activation project.

These are examples of their commitment to engaging and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

Todd Aghazadeh, Board Co-Chair

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

We the undersigned support the mixed-use development project at 1028 Market Street.

We believe 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock and foot traffic, provide jobs, and continue to add vibrancy to the neighborhood.

We urge you to support the project.

Signed,

Alexis Donoghoe
Amina Durrani
Aram Fischer
Ashley Hathaway
Benedict J Harrison
Brandon Guarino
Brent Miller
Chris Cook
Darren Weiss
David Acker
Del Seymour*
Elvin Padilla*
Evan Willingham
Forrest Miller
Gabriel Turner
Galen Maloney
James Vliet
Jamie Randolph
Jane Weil
Janet Lee
Jimmie Thongkham

Joseph Pirrone
Judi Basoo
Judith Marder
Kathleen Houlehan
Ken Lowney
Mako Sano
Mark Geisreiter
Marti Diehl
Michael Warr*
Pamela Coates
Pamela Lin
Pat McElroy
Patrick Kennedy
Rob Poole
Robert Mansfield
Ryan Croft
Sarah Mergy
Seamus Canning
Tom Lockard*
W Kevin Kendall

*Also sent individual letter of support



September 16, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

We are writing to show our support for the proposed project at 1028 Market Street. Given Mid-Market's growing need for housing and retail, we believe Tidewater Capital's new building project would be of great benefit to the further development of the area. Craig Young and Ross Stackhouse of Tidewater Capital have shown genuine interest in working toward the betterment of the Mid-Market neighborhood and hope to contribute to its future success.

While the existing building could have sat vacant while permit applications are being reviewed and approved, Tidewater has already jump-started their efforts to improve the area with the installation of The Hall, an interim use street-level food court and gathering space. The Hall's success and popularity foreshadows the future potential of the ever-evolving Mid-Market area and the need for continued development that will meet the needs of industry moving into the neighborhood.

We believe that the proposed development at 1028 Market Street would benefit both the neighborhood and the city itself in a number of ways including an increased stock of much-needed housing, more foot traffic for local businesses in the area, and a provision of construction jobs, as well as other jobs associated with the long-term needs of the project. Given the future benefits of Tidewater's proposed development, we fully support the 1028 Market Street project and highly encourage the Planning Commission to approve the project.

Sincerely,

A handwritten signature in black ink, appearing to read "A. K. Felson", written over a light blue horizontal line.

Adam K. Felson

A handwritten signature in black ink, appearing to read "J. D. Shaffer", written over a light blue horizontal line.

Jay D. Shaffer

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

October 4, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the project at 1028 Market Street. The new building will provide much-needed housing and retail along Market Street, enlivening the neighborhood and improving the experience for those of us who work, live or play in the area. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success.

The existing building was vacant for many years, and Tidewater could have let the building continue to be an eyesore along Market Street, but they begin the transformation of the street by putting a food court and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street and I am looking forward to the completed mixed-use project. The Hall has provided opportunities for local businesses to flourish – from the food vendors to small craft retailers. Their commitment to the local community has been impressive – hosting hundreds of events at the Hall ranging from our occasional company department happy hours to benefit fundraisers for nonprofits.

Although The Hall has accomplished the preceding, more needs to be done for the disenfranchised local community that can't afford to utilize The Hall as it currently operates. I write this with the hope that Tidewater continues its effort in positively impacting the community and creating specialized opportunity targeted directly towards the people that spend all their time at its current doorsteps. I hope to see this specific population gainfully employed in the future businesses within in the doors not on the doorsteps.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco and I support the project and urge the Planning Commission to approve the project.

Sincerely,


Asya Abdrahman
Artist & Art Curator

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

October 10, 2015

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,


I am writing in support of the project at 1028 Market Street. I am the owner of a local restaurant known as Cassia and a restaurateur who has been working in San Francisco for several years.

Tidewater's interim use of the former Billiards Hall space at 1028 Market Street as a food hall ("The Hall") has provided small businesses with a platform to test food concepts at a low startup cost. The Hall has allowed me to test out my recipes and fine-tune the cuisine while learning a lot about the restaurant business.

I understand that The Hall is an interim use while the proposed project proceeds through the entitlement review process.

I believe that 1028 Market Street will provide much-needed housing and will help revitalize the mid-market area. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,



Alex Meisels
Owner, Cassia

cc: Jonas Ionin, Planning Commission Secretary

March 7, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term safety and sustainability, and I support their work.

My husband Leroy Looper and I purchased the Cadillac Hotel at 380 Eddy Street in 1976. It is located in the central Tenderloin. We have been and I currently am very active in the Tenderloin community, not only in running the Hotel but also in trying to improve the Tenderloin Community through various community organizations.

One thing Leroy and I always believed in is the need for the Tenderloin to be diverse. We need a wide variety of retail businesses (that serve our residential community), residential buildings that bring in all economic levels of residents – from the very poor to the well-to-do. I really want the Tenderloin to have lots of trees, open space, to be a safe, secure, warm inclusive and vibrant community with lots of public art. The Tenderloin should be a livable community where everyone feels welcome. I have come to know Ross Stackhouse well through the Tenderloin Community Benefits District Board. He has shown a tremendous amount of thought and care regarding not only the 1028 Market St. project, but also towards the entire Tenderloin neighborhood as a whole.

As anyone can see, San Francisco is in a housing crisis, and 1028 Market Street will add 186 much-needed residences to the city. The project will include affordable units on-site, adding a healthy mix to the economic diversity of the neighborhood.

The existing building– the former Hollywood Billiards hall - has vacant for many years. Tidewater could have let the building continue to be an eyesore along Market Street, but they wanted to begin the transformation of this street with a creative interim use project: the Hall. The Hall has already improved the quality of life on Market Street. This, for me, is vital for the health and well being of the Tenderloin. Currently the back of the Hall (on Golden Gate Avenue) is what I consider a blighted area. It could be revitalized with this greatly needed residential housing. Street safety and security for the entire neighborhood will be improved with new a new residential structure, street trees, bike parking, open and well lit storefronts on Golden Gate Avenue as well as Market Street. The new residents who will have a financial stake in our community have incentive towards providing lots of eyes on the street– thus safety and security will be greatly improved.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the experience along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

A handwritten signature in black ink, appearing to read 'K. Looper', written in a cursive style.

Kathy Looper

September 10, 2015

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the project at 1028 Market Street. The owners, Craig Young and Ross Stackhouse of Tidewater Capital, have been strong supporters of local small business owners. I am the owner of a local restaurant known as Raj & Singh and a restaurateur who has been working in San Francisco for several years.

Tidewater's interim use of the former Billiards Hall space at 1028 Market Street as a food hall ("The Hall") has enabled me to continue building my restaurant business. The Hall has allowed me to test out my recipes and fine-tune the cuisine while expanding my network and getting my brand out to the public. The creative use of 1028 Market Street has allowed me to expand my restaurant endeavors.

I understand that The Hall is an interim use while the proposed project proceeds through the entitlement review process. The new project, a new mixed-use building with 186 rental units and approximately 10,000 square feet of ground floor retail, will provide much-needed housing while removing an unattractive deteriorated structure along Market Street. More importantly, the new project is of a high-quality design that will transform this section of Market Street.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and remove an outdated structure from Market Street. As a business owner I have witnessed several positive changes in the surrounding area since the opening of The Hall almost one year ago and believe it will bring continued positive change. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,



Simi Dhillon
Owner, Raj & Singh

cc: Jonas Ionin, Planning Commission Secretary



January 27, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

Shorenstein Residential LLC
235 Montgomery Street, 16th Floor
San Francisco, CA 94104
415-772-7000
www.shorenstein.com

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the project at 1028 Market Street. The new building will provide much-needed housing and retail along Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhoods' long-term viability and success. As fellow developers in the neighborhood, we agree with Tidewater's approach and are excited to see their project succeed.

1028 Market Street will add 186 residences that will be a mix of one, two, and three-bedroom rental units. The project will include the affordable units on-site, creating a healthy mix to the economic diversity of the neighborhood. Further, there will be approximately 10,000 square feet of ground floor retail which will enliven the pedestrian experience along Market Street. The project will generate construction jobs and support neighborhood-serving businesses both during construction and after, when residents fill the building.

The existing building had been vacant for many years. Tidewater took a major step in kick-starting the transformation of the street by putting a food court and gathering space in the building as an interim use ("The Hall") while the City reviews its permit applications for the larger project. The Hall has already improved the quality of life on Market Street and we are looking forward to the completed project.

Our organization, Shorenstein Properties, has been engaged with Tidewater since August of 2013. We are working together on numerous community collaborations, including our shared membership on the board of the Tenderloin Community Benefits District. Tidewater has demonstrated strong neighborhood involvement through their work with local non-profits. Their commitment to the people and organizations in the Mid-Market neighborhood is impressive and I know they will be a good neighbor.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and remove outdated structures from Market Street. I am looking forward to the completed building, support 1028 Market Street and urge the Planning Commission to approve the project.

Sincerely,

Meg Spriggs
Managing Director

Julie Burdick
Sr. Associate

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners



Ross Stackhouse, Vice President
Tidewater Capital
25 Taylor Street
San Francisco, CA 94102

December 9, 2015

Ref: 1028 Market Street – Mixed-Use Development

Dear Mr. Stackhouse,

Thank you for bringing your proposal for 1028 Market Street to the San Francisco Housing Action Coalition's (SFHAC's) Project Review Committee on October 8th, 2014 and November 11th, 2015. After thorough review and discussion, we are pleased to endorse the project. We believe your project has many merits and will contribute to SFHAC's mission of increasing the supply of well-designed, well-located housing in San Francisco. Please review this letter, which explains how your project meets our guidelines as well as suggested improvements. We have attached a copy of our project review guidelines for your reference.

Project Description: The proposed project would replace the long-vacant Hollywood Billiards site with 186 apartments in a 120-foot height district, with about 10,000 square feet of ground floor, neighborhood-serving retail and subsurface parking for 44 cars.

Land Use: The SFHAC believes this is an excellent location for new housing. In an effort to draw residents to your site, you have transformed the building into a very well received, temporary food hall. Our members believe the food court is a creative community outreach gesture that will help jump-start the activation of the neighborhood. The project site is located in the rapidly evolving Mid-Market neighborhood and is within walking distance of many of the City's jobs. We strongly support new housing here as a means to activate an area that would greatly benefit from it.

Density: The SFHAC strongly supports your approach to maximize the site's density, including buying transferable development rights (TDRs) from the neighboring historic building.

Affordability: We support your decision to provide the below-market-rate (BMR) housing on site, which equates to 22 BMRs priced at 55 percent of the area median income. We encourage you to examine the Inclusionary Dial that might allow your project to include a higher percentage of BMRs for a wider range of incomes.

Parking and Alternative Transportation: We believe the low car-parking ratio of 0:25:1 is entirely appropriate for this site considering its proximity to jobs and transit. We urge you to consider a bike-parking ratio of one space per bedroom. We consistently hear from project sponsors that they've overestimated their need for car parking while underestimating it for bike parking.

Mr. Ross Stackhouse
December 9, 2015
Page Two

Preservation: There are no structures of significant cultural or historic merit on site that would be impacted by the proposed project. The design is respectful of the adjacent historic building to the east and helps support its preservation through the purchase of TDRs.

Urban Design: The retail and ground floor along Golden Gate Avenue has been improved significantly since your first presentation to us. Our members believe the project could be improved if more detail was added to the Market Street façade to achieve greater depth. Additionally, we encourage your team to more strongly reflect the horizontality of the adjacent historic building along Golden Gate Avenue without duplicating it.

Environmental Features: The project would achieve the basic environmental standards for new buildings in San Francisco. However, we recognize the City's requirements are far higher than most others. We therefore encourage you to explore more options that further green the building and reduce water use.

Community Input: Our members believe your team has done a terrific job of engaging the community on the proposed project. You've used the venue at The Hall to host regular presentations and events. We hope your new project could keep the spirit of The Hall alive and also encourage you to work with the community on an art piece that would compliment the project.

Thank you for presenting your plans for 1028 Market Street to our Project Review Committee a second time. We believe the project has undergone significant improvement and we are pleased to endorse it. Please keep us abreast of any changes and let us know how we may be of assistance.

Sincerely,



Tim Colen
Executive Director

SFHAC Project Review Guidelines

Land Use: Housing should be an appropriate use of the site given the context of the adjacent properties and the surrounding neighborhood and should enhance neighborhood livability.

Density: The project should take full advantage of the maximum unit density and/or building envelope, allowable under the zoning rules.

Affordability: The need for affordable housing, including middle income (120-150 of Area Median Income) housing, is a critical problem and SFHAC gives special support to projects that propose creative ways to expand or improve unit affordability beyond the legally mandated requirements.

Parking and Alternative Transportation: SFHAC expects the projects it endorses to include creative strategies to reduce the need for parking, such as ample bicycle storage, provision of space for car-share vehicles on-site or nearby, un-bundling parking cost from residential unit cost, and measures to incentivize transit use. Proximity to transit should result in less need for parking.

In districts with an as-of-right maximum and discretionary approval up to an absolute maximum, SFHAC will support parking exceeding the as-of-right maximum only to the extent the Code criteria for doing so are clearly met. In districts where the minimum parking requirement is one parking space per residential unit (1:1), the SFHAC will not, except in extraordinary circumstances, support a project with parking in excess of that amount.

Preservation: If there are structures of significant historic or cultural merit on the site, their retention and/or incorporation into the project consistent with historic preservation standards is encouraged. If such structures are to be demolished, there should be compelling reasons for doing so.

Urban Design: The project should promote principles of good urban design: Where appropriate, contextual design that is compatible with the adjacent streetscape and existing neighborhood character while at the same time utilizing allowable unit density: pleasant and functional private and/or common open space; pedestrian, bicycle and transit friendly site planning; and design treatments that protect and enhance the pedestrian realm, with curb cuts minimized and active ground floor uses provided.

Projects with a substantial number of multiple bedroom units should consider including features that will make the project friendly to families with children.

Mr. Ross Stackhouse
December 9, 2015
Page Four

Environmental Features: SFHAC is particularly supportive of projects that employ substantial and/or innovative measures that will enhance their sustainability and reduce their carbon footprint.

Community Input: Projects for which the developer has made a good faith effort to communicate to the community and to address legitimate neighborhood concerns, without sacrificing SFHAC's objectives, will receive more SFHAC support.



September 15, 2015

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

CounterPulse is a non-profit organization that has supported independent artists and fostered engaged communities for over 20 years. We seek to elevate the diverse voices of local, national, and international performing artists, creating a forum for the open exchange of art and ideas, sparking transformation in our communities and our society. CounterPulse has been located in the Mid-Market / SOMA neighborhood for over 10 years. Currently in the process of relocating to the unit block of Turk Street, the successful and equitable development of the neighborhood is a pressing priority for CounterPulse. To that end I am writing in support of the Tidewater Capital's project at 1028 Market Street.

We began a relationship with Tidewater through a partnership with The Hall, Tidewater's visionary, change-making activation of 1028 Market, for The Market Street Prototyping Festival (April 2015). For this festival CounterPulse highlighted the artistic communities of the Tenderloin, presenting works from poets living in the nearby Dalt Hotel, Cutting Ball and Center for New Music located at Turk and Taylor, and over 20 other artists and arts organization in the neighborhood. Tidewater generously provided space to develop this project, creating a welcoming and inclusive hub for our diverse artists and audience.

Since then Craig Young of Tidewater has joined CounterPulse's Creative Community Leadership Council to support our renovation and relocation to Turk Street. Through offering advice meetings, key introductions, and most recently hosting a fundraiser for CounterPulse, Tidewater is taking an active interest in working with and in community to ensure the neighborhood's long-term viability and success. This demonstrated commitment to inclusive development sets Young, and his partner Ross Stackhouse, apart from other developers.

I believe that 1028 Market Street will be a key addition to the area. In addition to increasing housing stock and removing an outdated structure, the ground floor retail will enliven the pedestrian experience, while providing much needed foot traffic and activation.

We look forward to deepening our relationship with Tidewater over the years to come. I am in full support the 1028 Market Street project, and urge approval from the Planning Commission.

Sincerely,

Julie Phelps, Artistic Director
julie@counterpulse.org

October 25, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation of the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

Meghan Ryan
Design Director, 826 Valencia

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

Co-Founders

Ninive Calegari
Dave Eggers

Board of Directors

Eric Abrams
Colleen Amster
Joya Banerjee
Michael Beckwith
Barb Bersche
Michelle Yunhi Lee
Alex Lerner
Jim Lesser
Matt Middlebrook
Dave Pell
Han Phung
Andrew Strickman
Joe Vasquez



Mission Center

826 Valencia Street
San Francisco, CA 94110

Tenderloin Center

180 Golden Gate Avenue
San Francisco, CA 94102

826valencia.org

P: 415.642.5905
F: 415.642.5914

January 10, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

A handwritten signature in black ink, appearing to read "Alex M. A. R.", written in a cursive style.

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

December 12, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits, youth and arts organizations, and has hosted numerous community gatherings. They also hire local bands, like the Jazz Mafia, to play weekly and provide free music for the community. This has been a great opportunity for me and the musicians I work with to have constant gigs and exposure.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

Adam Theis

Jazz Mafia - Director/Musician

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

January 11, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,



(Sign Name)

ALEXIS OAKLAND

(Print Name)

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

January 11, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

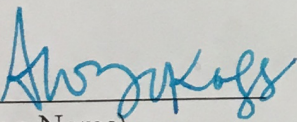
I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,


(Sign Name)

Allison Wyckoff
(Print Name)

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners



October 28, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

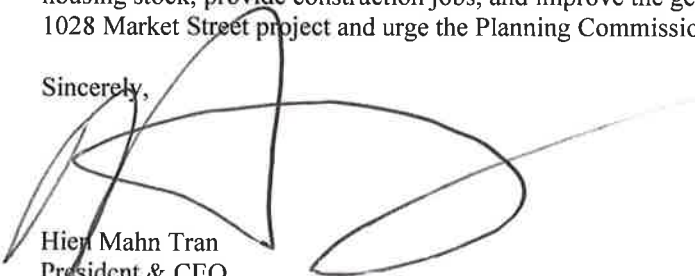
The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Anvil Builders Inc. ("Anvil") is a service disabled Veteran owned company which has been in business for six plus years. I served and was injured in the Iraq War. Anvil self performs its own work. Specializing in excavation, wet & dry utilities, grading, site work, site concrete etc. Tidewater Capital has engaged with Anvil Builders in preconstruction work. Tidewater Capital is aligned Anvil's development and goals. Anvil Builders is a member of Laborers Local 261, Operators Local 3 and Carpenters Local 22. Anvil Builders Inc. is a Local Business Enterprise("LBE"), 8A, DBE, DVBE, MBE and SDVOSB.

The proposed development will create 186 units of much needed mixed-income rental housing, and will have ground floor retail as well. The construction phase of this project, as well as its ongoing operations will create new jobs for the community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,



Hien Mahn Tran
President & CEO
HT@Anvilbuilders.com

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

BENCHMARK

January 9, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

We are writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

We believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. We support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,



Steven M. Spurlock
Operating Partner



Jill Jarrett
Chief Financial Officer

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

December 23, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. This means so much to me as a long term resident and business owner in the neighborhood. San Francisco needs more community-minded developers like Craig and Ross.

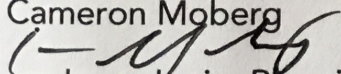
The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits such as the ones I have personally worked for like City Crossroads and United Playaz. They have hosted numerous community gatherings and have allowed me to facilitate art shows in their space for local artists. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

Cameron Moberg


cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

June 22, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed project at 1028 Market Street. The new building will provide much-needed housing and retail along Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success.

The existing building had been vacant for many years. Tidewater could have let the building continue to be eyesores along Market Street but they wanted to begin the transformation of the street by putting a food court and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street and I am looking forward to the completed mixed use project.

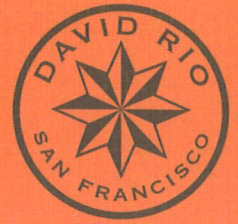
I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock and foot traffic, will provide construction jobs, and other jobs associated with the long-term needs of the project. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

A handwritten signature in black ink, appearing to read "Michael Thomas", with a stylized flourish at the end.

Michael Thomas
415-860-6241

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners



September 23, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have been active participants in the neighborhood since they bought the site and moved to the area in 2013. They have taken an active interest in working with the community to ensure the neighborhoods' long-term viability and success. San Francisco needs more community-minded developers like Craig and Ross. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation of the street by putting a food court and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

As a fellow small business recently relocated to the neighborhood, Chai Bar by David Rio is grateful for the collaborative and open nature with which Tidewater has approached creating the Hall. They are deeply committed to economic development and opportunity, and it has been a wonderful experience growing in parallel with them.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

Scott Lowe
President, David Rio, San Francisco

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners



January 9, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street


Dear Commissioner Fong,

I am writing in support of the project at 1028 Market Street. The owners, Craig Young and Ross Stackhouse of Tidewater Capital, have been strong supporters of local small business owners. I am the owner of Chez Bobo, a local Vietnamese Food business. I came to the Hall, Tidewater's interim use of 1028 Market Street, and have been able to build my business through this brick and mortar location.

The Hall has allowed me to test out my recipes and fine-tune the cuisine while expanding my network and getting my brand out to the public. The creative use of 1028 Market Street has allowed me to expand my restaurant endeavors.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and continue to improve Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,



Thuy Diep
Owner, Chez Bobo

cc: Jonas Ionin, Planning Commission Secretary

November 1, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed project at 1028 Market Street. The new building will provide much-needed housing and retail along Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success.

The existing building had been vacant for many years. Tidewater could have let the building continue to be an eyesore along Market Street but they added positive activity to the street by creating the Hall, a food court and gathering space in the buildings as an interim use while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street and I am looking forward to the completed mixed-use project.

My organization, Community Housing Partnership, has worked closely with both the Tidewater team and the Hall for the past few years. The Hall has hosted multiple events for us, and has made a concerted effort to include our residents who reside at the San Cristina Hotel (next door to the Hall) in their programming. They have been a great neighbor to us, and we look forward to their completed project.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock and foot traffic, will provide construction jobs, and other jobs associated with the long-term needs of the project. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,



Gail Gilman, Chief Executive Officer
Community Housing Partnership

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners



Nov 16, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed project at 1028 Market Street. The new building will provide much-needed housing and retail along Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success.

The existing building had been vacant for many years. Tidewater could have let the building continue to be an eyesore along Market Street but they added positive activity to the street by creating the Hall, a food court and gathering space in the buildings as an interim use while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street and I am looking forward to the completed mixed-use project. My company, CivicMakers, has hosted many events at The Hall and we've been grateful for the space on account of both its location and the great community that's been involved with bringing it to life.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock and foot traffic, will provide construction jobs, and other jobs associated with the long-term needs of the project. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

A handwritten signature in black ink, appearing to read "Judi Brown", with a long horizontal line extending to the right.

Co-Founder
CivicMakers

JUDI BROWN

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners



central market community benefit district

June 14, 2016

San Francisco Planning Commission
1650 Mission Street, Suite 400
San Francisco, CA 94103

RE: 1028 Market Street Development

Dear Planning Commissioners:

The Central Market Community Benefit District (CMCBD) has been informed of a proposed development at 1028 Market Street by developer Tidewater Capital. While not located within our District's boundaries, the parcel in question is immediately adjacent and therefore of interest to CMCBD.

The aspects of this development that directly support the mission of the CMCBD and serve to enhance neighborhood cleaning, safety and economic development efforts include their plans to implement:

- ✓ Active ground floor retail including: transparent storefronts, job creating businesses
- ✓ Pedestrian-scale sidewalk lighting during dark hours
- ✓ High-definition perimeter security cameras
- ✓ Public Art program

In addition, we have been impressed by the efforts made by the developer to temporarily activate the ground floor of the development site during lengthy project approvals. Instead of keeping the space empty and boarded up the developer has created a temporary destination, dining establishment "The Hall" that is also an incubator for small food businesses. This temporary activation of the development site with retail has tremendously enhanced the pedestrian experience on a very difficult block of Market Street plagued with loitering, crime and several other boarded up storefronts. The Hall has removed blight caused by the building's former façade, enhanced foot traffic for the area, created jobs and made event space available to non-profit organizations in the neighborhood.

The developer has also pledged to maintain the site once under construction with artful construction barricades and nighttime lighting that enhance the public right of ways and promote pedestrian safety.

Sincerely,



Tracy Everwine
Executive Director



June 23, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed project at 1028 Market Street. The new building will provide much-needed housing and retail along Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success.

The existing building had been vacant for many years. Tidewater could have let the building continue to be an eyesore along Market Street but they wanted to begin the transformation of the street by putting a food court and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street. The Hall has an active community engagement program, and has hosted events to benefit many local nonprofits, including The Cooking Project, which I run.

As someone deeply invested in the local food world, I welcome the approach that the developers have taken through the Hall to bring food to the neighborhood and to foster small business development in the food industry. One of my projects, Loco'l, will be a restaurant located just a few blocks from the Hall and the proposed development. We are slated to open [date] and have been happy to see the energy generated by the Hall, indicating increased opportunity for food entrepreneurs in the Central Market neighborhood.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock and foot traffic, will provide construction jobs, and other jobs associated with the long-term needs of the project. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

Sasha Bernstein
The Cooking Project

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

January 11, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,



(Sign Name)

Darcel Jackson
(Print Name)

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

September 27, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

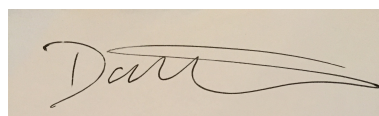
I am writing in support of the proposed mixed use development project at 1028 Market Street. I have known the developers, Craig Young and Ross Stackhouse of Tidewater Capital, before they bought the site and moved to the area in 2013. They have taken an active interest in working with the community to ensure the neighborhoods' long-term viability and success. It's exciting in many ways! They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting a food court and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Tidewater and The Hall gave my then-nascent company, TransitScreen, the opportunity to test out our concept in the Hall, gifting us space and time to prototype our concept with their customer base. Since our time at the Hall, our company has gone on to improve the quality of life in over 500 locations across North America. We are grateful for the opportunity they afforded us, and I know they have done the same with many other small businesses, arts organizations, and nonprofits. This generosity is a hallmark of their ethos as developers, and I am confident they will continue to extend their arms to the community as they move forward. Personally, I have met many great people at The Hall, mainly from a personal touch from Craig and Ross. They have a genuine interest in me and the community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

A rectangular box containing a handwritten signature in dark ink on a light brown background. The signature appears to read "David" followed by a stylized flourish.

David Nebinski
TransitScreen

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

January 21, 2015

Honorable Rodney Long, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval 1028 Market Street

Dear Commissioner Long,

I am writing in support of the project at 1028 Market Street. The new building will provide much-needed housing and retail along Market Street, activating the block and enlivening the neighborhood. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhoods' long-term viability and success. San Francisco needs more of these type of developers.

1028 Market Street will add 186 residences that will be a mix of one, two, and three-bedroom rental units. The project will include the affordable units on-site, creating a healthy mix to the economic diversity of the neighborhood. Further, there will be approximately 10,000 square feet of ground floor retail which will enliven the pedestrian experience along Market Street. The project will generate construction jobs and support neighborhood-serving businesses both during construction and after, when residents fill the building. The existing building had been vacant for many years. Tidewater took a major step in kick starting the transformation of the street by putting a food hall and community gathering space in the building as an interim use ("The Hall") while the City reviews its permit applications for the larger project. The Hall has already improved the quality of life on Market Street and I am looking forward to the completed project.

I have been engaged with Tidewater since the Hall opened in October 2014. My organization, Tenderloin Walking Tours, uses the Hall as its official meeting point, and Tidewater has been supportive of my organization from the get-go. Tidewater's commitment to the people and organizations in the Mid Market neighborhood is impressive and I know they will be a good neighbor. As director of Code Tenderloin, we have spoken about how to best approach local hiring, and I look forward to continuing this conversation. I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and enliven Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,



Del Seymour,
Code Tenderloin
Tenderloin Walking Tours



466 Green Street, Suite #203
San Francisco, CA 94133
Phone (415) 781-7700
Fax (415) 781-7701
www.deroaseappelbaum.com

September 15, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: SUPPORT Project Approval: 1028 Market Street

Dear Commissioner Fong,

Our group owns the property located at 118 Taylor/98 Turk Street in San Francisco. Our property is located less than 1 block from the Project, and the Project will have an impact on our tenants and neighborhood. **I am writing in support of the proposed project at 1028 Market Street.** The new building will provide much-needed housing and retail along Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have had a long-standing interest in working with the community to ensure the neighborhood's long-term viability and success. We have known them for several years, and they continue to invest their time and resources into making the neighborhood better.

The existing building had been vacant for many years. Tidewater could have let the building continue to be eyesores along Market Street but they wanted to begin the transformation of the street by putting a food court and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street and I am looking forward to the completed mixed use project.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock and foot traffic, will provide construction jobs, and other jobs associated with the long-term needs of the project. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

A handwritten signature in black ink, appearing to read 'Santino DeRose'. The signature is stylized and fluid, with a large initial 'S' and a long, sweeping underline.

Santino DeRose
Managing member
TURK BD LLC

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners



December 21, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,


I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

As an employee of a homeless agency in Civic Center, I can attest to the value The Hall has brought personally and professionally. The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street. They've created a space for the public in a normally underutilized area of Market Street, and offered full time employment to one of our unemployed clients who was often loitering by their space. He is now able to pay rent and fully support his family.

The Hall has also generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,


Jaclyn Epter
Case Manager
Downtown Streets Team

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

January 10, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong:

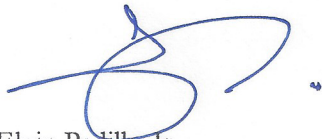
I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits, youth and arts organizations, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

A handwritten signature in blue ink, appearing to read 'Elvin Padilla, Jr.', with a stylized flourish extending to the right.

Elvin Padilla, Jr.
Tenderloin resident/Community Development Advocate

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners



April 19, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed project at 1028 Market Street. The new building will provide much-needed housing and retail along Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success.

The existing building had been vacant for many years. Tidewater could have let the building continue to be eyesores along Market Street but they wanted to begin the transformation of the street by putting a food court and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street and I am looking forward to the completed mixed use project.

My organization, Episcopal Community Services, has worked closely with both the Tidewater team and the Hall for the past few years. The Hall has hosted two fundraisers for our C.H.E.F.S. program, and have hired one of our chef graduates to supply pastries to the Hall. They have demonstrated an active interest in our work and in the success of our graduates.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock and foot traffic, will provide construction jobs, and other jobs associated with the long-term needs of the project. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

Mallory Burke
Corporate & Community Relations Manager
Episcopal Community Services (ECS)
165 8th Street, San Francisco, CA 94103
(415) 487-3300 ext. 1245
mburke@ecs-sf.org

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners



EL PÍPILA

Guardian of Mexican Flavor

January 9, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the project at 1028 Market Street. The owners, Craig Young and Ross Stackhouse of Tidewater Capital, have been strong supporters of local small business owners. I am the owner of El Pipila, a graduate of La Cocina's kitchen incubator program who was looking for a home in 2014. I found the Hall, Tidewater's interim use of 1028 Market Street, and have been able to build my business via the Hall for the past 2 years.

The Hall has allowed me to test out my recipes and fine-tune the cuisine while expanding my network and getting my brand out to the public. The creative use of 1028 Market Street has allowed me to expand my restaurant endeavors. I have signed a lease for a permanent restaurant space in San Francisco for when the Hall closes.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and continue to improve Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

Guadalupe Guerrero
Owner, El Pipila

cc: Jonas Ionin, Planning Commission Secretary

EPICentersf

CENTRAL MARKET | CIVIC CENTER | TENDERLOIN

April 12, 2015

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

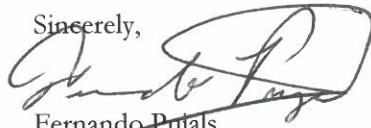
I am writing in support of the proposed mixed use development project at 1028 Market Street. The new building will provide much-needed housing and retail along Market Street, activating the block with a variety of uses. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhoods' long-term viability and success.

The existing buildings had been vacant for many years, and while Tidewater could have let the building continue to be an eyesore along Market Street, they instead began to transform the street by putting a food court and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street and I am looking forward to the completed mixed-use project.

My organization, Epicenter-SF, has been engaged with Tidewater since early 2014. Representatives from Tidewater provided valuable input into the content and strategic development of Epicenter, and they have generously allowed our organization to hold our regular steering committee meetings and public facing events at The Hall. Tidewater's commitment to the people and organizations in the Mid-Market neighborhood is impressive and I know they will be a good neighbor.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,



Fernando Pujals
Epicenter-SF

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

December 20, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

The Hall hired me when I was out of work and a home, and has been my consistent employment for the past year. They have been great employers and working here has allowed me to get on my feet again.

Time and again, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

Fred Corpuz



cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

December 9, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103



RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

A handwritten signature in black ink, appearing to read "Garrett Collins", with a long, sweeping flourish extending to the right.

Garrett Collins

Office Manager/IT Liaison
Community Housing Partnership
20 Jones Street, Suite 200
San Francisco, CA 94102

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

Central Office

20 Jones Street, Suite 200
San Francisco, CA 94102
p 415 852 5300 | f 415 749 2791
www.chp-sf.org

January 11, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

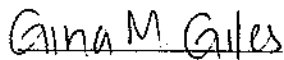
I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

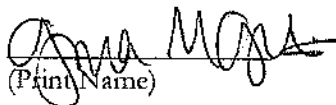
The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,


(Sign Name)


(Print Name)

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

January 10, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

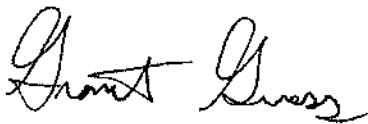
I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

A handwritten signature in black ink, appearing to read "Grant Gross". The signature is written in a cursive, flowing style.

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

GROUP i

500 Sansome Street
Suite 750
San Francisco CA 94111

OFFICE
415 394 7027

FAX
415 394 6095

www.groupi.com

January 13, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the project at 1028 Market Street. The new building will provide much-needed housing and retail along Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhoods' long-term viability and success. As fellow developers in the neighborhood, we agree with Tidewater's approach and are excited to see their project succeed.

1028 Market Street will add 186 residences that will be a mix of one, two, and three-bedroom rental units. The project will include the affordable units on-site, creating a healthy mix to the economic diversity of the neighborhood. Further, there will be approximately 10,000 square feet of ground floor retail, which will enliven the pedestrian experience along Market Street. The project will generate construction jobs and support neighborhood-serving businesses both during construction and after, when residents fill the building.

The existing building had been vacant for many years. Tidewater took a major step in kick starting the transformation of the street by putting a food court and gathering space in the building as an interim use ("The Hall") while the City reviews its permit applications for the larger project. The Hall has already improved the quality of life on Market Street and we are looking forward to the completed project.

GROUP i

Our organization, Group i, has been engaged with Tidewater since the August of 2013. We are working together on numerous community collaborations, including projects related to public safety. Tidewater has demonstrated strong neighborhood involvement through their work with local non-profits. Their commitment to the people and organizations in the Mid-Market neighborhood is impressive and I know they will be a good neighbor.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and enhance the built environment of Market Street. I am looking forward to the completed building, support 1028 Market Street, and urge the Planning Commission to approve the project.

Sincerely,



Joy Ou
President of Group i

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners



January 28, 2015

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the project at 1028 Market Street. The new building will provide housing and retail along Market Street, activating the block and enlivening the neighborhood. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhoods' long-term viability and success. The way they have approached this project is a model for how development should happen.

The 186 residences that 1028 Market Street will add to the neighborhood, there will be one, two, and three-bedroom rental units, and there will be affordable units on-site, creating a healthy mix to the economic diversity of the neighborhood. The project will generate construction jobs and support neighborhood-serving businesses both during construction and after, when residents fill the building. I appreciate the approach Tidewater is taking to developing a concept for ground floor retail by surveying the community, and I look forward to what will surely enliven the pedestrian experience along Market Street. This is very important to the staff and clients we serve, many of whom walk past the building every day.

The existing building had been vacant for many years, and Tidewater took a major step in kick-starting the transformation of the street by creating an interim use project while the City reviews its permit applications for the larger project. This project – The Hall – is a food hall and community gathering space that has already improved the quality of life on Market Street. The Hall has been extremely active in engaging the neighborhood, inviting in local nonprofits like Hamilton Family Center for fundraisers as well as events for the families we serve. Their approach to community building has been both refreshing and genuine. I am confident their completed project will continue to enhance the neighborhood, and that they will continue to engage and strengthen the community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and enliven Market Street.

Sincerely,

A handwritten signature in black ink, appearing to read "Jeff Kositsky", with a long horizontal flourish extending to the right.

Jeff Kositsky
Executive Director

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners



645 Harrison St.
San Francisco, CA 94107
www.handup.org

Nov 16, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed project at 1028 Market Street. The new building will provide much-needed housing and retail along Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success.

The existing building had been vacant for many years. Tidewater could have let the building continue to be an eyesore along Market Street but they added positive activity to the street by creating the Hall, a food court and gathering space in the buildings as an interim use while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street and I am looking forward to the completed mixed-use project.

My organization, HandUp, has already benefited from the work The Hall is doing with the community. We are a fundraising platform for people experiencing homelessness. Just last fall, The Hall generously donated their space so we could kick off a new program, HandUp Gift Cards, an alternative to giving cash to people in need, with an event in their space.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock and foot traffic, will provide construction jobs, and other jobs associated with the long-term needs of the project. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

A handwritten signature in blue ink, appearing to read "Sammie Rayner".

Sammie Rayner
Co-Founder and COO, HandUp

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners



UNIVERSITY OF CALIFORNIA
HASTINGS COLLEGE OF THE LAW

DAVID N. SEWARD
Chief Financial Officer

April 13, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the project at 1028 Market Street. As someone who has been engaged in the neighborhood for years, I am excited to see positive changes happening, and welcome the approach of the developers of this project. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community helping ensure the neighborhoods' long-term viability and success.

The existing buildings were vacant for many years. Tidewater could have let the buildings continue to be eyesores along Market Street but they wanted to begin the transformation of the street by putting a food court and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street and I look forward to the completed residential project. This project undertaken with the aim of community betterment, has proven immensely popular with our students.

In my capacity as CFO of UC Hastings, I am actively working to bring more student housing to the neighborhood, as well as to improve safety and the overall experience of the neighborhood for our students. Tidewater's proposal to add 186 units of housing and ground floor retail at 1028 Market Street will add a welcome vibrancy to our community.

As a past board member of the Tenderloin Economic Development Project, I have worked to stimulate economic activity in the Tenderloin through small business development and retention. The Hall has been a shining example of how small business development improves the neighborhood. The Hall supports community organizations, and also through offering free space to affiliated vendors where they could sell their goods. Tidewater's commitment to the people and organizations in the Mid-Market neighborhood is impressive and I know they will be a good neighbor.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the street level experience. We support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

A handwritten signature in blue ink, appearing to read "David Seward", with a long horizontal flourish extending to the right.

David Seward
UC Hastings

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners



1035 Market Street
San Francisco, CA 94103
415.255.2079
www.homebridgeca.org

January 11, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission St., 4th Floor
San Francisco, CA 94103

RE: Support Project Approval – 1028 Market Street

Dear Commissioner Fong,

I write as executive director of Homebridge, the largest employer-trainer in the state of California with our headquarters located on Market Street. I write in support of the proposed project at 1028 Market Street. The new building will provide much-needed housing and retail along Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success.

The existing building had been vacant for many years. Tidewater could have let the building continue to be an eyesore along Market Street but they wanted to begin the transformation of the street by putting a food court and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street and provided much needed lunch options in the immediate neighborhood. The Hall has an active community engagement program, and has hosted events to benefit many local nonprofits.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock and foot traffic, will provide construction jobs, and other jobs associated with the long-term needs of the project. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

A handwritten signature in blue ink, appearing to read "Mark Burns", with a long horizontal flourish extending to the right.

Mark Burns
Executive Director

Huckleberry BICYCLES

April 19, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed project at 1028 Market Street. The new building will provide much-needed housing and retail along Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success.

As a small business owner on Market Street, I look forward to the increased foot (and bike!) traffic along the street that this proposed development will surely bring, with its planned 186 residential units and 143 bike parking spaces for residents. As fellow members of the Mid-Market business community, Tidewater has shown their care and commitment to the neighborhood. I appreciate their approach and look forward to increased residential and retail units on the block of Market Street that we share.

1028 Market Street had been vacant for many years. Tidewater could have let the building continue to be eyesores along the street but they wanted to begin the transformation of the street by putting a food court and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street and I am looking forward to the completed mixed use project.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock and foot traffic, will provide construction jobs, and other jobs associated with the long-term needs of the project. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,



Brian Smith
Founder, Huckleberry Bicycles

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners



August 15, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed mixed use development project at 1028 Market Street. I have known the developers, Craig Young and Ross Stackhouse of Tidewater Capital, since they bought the site and moved to the area in 2013. They have taken an active interest in working with the community to ensure the neighborhoods' long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting a food court and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

I represent the International Art Museum of America, directly across the street from the Hall, and I have come to know the team well, as they have come to visit us, and they host monthly breakfasts to inform the community of their progress. I or my staff regularly attend these breakfasts, and in fact, though this, met an artist who we have commissioned to paint a new mural on our building. We have been able to market our exhibits at the Hall, which is a great avenue for spreading the word.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

Loretta Huang, Ph.D.

Loretta Huang
International Art Museum of America

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

January 11, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

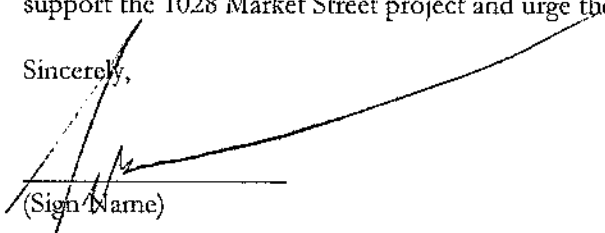
I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,



(Sign Name)

JACOB SHEA
(Print Name)

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

October 25, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall.

Since the first meeting about the project, I thought it was a brilliant idea that Tidewater have transformed existing vacant building to a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications were being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a great addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

A handwritten signature in black ink that reads "Janet Ma". The signature is written in a cursive, flowing style.

Janet Ma

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

December 19, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

Jillana Peterson
Zendesk Employee and frequent Hall patron

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

January 6, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

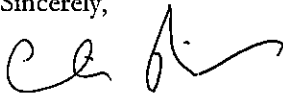
I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,



Charlie Rimkus
Associate, JLL

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners



October 10, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting a food court and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

Julian Dash
Holy Stechi

cc: Jonas Iovin, Planning Commission Secretary, to be distributed to all Planning Commissioners

January 9, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project. Please note that this is my personal endorsement and is not representative of the organizations mentioned below, mention of which is for informational purposes only.

Sincerely,
Jane Weil
Central Market CBD
SOMA Grand HOA

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

January 11, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

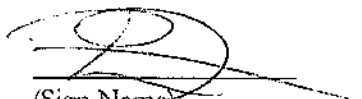
I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,



(Sign Name)

Lara Brecher
(Print Name)

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners



YOUTH SERVICES

Larkin Street Youth Services
134 Golden Gate Avenue
San Francisco, CA 94102
Tel (415) 673.0911
Fax (415) 749.3838
larkinstreetyouth.org

Board of Directors

- Laura Powell, Chair
Terry Kramer, Vice-Chair
Art Fatum, Treasurer
Nina Hatvary, Secretary
Susan K. Alexander, At-Large
Jeremy Avenier, At-Large
Allison Wysocki, At-Large
Sherilyn Adams, Executive Director

- Jennifer Brahm
Daniel A. Cody
Conor Famulener
Jeff Garelick
Blake Grossman
Jim Henry
John W. Hicks
Anne Hoecker
Richard Kerzic
Adam Moise
Willis Newton
Eric Roos
Philip Schlein
Aaron C. Schwartz
Sally Shapiro
Christine A. Tsingos
Charles J. Wibbelsman, M.D.
C. David Zoba

November 17, 2016
Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed project at 1028 Market Street. The new building will provide much-needed housing and retail along Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success.

The existing building had been vacant for many years. Tidewater could have let the building continue to be eyesores along Market Street but they wanted to begin the transformation of the street by putting a food court and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street and I am looking forward to the completed mixed use project.

My organization Larkin Street Youth Services, has worked closely with both the Tidewater team and the Hall for the past few years. The Hall has hosted events for our youth and has made an admirable effort to be engaged in issues related to youth. They have demonstrated an active interest in our work and in the success of our programs.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock and foot traffic, will provide construction jobs, and other jobs associated with the long-term needs of the project. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,
[Handwritten Signature: Heather Ripley]
Heather Ripley
Special Event Manager
Larkin Street Youth Services

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

January 9, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed mixed use development project at 1028 Market Street. This building will not only enhance the lives of those currently in the neighborhood, but also allow an influx of new residents and small businesses to flourish in the area. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco and the Tenderloin in particular needs more community-minded developers like Craig and Ross.

I was born and raised in San Francisco and the existing building at 1028 was vacant for many years. Neighborhood vacancies create an issue for safety and desirability. The Hall has already improved the quality of life on Market Street, but we want to see more of this growth! Through The Hall, Tidewater Capital has generously donated space and money to local non-profits, created viable job opportunities in the area and hosted numerous community gatherings. As the rest of San Francisco develops into its full potential, I am hoping the Tenderloin can do the same through conscientious investors following in the footsteps of Craig and Ross.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

Lena D'Giulia
IVY

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

THE CUTTING BALL THEATER

EXPLORE EXPERIMENTAL

Honorary Board

Oskar Eustis
Ken Melrose
Suzan-Lori Parks
Walter Wilkie
Robert Woodruff

Board of Directors

Erik Blachford
Mary Anne Cook
Amanda Felson
Darren Isom
Tom Lima
Daniel Lockwood
Laura Mason
Janet Maughan
Rob Melrose
Kate Robards
Dave Yrueta

Founding Artistic Director

Rob Melrose

Acting Artistic Director

Paige Rogers



The Cutting Ball Theater

141 Taylor Street
San Francisco, CA 94102
www.cuttingball.com
info@cuttingball.com
(415) 292-4700

April 21, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed project at 1028 Market Street. The new building will provide much-needed housing and retail along Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success.

The existing building had been vacant for many years. Tidewater could have let the building continue to be eyesores along Market Street but they wanted to begin the transformation of the street by putting a food court and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street and I am looking forward to the completed mixed use project.

My organization, Cutting Ball Theater, has had many positive interactions with the Tidewater team and the Hall since its inception. They have generously donated food to our annual gala for the last two years (since their opening), have promoted our shows to their customers, and have been supportive of our work. We know they appreciate the arts, as they have constantly offered a variety of free cultural activities at the Hall, ranging from music, to art shows to live performance. We welcome more supporters of the arts into the neighborhood, and welcome the opportunity to have more residents in the neighborhood who would be able to enjoy performances at Cutting Ball Theater.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock and foot traffic, will provide construction jobs, and other jobs associated with the long-term needs of the project. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

Deborah Blin
General Manager
Cutting Ball Theater

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners



February 29, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, California 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the mixed-use development project at 1028 Market Street. The new building will provide much-needed housing and retail along Market Street, activating the block and enlivening the neighborhood. I have known the developers, Craig Young and Ross Stackhouse of Tidewater Capital, since they bought the building in 2013, and have been impressed by their thoughtful approach to the project.

I am the co-founder and executive director of Center for New Music, a nonprofit arts organization located at on Taylor Street, around the corner from the proposed development. In recent years, we have seen a lot of changes in the neighborhood. Tidewater has distinguished itself by being consistently communicative and transparent about their process, being present in the neighborhood, and remaining open to my input and feedback.

An example of Tidewater's demonstrated interest in working with the community is the Hall, the interim-use project they created in October 2014. This food hall and community gathering space has activated the former Hollywood Billiards building that had been a blight for years. The Hall has already improved the quality of life on Market Street, on the long-neglected block between 6th and 7th Streets. Though it could never serve every need, the Hall has proven to be a welcome addition to the neighborhood. With so many sites in our area slated for development, the work that Tidewater has done with the Hall stands out as particularly community-oriented, and genuinely positive. In addition to the regular dining use of the Hall, Tidewater has hosted numerous community meetings and arts and culture events, bringing a real resource to the neighborhood.

I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

A handwritten signature in black ink that reads "Adam Fong". The signature is fluid and cursive, with the first name "Adam" and last name "Fong" clearly legible.

Adam Fong
Executive Director

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

January 11, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

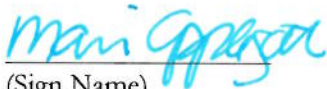
I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,



(Sign Name)



(Print Name)

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners



December 22, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

A handwritten signature in black ink, appearing to read "Amber Saucedo".

Amber Saucedo

Resident Services Coordinator I

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

111/205 Jones Street Apartments

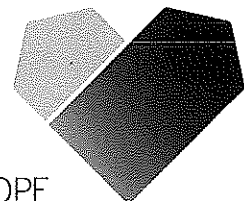
c/o 111 Jones Street, San Francisco, CA 94102 p | 415-474-9762 f | 415-474-5094

mercyhousing.org



Professionally managed by Mercy Services Corporation.

LIVE IN HOPE



January 11, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

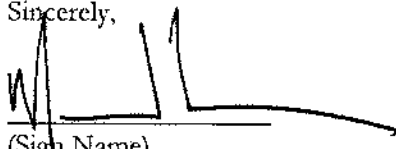
I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

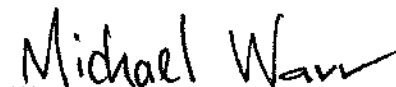
Time and again, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,



(Sign Name)



(Print Name)

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

January 10, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,



(NEHA SEELAM)

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners



December 30, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Rodney:

I hope all is well and look forward to connecting at our next Fort Mason Board meeting. I am writing in support of the proposed mixed use development at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. Having personally worked with Craig and Ross I can say with confidence that San Francisco could use more developers with their level of personal integrity, professionalism and community mindedness.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

Dennis M. Williams
Managing Director

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

July 11, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the project at 1028 Market Street. I am one of the owners of PianoFight and have owned and operated businesses in the Tenderloin and 6th Street Corridor just South of Market for almost a decade. The new building will provide much-needed housing while removing outdated and under-utilized buildings along Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhoods' long-term viability and success. For over a year now, I have worked alongside Ross Stackhouse on the Tenderloin Community Benefit District board and regularly see his efforts contribute directly to the healthy revitalization of the Tenderloin community. San Francisco needs more of these types of developers.

1028 Market Street will add 186 residences that will be a mix of one, two, and three-bedroom rental units. The project will include the affordable units on-site, creating a healthy mix to the economic diversity of the neighborhood. Further, there will be approximately 10,000 square feet of ground floor retail which will enliven the pedestrian experience along Market Street. It will generate construction jobs and support neighborhood-serving businesses both during construction and after, when residents fill the building.

The existing buildings were vacant for many years. Tidewater could have let the buildings continue to be eyesores along Market Street but they wanted to begin the transformation of the street by putting a food court and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street and I am looking forward to the completed residential project.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and remove outdated structures from Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,



Dan Williams
Exec. Director
PianoFight, SF

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

Richard Louis Perri

ODD FELLOWS BUILDING
26 7TH STREET
SAN FRANCISCO CA 94103

perbiz@me.com

January 8, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

Market Street used to have 2 classic Billiard Parlors. The first was Palace Billiards on the 900 block and then Hollywood Billiards on the 1000 block. These places were classic examples of the historic pool halls described in novels and film noir movies. I used to enjoy going to them, spending hours shooting pool and taking in the atmosphere and activity. Both these places are no longer in business and specifically in the case of Hollywood Billiards, have been vacated and left to the invasion of homeless, addicts, alcoholics and other indigents for years.

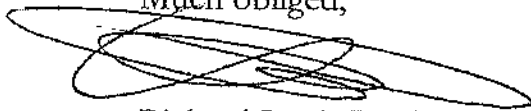
For over a score and two I have been working in my studio as a Fine Artist in the Odd Fellows Building on 7th and Market streets. Looking out my window from the 2nd floor, I've been witnessing the slow transition of MIDMA*.

Recently, new life is being infused to the area and specifically the Hollywood Billiards. Since Tidewater Capitals developers Craig Young and Ross Steakhouse have come on the scene, 1028 Market is one of the most active venues on the block. These men have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall (formerly Hollywood Billiards).

Repeatedly and consistently, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I strongly support the project at 1028 Market Street and feel that it will be a welcome improvement to the physical appearance, economic well being and general ambiance and infrastructure in the MIDMA*

Much obliged,

A handwritten signature in black ink, appearing to read "Richard Louis Perri", is written over a large, loopy scribble.

Richard Louis Perri

*MIDMA: MIDMarket...The area of Market Street from 5th to 9th streets



August 16, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting a food court and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Development projects like 1028 Market Street are vital to the rehabilitation of this area of our beloved San Francisco and developers like Tidewater Capital have proven how committed they are to improvements not only from an esthetic perspective but from an altruistic, locally-minded, community-driven one. It has been an honor and real pleasure to do business with them.

When I approached The Hall about installing a SouveNEAR vending machine (repurposed vending machine that showcases local artisan goods), they said yes without hesitation, as supporting small businesses and local artists is very much part of their mission. They have been easy to work with, and I have had a chance to get to know their entire team, and can see how much they care about the community. They have been vital to my confidence and drive in succeeding as a small business owner.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

A handwritten signature in black ink that reads "Betsy Wolf". The signature is written in a cursive, flowing style.

Betsy Wolf
SouveNEAR Bay Area Business Partner

www.souvenear.com
betsy@souvenear.com

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners



January 9, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the project at 1028 Market Street. The owners, Craig Young and Ross Stackhouse of Tidewater Capital, have been strong supporters of local small business owners. I am the owner of Spice Affairs, a local food truck business. I came to the Hall, Tidewater's interim use of 1028 Market Street, and have been able to build my business through this brick and mortar location.

The Hall has allowed me to test out my recipes and fine-tune the cuisine while expanding my network and getting my brand out to the public. The creative use of 1028 Market Street has allowed me to expand my restaurant endeavors.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and continue to improve Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

A handwritten signature in black ink, appearing to read "Arjun Singh". The signature is written in a cursive, flowing style with some loops and flourishes.

Arjun Singh
Owner, Spice Affairs

cc: Jonas Ionin, Planning Commission Secretary

January 11, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

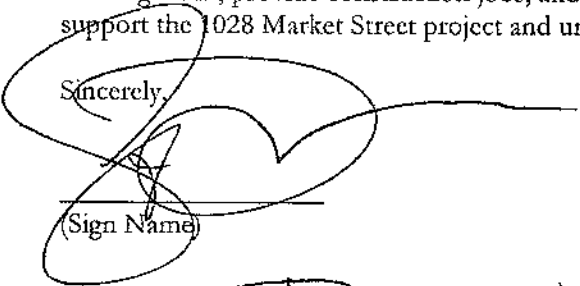
I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,



(Sign Name)

STEPHEN THOMPSON
(Print Name)

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners



October 17, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the project at 1028 Market Street. The new building will provide much-needed housing and retail along Market Street, enlivening the neighborhood and improving the experience for those of us who work, live or play in the area. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success.

The existing building was vacant for many years, and Tidewater could have let the building continue to be an eyesore along Market Street, but they begin the transformation of the street by putting a food court and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street and I am looking forward to the completed mixed-use project. The Hall has provided opportunities for local businesses to flourish – from the food vendors to small craft retailers. Their commitment to the local community has been impressive – hosting hundreds of events at the Hall ranging from our occasional company department happy hours to benefit fundraisers for nonprofits.

As a local, small business located within a close proximity to the Hall and the future 1028 Market Street development project, I have benefited greatly from the energy and great service that the Hall has added to the neighborhood. Based on my interactions with the development team, I am confident that the future development will continue to add benefit to the area.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco and I support the project and urge the Planning Commission to approve the project.

Sincerely,

A handwritten signature in black ink, appearing to read "Jesse Lee Eller".

Jesse Lee Eller
Founder/CEO
Studio 5 – Learning and Development, LLC
T: 415.902.2239
E: Jeller@studio5consulting.com

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

STUDIO DENTAL

April 28, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed project at 1028 Market Street. The new building will provide much-needed housing and retail along Market Street corridor. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term needs are met. They, along with their Community Manager, Ilana Lipsett, have shown that they are well-equipped to turn this mixed use development into a meaningful community asset.

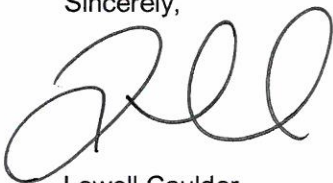
My company, Studio Dental, is a San Francisco-based dental services group. Craig and Ross have worked with us over the past year to move into a permanent ground-floor space at 25 Taylor Street. (Tidewater is affiliated with the ownership of that property.) Through this process, I have observed the level of care and commitment that they show in their approach to community building.

The fact that Tidewater sought out a company like Studio Dental shows that they have a keen understanding of the neighborhood's needs. There is a dearth of services for the growing residential and professional community here. Tidewater is interested in bringing in merchants that will thrive here by meeting the community's needs. I appreciate the foresight of developers like Craig and Ross. They understand that thoughtful development promotes increased foot traffic and positive activity that ultimately benefits a very wide range of community stakeholders.

As you well know, many of the buildings in this neighborhood been vacant for years. Tidewater could have chosen to allow 1028 Market Street to continue to be one of the many eyesores along Market Street while go through the entitlement process. Instead they turned the property into a much needed food court and gathering space ("The Hall"). The Hall has significantly improved the quality of life on Market Street for residents and workers alike.

The 1028 Market Street development is a welcome addition to this area of San Francisco. The increased housing stock and foot traffic which will help to support economic activity here. Additionally, the project will provide construction jobs and other employment associated with the long-term needs of the property. I wholeheartedly support the 1028 Market Street project and urge the Planning Commission to do the same.

Sincerely,



Lowell Caulder
CEO, Studio Dental

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners



10/19/2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed mixed use development project at 1028 Market Street. It is clear that the developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. Not only will the finished product increase the housing stock in the area and improve the general infrastructure along Market Street, the interim phase has been designed to nurture the community. The temporary food court and gathering space they created, The Hall, has not only enabled and supported a number of local businesses, entrepreneurs, artists, and organizations, it has driven new customers and community members to seek-out this stretch of Market Street instead of avoid it, like they have historically.

I have personally witnessed the progress they have made. As part of a bluegrass band that played at The Hall every other Tuesday night, I have seen how the energy in the area has improved. This once dark stretch of sidewalk is now a bustling destination where more and more people are gathering to enjoy each other, food, music, local businesses, and the community as a whole.

San Francisco needs more community-minded developers like Craig and Ross. They have shown exceptional care for the neighborhood and have created a great atmosphere at The Hall. I can only imagine the benefit that the finished development will bring.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. I support the project and urge the Planning Commission to approve it.

Sincerely,

Zach Sharpe
The Bow Ties Bluegrass Band

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

May 13, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the project at 1028 Market Street. The new building will provide much-needed housing and retail along Market Street, enlivening the neighborhood and improving the experience for those of us who work, live or play in the area. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success.

The existing buildings were vacant for many years. Tidewater could have let the buildings continue to be eyesores along Market Street but they wanted to begin the transformation of the street by putting a food court and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street and I am looking forward to the completed mixed-use project. The Hall has provided opportunities for local businesses to flourish – from the food vendors to small craft retailers. As a bank dedicated to economic growth, we admire the goals of Tidewater and the Hall in providing economic opportunities to local entrepreneurs.

Our organization, Silicon Valley Bank, operates out of the WeWork building, where Tidewater Capital also has an office. We interact with the Tidewater team on a regular basis, and are appreciative of their commitment to the neighborhood. They are active participants in a variety of community meetings, hold regular gatherings at the Hall to provide information about their projects, and host events for the community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco and I support the project and urge the Planning Commission to approve the project.

Sincerely,

Laura Stepping
Silicon Valley Bank

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

January 11, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,


I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.


The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,


(Sign Name)


(Print Name)

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

NOMNIC/ Tenderloin Economic Development Project

North of Market Neighborhood Improvement Corporation

DIRECTORS

Carmela Gold
Chair

Terrance Alan
Treasurer

Annie Vu
Secretary

Byron Chung
Shaun Fernando

Matt Haney
Aashish Karkanis
Stan Riddell
Deanna Sison Foster
Nathalie Walton
Michael Warr

December 19, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

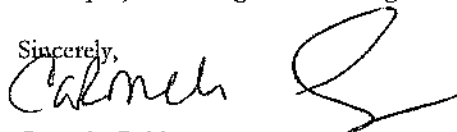
The Tenderloin Economic Development Project is writing in support of the proposed project at 1028 Market Street. The new building will provide much-needed housing and retail. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success.

The existing building had been vacant for many years. Tidewater could have let the building continue to be an eyesore along Market Street but they added positive activity to the street by creating the Hall, a food court and gathering space in the buildings as an interim use while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street and I am looking forward to the completed mixed-use project.

The Tenderloin Economic Development Project has worked closely with both the Tidewater team and the Hall for the past few years. The Hall has hosted multiple retail pop-ups featuring businesses we work with, and they have been a great neighbor to us, and we look forward to their completed project.

We believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock and foot traffic, activate the street frontage, and will provide construction jobs, and other jobs associated with the long-term needs of the project. We support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,



Carmela Gold
President

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

NOMNIC's goal is
equitable
development for San
Francisco's Tenderloin
community

www.TEDPsf.org



January 9, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street


Dear Commissioner Fong,

I am writing in support of the project at 1028 Market Street. The owners, Craig Young and Ross Stackhouse of Tidewater Capital, have been strong supporters of local small business owners. I am the owner of The Whole Beast, a local restaurant which had been running a food truck business until 2014. I found the Hall, Tidewater's interim use of 1028 Market Street, and have been able to build my business via the Hall for the past 2 years.

The Hall has allowed me to test out my recipes and fine-tune the cuisine while expanding my network and getting my brand out to the public. The creative use of 1028 Market Street has allowed me to expand my restaurant endeavors.

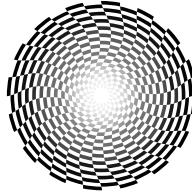
I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and continue to improve Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,



John and Holly Fiñk
Owners, The Whole Beast

cc: Jonas Ionin, Planning Commission Secretary



I L L U M I N A T E

November 17, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

Illuminate believes our City is more beautiful and equitable with radically accessible works of public art such as The Bay Lights, and one day soon, we hope, Lightrail. We are committed to the future of San Francisco. In addition to great public art, we envision our transit-rich corridors lined with well-designed taller buildings that provide denser housing where people want to live, work and play. In short, not just a City full of great culture, but a City of great streets and public spaces.

With this vision in mind, I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall.

Further, they have been a godsend for the Lightrail project, supporting Illuminate as we installed a 2,500 square-foot immersive Lightrail demonstration space on the second floor of 1028 Market Street. The demonstration space is not only helping Illuminate build community around the Lightrail project, it is elevating consciousness about the possibilities for Market Street across the board. The generosity and impact of Tidewater in allowing us use of this space cannot be overstated.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

Ben Davis
Illuminate

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners



October 11, 2016

Mr. Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support for 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years, and Tidewater jumpstarted the block's transformation: with their food court and community space in the building as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already greatly improved that stretch of Market St.

I have worked with the development team in many capacities in my role at Urban Solutions, and they have always been generous with their space when we needed a meeting place, public forum, or event area.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

Lisa Zahner
Executive Director

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

June 22, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed project at 1028 Market Street. The new building will provide much-needed housing and retail along Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success.

The existing building had been vacant for many years. Tidewater could have let the building continue to be eyesores along Market Street but they wanted to begin the transformation of the street by putting a food court and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street and I am looking forward to the completed mixed use project.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock and foot traffic, will provide construction jobs, and other jobs associated with the long-term needs of the project. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,
Digitally signed by:

T-360A44CD97EE4E6...
Toby Costello

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

153 Pfeiffer Street
San Francisco 94133
January 9, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

Regarding: **Support Project Approval: 1028 Market Street**

Dear Commissioner Fong,

I am writing in support of the proposed mixed-use development project at 1028 Market Street.

Out of college in 1979 I worked at the Central YMCA on Golden Gate and Leavenworth assisting immigrants and refugees for a consortium of regional philanthropic organizations. Hollywood Billiards was an eyesore then and continued that way until Tidewater acquired and began activating the space. Tidewater's engagement with the community and the development process have been exemplary.

Tidewater's plan provides a welcome increase in new housing while providing construction employment. 1028 Market will also continue the revitalization of Market.

I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,



Tom Lockard

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

January 11, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,


I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

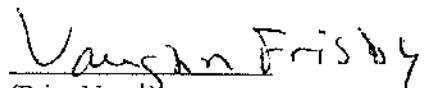
The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,


(Sign Name)


(Print Name)

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

January 11, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

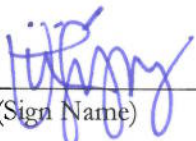
I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

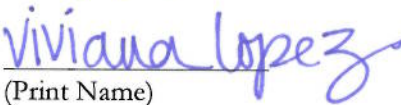
Time and again, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,



(Sign Name)



(Print Name)

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners



February 17, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the project at 1028 Market Street. I have gotten to know the developers, Craig Young and Ross Stackhouse of Tidewater Capital, as their office is based out of the WeWork building at 25 Golden Gate Ave, just around the corner from the proposed development. They have taken an active interest in working with the community to ensure the neighborhoods' long-term viability and success. San Francisco needs more community-minded developers like Craig and Ross.

WeWork has been engaged with Tidewater Capital since June 2013 when they opened their office in the building that I manage. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be eyesores along Market Street but they wanted to begin the transformation the street by putting a food court and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street, providing our WeWork members a quick and cozy place to eat and socialize.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

Umar Issa
Community Manager, WeWork

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

World of Stereo

Nov 2, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the proposed project at 1028 Market Street. The new building will provide much-needed housing and retail along Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success.

The existing building had been vacant for many years. Tidewater could have let the building continue to be an eyesore along Market Street but they added positive activity to the street by creating the Hall, a food court and gathering space in the buildings as an interim use while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street and I am looking forward to the completed mixed-use project.

My company, World of Stereo, is a neighbor of the Hall, and our staff frequents the establishment. They have been great neighbors, always keeping us informed of their upcoming events. We look forward to their completed project.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock and foot traffic, will provide construction jobs, and other jobs associated with the long-term needs of the project. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,


World of Stereo
1080 Market Street



MARKUS MOTTA

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners



June 20, 2016

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

I am writing in support of the project at 1028 Market Street.

The project at 1028 Market Street will provide much-needed housing and retail activity along Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success.

The project site and existing building had been vacant for many years. Tidewater could have let the building continue to be a detracting element along Market Street but they wanted to begin the affecting positive change on the street by putting a food hall and community gathering space in the buildings as an interim use ("The Hall") while the permit applications were being reviewed and approved by the City. The Hall has already improved the safety and quality of life on Market Street and I am looking forward to the completed residential project.

My organization, Youth Art Exchange, has been engaged with Tidewater for over a year. Youth Art Exchange's mission is to *spark a shared creative practice between professional artists and public high school students, furthering youth as thinkers, leaders, and artists in San Francisco*. Youth Art Exchange is committed to serving public high school students, with a primary focus on low-income students and students of color, through free, accessible, high quality and relevant arts education and youth leadership development programming

We have hosted two events/fundraisers at the Hall, where we were able to showcase the work that we do. Tidewater's commitment to the people and organizations in the Mid-Market and Tenderloin neighborhoods is impressive and I know they will deliver a great project at 1028 Market Street.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and provide space where community can continue to grow. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,

A handwritten signature in black ink, appearing to read 'Reed Davaz McGowan', written in a cursive style.

Reed Davaz McGowan
Youth Art Exchange
reed@youthartexchange.org | (415) 574-8137

January 11, 2017

Honorable Rodney Fong, President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Support Project Approval: 1028 Market Street

Dear Commissioner Fong,

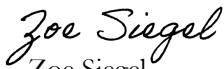
I am writing in support of the proposed mixed use development project at 1028 Market Street. The developers, Craig Young and Ross Stackhouse of Tidewater Capital, have taken an active interest in working with the community to ensure the neighborhood's long-term viability and success. They have shown exceptional care for the neighborhood, getting to know the local community, involving themselves in local organizations, and creating a great atmosphere at The Hall. San Francisco needs more community-minded developers like Craig and Ross.

The existing building had been vacant for many years. Tidewater could have let the buildings continue to be an eyesore along Market Street but they wanted to begin the transformation the street by putting in a temporary food hall and gathering space in the buildings as an interim use ("The Hall") while the permit applications are being reviewed and approved by the City. The Hall has already improved the quality of life on Market Street.

Time and again, the Hall has generously donated space and money to local non-profits, and has hosted numerous community gatherings. This is an example of their deep commitment to actively participating in the area and building relationships with the existing community.

I believe that 1028 Market Street will be a welcome addition to this area of San Francisco. It will increase the housing stock, provide construction jobs, and improve the general infrastructure along Market Street. I support the 1028 Market Street project and urge the Planning Commission to approve the project.

Sincerely,



Zoe Siegel
Panoramic Interests

cc: Jonas Ionin, Planning Commission Secretary, to be distributed to all Planning Commissioners

REUBEN, JUNIUS & ROSE, LLP

January 5, 2017

Delivered Via Email (marcelle.boudreaux@sfgov.org)

President Rodney Fong
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

**Re: 1028 Market Street
Planning Department File No. 2014.0241CUA**

Dear President Fong and Commissioners:

This office represents LCL Global—1028 Market Street, LLC, an affiliate of Tidewater Capital, the sponsor of a project to construct a 13-story mixed-use building featuring 186 residential units above approximately 9,750 square feet of ground-floor commercial space (the “Project”). Located in the Mid-Market and Tenderloin area with frontages on Market Street and Golden Gate Avenue between Jones and Taylor Streets, the Project will add much-needed housing—including 25 on-site below market rate (“BMR”) rental units—in an ideal infill location. In advance of the Project’s hearing, we wish to point out a number of important features of the project, including:

1. **A mixed income development with BMR rental units.** Tidewater is committed to mixed-income development at the site, and will provide 25 on-site affordable units in the Project. Consistent with Board of Supervisors Ordinance No. 76-16, 13.5% of the Project’s 186 dwelling units will be affordable to households whose total income is below 55% of Area Median Income; based on overall unit mix, the affordable unit mix would be 13 studios, 2 one-bedroom, 8 two-bedroom, and 2 three-bedroom units. Below market rate rental units are in particularly high demand due to the lower AMI threshold, which is especially important for this part of San Francisco.

2. **Tidewater’s extensive community involvement.** Tidewater’s level of involvement with the surrounding community goes beyond outreach and shows a unique dedication to the neighborhood. Over the last three and a half years, Tidewater has committed to becoming an active member of the Tenderloin and Mid-Market communities. Tidewater’s overall business philosophy is based on principled and authentic relationships with community leaders, non-profits, and other stakeholders, and being engaged members of the communities

James A. Reuben | Andrew J. Junius | Kevin H. Rose | Daniel A. Frattin | John Kevlin
Tuija I. Catalano | Jay F. Drake | Lindsay M. Petrone | Sheryl Reuben¹ | Thomas Tunny
David Silverman | Melinda A. Sarjapur | Mark H. Loper | Jody Knight | Chloe V. Angelis
Louis J. Sarmiento, Jr. | Corie A. Edwards | Jared Eigerman^{2,3} | John McInerney III²

1. Also admitted in New York 2. Of Counsel 3. Also admitted in Massachusetts

San Francisco Office
One Bush Street, Suite 600, San Francisco, CA 94104
tel: 415-567-9000 | fax: 415-399-9480

Oakland Office
827 Broadway, Suite 205, Oakland, CA 94607
tel: 510-257-5589

www.reubenlaw.com

in which it operates. Tidewater will own and operate the site if the Project is approved and built, ensuring that its involvement with the neighborhood will continue into the future.

The Project site is probably best known as the location of the “Hall”, an interim food court use that has made a tremendous difference on this stretch of Market Street. The Hall features six local food vendors and a bar in a 4,000 square foot space. Tidewater maintains a robust community calendar and neighborhood engagement program in the Hall, including free live music, art exhibits, and non-profit fundraisers. At least twice a month, Tidewater has hosted a local non-profit at The Hall and donated a portion of bar sales to that featured group. Tidewater has held over 300 events since opening The Hall in October 2014, including weekly pop-ups with local Tenderloin-based retailers, live bluegrass and jazz shows, and three job fairs in partnership with local non-profits and the San Francisco Police Department attended by 325 job seekers and more than 30 employers. In addition, Tidewater has hosted a monthly community breakfast at The Hall inviting the public at large along with targeted outreach groups to learn about and provide input on the proposed development. Through this process, Tidewater has received valuable input on the retail tenant mix, public art contribution, and other important facets of the building that have been and will continue to be incorporated into the project.

Before the Hall opened up, this block of Market Street was still finding itself. Since then, the Hall has been a catalyst for other restaurants and businesses to move into the area. We are not aware of any other project sponsor who has operated a temporary use of this magnitude for as long as Tidewater has run the Hall, nor one that has been so generous with its use by community groups and non-profits.

Tidewater has made contributions to a number of local non-profits in the Tenderloin area, including TNDC, United Playaz, Hospitality House, and the DeMarillac Academy. It made a \$50,000 contribution to Community Housing Partnership to repaint the historic San Cristina Building adjacent to the Project site, which Community Housing Partnership (CHP) occupies. 1028 Market Street also elected to purchase Transferrable Development Rights from the San Cristina, the proceeds of which will be used to further upgrade this important neighboring structure. Tidewater employees actively participate in local non-profits, and sit on boards for groups such as the Tenderloin Community Benefits District, CounterPULSE, The Lost Church, Urban Solutions, and Code Tenderloin.

3. **Community-based on-site public art.** Tidewater has used its 1% public art requirement as an opportunity to engage with the local arts community. It held an open call for artists, and had finalists create model pieces that were exhibited in the Hall for two months. It also held multiple public visioning sessions in which members of the community and patrons of the Hall were invited to express their preference.

San Francisco Office
One Bush Street, Suite 600, San Francisco, CA 94104
tel: 415-567-9000 | fax: 415-399-9480

Oakland Office
827 Broadway, Suite 205, Oakland, CA 94607
tel: 510-257-5589

The winning installation incorporates linearly-placed and angular pieces of polished stainless mirror and Dichoric glass surfaces stretching upwards from 10-16 feet above street level to the top of the Project's 11th story. It serves as a unique counterpoint to the Project's architecture, paralleling the existing vertical bands. Instead of paying an in-lieu fee or providing a piece or pieces inside a lobby where the artwork is not immediately visible to pedestrians, the Project's artwork would be distinctive and entertaining for pedestrians on both sides of Market Street. The array of shadows and light reflections will modulate and reconfigure the artwork depending on the location of the viewer, the position of the sun, and even the moving lights of the urban environment.

This installation continues a pattern of art in San Francisco's public realm above the pedestrian level, which includes or has included "Caruso's Dream", the projecting steel and glass pianos on 55 9th Street; "Language of the Birds", the twenty three sculpted illuminated books above the plaza at the corner of Columbus and Broadway that appear to be in motion like birds; and "Defenestration", which is no longer installed but featured animated and warped furniture extending out of a residential building at 6th and Howard Streets.

4. **The project is consistent with the existing and future urban form of the area.** The project is designed to respond to both its historic context on Market Street as well as the current vision for Mid-Market redevelopment. It is sited between an existing four level historic masonry building and a proposed 120' tall contemporary building. The project has a distinct base which relates the historic context. The base extends to a similar height as the adjacent historic building and is designed to preserve the articulation and rhythm perceived by pedestrians moving along Market Street. Similar to many of the historic buildings along this corridor, it is envisioned to have structure wrapped in a masonry finish, large glassy openings into retail spaces, and human scale details which may draw inspiration from the existing building on the site.

5. **Residents of All Units Will Enjoy Ample Light, Air, and Open Space.** The Project has been designed to ensure that all residents will have access to light and air in their units, along with well-designed open space. A 7,457 square foot rooftop terrace will be open to all residents; in addition, fourteen units will have private decks or patios. A 25' by 60' second-floor courtyard fronting Golden Gate Avenue also provides an outdoor amenity at a depth that ensures adequate light and air to units facing this courtyard. This interior courtyard was initially designed to extend all the way to Golden Gate Avenue, providing direct and unobstructed access to the street. In response to requests from the Planning Department to maintain a higher streetwall along Golden Gate, a stack of three dwelling units was added at the third through fifth floors.

San Francisco Office
One Bush Street, Suite 600, San Francisco, CA 94104
tel: 415-567-9000 | fax: 415-399-9480

Oakland Office
827 Broadway, Suite 205, Oakland, CA 94607
tel: 510-257-5589

The majority of the units (112 out of 186) will face directly onto either Market Street or Golden Gate Avenue. 20 units will look out onto the 25' by 60' courtyard and another 40 units will look out over the courtyard onto Golden Gate Avenue above the 5th floor. Starting at the sixth floor, 14 units will have windows looking east over the neighboring San Cristina Building located at 1000 Market. The San Cristina Building is a Category I “significant” historic building under Article 11, and has transferred all of its available Transferable Development Rights. Tidewater also holds a no-build easement on the San Cristina Building for the benefit of 1028 Market, preventing any future expansion of the building and allowing the Project to incorporate operable windows here.

6. **The Project furthers the City’s transit-first policies.** Taking advantage of its transit-rich location, the Project will encourage the majority of residents, workers, visitors, and patrons to use public transit, bike, or walk. Although off-street residential parking is permitted up to one space for every two units, the Project only proposes 42 spaces—inclusive of two accessible and one car-share spaces—a ratio of one space for every 4.4 units. It proposes no retail parking. It will provide a total of 143 bicycle parking spaces instead, including 20 spaces for visitors and retail patrons. The Property is located a few blocks from both the Civic Center and Powell Street BART and MUNI underground stations, and within walking distance of the Financial District, SoMa, and Hayes Valley. The site is well-served by MUNI bus lines, as well as numerous bicycle lanes along Market Street, McAllister Street, and 7th and 8th Streets.

7. **The Project will create jobs.** The project will provide economic opportunity across many sectors. Construction is expected to create approximately 213 jobs. Tidewater is using a union signatory general contractor to ensure that jobs created will come with livable wages and benefits. The retail component of the Project is expected to generate approximately 20 new jobs, and the building’s operation and maintenance will create 5 jobs as well. Tidewater is committed to local hiring, and is in conversation with several groups regarding the training and hiring of local workers.

In summary, this mixed-income project capitalizes on its location near an abundance of public transit options to transform a mostly-vacant and under-utilized site into a mixed-use and mixed-income residential project, with an ownership and management team that is dedicated to the community. The Project represents a net benefit for the City, and we urge you to approve it.

President Rodney Fong
San Francisco Planning Commission
January 5, 2017
Page 5

Sincerely,

REUBEN, JUNIUS & ROSE, LLP



Mark Loper

San Francisco Office
One Bush Street, Suite 600, San Francisco, CA 94104
tel: 415-567-9000 | fax: 415-399-9480

Oakland Office
827 Broadway, Suite 205, Oakland, CA 94607
tel: 510-257-5589

REUBEN, JUNIUS & ROSE, LLP

www.reubenlaw.com

1028 Market Street 1-on-1 Community Meetings

<u>Group</u>	<u># of Meetings</u>
1000 Market Convenience Store	1
1070 Market Street Smoke Shop	1
826 Valencia	2
ACT Theater	1
Alliance for a Better District 6	4
Alonzo King Lines Ballet	3
Asian Art Museum	2
Beyond Pix	1
Block Dance	1
Boys and Girls Club	3
Center for New Music	1
Central Market CBD	5
CHP	10
CounterPULSE	2
Daniele Rocha	1
Danny Goldberg	1
Dave Addington	1
Del Seymour	5
DeMarillac Academy	3
Dolby	2
Downtown Streets Team	1
ECS/CHEFS	3
Elvin Padilla	6
EpicenterSF	1
Erik Katz	1
Everfi	2
Fei Tsen	1
Freespace	2
Golden Gate Business Association	1
Golden Gate Safety Block Meeting	8
Golden Gate Safety Planning Meeting	4
Green Sisters	1
Grey Area for Arts (GAFFTA)	1
Group i	2
Hamilton Family Center	1
HandUp	1
Holy Stitch	1
Hospitality House	2
Huckleberry	1
IAMA	2

John Clawson	1
John Gall	1
Larkin Street Youth	3
LIZ//Block by block	1
Local Entertainment Venues Meeting	1
Long Market Property Partners	1
Luggage Store Gallery	1
Machine Coffee	1
Market St. for the Masses	2
Market Street Association	1
Mercy Housing	1
MMBA	2
NCCLF	2
Neil Shah	1
Q Foundation	2
Root Division	1
San Cristina Hotel	2
Seamus Naughton	1
SF Bike Coalition	5
SF Film Society	1
SF HAC	4
SF Living Room	1
SFHAC	3
SFUP	1
Shayne Watson	1
Shorenstein	6
Simon Wong	1
Solutions SF	1
Soma Grand HOA	1
SOMA Pilipinas	1
Spotify	1
SPUR	2
St. Francis Foundation	1
St. James Infirmary	1
Stud Collective	1
TEDP	3
Tenderloin Futures Collaborative	1
Tenderloin Housing Clinic	6
The Healing Well	1
The Market	1
The Village/969	1
Tim West	1
Tipping Point	1

TL CBD	2
TLHIP	1
TNDC	2
Transgender Gendervariant Intersex Justice Project	1
UN Plaza Steering Committee/UC Hastings	1
United Playaz	4
Urban Land Institute	1
Urban Solutions	4
VYDC	1
Warfield	1
Warm Planet Bikes	1
WeWork	1
Will Thatcher	1
Youth Art Exchange	1
Youth Employment Coalition	1
Zendesk	1
<hr/>	
Total 1-on-1 Meetings	188

1028 Market Street Fundraisers + Direct & In-Kind Contributions

<u>Date</u>	<u>Community Group</u>
10/15/2014	Civic Makers and Neighborland
10/27/2014	City Crossroads
11/6/2014	Angels of East Africa
11/7/2014	TNDC
11/8/2014	Princess Project
11/13/2014	SF Permaculture Institute
12/3/2014	NoTosh
12/3/2014	Homeless POV
12/5/2014	Bandaloop
12/10/2014	Holiday Retail Pop-up
1/7/2015	Code For America
1/17/2015	Theater Pub
2/5/2015	Bay Leaf Kitchen
2/8/2015	Bay Leaf Kitchen
2/18/2015	Community Housing Partnership
2/21/2015	Theater Pub
2/23/2015	Aquarium of the Bay
3/4/2015	Various non-profits
3/19/2015	EverFi
3/26/2015	Soundbox (project of MSPF)
3/31/2015	Soundbox (project of MSPF)
4/2/2015	Soundbox (project of MSPF)
4/7/2015	Soundbox (project of MSPF)
4/8/2015	DESK SET
4/9/2015	CounterPulse Theater
4/10 - 4/12/2015	Market St. Prototyping Festival
4/28/2015	Dine Out for Life
5/5/2015	DISH (Delivering Innovation in Supportive Housing)
5/12/2015	Hamilton Family Center
5/21/2015	Blue Drinks
5/27/2015	Code For America
5/28/2015	Human Rights Watch
6/9/2015	City Crossroads
6/17/2015	Ranchin Vets
7/7/2015	Hamilton Family Center
7/16/2015	Community Arts Program
7/16/2015	Civic Makers
7/16/2015	American Sign Language Meet Up
7/22/2015	TNDC
8/3/2015	De Marillac Academy

8/17/2015	New Generation Queens
8/18/2015	ECS/CHEFS
8/30/2015	Bay Leaf Kitchen via Burger Battle
9/11/2015	HandUp
9/11/2015	Civic Makers
9/14/2015	United Playaz and City Crossroads
9/16/2015	YUM chefs
9/20/2015	The Cooking Project via Burger Battle
9/29/2015	AIDS lifecycle
9/30/2015	LIZ opening
10/6/2015	NewCo
10/8/2015	CounterPulse Theater
10/9/2015	Cutting Ball Theater Gala
10/13/2015	Shelter Tech
10/15/2015	Larkin Street Youth
10/19/2015	United Playaz
10/22/2015	Root Division
10/27/2015	Girls on the Run
11/12/2015	Civic Makers
11/17/2015	Youth Art Exchange
11/24/2015	Best Buddies
12/10/2015	Civic Makers
12/15/2015	Community Arts Program
12/16/2015	TEDP
12/22/2015	Holiday Dinner
1/6/2016	Code For America
1/20/2016	Epicenter Steering Committee Meeting
2/4/2016	Habitat for Humanity Young Professionals
2/10/2016	Urban Solutions
2/12/2016	TEDP
2/17/2016	Community Housing Partnership
2/18/2016	Epicenter Open House
3/1/2016	Hamilton Family House
3/7/2016	MACLA
3/24/2016	Youth Art Exchange
3/30/2016	YBCA
3/31/2016	TNDC
4/1/2016	Living Innovation Zone
4/7/2016	San Francisco Ballet
4/8/2016	The ARC
4/26/2016	Dining out for Life
4/26/2016	Larkin Street Youth
5/4/2016	Urban Solutions

5/12/2016	Vietnamese Youth Development Corp
5/18/2016	ECS/CHEFS
5/19/2016	Civic Makers
5/20/2016	Code Tenderloin
6/2/2016	SouveNEAR
6/3/2016	Hospitality House
6/3/2016	City Crossroads
6/22/2016	SF Housing Action Coalition
6/26/2016	SF PRIDE
7/8/2016	CONCRN
7/13/2016	SF Bike Coalition
7/20/2016	Healing Waters
7/21/2016	SF Green Business
7/28/2016	Civic Makers
8/4/2016	De Marillac Academy
8/12/2016	Hamilton Family Center
9/16/2016	Start Up In Residence
9/16/2016	6th on 7th Gallery Opening
10/4/2016	Epicenter Steering Committee Meeting
10/6/2016	YBCA
10/8/2016	YBCA
10/18/2016	Downtown Streets Team
10/19/2016	ECS/CHEFS
10/27/2016	Root Division
11/10/2016	TNDC
12/13/2016	NCCLF
12/14/2016	Epicenter Open House
12/15/2016	TEDP
12/19/2016	HandUp
1/9/2017	Tenderloin Museum
1/11/2017	SF HAC

Marcelle Boudreaux
San Francisco Planning Department
1650 Mission Street, #400
San Francisco, CA 94103

January 11th, 2017

Dear Marcelle,

Attached please find a Case Study on The Hall which we have spent the past several months refining. We respectfully request that you include it with the 1028 Market Street final entitlement package to the Planning Commission for several reasons. First, The Hall is a unique and critical facet of our project which bears memorialization within the context of the broader entitlement submittal in its own fashion. We wish to highlight it as its own accomplishment within the larger project for the Commissioners' consideration. Further, creating The Hall was a risky, innovative, frustrating, surprising, and ultimately immensely rewarding experience for our team. We hope that documenting its story in this manner will serve as an important lesson for posterity and hopefully inspire other creative development projects in San Francisco and elsewhere. We believe that its inclusion in the public record of our project's approval application sends a signal to other land use professionals that projects like this matter. Lastly, this case study represents the best written testimony of the experience of creating The Hall that we have produced to date, and we hope that by including it in our entitlement package it will encourage the Commissioners and others to read it.

Warm Regards,

Ross Stackhouse,
Tidewater Capital

cc: Craig Young, Tidewater Capital
Ilana Lipsett, The Hall

1028 Market Street & The Hall

Interim Use Activation: A New Model for Urban Redevelopment



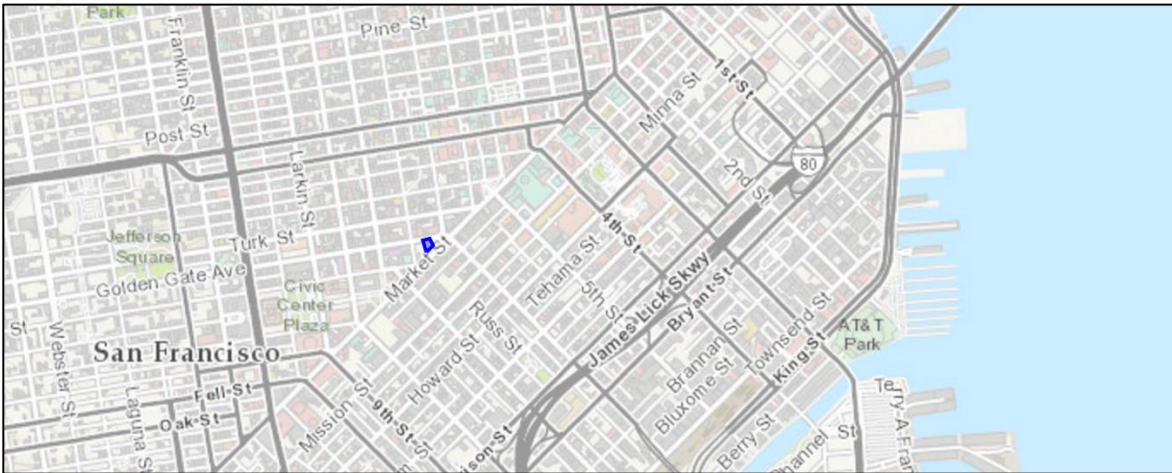
Project Summary

1028 Market Street represents a new approach to contemplating and executing high-density, urban real estate development. Located on the main thoroughfare of San Francisco, California, “1028 Market” is pursuing entitlements as a 13-story, mixed-used development with 186 for-rent apartments above ground floor retail facing both Market Street and Golden Gate Avenue. The development is unique in its employment of *Interim Use Activation*, manifested in the current phase of the project publicly known as The Hall. While the idea of *Interim Use* or *Temporary Activation* has been used sporadically over the last 50 years by municipalities to temporarily occupy vacant or abandoned land during times of low development demand, 1028 Market represents a conceptual paradigm shift during one of the greatest development booms in San Francisco’s history. The greater project challenges the notion that a vacant parcel should be boarded up or left as an unsightly hole in the ground during a lengthy entitlement process—instead, the development team envisioned a lively Food Hall which would bring thousands of people to the neighborhood, serve the local community, and cement relationships between project stakeholders and San Francisco’s public officials.

The Asset & Location in Context

At the time the site was acquired by developers Tidewater Capital and War Horse in 2013, 1028 Market Street was a 15,000 square foot parcel of land improved with a two-story abandoned building located in the Mid-Market neighborhood of San Francisco. The building formerly housed Hollywood Billiards, which closed more than 5 years prior to the acquisition, and stood as a blighted and detracting element on a long neglected stretch of Market Street,

San Francisco's primary boulevard. Comprising 150 feet of frontage on Market Street, 1028 Market is a critical mid-block parcel in the Mid-Market corridor. Located on a narrow, triangular block, the parcel passes through to Golden Gate Avenue, a much quieter stretch with minimal street-level activation until the southeastern corner, where it converges with Market Street at the historic Golden Gate Theatre.



The neighborhood is in the midst of a renaissance driven by the settlement of many major technology companies (Twitter, Uber, Square, Dolby, etc.), spurred by a significant payroll tax exemption passed by the City of San Francisco in 2011. In 2013, investment in the area was still speculative, complicated further by growing anti-gentrification sentiment among local organizations fearful of

residential and non-profit displacement, local officials inundated with new building applications from around the City, and highly visible social challenges long present in the neighborhood. These socio-political factors resulted in hesitancy from some more established developers, despite robust positive economic metrics and other objective indicators of development opportunity.



Amid this setting, efforts by local Community Benefit Districts and the San Francisco Mayor's Office of Economics & Workforce Development (OEWD) helped to buoy blighted buildings with graffiti removal, colorful murals, public art projects, and consistent street cleaning, but without daily activation, sites like 1028 Market are an attraction for petty crime and blight. Though city-sponsored efforts can effect

significant improvement, private investment and development are often required to effect lasting change on the streetscape of an urban parcel. With these concerns in mind, and an opportunity to demonstrate a new approach to San Francisco's entitlement process, Tidewater Capital and War Horse adapted the development concept of *Interim Use Activation* to the site.

A Brief History of Interim Use Activation

Interim Use Activation has been used primarily as a means of activating vacant or abandoned land in and around urban areas during periods of economic or development decline. Case studies in urban areas of Germany and the US in the latter half of the 20th century focused on former industrial brownfields sites as heavy manufacturing declined or moved to less dense areas of the country. While the practice of city planning inherently considers the long-term highest and best use of a given site, "tools such as zoning, master plans, and land use plans are relatively inflexible instruments designed to regulate future development and work well in an environment of consistent growth." Interim Use as a concept is

designed to challenge or flex the existing zoning status of a parcel or neighborhood and to provide a temporary, experimental stopgap, as opposed to a permanent structure or use. Oftentimes, the temporary nature of Interim Use lends itself well to arts and cultural groups that can mobilize quickly, have an existing following, or somehow appeal to the local community and the public at large. Examples include one-time festivals, public art installations, or community gardens. The common thread is that these uses can be installed and removed relatively quickly, and therefore do not require the typically rigorous permitting process a permanent structure would require.

What if Interim Use Activation could achieve all these community goals, but actually improve the value of surrounding real estate in the process?

Existing examples of Interim Use focus on exploring the experimental nature of temporary activation, attempting to question the master zoning plan, acting as an outlet for an artist's project, or simply providing entertainment to the community, all while taking advantage of a vacant site. Typically, temporary uses have been unrelated to the planned permanent use and operated by non-affiliated entities with permission by the land owner, developer, or municipality¹. Tidewater and War Horse have taken this concept of Interim Use one step further with 1028 Market Street by posing several questions—What if Interim Use Activation could achieve all these community goals, and also *improve* the value of surrounding real estate in the process? Can activating

a site for a short period ultimately improve the success of the planned permanent project? Can it be cost effective? What is the return on this type of investment, financial or otherwise? What are the factors that must come together to create a successful Interim Use Activation? From 2013-2016 Tidewater and War Horse posited answers to these questions by undertaking an experiment in temporary retail: a unique food experience at 1028 Market called The Hall. The effort grabbed national attention from foodies, united an array of city officials, private companies & non-profit stakeholders, and served more than 300,000 patrons in the gritty Mid-Market area during its first 27 months of operation.

¹ "Planning for the Unplanned: Tools and Techniques for Interim Use in Germany and the United States" *Nicole Blummer* 2006

The Hall is Born

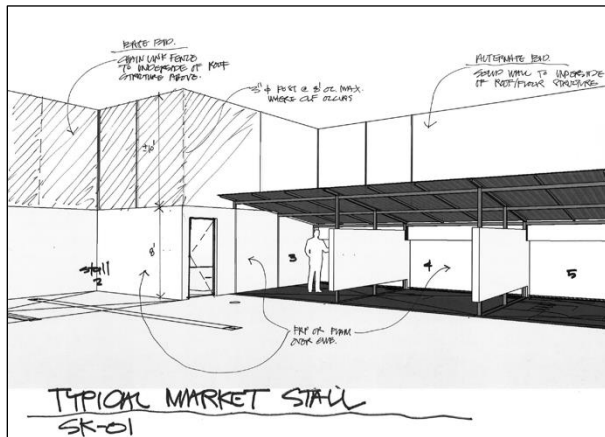
Tidewater Capital and War Horse purchased 1028 Market Street in early 2013 as an apartment development site with War Horse providing much of the conceptual visioning, and Tidewater serving as the on-the-ground partner responsible for strategy, execution, and communication with the local community. Tidewater spent the first 6 months meeting different local stakeholders in the land use community (lawyers, architects, non-profits, City officials, business owners, neighbors, etc.) and building an entitlement team for the development effort.

The entitlement process for the apartment project was expected to be long and arduous, and the neighborhood was in desperate need of a jolt of stimulation along the vacant retail storefronts. The development team saw an opportunity to create positive impact in the City and the community by spending time and resources to activate the long dormant site during the entitlement phase of the project as a stand-alone interim use. By investing in the asset and reviving the existing structure, albeit on a temporary basis, the developer had an opportunity to improve the safety and livability of the neighborhood, create an offering for the local

community (both consumers and entrepreneurs), and establish their reputation as responsive to the concerns and needs of the stakeholders in the area.

With the goal of reaching as wide an audience as possible with an approachable concept that would benefit both the new swath of professionals and the long-time residents of the neighborhood, the development team looked to food and hospitality as a catalyst to bring the community together. Food has always been a reason to gather, and San Francisco has perhaps the most dynamic and eclectic food scene in the United States. The recent rise of food trucks meant that many vendors were in limbo between a mobile food facility and a permanent brick & mortar space, a significant investment for nascent chefs and makers. The Hall gave local small business owners and non-profit community groups an affordable venue to incubate ideas.

Through promoting culture and community, the project created goodwill both at the grassroots level and within City Hall, allowing the development team to build authentic relationships within the neighborhood.



The Hall SF
Early Renderings



The Hall SF
Fully Realized

Working tirelessly with local restaurateurs through the first three quarters of 2014, Tidewater pulled together a committed team of architects, consultants, contractors, artists, local community members, and food vendors to conceive of and build out approximately 30% of the total ground floor space of 1028 Market. The result was a one-of-a-kind food hall

with 6 local food vendors, communal seating, and a craft beer & wine bar. Centralized amenities for the retail tenants such as prep kitchen and storage, a gathering space for live music and events, and locally commissioned public artwork along the facade completed the space, fully activating the 150 feet of frontage along Market Street.

Hurdles and a Sprint

With an expected 2-3 years of vacancy before the existing building at 1028 Market would be demolished for the permanent mixed-use development, Tidewater had only a limited timeline to execute, open, and operate The Hall. A portion of the total development budget was allocated to Interim Use costs and Tidewater developed a financial model to stress-test the many variables associated with a risky, unconventional construction project, and ultimately made the decision to undertake the buildout. These models projected that a portion but not all of the Interim Use capital investment would be returned over a period of 24-36 months, with the remainder serving solely as an investment in goodwill towards the neighborhood. Importantly, the decision to proceed put great value on the ancillary benefits of the Interim Use, treating its capital costs as an investment in the long term, permanent project, and in the neighborhood as a whole. An additional, more abstract risk associated with the interim use of the project was potential pushback from the local

community to keep the Interim Use in place once established. San Franciscans are avid defenders of popular establishments, and The Hall, if successful, could threaten to stoke these types of objections among its patrons, even those who recognized it was the team who built The Hall that ultimately intended to tear it down.

With these hurdles in mind, Tidewater's team worked closely with the San Francisco Planning Department to navigate the myriad challenges of opening The Hall. Food establishments in San Francisco are particularly challenging to permit because every subsection of the planning, building, health, public works, alcohol, safety, and fire code must be signed off on before the first patron takes a bite of food or sips a glass of wine. Achieving just a liquor license can take more than 9 months (or be barred completely) in San Francisco if the neighborhood residents disapprove of the use or operator.

The most important takeaway from the permitting and construction phase of the Interim Use project is that it would not have been possible without the combined efforts of public and private organizations working in concert.

Understanding that this phase of the project was critical not just to the Interim Use but also to the long-term success of 1028 Market, Tidewater strategically approached the Mayor's Office, the Planning Department, the Central Market and Tenderloin CBDs, and several other major neighborhood interests, leading with a commitment of continued investment in the greater prosperity of the neighborhood. The City and neighborhood understood that Tidewater's activities would benefit the area as a whole beyond just the development site. By detailing the concept of Interim Use and the benefits to the local neighborhood, Tidewater achieved a level of trust and confidence from City officials which helped the team achieve full construction permits for The Hall with exceptional haste, expedited The Hall's opening date and elongated its term of operation. The City recognized that this type of unorthodox investment could yield major benefits to a blighted area, and that Tidewater

was acting with genuine intentions for civic improvement. The most important takeaway from the permitting and construction phase of the Interim Use project is that it would not have been possible without the combined efforts of public and private organizations working in concert. The team completed conception, branding, design, permitting and base-building construction in a total of just eight months. For a food service buildout in a non-restaurant space in downtown San Francisco, this was nothing short of miraculous. On top of a speedy timeline, Tidewater developed and built the entire Interim Use project for \$850,000, or roughly \$210 per square foot. Although a substantial investment for an interim use, the budget represented a more than 50% discount to a typical buildout cost of \$450 per square foot for full-service restaurants in San Francisco.

The Hall's success in opening on time and under budget allowed for an immediate and positive impact on the local community. The project attracted

attention locally from San Francisco Magazine, The Chronicle, and food blogs, and nationally via the New York Times, the Wall Street Journal, and Forbes Magazine. Ultimately the media attention for The Hall centered as much on its Interim Use development

concept and community impact as the high quality of the food and active programming. In 2016 it was named one of 26 finalists worldwide for the Urban Land Institute's Global Award of Excellence.

Challenges and Successes of the Operating Phase

Considering the un-tested and admittedly challenging location of The Hall, there were numerous unexpected lessons learned during the operational phase which the team did not contemplate over the 8 months of design and construction. These may hopefully serve as learning opportunities for future interim use activations as well as for retail in the permanent mixed-use project proposed by the development team.

First, despite its popularity and ample support from experienced restaurant professionals, The Hall did not live up to its financial projections. While the project did succeed in paying for some of the property taxes and insurance the developer would have otherwise had to cover during the larger project's entitlement period, it produced no incremental profit through its first 27 months of operation and failed to return any

of the capital the developers invested in the project. Furthermore, the additional capital required to keep the space in serviceable condition while The Hall operated ultimately wiped out most of the space's early tax and insurance reimbursements, resulting in the full buildout cost coming as a net loss to the developer.

This reality is a harsh reflection of the economics of the restaurant industry generally and of some of the specific challenges of the site. The Hall was unable to generate significant weekend or nighttime traffic given that the lion's share of its patrons were office workers, forcing it to close after 8 PM during the week and limited operating hours on weekends. With the arrival of new retail and residents in this location, the next iteration of restaurants and shops will fare better in a 24/7 destination environment.

The most direct impact both to the community and to the 1028 Market Street project is the number of people who have passed through the doors of The Hall during its short existence.

On the positive side, The Hall had a far greater community impact than was envisioned at inception. Beyond physically beautifying 150 feet of the block on Market Street, over its first 27 months, The Hall hosted more than 100 community events including free holiday dinners, fundraisers, art shows, mixers and happy hours for local non-profits. Additionally, The Hall hosted three job fairs in partnership with the SF Police Department and Mayor's Office of Economic and Workforce Development. The Hall hires from within the immediate community whenever possible, and has donated over \$150,000 of in-kind and monetary donations to support arts and cultural groups, as well as service providers within the community. The most direct impact both to the community and to the 1028 Market Street project is the number of people who have passed through the doors of The Hall during its short existence. After five

years of desolate abandonment, The Hall cast a beacon of positive activation onto Market Street, bringing 300,000 eager patrons to a once blighted stretch of San Francisco.

As the site is fully developed, this unconventional approach to Interim Use Activation will pay dividends to the developer, the local supporters, the Mayor's Office, and the neighborhood as a whole for many years to come. The Hall stands as a shining example of a new approach to the entitlement of urban development for future developments in cities across the country.

Final Thoughts

As The Hall enters its final months of operation before the larger project breaks ground, a few lessons stick out as particularly salient for those considering similar undertakings and for the development team looking to carry The Hall's success forward. First, The Hall succeeded principally as a space to foster community in a challenging and often disconnected neighborhood. Through simultaneously catering its food and drink selection to workers in the neighborhood and constantly emphasizing free community events and non-profit fundraisers, The Hall fostered authentic connections among often disparate groups. This outcome will serve as a model for how new retailers in the neighborhood can avoid the form of psychological displacement that often accompanies development in changing areas. Second, despite the financial challenges of operating a restaurant in a pioneering location, The Hall was a popular and innovative food business serving an unmet need. The diversity of vendors and lively atmosphere proved exceptionally appealing to local diners looking for choice. Simultaneously, The Hall served as a proving ground for many of its vendors, most of whom had never served out of a brick-and-mortar establishment before. Some vendors discovered they did not want to be restaurateurs after all, a service of The Hall in its own right, whereas others flourished. As of The Hall's 27th month of operation, two vendors have announced plans to move into their own full restaurant spaces after The Hall closes or relocates and others are expected to follow. Lastly, the ultimate development project was well served by The Hall's existence, which not only created excitement and anticipation for a new project to come where previously no one would have expected new development, but also allowed the developers to connect with the local community and its prospective tenants to collectively envision what the future project could be. Although the developers took great risk by subsidizing a significant community benefit on the front end of an entitlement process, and although that risk may not have been rewarded financially, it was ultimately the right thing to do and that has been rewarding in its own right.



1028 MARKET STREET PROJECT FACT SHEET

Project Timeline

Site Acquisition	September 2013
Interim Use Design/Construction Start	February 2014
The Hall Grand Opening	October 2014
Entitlement of Permanent Project	January 2017
Projected Permanent Project Construction Start	4Q 2017

Interim Use Stats

Total Usable Square Footage	3,500 sf
Start-Up Costs	\$850,000
Patrons Served in 27 Months	300,000+
Direct & In Kind Donations to Community	\$150,000+
Musical Performances Hosted	125
Community Events Hosted/Non-Profits Supported	100/50
Pop-Ups Featuring Local Merchants	40
Jobs Created	30
Small Businesses Supported	11

Permanent Project Stats

Stories	13
Apartments	186
Below Market Rent Units	25
Retail Area	9,000 sf
Total Project Size	150,000 sf
Impact Fees/10-Year Tax Revenue	\$2 Million/>\$15 Million
Public Art Contribution	>\$600,000
Community Breakfast Attendees	350
New Jobs Created	230
Job Fairs/Employers/Job Seekers Hosted	3/30/325
Public Art RFQ Respondents	133
Letters of Support Received	77
Nonprofits Hosted at Youth Forum	5

Jan 3, 2017

To the members of the Planning Commission:

LCL Global-1028 Market Street, LLC (“Sponsor”) is pleased to submit this document describing a public art installation for 1028 Market Street. 1028 Market is a proposed mixed use residential and retail development located on Market Street between Golden Gate Avenue and Jones Street. The proposed public art piece described herein will satisfy the Sponsor’s public art requirement under the City’s Public Art Program.

The Sponsor crafted a unique process for identifying artists and engaging the surrounding community in the selection of the artwork. The Sponsor held public input meetings with community members and interested artists to solicit ideas and feedback regarding public art, including the creation of a collective vision statement which informed the Sponsor’s RFQ and RFP. 133 artists worldwide applied, and eight were selected by the Sponsor and an Advisory Committee comprised of members of the local arts community as finalists. These eight artists created models of their proposals, which were then put on display at the Hall (1028 Market’s interim use activation). Images and descriptions of each piece were also made available online for viewing by a wider audience. Ultimately, the Sponsor placed significant weight on public opinion and comment in its final selection of artist Sanaz Mazinani’s piece, “Infinite Reflections.”

Sanaz Mazinani lives and works in San Francisco. She approached developing an art piece for 1028 Market Street with the following concept in mind: *Market Street is the canvas - its inhabitants the expression of its culture.* Of particular importance to the Sponsor, Sanaz also conducted her own thorough community engagement process which informed the artist team’s vision to make a piece comprised of mosaic parts that directly reflects the vibrancy and color of the neighborhood.

Enclosed you will find:

1. Artist Bio
2. Artist CV
3. Selection of Previous Works
4. Community Engagement and Artist Selection Process
5. Description of Proposed Installation
6. Renderings of Installation
7. Building Cost and Arts Budget

Thank you,

Ilana Lipsett, on behalf of
LCL Global-1028 Market Street, LLC

1. ARTIST BIO

Sanaz Mazinani works primarily in photography, video, and large-scale installations. Her practice explores the relationship between perception and representation, in response to site, sight and insight, especially in relation to digital culture. She obtained her undergraduate degree in photography from the Ontario College of Art & Design University, and an MFA from Stanford University where her research focused on the study of digital photographic propagation and its impact on representation and perception.

Mazinani has participated in worldwide exhibitions including *Material Girls*, Doris McCarthy Gallery, Toronto; *Screen and Décor*, Southern Alberta Art Gallery; *Ones and Zeroes*, di Rosa Museum, Napa California; *Magic of Persia Contemporary Art Prize*, Dubai; *Image Reality*, Fotografie Forum Frankfurt; and *Twisted Sisters: Reimagining Urban Portraiture*, Museum Bärengasse, Zürich. She has been the subject of solo exhibitions at institutions such as Gallery 44 Centre for Contemporary Photography, Toronto, Asian Art Museum, San Francisco, and West Vancouver Museum. Her work is in private and public collections, including the Canada Council Art Bank; Connor, Clark & Lunn Financial Group; Facebook Inc; Kala Art Institute, and San Francisco International Airport.

Mazinani's artwork has been written about in Artforum, Flash Art, artnet News, Border Crossings, Canadian Art, Hyperallergic, San Francisco Chronicle, Washington Post, and Vice's Creators Project amongst others.

She has recently received grants from the Canada Council for the Arts, San Francisco Arts Commission, and completed a major public piece in Washington D.C. titled, *U.S.A.I.R.A.N.* commissioned by Out of the Box Projects in affiliation with the D.C. Commission on the Arts & Humanities.

2. ARTIST CV

EDUCATION:

- 2011 Stanford University, United States: MFA
2003 Ontario College of Art & Design University, Toronto, Canada: AOCAD

SOLO EXHIBITIONS:

- 2016 *Mirrored Explosions*, West Vancouver Museum, Vancouver, BC
(IN) VISIBLE, Ab/Anbar, Tehran, Iran
- 2015 *Imminent Infinite*, Stephen Bulger Gallery, Toronto, ON
Sanaʒ Mazʒinani: Threshold, Asian Art Museum, San Francisco, CA (Curated by Marc Mayer)
Frames of the Visible, Volta NY, NY
- 2014 *Frames of the Visible*, Taymour Grahne Gallery, New York, NY
Threshold, Ed Video Gallery, Guelph, Canada
U.S.A.I.R.A.N., 5x5 Project, DC Commission on the Arts & Humanities, Washington, DC
- 2013 *Celebrating Bay Area Activism*, SFAC Art on Market Street Public Art, San Francisco CA
Sight, Site, and Insight, Gallery 44 Center for Contemporary Photography, Toronto, ON
- 2012 *Frames of the Visible*, Stephen Bulger Gallery, Toronto, ON
- 2011 *Book Case*, Art & Architecture Library, Stanford University, Stanford, CA
- 2009 *Iran Revisited*, Toronto Image Works Gallery, Toronto, ON
- 2006 *Book Case*, Carnegie Gallery, Hamilton, ON

PUBLIC ART

- 2019 *Infinite Reflections*, Permanent Public Art for 1028 Market Street, San Francisco, CA
- 2017 BART Public Art Program, CA
- 2014 *U.S.A.I.R.A.N.*, 5x5 Project, DC Commission on the Arts & Humanities, Washington, DC
Conference of the Birds, Facebook, New York, NY
- 2013 *Celebrating Bay Area Activism*, SFAC Art on Market Street Public Art, San Francisco CA
- 2009 *Off World*, Mateo Guez/ Andrew Mallis, Camera, Toronto

AWARDS / FELLOWSHIPS:

- 2015 Americans for the Arts Award, Best Public Art Project for 2014
- 2014 Public Art Commission, D.C. Commission on the Art & Humanities
Facebook Inc. Commission
- 2013 San Francisco Arts Commission Cultural Equity Grant
Canada Council for the Arts Research/Creation Grant
Canada Council for the Arts Travel Grant
- 2012 Kala Art Institute Fellowship, Berkeley, CA
Magic of Persia, Contemporary Art Prize Nomination, UK

- 2011 Flux Factory Residency Fellowship, Queen, NY
- 2010 Suzanne Baruch Lewis MFA Grant, Stanford University
- 2009 Stanford University Travel Grant
- Ontario Art Council, Exhibition Assistance Grant
- 2008 Ontario Arts Council Grant
- 2006 Toronto Arts Council Grant
- 2005 Ontario Arts Council Grant

SELECTED GROUP EXHIBITIONS:

- 2016 *Material Girls*, Contemporary Calgary in Alberta, Calgary, Canada
Visionary and Daring: Canadian Women Artists, Art Bank and Heritage Canada, Ottawa
Pattern Migration, Art Gallery of Mississauga, ON (Curated by Kendra Ainsworth)
Yonder, Koffler Gallery, Toronto, ON (Curated by Matthew Brower and Mona Filip)
Material Girls, Doris McCarthy Gallery, University of Toronto, Scarborough, ON
 (Traveling Exhibition with Catalog) (Curated by Blair Fornwald, Jennifer Matotek and Wendy Peart)
- 2015 *Uncommon Terrain*, Shulamit Nazarian, Los Angeles, CA (Curated by Anuradha Vikram)
Image Reality, Ray Photography Triennial, Fotografie Forum Frankfurt, Germany (Curated by Celina Lunsford)
A Group Exhibition Celebrating 20 Years, Stephen Bulger Gallery, Toronto, ON
One in Which We Are, SOMArts, San Francisco (Curated by David de Rozas and Alex Wang)
That Used to be Us, Haw Contemporary, Kansas City, MO (Curated by Carrie Riehl)
Imagine Reality, Photography Triennial RAY 2015, Fotografie Forum Frankfurt, Germany
New Century Abstracts, Thames Art Gallery, Chatham, ON, Canada
Material Girls, Dunlop Art Gallery, Regina, SK, Canada (Traveling Exhibition with Catalog)
- 2014 *For Export Only*, Shulamit Gallery, LA
 Paris Photo, represented by Stephen Bulger Gallery, Grand Palais, Paris, France
Room for the Whole Wide World, Vox Populi, Philadelphia, PA
Flash Forward 10: Uncanny Worlds, Onsite Gallery, OCAD University, Toronto, Canada
Theory of Survival: Fabrications, Southern Exposure Gallery, San Francisco, CA
Ones and Zeros, diRosa, Napa, CA
Screen and Decor, Illingworth Kerr Gallery, Alberta College of Art & Design, Calgary, AB, Canada
 AIPAD Art Fair, represented by Stephen Bulger Gallery, Park Avenue Armory, New York, NY
 Silicon Valley Contemporary, represented by Stephen Bulger Gallery, San Jose, CA
 Art14 London, represented by Taymour Grahne Gallery, London, UK
- 2013 *This is Not America: Resistance, Protest, & Poetics*, Arizona State University Art Museum, Tempe, AZ
Twisted Sisters: Reimagining Urban Portraiture, San Francisco City Hall, CA; and Museum Bärengasse, Zürich, Switzerland
New Century Abstracts, Art Gallery of Peterborough, ON, Canada
Screen and Decor, Justina M. Barnicke Gallery, touring through 2014 at Southern Alberta Art

- Gallery
MOP CAP 2013 Exhibition, Emirates Financial Towers, Dubai, United Arab Emirates
 AIPAD Art Fair, represented by Stephen Bulger Gallery, Park Avenue Armory, New York, NY
Four Core Chambers, Martina Johnston Gallery, Oakland, CA
Where Water Comes Together With Other Water, Kala Art Institute, Berkeley, CA
Border Cultures, Art Gallery of Windsor, Windsor, ON, Canada
Shadow Puppets: Traces of New Documentary Practices, Welch School Galleries, Georgia State University, GA
Out Sourced by India, (collaboration with Collective Mine) *Sarai*, New Delhi, India
War & Healing, Euphrat Museum of Art, De Anza College, Cupertino, CA
- 2012 *Determining Domain*, Intersection for the Arts, San Francisco, CA
Spotlight on 40 Years: Artworks from the Canada Council Art Bank, Ottawa, ON, Canada
Occupy Bay Area, Yerba Buena Centre for the Arts, San Francisco, CA
New Faces: Portraits from the Collection of the Canada Council Art Bank, Jardins de Metis - Reford Gardens, QC, Canada
Public: Collective Identity | Occupied Space, University of Toronto Art Centre, ON, Canada
 Paris Photo, represented by Stephen Bulger Gallery, Grand Palais, Paris, France
Spring/Break | Art Show, Old School, New York, NY
In the Currents, Asian Resource Gallery, Oakland, CA
Wartime Revival of the Senses, Rock Paper Scissors Collective, Oakland, CA
- 2011 *Migrant Manifesto*, Immigrant Movement International, Creative Time, & Queens Museum of Art, Queens, NY
STATUS! STATUS! STATUS!, Interstate Projects, Brooklyn, NY
Scramble, Thomas Welton Stanford Art Gallery, Stanford University, Stanford, CA
 AIPAD Art Fair, represented by Stephen Bulger Gallery, Park Avenue Armory, New York, NY
Sincerely Yours, Baer Ridgway Exhibition, San Francisco, CA
- 2010 *Do You See What I Mean?*, X Ottawa Photography Festival and Culture Days, Ottawa, ON, Canada
Hogar dulce Hogar fotografia & entorno domestico, Cantón Exposición, Guatemala
Picturing Power & Potential, San Francisco Arts Commission Gallery, City Hall, CA
Public Lives, Private Spaces, Alphonse Berber Gallery, Berkeley, CA
 AIPAD Art Fair, represented by Stephen Bulger Gallery, Park Avenue Armory, New York, NY
Devil-May-Care, Thomas Welton Stanford Art Gallery, Stanford University, Stanford, CA
- 2009 *DIASPORA*Art, Canada Council Art Bank, Rideau Hall, Ottawa, ON, Canada
Fly with the Cage, Lennox Gallery, Toronto, ON
Fly with the Cage, The Queen Gallery, Toronto, ON
Here or There, List Gallery, Toronto, ON

CURATION:

- 2016 **Co-Curator**, *The Physical Limits*, Limited Access: Festival of Moving Image, Sound and Performance, Aaran Gallery, Teharn, Iran (Co-curated with Marc Mayer)
- 2015 **Curator**, *Lo Real Maravilloso*, Mission Cultural Center for Latino Arts, San Francisco, CA
- 2013 **Curator**, *The Third Space*, York Quay Gallery, Toronto
Curator, *Hope Echoed: Contemporary Portraits of Iranian Women*, Tirgan Biennial, Harbourfront Center, Toronto
Curator, *Negar Farajani: Made in China*, Tirgan Biennial, Harbourfront Center, Toronto
- 2012 **Co-Curator**, *New Constellations: Contemporary Iranian Video Art*, IAAB, UCLA, Los Angeles
Guest Curator, *Edward Weston: Light, Line, and Form*, Iris & B. Gerald Cantor Center for the Visual Arts, Stanford University
- 2011 **Curator of Visual Arts**, *Eternity*, Tirgan, Toronto Iranian Triennial of Arts & Culture
Guest Curator, *Camera Work: From Landscape to Cityscape*, Iris & B. Gerald Cantor Center for the Visual Arts, Stanford University
- 2010 **Co-Curator**, *Surrealism and the Body*, Iris & B. Gerald Cantor Center for the Visual Arts
- 2009 **Curator**, *Off World*, Mateo Guez/Andrew Mallis, Camera, Toronto

EXHIBITION CATALOGUES / BOOKS:

- 2016 *Sanaz Mazinani: (In)Visible*, Ab-anbar Gallery, Karghah Press, Feb. 2016, Tehran, 54 pages.
- 2015 *Reflections & Refractions*, Gallery 44, Black Dog Publishing, May 2015, 16 pages.
Image Reality, Ray 2015 Fotografieprojekte Frankfurt/RheinMain, Kehrer, Bonn, 2015, 9783868286205, 6 pages.
Border Cultures, Art Gallery of Windsor, Black Dog Publishing, 2015, pp. 42-43.
Material Girls, Dunlop Art Gallery, Black Dog Publishing, London, 2015, 9781910433300.
- 2014 *Sanaz Mazinani: Frames of the Visible*, (exhibition catalogue), Media Farzin, Taymour Grahne Gallery, 40 pages.
- 2013 *Confronting the Clash: The Suppressed Voices of Iran*, Edited by Ziza and Sepa Sama ISBN: 9781478107514, pp. 136-166.
Magic of Persia Contemporary Art Prize (exhibition catalogue), Shirley Elghanian, MOP Press, London, 2013, pp. 40-56.
Sanaz Mazinani: Site, Sight, and Insight, (exhibition catalogue), Gallery 44 Center for Contemporary Photography, 9780987713865, Toronto, Canada, 14 pages.
- 2012 *Sanaz Mazinani: Unfolding Images*, essays by Barber, Fresko, Mirzaei, (Bulger Gallery Press, 2012). ISBN: 9780968838341, 65 pages.
“Status! Status! Status!”, Exhibition Catalogue, (AGWF, 2012). ISBN: 9781300018827
Public: Collective Identity I Occupied Space, Museum of Contemporary Canadian Art, and University of Toronto Art Centre, CONTACT Photography Festival, essay by Rubenstein, Liss, Brower, pp. 32-59, and 119.
- 2011 “Sanaz Mazinani and the Blossoming of the Twenty First Century Geographic Eye”, *Scramble* (exhibition catalogue), essay by LeBourdais, Stanford University, 2011. ISBN: 9780982769423, pp. 34-45.

SELECTED BIBLIOGRAPHY:

- 2016 Interview, “How It’s Done in Canada (with Sanaz Mazinani),” Congratulations Pine Tree podcast, June 29, 2016
 Interview, Function Magazine, *Interview with Sanaz Mazinani*, May, 2016.
 Findlay, Nicole, *Mirror Image*, The Source, Vancouver, Art // Volume 16, Issue 18 - April 5–19, 2016.
 Madera, Laura, *Sanaz Mazinani and the Found Image*, Tussle Magazine, New York, March 9th, 2016.
 Maleki, Armeen, *In Search of the Unpredictable*, Tandis Magazine, Tehran, March 1st, 2016.
- 2015 Farr, Kristin, *Art + Activism*, KQED Arts, June 30th, 2015.
 Xiao, An, *Seeing Fractured Explosions in Fragmented Mirrors*, Hyperallergic, May 1st, 2015.
 Garcia, Nancy, *Sanaz Mazinani: Threshold at the Asian Art Museum*, Daily Serving, April 12, 2015.
Crossing Threshold with Sanaz Mazinani and Bobbi Jene Smith, TimeOut SF, April 10th, 2015.
- 2014 Sutton, Benjamin, artnet News, *Punchy 5x5 Public Art Project Electrifies Washington DC*, October 9, 2014.
 Hamer, Katy, *The 5x5 Project*, Flash Art.com, September 30, 2014.
 Anania, Katie, *Sanaz Mazinani on U.S.A.I.R.A.N.*, Artforum.com, September 29, 2014.
 Hamer, Katy Diamond, *The 5x5 Project, Washington DC*, Eyes towards the Dove: Contemporary Art & Culture, September 28, 2014.
 Jenkins, Mark, *5x5 project serves up public art with a side of D.C. flavor*, The Washington Post, September 13, 2014.
 Sandals, Leah, *Report: CanCon Highlights at New York’s Frieze Week*, Canadian Art, May 15, 2014.
 Garcia, Nancy, *Arab Spring and Occupy Oakland Fuse in Sanaz Mazinani’s Conference of the Birds*, 7x7 SF, May 13, 2014.
 Sutton, Benjamin, *New York Gallery Beat: Sanaz Mazinani’s Frames of the Visible*, artnet News, May 12, 2014. *Sanaz Mazinani: Frames of the Visible*, Interview with Fluoro, May 2014.
 Magdaleno, Jonny, *Sanaz Mazinani Warps War Photography into Kaleidoscopic Collages*, The Creators Project, VICE, April 17, 2014.
 Sutton, Benjamin, *Silicon Valley Contemporary Fair Launches with Bitcoin Sales and New Media Art Aplenty*, artnet News, April 11, 2014.
In Sanaz Mazinani’s Collages, Photographs Lie, Beautifully, Artsy, April 2014.
 Ehsani, Ehsan, *Twisted Sisters: Q&A with Sanaz Mazinani*, Charchub Middle Eastern Art News, Jan 20, 2014.
 Mohammadreza Mirzaei in conversation with Sanaz Mazinani, Akshaneh Photography News, Tehran Iran, January 18, 2014.
- 2013 Curiel, Jonathan, *Infinite Regress: Two Iranian Artists Multiply Their Spiritual Images*, SF Weekly, November 6, 2013.
 Wiener, Anna, *Sanaz Mazinani, In Between: The Art of Diaspora*, Medium, October 17, 2013.
 Whiting, Sam, *S.F. bus stop art takes us back in history*, San Francisco Chronicle, Entertainment, September 5, 2013.
 Zentner, Caroline, *SAAG’s Screen & Decor exhibit encourages thought*, Lethbridge Herald, September 28, 2013
 Amery, Richard, *Art Days gallery hop features new exhibits at the SAAG and Trianon*, The

- Lethbridge Alberta Beat: Arts & Entertainment Magazine, September 28, 2013.
 Pasha Javadi & Pedram Khoshbakht, Art Is Everywhere TV, *The Third Space Exhibition: Tirgan*, August 17, 2013. Sandals, Leah, *Screen and Décor Finds Digital Through Analog*, Canadian Art, August 7, 2013.
Tirgan Toronto 2013, Voice of America Persian, July 21, 2013.
 Snyder, Leah, *Written on the Body/ Politics of Poetry: Iranian Artists & the Power of the Script*, Mixed bag Mag, July 17, 2013.
 Dietrich, Eva, *Forever in the Sky*, Neue Zürcher Zeitung, July, 6, 2013.
- 2012 Dault, Gary Michael, *Sanaʒ Maz̄inani: Frames of the Visible*, Border Crossings Magazine, Volume 31, Number 4, December 2012.
 Ghodsi, Marzieh, *The Art of Sanaʒ Maz̄inani*, Salam Toronto, May 27, 2012.
 Sandals, Leah, *Contact 2012: Going Public*, Canadian Art Magazine, May 3, 2012.
 Lau, Charlene K., *Public: Big Ambitions*, Canadian Art Magazine, May 10, 2012.
 Santos, Dorothy, *In the Currents*, Art Practical, May 2012.
- 2011 *Tirgan festivities in Canada with the theme of Immortality* (translation), BBC News Persian, July 25, 2011.
 Fishaut, Anna, *Book Case*, ReMix: The Stanford University Libraries Newsletter, Issue 42, July, 2011.
 Beltran, JD, *Artists Who Won't Have to Scramble: The 2011 Stanford University MFA Exhibition*, SFGate, June 11, 2011.
- 2010 Straus, Tamara, *City Hall Photo Exhibition on Women at Work*, San Francisco Chronicle, June 24, 2010.
 Eisenhart, Mary, *Don't miss: Private Lives, Public Spaces*, San Francisco Chronicle, April 8, 2010. Mirzaei, Mohammadreza, *Iran Revisited*, Dide, March 2010.
- 2009 Sandals, Leah, *Process of development*, National Post, April 30, 2009.
 Schechter, Fran, *Maz̄inani Amazes*, Now Magazine, May 6-13, 2009, Volume 28:36.
 Rubenstein, Bonnie, *Iran Revisited*, Contact Toronto Photography Festival Magazine, May 2009.
- 2008 Enright, Robert, *Uncovering the Many Faces of Iran*, Border Crossings Magazine, Volume 27:4, 108.
 Himes, Darius, *Here Am I Reflections on Race and the Golden Rule*, Nueva Luz Photographic Journal, 2008, Volume 13:2.
- 2005 Dault, Gary Michael, *A Case for Books and Gigantic Ideas*, The Globe and Mail, Jan 8, 2005

WRITING CONTRIBUTIONS:

- 2013 Essay, "The Third Space", Tirgan Biennial Publication, July 2013
- 2011 Essay, "Visions of Eternity", Tirgan Biennial Publication, July 2011
 Article, "Image War Image: A Mediation on the Contemporary Photographic Essay", *ALMANAC: An Index of Current Work and Thought*, Thomas, Chapple, Mazinani, (Stanford University, 2011). ISBN: 978-0-9827694-2-3
- 2008 Editor, "The Death of Photography", (Bulger Gallery Press, 2008). ISBN: 978-0-9688383-2-7

PRESENTATIONS / CONFERENCES:

- 2016 **Artist Talk**, Frames of the Visible, West Vancouver Museum, Canada
Artist Talk, (IN) Visible Frames, University of Toronto, Canada
Artist Talk, The (In) Visible, Ab/anbar Gallery, Tehran, Iran
Artist Talk, Photography and the Medium, KNACK Art Group, Tehran, Iran
- 2015 **Moderator**, *She Who Tells a Story: Women Photographers from Iran and the Arab World*, Cantor Arts Centre, Stanford University, CA
- 2014 **Presenter**, Tenth Biennial Conference, International Society for Iranian Studies, Montreal
Presenter, Cultures of the Iranian Diaspora Conference, Persian Studies Program, San Jose State University, CA
Artist Talk, Frames of the Visible, Taymour Grahne Gallery, New York, NY
Visiting Artist Lecture, Contemporary Issues in Photography, Ontario College of Art & Design University, Toronto, Canada
Visiting Artist Lecture, Photography: Concepts & Theory, Ryerson University, Toronto, Canada
- 2013 **Panelist**, DocFilm Forum, DocFilm Institute, San Francisco State University, CA
Artist Talk, Site, Sight, and Insight, PhotoAlliance, SFAI, San Francisco, CA
Presenter, Visual Culture Workshop, Samuel Jordan Center for Persian Studies and Culture, UC Irvine, CA
Visiting Artist Lecture, Digital Art Class, Stanford University
Artist Talk, Site, Sight, and Insight, Aria Gallery, Tehran, Iran
Panelist, Four Core Chambers, Martina Johnston Gallery, Oakland, CA
Artist Talk, Kala Art Institute, Berkeley, ON
Visiting Artist Lecture, Photography and the Process of Creating, Ryerson University, Toronto, CA
Panelist, Border Cultures, Art Gallery of Windsor, Windsor, ON
- 2012 **Panelist**, Revolt! Re-imagine! Occupy! Representing Politics in Art, Yerba Buena Centre, San Francisco, CA
Artist Talk, Site, Sight, and Insight, Artist Lecture Series at Sonoma State University
Presenter, 5th International Conference on Iranian Diaspora, Iranian Alliances Across Borders, UCLA
Panelist, In the Currents, Asian Resource Gallery, Oakland, CA
Panelist, Occupied Spaces, University of Toronto Art Centre, Toronto, Canada
Artist Talk, Frames of the Visible, Stephen Bulger Gallery, Toronto, Canada 2011
Panelist, Wartime Revival of the Senses, Rock Paper Scissors Gallery, Oakland, CA
Artist Talk, Recent Work, Flux Factory, Long Island City, NY 2010
Visiting Artist Lecture, Digital Photography Class, Stanford University, Stanford, CA
Visiting Artist Lecture, New Media Class, UC Berkeley, Berkeley, CA
Visiting Artist Lecture, Photography and Representation, Ryerson University, Toronto, CA

PERMANENT COLLECTIONS:

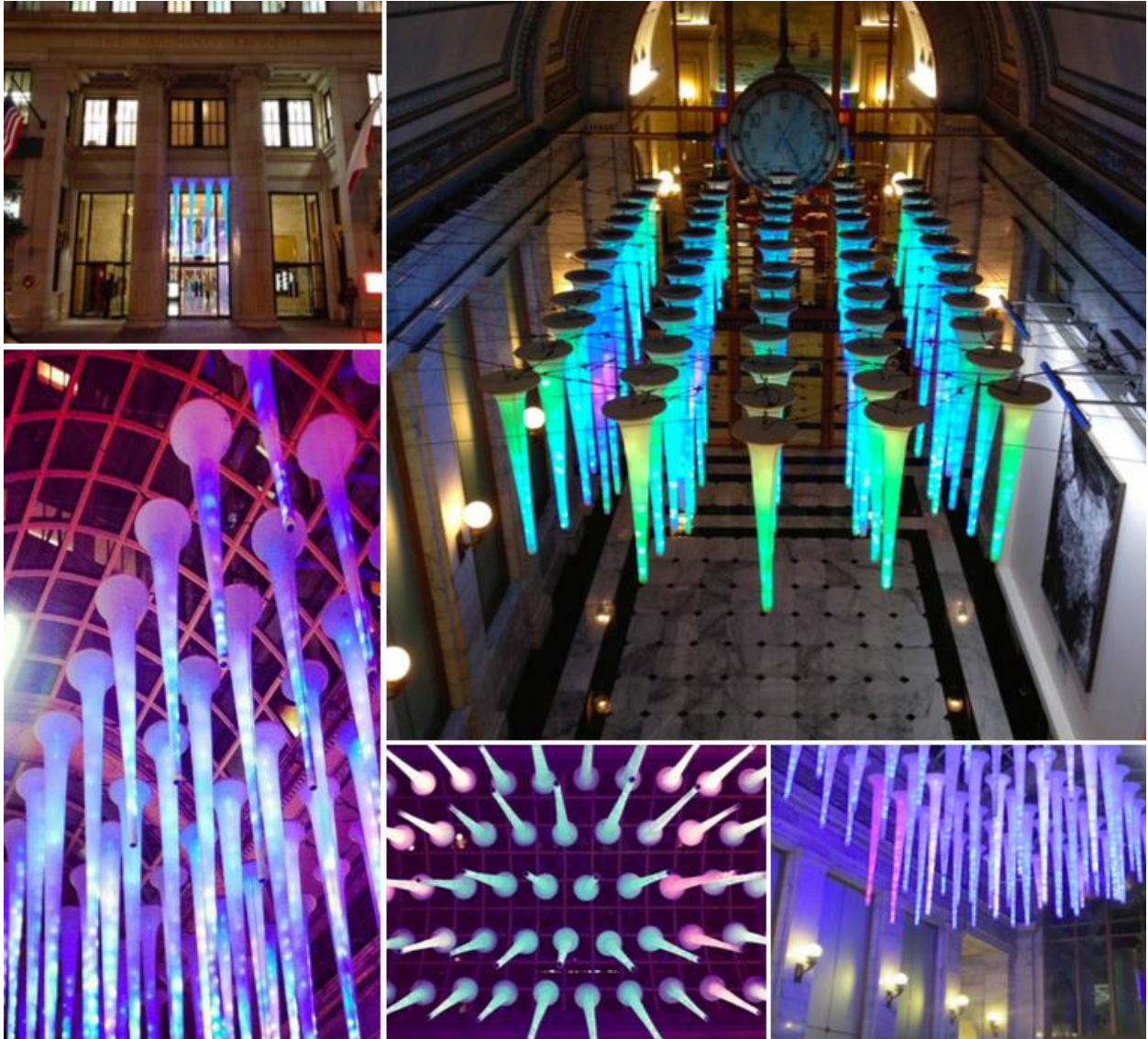
Asian Art Museum, San Francisco
Art Gallery of Peterborough
Canada Council Art Bank, Ottawa, Canada
Cleveland Museum of Art
Connor, Clark & Lunn Financial Group, Toronto, Canada
Ellie Mae, Inc.
Facebook Inc.
Kala Art Institute, Berkeley CA
Mississauga Art Gallery
NuVision, Toronto, Canada
San Francisco International Airport, San Francisco, CA
Tabrizi Law Office PC
TAIM Canada Inc., Toronto, CA, and various Private Collections.

3. SELECTION OF PREVIOUS WORKS



U.S.A.I.R.A.N.

Washington D.C., Commission for Arts & Humanities / Out of the Box Projects
Medium: 27 Backlit Digital Photographs, Acrylic, Lightboxes, Electronic Timer, Flag



MERCHANTS EXCHANGE
San Francisco, Merchants Exchange
Medium: Fabric, PVC, Wood, LEDs, Electronics



THRESHOLD

San Francisco, Asian Art Museum Commissioned Piece

Medium: Acrylic Mirror, adhesive, lumber, MDF, Steel Media Players, 4 screens, 6 channel Audio

4. COMMUNITY ENGAGEMENT AND ARTIST SELECTION PROCESS

The Sponsor held a competition to determine the art for permanent, public display at 1028 Market.

Community engagement is a core tenet of the Sponsor's development approach, and as such, we conducted a unique public input process to identify an artist and define parameters for the 1028 Market Street art. The team hosted numerous public meetings to surface the community's priorities and to inform the process for commissioning the art.

133 artists from all over the world applied to be considered for the piece, and an Advisory Committee comprised of members of the local arts community assisted the Sponsor in selecting eight finalist artist teams to submit proposals for this project.

Finalist teams toured the site, participated in an in-depth exploration of the neighborhood with Tenderloin Walking Tours founder Del Seymour, visited with the project architect, and were encouraged to engage with the community to help inspire their own creative processes.

Finalists created model displays of their proposals, which were on display at the Hall from July 11 – August 31, 2016. Feedback forms were available for each piece, and an online version was created as well. The sponsor team received 289 feedback forms from the community, and placed significant weight on this input in its selection of Sanaz Mazinani's "Infinite Reflections."



Sponsor collecting public comment on "Infinite Reflections"



Sponsor collecting public comment on "Infinite Reflections"

5. DESCRIPTION OF PROPOSED INSTALLATION

Inspiration

Market Street’s social fabric is a collection of fragments, constituting a beautiful whole. It is impossible to have a complete view or understanding of it all because the community is constantly shifting and evolving from moment to moment, and more profoundly from year to year and over time. The diversity in age, race, socioeconomic, mood, and motivation of people commingling and interacting, results in the dynamism and richness of Market Street: the beauty of living in a city.

This concept of dynamic motion is the starting place for the artwork, which symbolizes Market Street’s shifts over the past hundred years. Mirrored steel is coupled with Dichroic Glass that shifts color depending on the angle of light. Together, these elements speak to the community’s past, present, and future.

The visual language used in creating the work is simultaneously a representation of the Bay Area’s transformations over many generations: from the pure beauty of color found in the urban environment to the straight lines of angular shapes signifying the advancement of digital culture that has been fore-fronted by this community.

The Artist team held a community input workshop prior to creating the concept of this piece, and spoke to passersby, soliciting their input on what they love about Market Street, what the Market Street Community is, and what their thoughts were about Market Street.



Concept & Description

The polished mirror and Dichroic glass surfaces are linearly placed, angular pieces that create fragmented reflections of the city, reflecting people in motion and the dynamism of the site. Approximately 25% of the pieces will be mirrored steel, with the other 75% made of Dichroic glass. The piece will have a presence at night with subtle but alluring lighting to illuminate the Dichroic glass panels and reflect off of the steel. The array of shadows and light reflections will modulate and reconfigure the artwork depending on the position of the sun, the moving lights of the urban environment, and the location of each viewer.

Stretching 110 feet upwards from the sidewalk to level 12 on Market Street, this artwork will activate the architecture in a few ways. Its form parallels the building's existing art blade, speaking to the neighborhood's historic theater signs. It offers a user experience at human scale, an "instagrammable moment," an invitation for community connection and expression, and a chance to re-imagine our relationship to architecture and the theatre.

Specs, Installation & Maintenance

The sculpture will be 7' wide throughout and extend, at its maximum, 4' out from the building facade, though the rest of the piece will project from 8" to 2' away from the building. The "Marquee" will fall within the 6' deep x 3' tall target, and will be placed no lower than 10 feet off the ground, and no higher than 16 feet. Five structural steel tracks for mounting the steel and glass pieces will be installed as the facade is being constructed. Each of the mirrored steel and dichroic glass pieces will anchor into those tracks. Digital fabrication will be used for the fabrication of the panels and their layout during installation. Maintenance is minimal, with the primary maintenance needs being the lighting and cleaning. Commercial-grade exterior LEDs will be used, so bulb replacement should be infrequent and on an as-needed basis by the building maintenance department. Periodic cleaning of the piece, if desired, could happen at the same frequency of exterior window cleaning - pieces will be mounted at angles that minimize the collection of any debris.

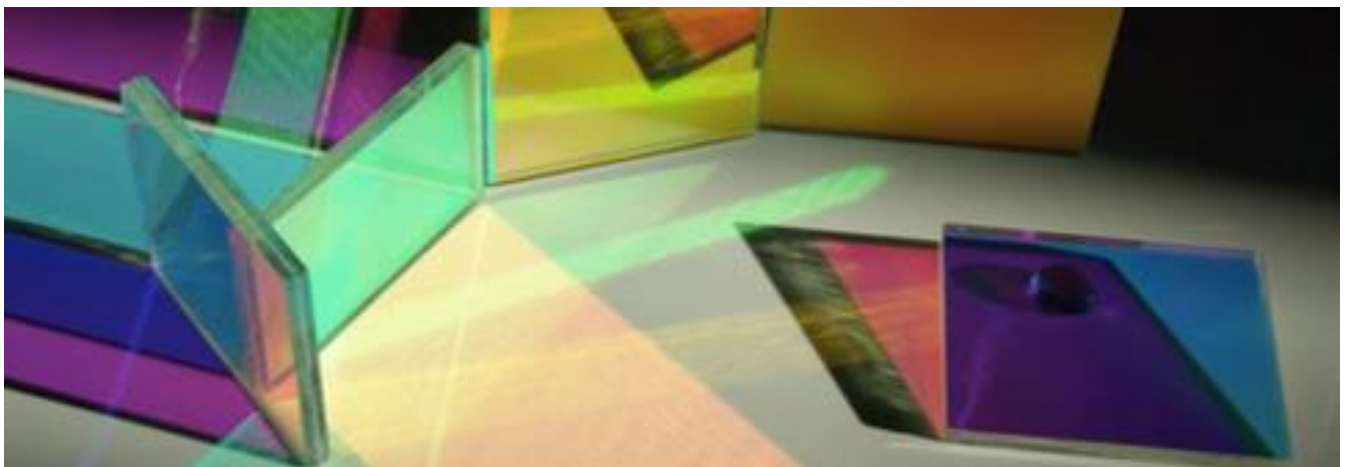
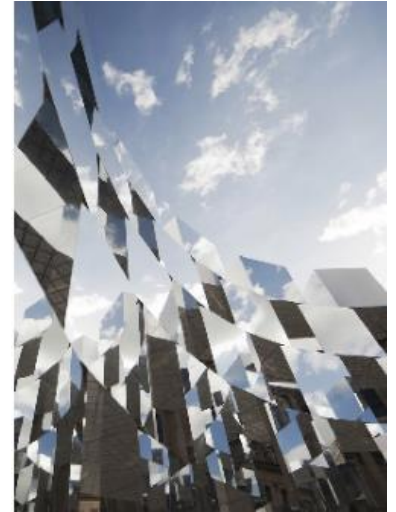
Materials

Dichroic Glass is made up of multiple ultra-thin layers of different metals (such as gold or silver). Oxides of such metals as titanium, chromium, aluminum, zirconium, magnesium, or silica are vaporized by an electron beam in a vacuum chamber.

The result is a mesmerizing array of color variations and reflections. The colors are always changing with the direction and intensity of light.

Mirrored Stainless Steel is the preferred steel to use for outdoor environments because of its resistance to pitting corrosion than other grades of steel.

Images pictured do not represent the artist's work.

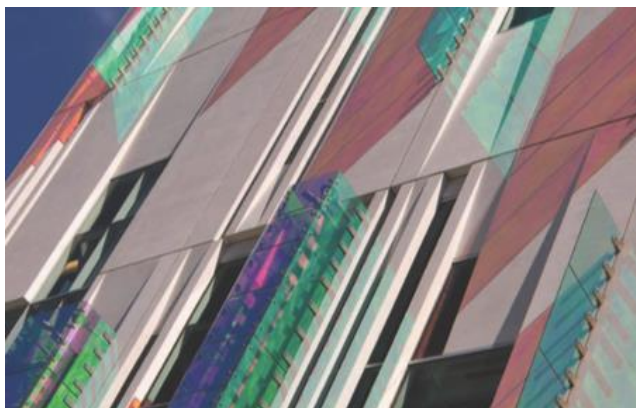
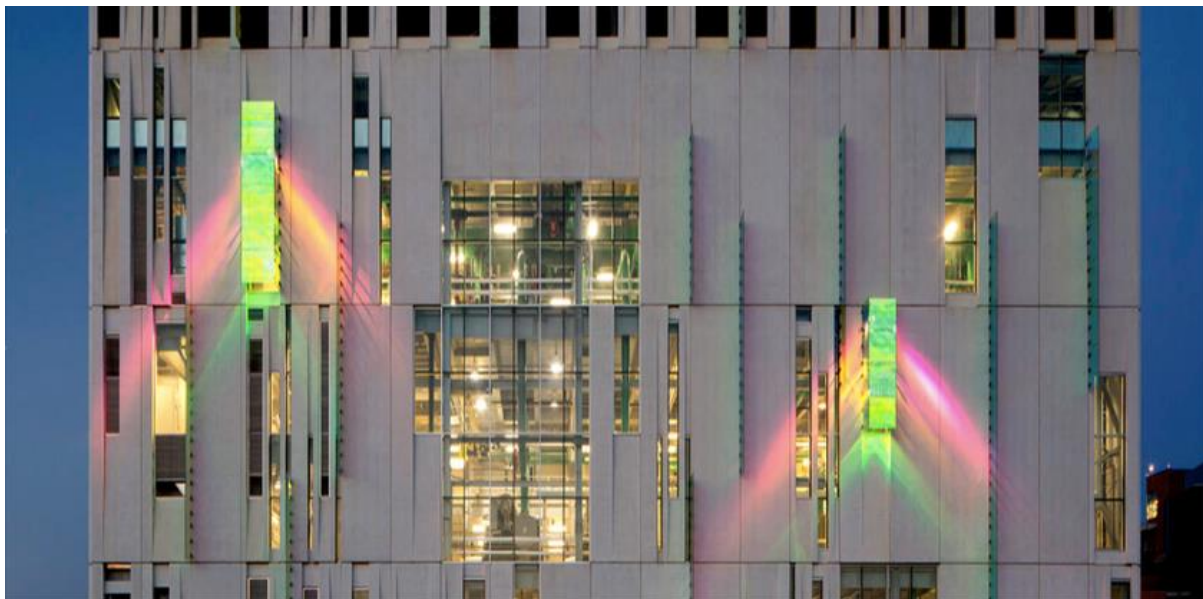


Visual Effect

The piece will have a presence at night with subtle but alluring lighting to illuminate the Dichroic glass panels and reflect off of the steel. The array of shadows and light reflections will modulate and reconfigure the artwork depending on the position of the sun, the moving lights of the urban environment, and the location of each viewer.

Acting as a beacon to call passersby to view it from up-close, it always offers something new.

Images pictured below do not represent the artist's work.



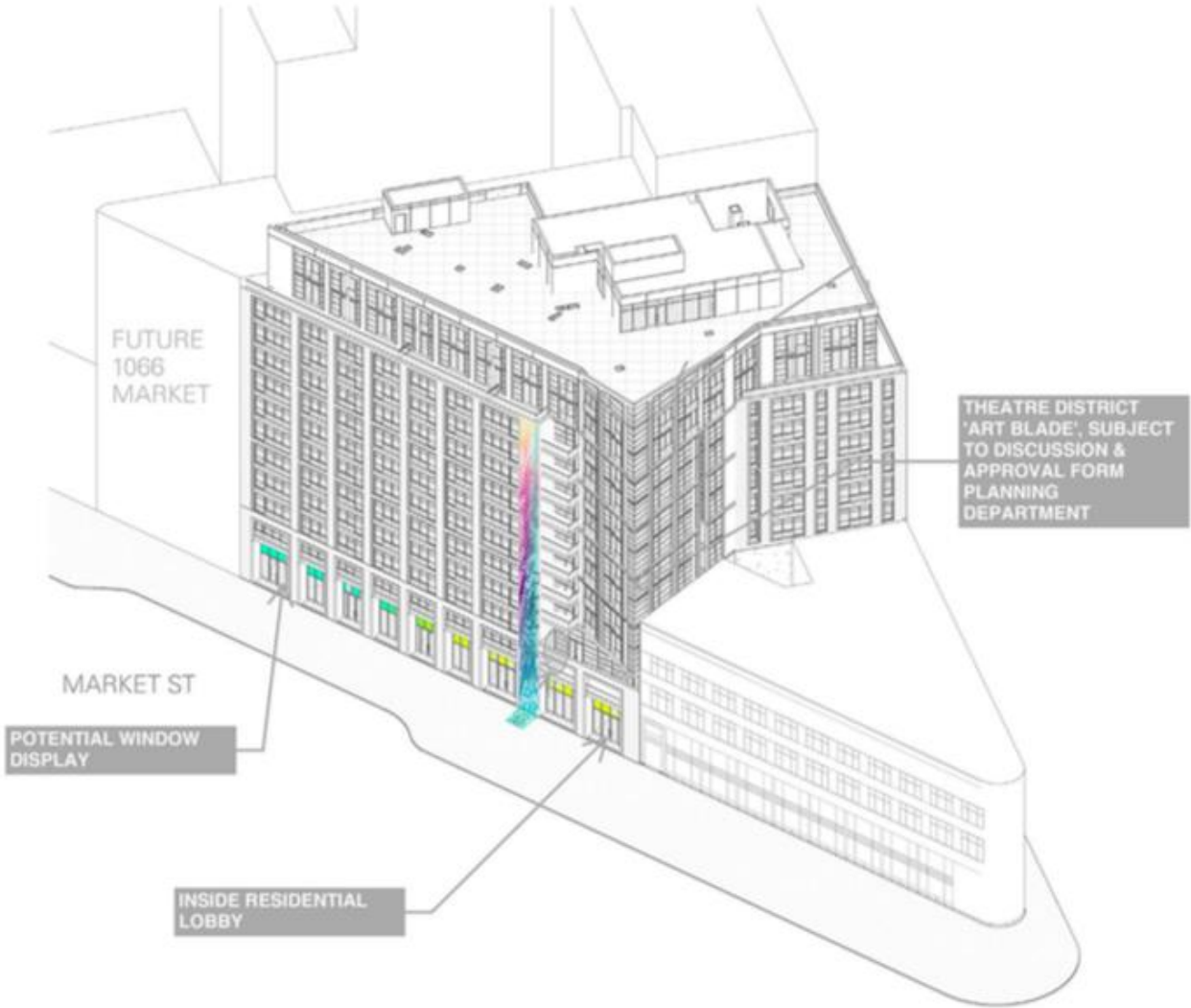
6. RENDERINGS OF INSTALLATION



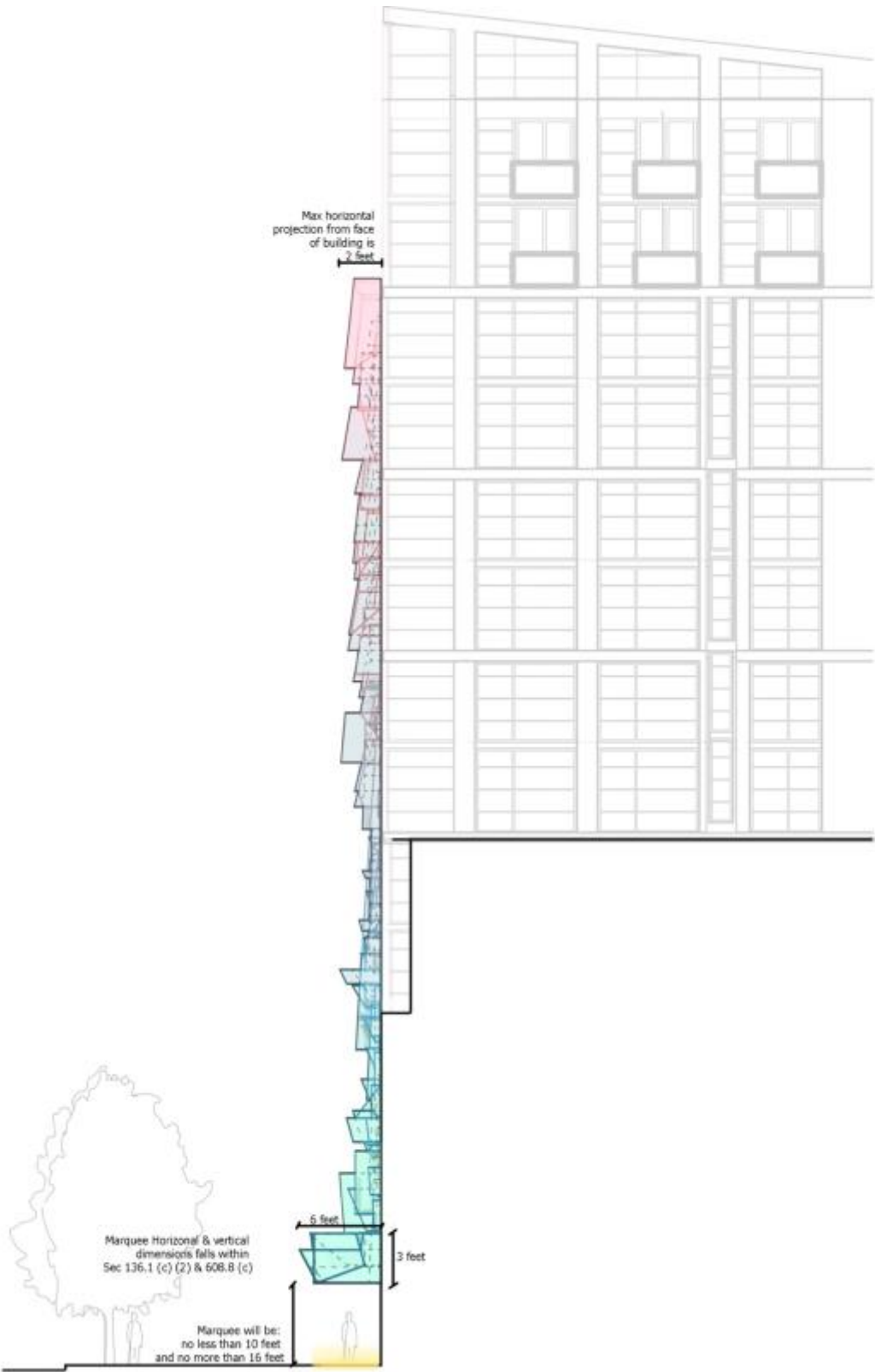
View from Market Street looking West.



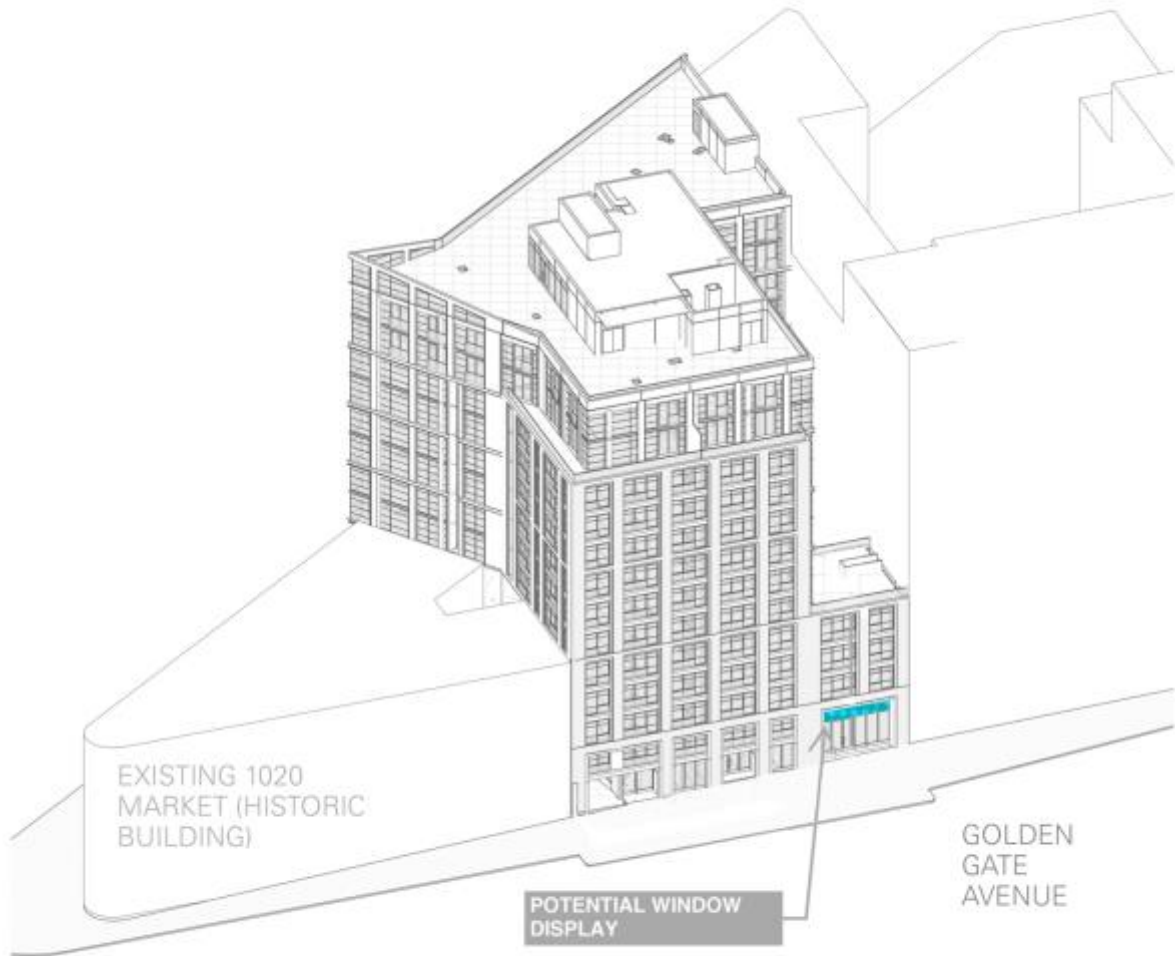
Night view from Market Street looking West.



Bird's eye view from the corner of Market Street and Golden Gate Ave.



Side view from Market Street looking West.



View from Golden Gate Avenue with potential window dressing.

7. BUILDING COST & ARTS BUDGET

The hard costs for 1028 Market Street are estimated to be \$61 million. One percent of this amount is \$610,000. \$400,000 of this amount will be allocated to the primary installation described in this document, the costs of which are detailed below. The remainder of the one percent budget will be split between administrative costs of selecting the art piece (not to exceed 10% of the 1%), a contribution to the SF Arts Commission Artists Fund, and additional artwork such as window dressing for the retail spaces on Market Street and Golden Gate Avenue designed by Sanaz Mazinani.

In the event the hard cost estimate increases prior to final approval, the allocation for administrative costs will increase pro rata and the remaining reserve for an SF Arts Commission contribution and ancillary artwork on Market Street and Golden Gate avenue will increase accordingly.

Category	Item	Cost	Percentage of Total Budget
Design / Construction Admin Services		\$70,000	17.50%
	Design Concept	\$24,000	
	Design Development/Digital Fab Drawings	\$12,000	
	Construction/Shop Drawings	\$12,000	
	Construction Administration + Project Management	\$22,000	
Permitting + Professional Services		\$18,000	4.50%
	Permitting	\$4,000	
	Community Involvement (KIDmob)	\$8,000	
	Structural Engineer	\$5,000	
	Professional Photographer	\$1,000	
Materials		\$110,000	27.50%
	Structural steel	\$15,000	
	Dichroic glass	\$65,000	
	Reflective steel	\$8,000	
	Fasteners + Misc.	\$3,000	
	Anchors	\$6,000	
	Ground stage	\$5,000	
	Back stage wall	\$5,000	
	Lighting (stage and full)	\$3,000	
Fabrication		\$92,000	23.00%
	Digital Fabrication (water jet cutting)	\$22,000	
	Build structure/framing	\$10,000	
	Lay out and assemble pieces into panels	\$20,000	
	Mount panels to structural frame	\$30,000	
	Finishing	\$10,000	
Installation		\$50,000	12.50%
	Transport to site	\$5,000	
	Storage	\$2,000	
	Install anchors	\$12,000	
	Mount to anchors	\$18,000	
	Equipment rental	\$2,000	
	Leveling and securing	\$5,000	
	Electrical	\$6,000	
Project Contingency (@15%)		\$60,000	15.00%
Total Project Estimate		\$400,000	

COMPLIANCE WITH THE INCLUSIONARY AFFORDABLE HOUSING PROGRAM



Date: August 16, 2016
To: Applicants subject to Planning Code Section 415 and 419: *Inclusionary Affordable Housing Program*
From: San Francisco Planning Department
Re: **Compliance with the Inclusionary Affordable Housing Program**

All projects that include 10 or more dwelling units must participate in the *Inclusionary Affordable Housing Program* contained in Planning Code Sections 415 and 419. Every project subject to the requirements of Planning Code Section 415 or 419 is required to pay the Affordable Housing Fee. A project may be eligible for an Alternative to the Affordable Housing Fee if the developer chooses to commit to sell the new residential units rather than offer them as rental units. Projects may be eligible to provide rental affordable units if it demonstrates the affordable units are not subject to the Costa Hawkins Rental Housing Act. All projects that can demonstrate that they are eligible for an Alternative to the Affordable Housing Fee must provide necessary documentation to the Planning Department and Mayor's Office of Housing.

Before the Planning Department and/or Planning Commission can act on the project, this Affidavit for Compliance with the Inclusionary Affordable Housing Program must be completed. Please note that this affidavit is required to be included in Planning Commission packets and therefore, must comply with packet submittal guidelines.

The Affidavit is divided into two sections. This first section is devoted to projects that are subject to Planning Code Section 415. The second section covers projects that are located in the Urban Mixed Use (UMU) Zoning District and certain projects within the Mission Neighborhood Commercial Transit District that are subject to Planning Code Section 419. Please use the applicable form and contact Planning staff with any questions.

On June 7, 2016, Proposition C was passed by San Francisco voters to modify Affordable Housing Requirements and trailing legislation was passed by the Board of Supervisors (Ord No. 76-16 and File No. 160255) to implement the increased requirements. Please be aware that the inclusionary requirements may differ for projects depending on when a complete Environmental Evaluation Application (EEA) was submitted with the Department. Please also note that there are different requirements for smaller projects (10-24 units) and larger projects (25+ units). Please use the attached tables to determine the applicable requirement.

For new projects with complete EEA's accepted after January 12, 2016, the Inclusionary Affordable Housing Program includes provisions to allow for mixed income levels. Generally speaking, if the required number of units constructed on-site is 25%, a minimum of 15% of the units must be affordable to low-income households and 10% of the units affordable to low- or moderate/middle-income households. The Average Median Income (AMI) for low income is 55% for rental and 80% for ownership. The AMI for moderate/middle income units is 100% for rental and 120% for ownership.

Summary of requirements. Please determine what percentage is applicable for your project based on the size of the project, the zoning of the property, and the date that a complete Environmental Evaluation Application (EEA) was submitted. Chart A applies throughout San Francisco whereas Chart B addresses UMU (Urban Mixed Use District) Zoning Districts.

The Project contains: 186	UNITS	The zoning of the property is: C-3-G	Complete EEA was submitted on: 4/29/2014
------------------------------	-------	---	---

CHART A: Inclusionary Requirements for San Francisco, excluding UMU Zoning Districts.

Complete EEA Accepted: →	Before 1/1/13	Before 1/1/14	Before 1/1/15	Before 1/12/16	After 1/12/16
Fee or Off-site					
10-24 unit projects	20.0%	20.0%	20.0%	20.0%	20.0%
25+ unit projects at or below 120'	20.0%	25.0%	27.5%	30.0%	33.0%
25+ unit projects over 120' in height *	20.0%	33.0%	33.0%	33.0%	33.0%
On-site					
10-24 unit projects	12.0%	12.0%	12.0%	12.0%	12.0%
25+ unit projects	12.0%	13.0%	13.5%	14.5%	25.0%

* except buildings up to 130 feet in height located both within a special use district and within a height and bulk district that allows a maximum building height of 130 feet.

CHART B: Inclusionary Requirements for UMU Districts. Please note that the Middle Income Incentive Alternative regulated in Planning Code Section 419 was not changed by Code amendment (Ord. No. 76-16). Also, certain projects in the SOMA Youth and Family SUD rely upon UMU requirements as stipulated by the Planning Code.

Complete EEA Accepted: →	Before 1/1/13	Before 1/1/14	Before 1/1/15	Before 1/12/16	After 1/12/16
On-site UMU					
Tier A 10-24 unit projects	14.4%	14.4%	14.4%	14.4%	14.4%
Tier A 25+ unit projects	14.4%	15.4%	15.9%	16.4%	25.0%
Tier B 10-24 unit projects	16.0%	16.0%	16.0%	16.0%	16.0%
Tier B 25+ unit projects	16.0%	17.0%	17.5%	18.0%	25.0%
Tier C 10-24 unit projects	17.6%	17.6%	17.6%	17.6%	17.6%
Tier C 25+ unit projects	17.6%	18.6%	19.1%	19.6%	25.0%
Fee or Off-site UMU					
Tier A 10-24 unit projects	23.0%	23.0%	23.0%	23.0%	23.0%
Tier A 25+ unit projects	23.0%	28.0%	30.5%	33.0%	33.0%
Tier B 10-24 unit projects	25.0%	25.0%	25.0%	25.0%	25.0%
Tier B 25+ unit projects	25.0%	30.0%	32.5%	33.0%	33.0%
Tier C 10-24 unit projects	27.0%	27.0%	27.0%	27.0%	27.0%
Tier C 25+ unit projects	27.0%	32.0%	33.0%	33.0%	33.0%
Land Dedication in UMU or Mission NCT					
Tier A 10-24 unit < 30K	35.0%	35.0%	35.0%	35.0%	35.0%
Tier A 10-24 unit > 30K	30.0%	30.0%	30.0%	30.0%	30.0%
Tier A 25+ unit < 30K	35.0%	40.0%	42.5%	45.0%	35.0%
Tier A 25+ unit > 30K	30.0%	35.0%	37.5%	40.0%	30.0%
Tier B 10-24 unit < 30K	40.0%	40.0%	40.0%	40.0%	40.0%
Tier B 10-24 unit > 30K	35.0%	35.0%	35.0%	35.0%	35.0%
Tier B 25+ unit < 30K	40.0%	45.0%	47.5%	50.0%	40.0%
Tier B 25+ unit > 30K	35.0%	40.0%	42.5%	45.0%	35.0%
Tier C 10-24 unit < 30K	45.0%	45.0%	45.0%	45.0%	45.0%
Tier C 10-24 unit > 30K	40.0%	40.0%	40.0%	40.0%	40.0%
Tier C 25+ unit < 30K	45.0%	50.0%	52.5%	55.0%	45.0%
Tier C 25+ unit > 30K	40.0%	45.0%	47.5%	50.0%	40.0%

AFFIDAVIT

COMPLIANCE WITH THE INCLUSIONARY AFFORDABLE HOUSING PROGRAM

PLANNING CODE SECTION 415 & 419



San Francisco Planning

SAN FRANCISCO PLANNING DEPARTMENT
1650 MISSION STREET, SUITE 400
SAN FRANCISCO, CA 94103-2479
MAIN: (415) 558-6378 SFPLANNING.ORG

9/9/2016

Date

I, Craig Young,

do hereby declare as follows:

Is this project an UMU project within the Eastern Neighborhoods Plan Area?

Yes No

(If yes, please indicate Affordable Housing Tier)

A The subject property is located at (address and block/lot):

1028 Market Street

Address

0350/002

Block / Lot

B The proposed project at the above address is subject to the *Inclusionary Affordable Housing Program*, Planning Code Section 415 and 419 et seq.

The Planning Case Number and/or Building Permit Number is:

2014.0241

Planning Case Number

Building Permit Number

This project requires the following approval:

- Planning Commission approval (e.g. Conditional Use Authorization, Large Project Authorization)
- This project is principally permitted.

The Current Planner assigned to my project within the Planning Department is:

Marcelle Boudreaux

Planner Name

This project is exempt from the *Inclusionary Affordable Housing Program* because:

- This project is 100% affordable.
- This project is 100% student housing.

C This project will comply with the Inclusionary Affordable Housing Program by:

- Payment of the Affordable Housing Fee prior to the first construction document issuance (Planning Code Section 415.5).
- On-site Affordable Housing Alternative (Planning Code Sections 415.6).
- Off-site Affordable Housing Alternative (Planning Code Sections 415.7):
 - Small Sites Affordable Housing Alternative
- Land Dedication

D If the project will comply with the Inclusionary Affordable Housing Program through an **On-site** or **Off-site Affordable Housing Alternative**, please fill out the following regarding how the project is eligible for an alternative.

Ownership. All affordable housing units will be sold as ownership units and will remain as ownership units for the life of the project.

Rental. Exemption from Costa Hawkins Rental Housing Act.¹ The Project Sponsor has demonstrated to the Department that the affordable units are not subject to the Costa Hawkins Rental Housing Act, under the exception provided in Civil Code Sections 1954.50 through one of the following:

Direct financial contribution from a public entity.

Development or density bonus, or other public form of assistance.

Development Agreement with the City. The Project Sponsor has entered into or has applied to enter into a Development Agreement with the City and County of San Francisco pursuant to Chapter 56 of the San Francisco Administrative Code and, as part of that Agreement, is receiving a direct financial contribution, development or density bonus, or other form of public assistance.

E The Project Sponsor acknowledges that failure to sell the affordable units as ownership units or to eliminate the on-site or off-site affordable ownership-only units at any time will require the Project Sponsor to:

- (1) Inform the Planning Department and the Mayor's Office of Housing and, if applicable, fill out a new affidavit;
- (2) Record a new Notice of Special Restrictions; and
- (3) Pay the Affordable Housing Fee plus applicable interest (using the fee schedule in place at the time that the units are converted from ownership to rental units) and any applicable penalties by law.

F Affordability Levels:

No. of Affordable Units:	% Affordable Units:	AMI Level:
25	13.5	55%

No. of Affordable Units:	% Affordable Units:	AMI Level:

G The Project Sponsor must pay the Affordable Housing Fee in full sum to the Development Fee Collection Unit at the Department of Building Inspection for use by the Mayor's Office of Housing prior to the issuance of the first construction document.

H I am a duly authorized agent or owner of the subject property.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Executed on this day in:

San Francisco, CA

Location

9/9/2016

Date

Sign Here



Signature

Craig M. Young, Managing Member

Name (Print), Title

(415) 407-8467

Contact Phone Number

cc: Mayor's Office of Housing and
Community Development
Planning Department Case Docket

¹ California Civil Code Section 1954.50 and following.

UNIT MIX TABLES

Number of All Units in PRINCIPAL PROJECT:

TOTAL UNITS:	SRO / Group Housing:	Studios:	One-Bedroom Units:	Two-Bedroom Units:	Three (or more) Bedroom Units:
186	0	96	21	57	12

If you selected an On-site or Off-Site Alternative, please fill out the applicable section below. If using more than one AMI to satisfy the requirement, please submit a separate sheet for each AMI level.

On-site Affordable Housing Alternative (Planning Code Section 415.6): calculated at % of the unit total.

Number of Affordable Units to be Located ON-SITE:

TOTAL UNITS:	SRO / Group Housing:	Studios:	One-Bedroom Units:	Two-Bedroom Units:	Three (or more) Bedroom Units:
25	0	13	2	8	2

Off-site Affordable Housing Alternative (Planning Code Section 415.7): calculated at % of the unit total.

Number of Affordable Units to be Located OFF-SITE:

TOTAL UNITS:	SRO / Group Housing:	Studios:	One-Bedroom Units:	Two-Bedroom Units:	Three (or more) Bedroom Units:
Area of Dwellings in Principal Project (in sq. feet):		Off-Site Project Address:			
Area of Dwellings in Off-Site Project (in sq. feet):					
Off-Site Block/Lot(s):		Motion No. for Off-Site Project (if applicable):		Number of Market-Rate Units in the Off-site Project:	

Combination of payment of a fee, on-site affordable units, or off-site affordable units with the following distribution:

Indicate what percent of each option will be implemented (from 0% to 99%) and the number of on-site and/or off-site below market rate units for rent and/or for sale.

1. Fee % of affordable housing requirement.

2. On-Site % of affordable housing requirement.

Number of Affordable Units to be Located ON-SITE:

TOTAL UNITS:	SRO / Group Housing:	Studios:	One-Bedroom Units:	Two-Bedroom Units:	Three (or more) Bedroom Units:

3. Off-Site % of affordable housing requirement.

Number of Affordable Units to be Located OFF-SITE:

TOTAL UNITS:	SRO / Group Housing:	Studios:	One-Bedroom Units:	Two-Bedroom Units:	Three (or more) Bedroom Units:
Area of Dwellings in Principal Project (in sq. feet):		Off-Site Project Address:			
Area of Dwellings in Off-Site Project (in sq. feet):					
Off-Site Block/Lot(s):		Motion No. for Off-Site Project (if applicable):		Number of Market-Rate Units in the Off-site Project:	

Contact Information and Declaration of Sponsor of PRINCIPAL PROJECT

LCL Global-1028 Market Street, LLC

Company Name

Craig M. Young

Name (Print) of Contact Person

25 Taylor Street

Address

San Francisco, CA 94102

City, State, Zip

(415) 407-8467

Phone / Fax

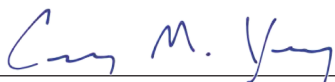
cyoung@tidewatercap.com

Email

I hereby declare that the information herein is accurate to the best of my knowledge and that I intend to satisfy the requirements of Planning Code Section 415 as indicated above.

Sign Here

Signature:



Name (Print), Title:

Craig M. Young, Managing Member

Contact Information and Declaration of Sponsor of OFF-SITE PROJECT (If Different)

Company Name

Name (Print) of Contact Person

Address

City, State, Zip

Phone / Fax

Email

I hereby declare that the information herein is accurate to the best of my knowledge and that I intend to satisfy the requirements of Planning Code Section 415 as indicated above.

Sign Here

Signature:

Name (Print), Title:

Free Recording Requested Pursuant to
Government Code Section 27383

When recorded, mail to:
San Francisco Planning Department
1650 Mission Street, Room 400
San Francisco, California 94103
Attn: Director

Lot 002 in Assessor's Block 0350

**AGREEMENT TO PROVIDE ON-SITE AFFORDABLE HOUSING UNITS BETWEEN
THE CITY AND COUNTY OF SAN FRANCISCO AND LCL GLOBAL-1028 MARKET
STREET, LLC, RELATIVE TO THE DEVELOPMENT KNOWN AS 1028 MARKET
STREET**

THIS AGREEMENT TO PROVIDE ON-SITE AFFORDABLE HOUSING UNITS ("Agreement") dated for reference purposes only as of this ___ day of _____, 201__, is by and amongst the CITY AND COUNTY OF SAN FRANCISCO, a political subdivision of the State of California (the "City"), acting by and through its Planning Department, and LCL Global—1028 Market Street, LLC, a Maryland limited liability company ("Developer"), with respect to the project approved for 1028 Market Street (the "Project"). City and Developer are also sometimes referred to individually as a "Party" and together as the "Parties."

RECITALS

This Agreement is made with reference to the following facts:

A. Code Authorization. Chapter 4.3 of the California Government Code directs public agencies to grant concessions and incentives to private developers for the production of housing for lower income households. The Costa-Hawkins Rental Housing Act (California Civil Code Sections 1954.50 et seq., hereafter "Costa-Hawkins Act") imposes limitations on the establishment of the initial and all subsequent rental rates for a dwelling unit with a certificate of occupancy issued after February 1, 1995, with exceptions, including an exception for dwelling units constructed pursuant to a contract with a public entity in consideration for a direct financial contribution or any other form of assistance specified in Chapter 4.3 of the California Government Code (Section 1954.52(b)). Pursuant to Civil Code Section 1954.52(b), the City's Board of Supervisors has enacted as part of the Inclusionary Affordable Housing Program, Planning Code Section 415 et seq, procedures and requirements for entering into an agreement with a private developer to memorialize the concessions and incentives granted to the developer and to provide an exception to the Costa-Hawkins Act for the inclusionary units included in the developer's project.

B. Property Subject to this Agreement. The property that is the subject of this Agreement consists of the real property in the City and County of San Francisco at Assessor's Block 0350, Lot 002, a through lot located on the north side of Market Street and the south side of Golden Gate Avenue between Jones Street and Taylor Street (hereinafter "Property"). The

Property is more particularly described in Exhibit A attached hereto. The Property is owned in fee by Developer.

C. Development Proposal; Intent of the Parties. The Developer proposes to demolish the existing 33,310 square foot building and construct a 13-story, approximately 178,308 gross square foot ("gsf"), mixed-use building with one below grade basement. The building would contain up to 186 residential units on the 2nd through 13th floor, 9,657 gsf of retail and restaurant uses on the ground floor, and a 15,556 gsf below-grade basement level that includes bicycle and auto parking, among other uses. The dwelling units would be offered as rental units and the inclusionary affordable housing would be provided on-site. The Project would fulfill its inclusionary affordable housing requirement by providing 13.5% of the dwelling units, or 25 units, on site, assuming 186 residential units are constructed.

On _____, 201__, pursuant to Motion No. _____, the Planning Commission issued a Downtown Project Authorization for the Project under Section 309 (the "Downtown Project Authorization") to allow exceptions for the rear yard pursuant to Planning Code Section 134, for off-street freight loading spaces pursuant to Planning Code Sections 152.1 and 161, and for a curb cut on Golden Gate Avenue pursuant to Planning Code Section 155(r). A Notice of Special Restrictions containing Conditions of Approval of the Downtown Project Authorization was recorded against the Property on _____ 201__ (NSR No. _____).

On _____, 201__, pursuant to Motion No. _____, the Planning Commission issued a Conditional Use Authorization for the Project under Section 303 (the "Conditional Use Authorization") to exempt the Inclusionary Units, as that term is defined below, from gross floor area calculations pursuant to Planning Code Section 124(f). A Notice of Special Restrictions containing Conditions of Approval of the Conditional Use Authorization was recorded against the Property on _____ 201__ (NSR No. _____).

The Downtown Project Authorization and the Conditional Use Authorization are collectively referred to herein as the "Project Approvals". The dwelling units that are the subject of this Agreement are the Project's on-site inclusionary units representing thirteen and five-tenths percent (13.5%) of the Project's dwelling units, which assuming that 186 dwelling units are constructed, would total 25 inclusionary units (the "Inclusionary Units"). The dwelling units in the Project that are not Inclusionary Units, representing eighty-six and five-tenths percent (86.5%) of the Project's dwelling units, which assuming that 186 units are constructed would total 161 units, are referred to herein as the "Market Rate Units."

This Agreement is not intended to impose restrictions on the Market Rate Units, any portions of the Project other than the Inclusionary Units, or any future development at the Property that is not a part of the Project. This Agreement relates solely to the Inclusionary Units and shall have no legal effect in the event that the Project is not constructed. The Parties acknowledge that this Agreement is entered into in consideration of the respective burdens and benefits of the Parties contained in this Agreement and in reliance on their agreements, representations and warranties.

D. Inclusionary Affordable Housing Program. The Inclusionary Affordable Housing Program, San Francisco Planning Code Section 415 et seq. (the "Affordable Housing Program")

provides that developers of any housing project consisting of ten or more units must pay an Affordable Housing Fee, as defined therein. The Affordable Housing Program provides that developers may be eligible to meet the requirements of the program through the alternative means of entering into an agreement with the City and County of San Francisco pursuant to Chapter 4.3 of the California Government Code, for concessions and incentives, pursuant to which the developer covenants to provide affordable on-site units as an alternative to payment of the Affordable Housing Fee to satisfy the requirements of the Affordable Housing Program and in consideration of the City's concessions and incentives.

E. Developer's Election to Provide On-Site Units. Developer has elected to enter into this Agreement to provide the Inclusionary Units in lieu of payment of the Affordable Housing Fee in satisfaction of its obligation under the Affordable Housing Program and to provide for an exception to the rent restrictions of the Costa-Hawkins Act for the Inclusionary Units only.

F. Compliance with All Legal Requirements. It is the intent of the Parties that all acts referred to in this Agreement shall be accomplished in such a way as to fully comply with the California Environmental Quality Act (Public Resources Code Section 21000 et seq., "CEQA"), Chapter 4.3 of the California Government Code, the Costa-Hawkins Act, the San Francisco Planning Code, and all other applicable laws and regulations.

G. Project's Compliance with CEQA. Pursuant to section 15183 of the CEQA Guidelines, California Public Resources Section 21083.3, and Chapter 31 of the San Francisco Administrative Code, on _____, 201__, the Planning Commission certified an Environmental Impact Report for the Project on _____, 201__. (Motion No. _____).

H. General Plan Findings. This Agreement is consistent with the objectives, policies, general land uses and programs specified in the General Plan and any applicable area or specific plan, and the Priority Policies enumerated in Planning Code Section 101.1, as set forth in Planning Commission Motion No. _____.

AGREEMENT

The Parties acknowledge the receipt and sufficiency of good and valuable consideration and agree as follows:

1. GENERAL PROVISIONS

1.1 Incorporation of Recitals and Exhibits. The preamble paragraph, Recitals, and Exhibits, and all defined terms contained therein, are hereby incorporated into this Agreement as if set forth in full.

2. CITY'S DENSITY BONUS AND CONCESSIONS AND INCENTIVES FOR THE INCLUSIONARY UNITS.

2.1 Exceptions, Concessions and Incentives. The Developer has received the following exceptions, concessions and incentives for the production of the Inclusionary Units on-site.

2.1.1 Project Approvals and Density Bonus. The Project Approvals included the Downtown Project Authorization allowing an exception for the rear yard pursuant to Planning Code Section 134, for off-street freight loading spaces pursuant to Planning Code Sections 152.1 and 161, and for a curb cut on Golden Gate Avenue pursuant to Planning Code Section 155(r), and the Conditional Use Authorization to exempt the Inclusionary Units from gross floor area calculations pursuant to Planning Code Section 124(f). These Project Approvals permitted development of the Project at a greater density than would otherwise have been permitted under the Planning Code.

2.1.2 Waiver of Affordable Housing Fee. City hereby determines that the Developer has satisfied the requirements of the Affordable Housing Program by covenanting to provide the Inclusionary Units on-site, as provided in Section 3.1, and accordingly hereby waives the obligation of the Developer to pay the Affordable Housing Fee. City would not be willing to enter into this Agreement and waive the Affordable Housing Fee without the understanding and agreement that Costa-Hawkins Act provisions set forth in California Civil Code section 1954.52(a) do not apply to the Inclusionary Units as a result of the exemption set forth in California Civil Code section 1954.52(b). Upon completion of the Project and identification of the Inclusionary Units, Developer agrees to record a notice of restriction against the Inclusionary Units in the form required by the Affordable Housing Program.

2.2 Costa-Hawkins Act Inapplicable to Inclusionary Units Only.

2.2.1 Inclusionary Units. The parties acknowledge that, under Section 1954.52(b) of the Costa-Hawkins Act, the Inclusionary Units are not subject to the Costa Hawkins Act. Through this Agreement, Developer hereby enters into an agreement with a public entity in consideration for forms of concessions and incentives specified in California Government Code Sections 65915 et seq. The concessions and incentives are comprised of, but not limited to, the concessions and incentives set forth in Section 2.1.

2.2.2 Market Rate Units. The Parties hereby agree and acknowledge that this Agreement does not alter in any manner the way that the Costa-Hawkins Act or any other law, including the City's Rent Stabilization and Arbitration Ordinance (Chapter 37 of the San Francisco Administrative Code) apply to the Market Rate Units.

3. COVENANTS OF DEVELOPER

3.1 On-Site Inclusionary Affordable Units. In consideration of the concessions and incentives set forth in Section 2.1 and in accordance with the terms and conditions set forth in the Affordable Housing Program and the Project Approvals, upon Developer obtaining its first certificate of occupancy for the Project, Developer shall provide thirteen and five-tenths percent (13.5%) of the dwelling units as on-site Inclusionary Units in lieu of payment of the Affordable

Housing Fee. For example, based on the contemplated total of 186 units comprising the Project, a total of 25 Inclusionary Units would be required in the aggregate for the entire Project in lieu of payment of the Affordable Housing Fee.

3.2 Developer's Waiver of Rights Under the Costa-Hawkins Act Only as to the Inclusionary Units. The Parties acknowledge that under the Costa-Hawkins Act, the owner of newly constructed residential real property may establish the initial and all subsequent rental rates for dwelling units in the property without regard to the City's Residential Rent Stabilization and Arbitration Ordinance (Chapter 37 of the San Francisco Administrative Code). The Parties also understand and agree that the Costa-Hawkins Act does not and in no way shall limit or otherwise affect the restriction of rental charges for the Inclusionary Units because this Agreement falls within an express exception to the Costa-Hawkins Act as a contract with a public entity in consideration for a direct financial contribution or other forms of assistance specified in Chapter 4.3 (commencing with section 65915) of Division 1 of Title 7 of the California Government Code including but not limited to the density bonus, concessions and incentives specified in Section 2. Developer acknowledges that the density bonus and concessions and incentives result in identifiable and actual cost reductions to the Project. Should the Inclusionary Units be deemed subject to the Costa-Hawkins Act, as a material part of the consideration for entering into this Agreement, Developer, on behalf of itself and all its successors and assigns to this Agreement, hereby expressly waives, now and forever, any and all rights it may have under the Costa-Hawkins Act with respect only to the Inclusionary Units (but only the Inclusionary Units and not as to the Market Rate Units) consistent with Section 3.1 of this Agreement. Without limiting the foregoing, Developer, on behalf of itself and all successors and assigns to this Agreement, agrees not to bring any legal or other action against City seeking application of the Costa-Hawkins Act to the Inclusionary Units for so long as the Inclusionary Units are subject to the restriction on rental rates pursuant to the Affordable Housing Program. The Parties understand and agree that the City would not be willing to enter into this Agreement without the waivers and agreements set forth in this Section 3.2.

3.3 Developer's Waiver of Right to Seek Waiver of Affordable Housing Program. Developer specifically agrees to be bound by all of the provisions of the Affordable Housing Program applicable to on-site inclusionary units with respect to the Inclusionary Units. Developer covenants and agrees that it will not seek a waiver of the provisions of the Affordable Housing Program applicable to the Inclusionary Units.

3.4 No Obligation to Construct. By entering into this Agreement, Developer is not assuming any obligation to construct the Project, and the covenants of Developer hereunder become operative only in the event Developer elects to proceed with construction of the Project.

4. MUTUAL OBLIGATIONS

4.1 Good Faith and Fair Dealing. The Parties shall cooperate with each other and act in good faith in complying with the provisions of this Agreement and implementing the Project Approvals.

4.2 Other Necessary Acts. Each Party shall execute and deliver to the other all further instruments and documents as may be reasonably necessary to carry out this Agreement,

the Project Approvals, the Affordable Housing Program (as applied to the Inclusionary Units) and applicable law in order to provide and secure to each Party the full and complete enjoyment of its rights and privileges hereunder.

4.3 Effect of Future Changes to Affordable Housing Program. The City hereby acknowledges and agrees that, in the event that the City adopts changes to the Affordable Housing Program after the date this Agreement is executed by both Parties, nothing in this Agreement shall be construed to limit or prohibit any rights Developer may have to modify Project requirements with respect to the Inclusionary Units to the extent permitted by such changes to the Affordable Housing Program.

5. DEVELOPER REPRESENTATIONS, WARRANTIES AND COVENANTS.

5.1 Interest of Developer. Developer represents that it is the legal and equitable fee owner of the Property, that it has the power and authority to bind all other persons with legal or equitable interest in the Property to the terms of this Agreement, and that all other persons holding legal or equitable interest in the Inclusionary Units are to be bound by this Agreement. Developer is a limited liability company, duly organized and validly existing and in good standing under the laws of the State of California. Developer has all requisite power and authority to own property and conduct business as presently conducted. Developer has made all filings and is in good standing in the State of California.

5.2 No Conflict With Other Agreements; No Further Approvals; No Suits. Developer warrants and represents to the best of its knowledge that it is not a party to any other agreement that would conflict with the Developer's obligations under this Agreement. Neither Developer's articles of organization, bylaws, or operating agreement, as applicable, nor any other agreement which Developer is a party to in any way prohibits, limits or otherwise affects the right or power of Developer to enter into and perform all of the terms and covenants of this Agreement. To the best of Developer's knowledge, no consent, authorization or approval of, or other action by, and no notice to or filing with, any governmental authority, regulatory body or any other person is required for the due execution, delivery and performance by Developer of this Agreement or any of the terms and covenants contained in this Agreement. To Developer's knowledge, there are no pending or threatened suits or proceedings or undischarged judgments affecting Developer or any of its members before any court, governmental agency, or arbitrator which might materially adversely affect Developer's business, operations, or assets or Developer's ability to perform under this Agreement.

5.3 No Inability to Perform; Valid Execution. Developer warrants and represents that it has no knowledge of any inability to perform its obligations under this Agreement. The execution and delivery of this Agreement and the agreements contemplated hereby by Developer have been duly and validly authorized by all necessary action. This Agreement will be a legal, valid and binding obligation of Developer, enforceable against Developer in accordance with its terms.

5.4 Conflict of Interest. Through its execution of this Agreement, the Developer acknowledges that it is familiar with the provisions of Section 15.103 of the City's Charter, Article III, Chapter 2 of the City's Campaign and Governmental Conduct Code, and Section

87100 et seq. and Section 1090 et seq. of the California Government Code, and certifies that it does not know of any facts which constitute a violation of said provisions and agrees that it will immediately notify the City if it becomes aware of any such fact during the term of this Agreement.

5.5 Notification of Limitations on Contributions. Through execution of this Agreement, the Developer acknowledges that it is familiar with Section 1.126 of City's Campaign and Governmental Conduct Code, which prohibits any person who contracts with the City, whenever such transaction would require approval by a City elective officer or the board on which that City elective officer serves, from making any campaign contribution to the officer at any time from the commencement of negotiations for the contract until three (3) months after the date the contract is approved by the City elective officer or the board on which that City elective officer serves. San Francisco Ethics Commission Regulation 1.126-1 provides that negotiations are commenced when a prospective contractor first communicates with a City officer or employee about the possibility of obtaining a specific contract. This communication may occur in person, by telephone or in writing, and may be initiated by the prospective contractor or a City officer or employee. Negotiations are completed when a contract is finalized and signed by the City and the contractor. Negotiations are terminated when the City and/or the prospective contractor end the negotiation process before a final decision is made to award the contract.

5.6 Nondiscrimination. In the performance of this Agreement, Developer agrees not to discriminate on the basis of the fact or perception of a person's, race, color, creed, religion, national origin, ancestry, age, height, weight, sex, sexual orientation, gender identity, domestic partner status, marital status, disability or Acquired Immune Deficiency Syndrome or HIV status (AIDS/HIV status), or association with members of such protected classes, or in retaliation for opposition to discrimination against such classes, against any City employee, employee of or applicant for employment with the Developer, or against any bidder or contractor for public works or improvements, or for a franchise, concession or lease of property, or for goods or services or supplies to be purchased by the Developer. A similar provision shall be included in all subordinate agreements let, awarded, negotiated or entered into by the Developer for the purpose of implementing this Agreement.

6. AMENDMENT; TERMINATION

6.1 Amendment or Termination. Except as provided in Sections 6.2 (Automatic Termination) and 8.3 (Remedies for Default), this Agreement may only be amended or terminated with the mutual written consent of the Parties.

6.1.1 Amendment Exemptions. No amendment of the Project Approvals shall require an amendment to this Agreement. Upon approval, any such matter shall be deemed to be incorporated automatically into the Project and this Agreement (subject to any conditions set forth in the amendment). Notwithstanding the foregoing, in the event of any direct conflict between the terms of this Agreement and any amendment to the Project Approvals, then the terms of this Agreement shall prevail and any amendment to this Agreement shall be accomplished as set forth in Section 6.1 above.

6.2 Automatic Termination. This Agreement shall automatically terminate in the event that the Inclusionary Units are no longer subject to regulation as to the rental rates of the Inclusionary Units and/or the income level of households eligible to rent the Inclusionary Units under the Affordable Housing Program, or successor program.

7. **TRANSFER OR ASSIGNMENT; RELEASE; RIGHTS OF MORTGAGEES; CONSTRUCTIVE NOTICE**

7.1 Agreement Runs With The Land. City acknowledges that Developer may assign or transfer its rights, duties and obligations under the Project Approvals and this Agreement and/or convey any interest it owns in the Property to another person or entity without City consent. Any assignee or successor to Developer's rights to the Project Approvals and/or Property shall be referred to herein as a "Transferee". Any Transferee may also subsequently assign or transfer its rights, duties and obligations under this Agreement and/or convey any interest it owns in the Property to another person or entity. As provided in Section 9.2, this Agreement runs with the land and any Transferee will be bound by all of the terms and conditions of this Agreement.

7.2 Rights of Developer. The provisions in this Section 7 shall not be deemed to prohibit or otherwise restrict Developer from (i) granting easements or licenses or similar agreements to facilitate development of the Property, (ii) encumbering the Property or any portion of the improvements thereon by any mortgage, deed of trust, or other device securing financing with respect to the Property or Project, (iii) granting one or more leasehold interests in all or any portion of the Property, or (iv) transferring all or a portion of the Property pursuant to a sale, transfer pursuant to foreclosure, conveyance in lieu of foreclosure, or other remedial action in connection with a mortgage. None of the terms, covenants, conditions, or restrictions of this Agreement or the Project Approvals shall be deemed waived by City by reason of the rights given to the Developer pursuant to this Section 7.2. Furthermore, although the Developer initially intends to operate the Project on a rental basis, nothing in this Agreement shall prevent Developer from later selling all or part of the Project on a condominium basis, provided that such sale is permitted by, and complies with, all applicable City and State laws including, but not limited to that, with respect to any inclusionary units, those shall only be sold pursuant to the City Procedures for sale of inclusionary units under the Affordable Housing Program.

7.3 Developer's Responsibility for Performance. If Developer transfers or assigns all or any portion of the Property or any interest therein to any other person or entity, Developer shall continue to be responsible for performing the obligations under this Agreement as to the transferred property interest until such time as there is delivered to the City a legally binding agreement pursuant to which the Transferee assumes and agrees to perform Developer's obligations under this Agreement from and after the date of transfer of the Property (or an interest therein) to the Transferee (an "Assignment and Assumption Agreement"), but not thereafter. The City is entitled to enforce each and every such obligation assumed by the Transferee directly against the Transferee as if the Transferee were an original signatory to this Agreement with respect to such obligation. Accordingly, in any action by the City against a Transferee to enforce an obligation assumed by the Transferee, the Transferee shall not assert any defense against the City's enforcement of performance of such obligation that is attributable to Developer's breach of any duty or obligation to the Transferee arising out of the transfer or

assignment, the Assignment and Assumption Agreement, the purchase and sale agreement, or any other agreement or transaction between the Developer and the Transferee. The transferor Developer shall remain responsible for the performance of all of its obligations under the Agreement prior to the date of transfer, and shall remain liable to the City for any failure to perform such obligations prior to the date of the transfer.

7.4 Release Upon Transfer or Assignment. Upon the Developer's transfer or assignment of all or a portion of the Property or any interest therein, including the Developer's rights and interests under this Agreement, the Developer shall be released from any obligations required to be performed from and after the date of transfer under this Agreement with respect to the portion of the Property so transferred; provided, however, that (i) the Developer is not then in default under this Agreement and (ii) the Transferee executes and delivers to the City the legally binding Assignment and Assumption Agreement. Following any transfer, in accordance with the terms of this Section 7, a default under this Agreement by the Transferee shall not constitute a default by the Developer under this Agreement and shall have no effect upon the Developer's rights under this Agreement as to the remaining portions of the Property owned by the Developer. Further, a default under this Agreement by the Developer as to any portion of the Property not transferred or a default under this Agreement by the Developer prior to the date of transfer shall not constitute a default by the Transferee and shall not affect any of Transferee's rights under this Agreement.

7.5 Rights of Mortgagees; Not Obligated to Construct; Right to Cure Default.

7.5.1 Notwithstanding anything to the contrary contained in this Agreement (including without limitation those provisions that are or are intended to be covenants running with the land), a mortgagee or beneficiary under a deed of trust, including any mortgagee or beneficiary who obtains title to the Property or any portion thereof as a result of foreclosure proceedings or conveyance or other action in lieu thereof, or other remedial action, ("Mortgagee") shall not be obligated under this Agreement to construct or complete the Inclusionary Units required by this Agreement or to guarantee their construction or completion solely because the Mortgagee holds a mortgage or other interest in the Property or this Agreement. A breach of any obligation secured by any mortgage or other lien against the mortgaged interest or a foreclosure under any mortgage or other lien shall not by itself defeat, diminish, render invalid or unenforceable, or otherwise impair the obligations or rights of the Developer under this Agreement.

7.5.2 Subject to the provisions of Section 7.5.1, any person, including a Mortgagee, who acquires title to all or any portion of the mortgaged property by foreclosure, trustee's sale, deed in lieu of foreclosure, or otherwise shall succeed to all of the rights and obligations of the Developer under this Agreement and shall take title subject to all of the terms and conditions of this Agreement. Nothing in this Agreement shall be deemed or construed to permit or authorize any such holder to devote any portion of the Property to any uses, or to construct any improvements, other than the uses and improvements provided for or authorized by the Project Approvals and this Agreement.

7.5.3 If City receives a written notice from a Mortgagee or from Developer requesting a copy of any Notice of Default delivered to Developer and specifying the address for

service thereof, then City shall deliver to such Mortgagee, concurrently with service thereon to Developer, any Notice of Default delivered to Developer under this Agreement. In accordance with Section 2924 of the California Civil Code, City hereby requests that a copy of any notice of default and a copy of any notice of sale under any mortgage or deed of trust be mailed to City at the address shown on the first page of this Agreement for recording, provided that no Mortgagee or trustee under a deed of trust shall incur any liability to the City for any failure to give any such notice of default or notice of sale except to the extent the City records a request for notice of default and notice of sale in compliance with Section 2924b of the California Civil Code (a "Request for Special Notice") with respect to a specific mortgage or deed of trust and the Mortgagee or trustee fails to give any notice required under Section 2924b of the California Civil Code as a result of the recordation of a Request for Special Notice.

7.5.4 A Mortgagee shall have the right, at its option, but no obligation, to cure any default or breach by the Developer under this Agreement within the same time period as Developer has to remedy or cause to be remedied any default or breach, plus an additional period of (i) thirty (30) calendar days to cure a default or breach by the Developer to pay any sum of money required to be paid hereunder and (ii) ninety (90) days to cure or commence to cure a non-monetary default or breach and thereafter to pursue such cure diligently to completion; provided that if the Mortgagee cannot cure a non-monetary default or breach without acquiring title to the Property, then so long as Mortgagee is diligently pursuing foreclosure of its mortgage or deed of trust, Mortgagee shall have until ninety (90) days after completion of such foreclosure to cure such non-monetary default or breach. Mortgagee may add the cost of such cure to the indebtedness or other obligation evidenced by its mortgage, provided that if the breach or default is with respect to the construction of the improvements on the Property, nothing contained in this Section or elsewhere in this Agreement shall be deemed to permit or authorize such Mortgagee, either before or after foreclosure or action in lieu thereof or other remedial measure, to undertake or continue the construction or completion of the improvements (beyond the extent necessary to conserve or protect improvements or construction already made) without first having expressly assumed the obligation to the City, by written agreement reasonably satisfactory to the City, to complete in the manner provided in this Agreement the improvements on the Property or the part thereof to which the lien or title of such Mortgagee relates. Notwithstanding a Mortgagee's agreement to assume the obligation to complete in the manner provided in this Agreement the improvements on the Property or the part thereof acquired by such Mortgagee, the Mortgagee shall have the right to abandon completion of the improvement at any time thereafter.

7.5.5 If at any time there is more than one mortgage constituting a lien on any portion of the Property, the lien of the Mortgagee prior in lien to all others on that portion of the mortgaged property shall be vested with the rights under this Section 7.5 to the exclusion of the holder of any junior mortgage; provided that if the holder of the senior mortgage notifies the City that it elects not to exercise the rights sets forth in this Section 7.5, then each holder of a mortgage junior in lien in the order of priority of their respective liens shall have the right to exercise those rights to the exclusion of junior lien holders. Neither any failure by the senior Mortgagee to exercise its rights under this Agreement nor any delay in the response of a Mortgagee to any notice by the City shall extend Developer's or any Mortgagee's rights under this Section 7.5. For purposes of this Section 7.5, in the absence of an order of a court of competent jurisdiction that is served on the City, a then current title report of a title company licensed to do business in the State of California and having an office in the City setting forth the

order of priority of lien of the mortgages shall be reasonably relied upon by the City as evidence of priority. Nothing in this Agreement shall impair the foreclosure rights of any mortgagee.

7.6 Constructive Notice. Every person or entity who now or hereafter owns or acquires any right, title or interest in or to any portion of the Project or the Property is and shall be constructively deemed to have consented and agreed to every provision contained herein, whether or not any reference to this Agreement is contained in the instrument by which such person acquired an interest in the Project or the Property.

8. ENFORCEMENT OF AGREEMENT; REMEDIES FOR DEFAULT; DISPUTE RESOLUTION

8.1 Enforcement. The only parties to this Agreement are the City and the Developer. This Agreement is not intended, and shall not be construed, to benefit or be enforceable by any other person or entity whatsoever.

8.2 Default. For purposes of this Agreement, the following shall constitute a default under this Agreement: the failure to perform or fulfill any material term, provision, obligation, or covenant hereunder and the continuation of such failure for a period of thirty (30) calendar days following a written notice of default and demand for compliance; provided, however, if a cure cannot reasonably be completed within thirty (30) days, then it shall not be considered a default if a cure is commenced within said 30-day period and diligently prosecuted to completion thereafter, but in no event later than one hundred twenty (120) days.

8.3 Remedies for Default. In the event of an uncured default under this Agreement, the remedies available to a Party shall include specific performance of the Agreement in addition to any other remedy available at law or in equity. In addition, the non-defaulting Party may terminate this Agreement subject to the provisions of this Section 8 by sending a Notice of Intent to Terminate to the other Party setting forth the basis for the termination. The Agreement will be considered terminated effective upon receipt of a Notice of Termination. The Party receiving the Notice of Termination may take legal action available at law or in equity if it believes the other Party's decision to terminate was not legally supportable.

8.4 No Waiver. Failure or delay in giving notice of default shall not constitute a waiver of default, nor shall it change the time of default. Except as otherwise expressly provided in this Agreement, any failure or delay by a Party in asserting any of its rights or remedies as to any default shall not operate as a waiver of any default or of any such rights or remedies; nor shall it deprive any such Party of its right to institute and maintain any actions or proceedings that it may deem necessary to protect, assert, or enforce any such rights or remedies.

9. MISCELLANEOUS PROVISIONS

9.1 Entire Agreement. This Agreement, including the preamble paragraph, Recitals and Exhibits, constitute the entire understanding and agreement between the Parties with respect to the subject matter contained herein.

9.2 Binding Covenants; Run With the Land. From and after recordation of this Agreement, all of the provisions, agreements, rights, powers, standards, terms, covenants and

obligations contained in this Agreement shall be binding upon the Parties, and their respective heirs, successors (by merger, consolidation, or otherwise) and assigns, and all persons or entities acquiring the Property, any lot, parcel or any portion thereof, or any interest therein, whether by sale, operation of law, or in any manner whatsoever, and shall inure to the benefit of the Parties and their respective heirs, successors (by merger, consolidation or otherwise) and assigns. Regardless of whether the procedures in Section 7 are followed, following recordation of this Agreement all of its provisions shall be enforceable during the term hereof as equitable servitudes and constitute covenants and benefits running with the land pursuant to applicable law, including but not limited to California Civil Code Section 1468.

9.3 Applicable Law and Venue. This Agreement has been executed and delivered in and shall be interpreted, construed, and enforced in accordance with the laws of the State of California. All rights and obligations of the Parties under this Agreement are to be performed in the City and County of San Francisco, and such City and County shall be the venue for any legal action or proceeding that may be brought, or arise out of, in connection with or by reason of this Agreement.

9.4 Construction of Agreement. The Parties have mutually negotiated the terms and conditions of this Agreement and its terms and provisions have been reviewed and revised by legal counsel for both City and Developer. Accordingly, no presumption or rule that ambiguities shall be construed against the drafting Party shall apply to the interpretation or enforcement of this Agreement. Language in this Agreement shall be construed as a whole and in accordance with its true meaning. The captions of the paragraphs and subparagraphs of this Agreement are for convenience only and shall not be considered or referred to in resolving questions of construction. Each reference in this Agreement to this Agreement or the Project Approvals shall be deemed to refer to the Agreement or the Project Approvals as it may be amended from time to time pursuant to the provisions of the Agreement, whether or not the particular reference refers to such possible amendment.

9.5 Project Is a Private Undertaking; No Joint Venture or Partnership.

9.5.1 The development proposed to be undertaken by Developer on the Property is a private development. The City has no interest in, responsibility for, or duty to third persons concerning any of said improvements. The Developer shall exercise full dominion and control over the Property, subject only to the limitations and obligations of the Developer contained in this Agreement or in the Project Approvals.

9.5.2 Nothing contained in this Agreement, or in any document executed in connection with this Agreement, shall be construed as creating a joint venture or partnership between the City and the Developer. Neither Party is acting as the agent of the other Party in any respect hereunder. The Developer is not a state or governmental actor with respect to any activity conducted by the Developer hereunder.

9.6 Signature in Counterparts. This Agreement may be executed in duplicate counterpart originals, each of which is deemed to be an original, and all of which when taken together shall constitute one and the same instrument.

9.7 Time of the Essence. Time is of the essence in the performance of each and every covenant and obligation to be performed by the Parties under this Agreement.

9.8 Notices. Any notice or communication required or authorized by this Agreement shall be in writing and may be delivered personally or by registered mail, return receipt requested. Notice, whether given by personal delivery or registered mail, shall be deemed to have been given and received upon the actual receipt by any of the addressees designated below as the person to whom notices are to be sent. Either Party to this Agreement may at any time, upon written notice to the other Party, designate any other person or address in substitution of the person and address to which such notice or communication shall be given. Such notices or communications shall be given to the Parties at their addresses set forth below:

To City:

John Rahaim
Director of Planning
San Francisco Planning Department
1650 Mission Street
San Francisco, California 94102

with a copy to:

Dennis J. Herrera, Esq.
City Attorney
City Hall, Room 234
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102
Attn: Elizabeth Anderson, Dep. City Attorney

To Developer:

LCL Global—1028 Market Street, LLC
25 Taylor Street, Floor 7
San Francisco, CA 94102
Attn: Ross Stackhouse
Email: rstackhouse@tidewatercap.com

and a copy to:

Reuben, Junius & Rose, LLP
One Bush Street, Suite 600
San Francisco, CA 94104
Attn: Mark Loper
E-mail: mloper@reubenlaw.com

9.9 Severability. If any term, provision, covenant, or condition of this Agreement is held by a court of competent jurisdiction to be invalid, void, or unenforceable, the remaining

provisions of this Agreement shall continue in full force and effect unless enforcement of the remaining portions of the Agreement would be unreasonable or grossly inequitable under all the circumstances or would frustrate the purposes of this Agreement.

9.10 MacBride Principles. The City urges companies doing business in Northern Ireland to move toward resolving employment inequities and encourages them to abide by the MacBride Principles as expressed in San Francisco Administrative Code Section 12F.1 et seq. The City also urges San Francisco companies to do business with corporations that abide by the MacBride Principles. Developer acknowledges that it has read and understands the above statement of the City concerning doing business in Northern Ireland.

9.11 Tropical Hardwood and Virgin Redwood. The City urges companies not to import, purchase, obtain or use for any purpose, any tropical hardwood, tropical hardwood wood product, virgin redwood, or virgin redwood wood product.

9.12 Sunshine. The Developer understands and agrees that under the City's Sunshine Ordinance (San Francisco Administrative Code, Chapter 67) and the State Public Records Law (Gov't Code Section 6250 et seq.), this Agreement and any and all records, information, and materials submitted to the City hereunder are public records subject to public disclosure.

9.13 Effective Date. This Agreement will become effective on the date that the last Party duly executes and delivers this Agreement.

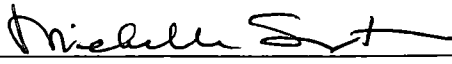
IN WITNESS WHEREOF, the Parties hereto have executed this Agreement as of the day and year first above written.

CITY

CITY AND COUNTY OF SAN FRANCISCO,
a municipal corporation

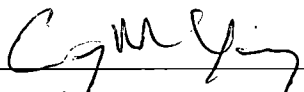
Approved as to form:
Dennis J. Herrera, City Attorney

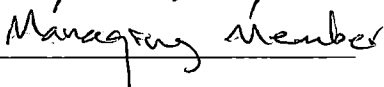
By: _____
John Rahaim
Director of Planning

By:  _____
Deputy City Attorney

DEVELOPER

LCL GLOBAL—1028 MARKET STREET, LLC
a Maryland limited liability company

By:  _____

Its:  _____
Managing member

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

A Notary Public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.


STATE OF CALIFORNIA
COUNTY OF San Francisco

On December 19, 2016 before me, Alex Glick, Notary Public

a Notary Public, personally appeared, Craig M. Young
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies) and by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.


Signature of Notary Public



CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

A Notary Public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

STATE OF CALIFORNIA
COUNTY OF _____

On _____ before me, _____

a Notary Public, personally appeared, _____
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are
subscribed to the within instrument and acknowledged to me that he/she/they executed the same
in his/her/their authorized capacity(ies) and by his/her/their signature(s) on the instrument the
person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California
that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature of Notary Public

EXHIBIT A

Legal Description of Property

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

Commencing at a point on the Southerly line of Golden Gate Avenue, distant thereon 152 feet, 6 inches Westerly from the point of intersection of said Southerly line of Golden Gate Avenue with the Westerly line of Taylor Street; thence running Westerly along said Southerly line of Golden Gate Avenue 97 feet, 6 inches; thence at a right angle Southerly 181 feet, 6-1/4 inches to the Northwesterly line of Market Street; thence at an angle Northeasterly and along said Northwesterly line of Market Street 154 feet, 1-1/4 inches; thence at a right angle Northwesterly 46 feet, 5 3/4 inches to a point which is distant 53 feet, 9-1/2 inches Southerly from the Southerly line of Golden Gate Avenue; and thence Northerly 53 feet, 9-1/2 inches to the Southerly line of Golden Gate Avenue and the point of commencement.

Being a portion of 50 Vara Block No. 229.

Assessor's LOT 002; BLOCK 0350



SAN FRANCISCO
PLANNING
DEPARTMENT

AFFIDAVIT FOR FIRST SOURCE HIRING PROGRAM

Administrative Code

Chapter 83

1650 Mission Street, Suite 400 • San Francisco CA 94103-2479 • 415.558.6378 • <http://www.sfplanning.org>

Section 1: Project Information

PROJECT ADDRESS		BLOCK/LOT(S)	
1028 Market Street, San Francisco, CA 94102		0350/002	
BUILDING PERMIT APPLICATION NO.	CASE NO. (IF APPLICABLE)	MOTION NO. (IF APPLICABLE)	
	2014.0241		
PROJECT SPONSOR		MAIN CONTACT	PHONE
LCL Global-1028 Market Street, LLC		Ross Stackhouse	(415) 890-6892
ADDRESS			
25 Taylor Street			
CITY, STATE, ZIP		EMAIL	
San Francisco, CA 94102		rstackhouse@tidewatercap.com	
ESTIMATED RESIDENTIAL UNITS	ESTIMATED SQ FT COMMERCIAL SPACE	ESTIMATED HEIGHT/FLOORS	ESTIMATED CONSTRUCTION COST
186	9,000	120' / 13 Floors	\$60 Million
ANTICIPATED START DATE			
2017			

Section 2: First Source Hiring Program Verification

CHECK ALL BOXES APPLICABLE TO THIS PROJECT	
<input type="checkbox"/>	Project is wholly Residential
<input type="checkbox"/>	Project is wholly Commercial
<input checked="" type="checkbox"/>	Project is Mixed Use
<input checked="" type="checkbox"/>	A: The project consists of ten (10) or more residential units;
<input type="checkbox"/>	B: The project consists of 25,000 square feet or more gross commercial floor area.
<input type="checkbox"/>	C: Neither 1A nor 1B apply.
NOTES:	
<ul style="list-style-type: none"> If you checked C, this project is <u>NOT</u> subject to the First Source Hiring Program. Sign Section 4: Declaration of Sponsor of Project and submit to the Planning Department. If you checked A or B, your project <u>IS</u> subject to the First Source Hiring Program. Please complete the reverse of this document, sign, and submit to the Planning Department prior to any Planning Commission hearing. If principally permitted, Planning Department approval of the Site Permit is required for all projects subject to Administrative Code Chapter 83. For questions, please contact OEWD's CityBuild program at CityBuild@sfgov.org or (415) 701-4848. For more information about the First Source Hiring Program visit www.workforcedevelopmentsf.org If the project is subject to the First Source Hiring Program, you are required to execute a Memorandum of Understanding (MOU) with OEWD's CityBuild program prior to receiving construction permits from Department of Building Inspection. 	

Continued...

→ FULLY BURDENED

Section 3: First Source Hiring Program – Workforce Projection

Per Section 83.11 of Administrative Code Chapter 83, it is the developer's responsibility to complete the following information to the best of their knowledge.


Provide the estimated number of employees from each construction trade to be used on the project, indicating how many are entry and/or apprentice level as well as the anticipated wage for these positions.

Check the anticipated trade(s) and provide accompanying information (Select all that apply):

TRADE/CRAFT	ANTICIPATED JOURNEYMAN WAGE	# APPRENTICE POSITIONS	# TOTAL POSITIONS	TRADE/CRAFT	ANTICIPATED JOURNEYMAN WAGE	# APPRENTICE POSITIONS	# TOTAL POSITIONS
Abatement Laborer	\$ 75	1	6	Laborer	\$ 67.23	4	25
Boilermaker	SEE PLUMBING			Operating Engineer	\$ 98	1	5
Bricklayer	\$ 78	1	5	Painter	\$ 80	1	8
Carpenter	\$ 93.65	6	35	Pile Driver	\$ 83	1	6
Cement Mason	\$ 72	3	10	Plasterer	\$ 73	2	12
Drywall/Latherer	\$ 93.65	3	20	Plumber and Pipefitter	\$ 177	2	15
Electrician	\$ 143	5	25	Roofer/Water proofer	\$ 86	1	6
Elevator Constructor	\$ 130	1	7	Sheet Metal Worker	\$ 105	2	10
Floor Coverer	\$ 82	2	10	Sprinkler Fitter	\$ 130	1	6
Glazier	\$ 110	3	12	Taper	\$ 90	1	10
Heat & Frost Insulator	N/A	→	7	Tile Layer/Finisher	\$ 89	1	5
Ironworker	\$ 90	5	35	Other:			
TOTAL:			165	TOTAL:			108

1. Will the anticipated employee compensation by trade be consistent with area Prevailing Wage? YES NO
2. Will the awarded contractor(s) participate in an apprenticeship program approved by the State of California's Department of Industrial Relations? YES NO
3. Will hiring and retention goals for apprentices be established? YES NO
4. What is the estimated number of local residents to be hired? 68

Section 4: Declaration of Sponsor of Principal Project

PRINT NAME AND TITLE OF AUTHORIZED REPRESENTATIVE	EMAIL	PHONE NUMBER
Craig M. Young, Managing Member	cyoung@tidewatercap.com	(415) 407-8467
I HEREBY DECLARE THAT THE INFORMATION PROVIDED HEREIN IS ACCURATE TO THE BEST OF MY KNOWLEDGE AND THAT I COORDINATED WITH OEWD'S CITYBUILD PROGRAM TO SATISFY THE REQUIREMENTS OF ADMINISTRATIVE CODE CHAPTER 83.		
 (SIGNATURE OF AUTHORIZED REPRESENTATIVE)	1/10/2017 (DATE)	

FOR PLANNING DEPARTMENT STAFF ONLY: PLEASE EMAIL AN ELECTRONIC COPY OF THE COMPLETED AFFIDAVIT FOR FIRST SOURCE HIRING PROGRAM TO OEWD'S CITYBUILD PROGRAM AT CITYBUILD@SFGOV.ORG

Cc: Office of Economic and Workforce Development, CityBuild
 Address: 1 South Van Ness 5th Floor San Francisco, CA 94103 Phone: 415-701-4848
 Website: www.workforcedevelopmentsf.org Email: CityBuild@sfgov.org

1028 MARKET

PROJECT SPONSOR:
TIDEWATER CAPITAL

SCB SOLOMON CORDWELL BUENZ

TABLE OF CONTENTS

EXISTING PLOT PLAN	3
SITE LOCATION AERIAL PHOTOS	4 - 6
SITE PHOTOS	7
EXISTING SITE CONDITIONS	8
SITE MASSING DIAGRAMS	9 - 10
PROJECT SUMMARY TABLE	11
CONDITIONAL USE AUTHORIZATION: EXEMPTION OF AFFORDABLE UNITS FROM FAR	
SITE PLAN	12
FLOOR PLANS	13 - 16
ELEVATIONS	17 - 18
SECTIONS	19 - 21
EXISTING MARKET STREET BLOCK ELEVATION	22
PROPOSED MARKET STREET BLOCK ELEVATION	23
BUILDING RENDERINGS	24 - 28
EXTERIOR MATERIALS	29
PARKING CALCULATIONS	30
BIKE PARKING	31 - 32
OPEN SPACE CALCULATION DIAGRAMS	33
EXCEPTION TO SECTION 140: DWELLING UNIT EXPOSURE	34
EXCEPTION TO SECTION 134: REAR YARD	35
EXCEPTION TO SECTION 260: HEIGHT LIMIT EXEMPTION	
309 EXCEPTION: CURB CUT RESTRICTION (155(r))	36
309 EXCEPTION: FREIGHT LOADING (161(f))	
GROUND FLOOR TRANSPARENCY AND FENESTRATION CALCULATION	37



EXISTING PARKING LOT

SUBJECT PROPERTY
0350/002
1028 MARKET ST.
2 STORY OVER PARTIAL BASEMENT
BRICK BUILDING

0350/001
1000 MARKET ST.
3 STORY WITH MEZZANINE OVER BASEMENT
BRICK BUILDING

0350/004
20 JONES ST.
3 STORY OVER BASEMENT
CONCRETE BUILDING

0350/003
1066 MARKET ST.
2 STORY
CONCRETE BUILDING

PROPERTY LINE 181'-8"

PROPERTY LINE 97'-6"

PROPERTY LINE 54'-1"

PROPERTY LINE 45'-6"

PROPERTY LINE 154'-1"

JONES STREET

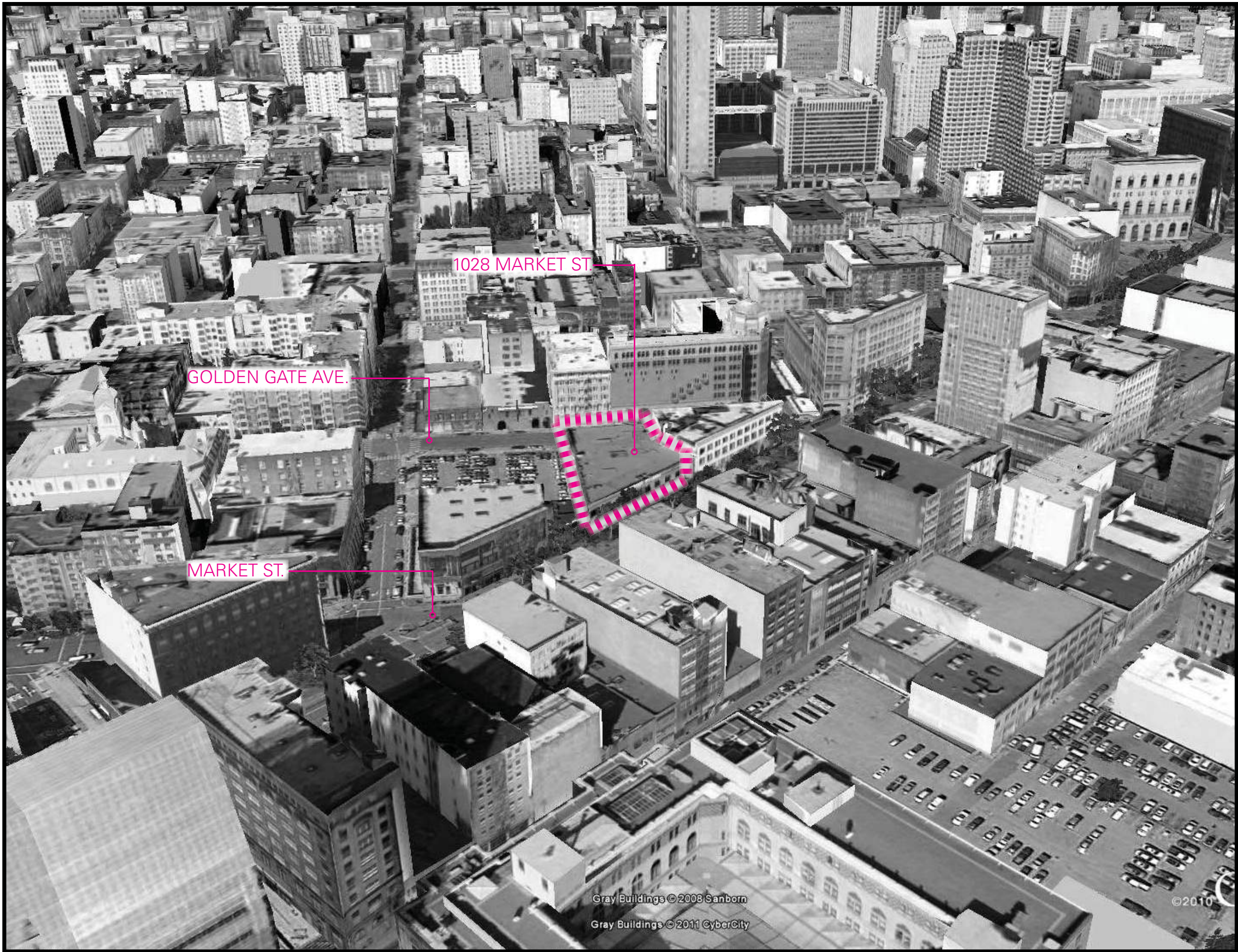
MARKET STREET

0 30'





SITE LOCATION AERIAL PHOTO

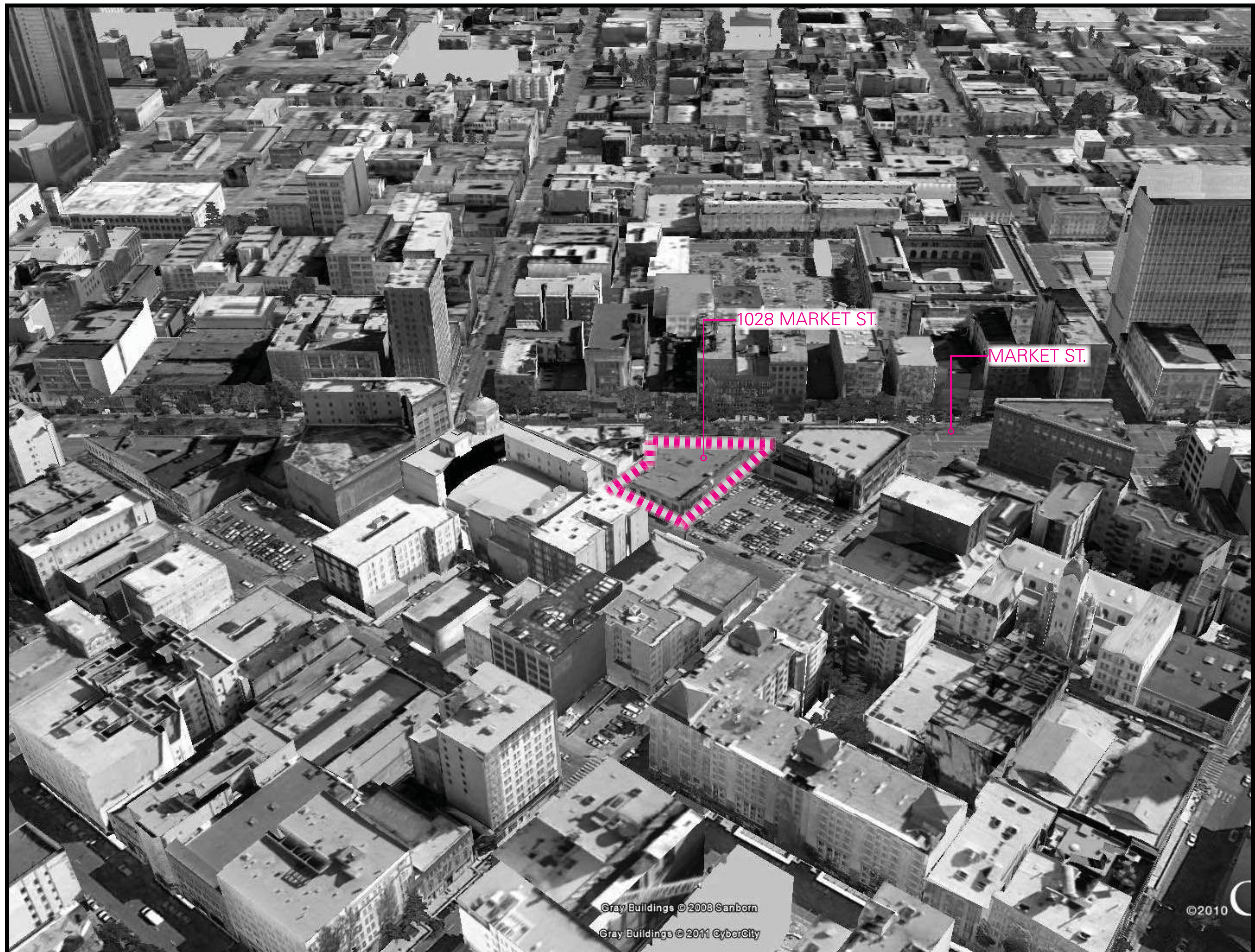


Gray Buildings © 2008 Sanborn

Gray Buildings © 2011 CyberCity

© 2010

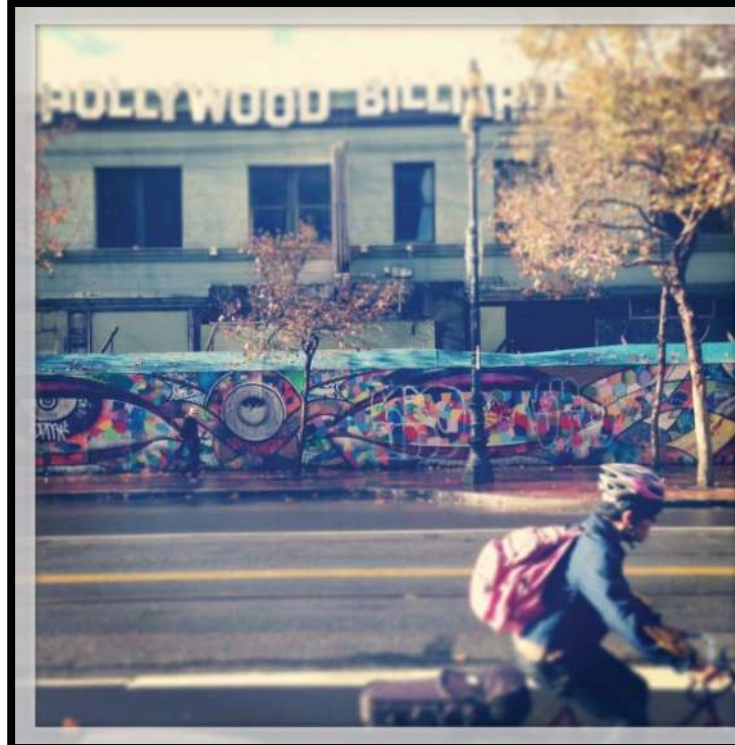
SITE LOCATION AERIAL PHOTO VIEW FROM SOUTH



SITE LOCATION AERIAL PHOTO VIEW FROM NORTH



4) LOOKING NORTHEAST ON MARKET ST @ EXISTING SITE CONDITION



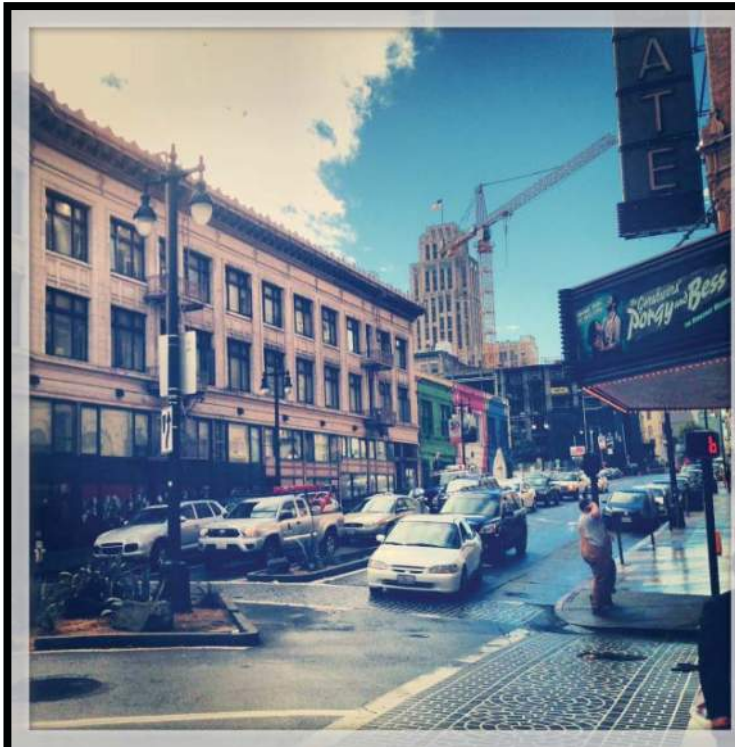
3) LOOKING @ MARKET ST ELEVATION OF EXISTING SITE CONDITION



2) LOOKING SOUTHWEST ON MARKET ST @ 1000 MARKET ST.



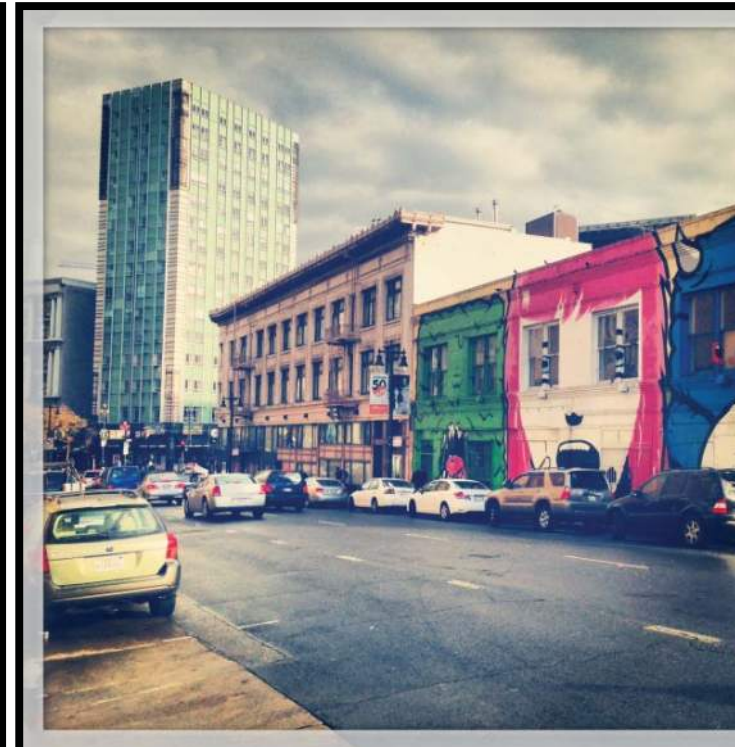
1) LOOKING SOUTHWEST ON MARKET ST



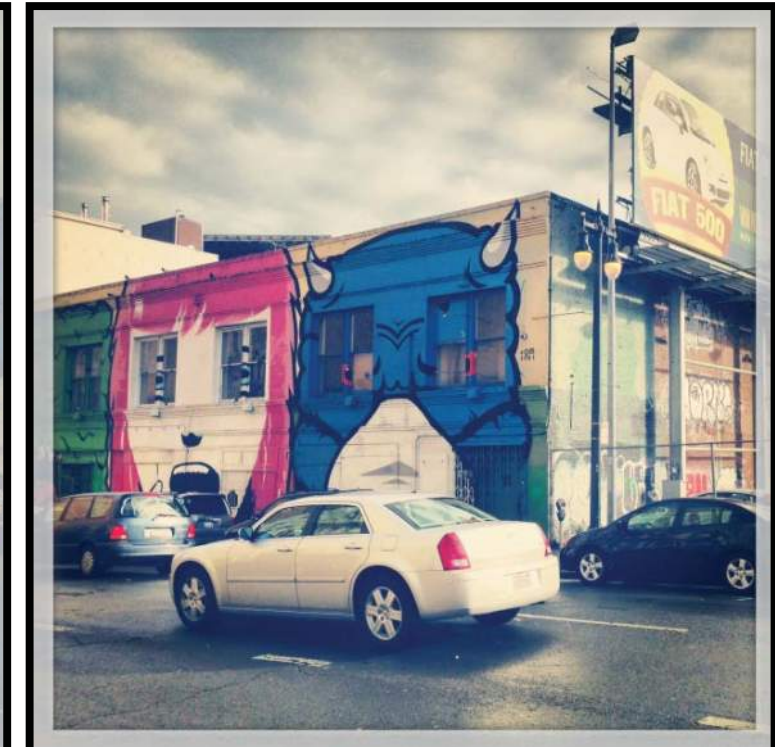
8) LOOKING SOUTHWEST ON GOLDEN GATE AVE



7) LOOKING SOUTHEAST ON GOLDEN GATE AVE OF 1000 MARKET ST.



6) LOOKING SOUTHEAST ON GOLDEN GATE AVE



5) LOOKING SOUTHEAST ON GOLDEN GATE AVE

SITE PHOTOS



DEVELOPMENT SITE

MARKET STREET



DEVELOPMENT SITE

GOLDEN GATE AVENUE

EXISTING SITE CONDITIONS

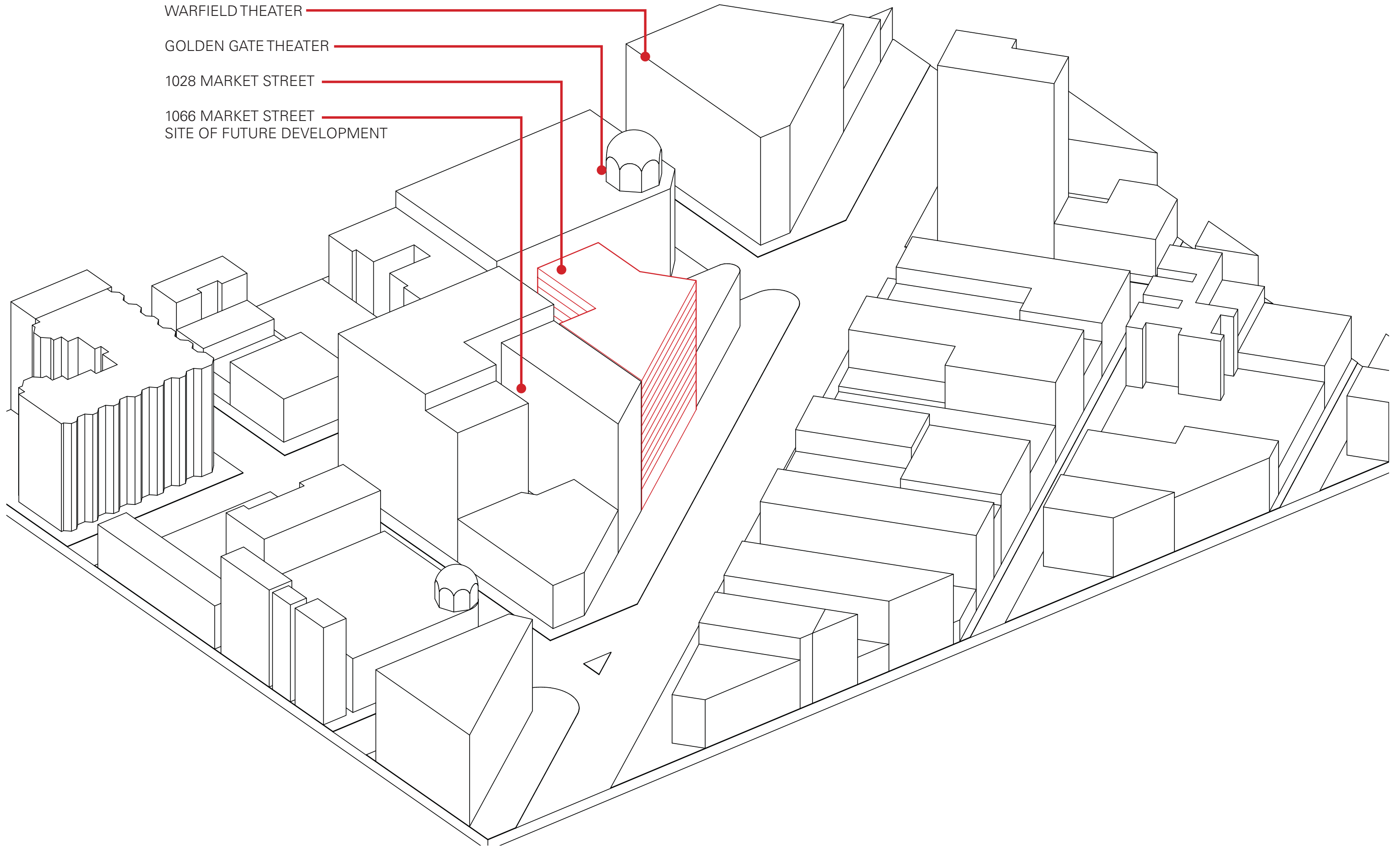
WARFIELD THEATER

GOLDEN GATE THEATER

1028 MARKET STREET

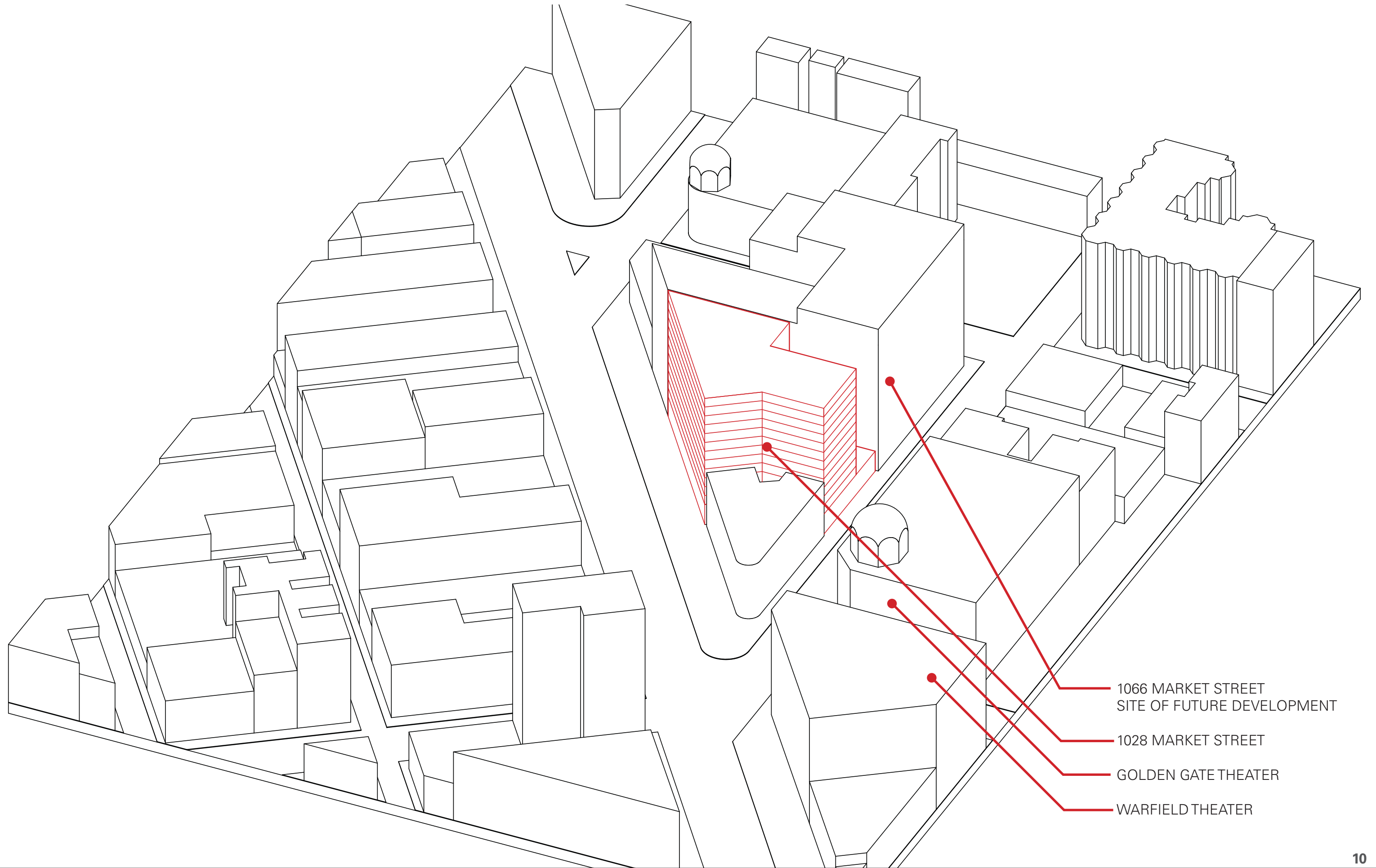
1066 MARKET STREET

SITE OF FUTURE DEVELOPMENT



SITE MASSING DIAGRAM VIEW FROM SOUTHWEST





- 1066 MARKET STREET
SITE OF FUTURE DEVELOPMENT
- 1028 MARKET STREET
- GOLDEN GATE THEATER
- WARFIELD THEATER

SITE MASSING DIAGRAM VIEW FROM NORTHEAST



Unit Distribution / Area Summary

OVERALL HEIGHT (FT)											SITE AREA (SF)					
120											15,077					
HEIGHT (FT)	LEVEL (#)	DU / LEVEL	MECH. / (GSF)	AMENITY (GSF)	OFFICE (GSF)	STORAGE (GSF)	RES (NSF)	EFF (%)	RES (GSF)**	PARKING (GSF)	RETAIL (GSF)	RETAIL BOH (GSF)	TOTAL (GSF)	PLANNING (GSF)	BALCONY (NSF)	ROOF TERRACE (NSF)
119.9992	ROOF		1,941			115			3,103				3,103			7,457
110.8326	13	12					8,975	81.8%	10,970				10,970	10,970		
101.666	12	12					8,975	81.8%	10,970				10,970	10,970		1,296
92.4994	11	17					10,292	82.4%	12,488				12,488	12,488	65	
83.3328	10	17					10,292	82.4%	12,488				12,488	12,488	65	
74.1662	09	17					10,292	82.4%	12,488				12,488	12,488	65	
64.9996	08	17					10,292	82.4%	12,488				12,488	12,488	65	
55.833	07	17					10,292	82.4%	12,488				12,488	12,488	65	
46.6664	06	17					10,292	82.4%	12,488				12,488	12,488	65	711
37.4998	05	16				781	10,240	81.9%	12,508				12,508	12,508	65	
28.3332	04	16				781	10,240	81.9%	12,508				12,508	12,508	65	
19.1666	03	15			778		8,846	78.0%	11,343				11,343	11,343		
10	02	13		1,890			7,334	62.2%	11,789				11,789	11,789		1,722
-7	01								3,900	1,076	8,236	1,421	14,633			
-16	B1		3,378			622			7,499	8,057			15,556	622		
TOTAL		186	5,319	1,890	778	2,299	116,362	72.9%	159,518	9,133	8,236	1,421	178,308	145,638	520	11,186
		DU	SF	SF	SF	SF	SF	EFF	SF	SF	SF	SF	SF	SF	SF	SF

UNIT AVERAGES

AVERAGE UNIT (NSF) 626 SF

BELOW MARKET RATE

BMR UNITS REQUIRED (186 DU * 13.5%) **25 DU**

BMR FAR ADDITIONL SF (145,638 SF * 13.5%) **19,661 SF**

*GROSS AND NET SQUARE FOOTAGE CALCULATIONS PER ANSI/BOMA Z65.4-2010 & SAN FRANCISCO PLANNING CODE

** INCLUDES BICYCLE PARKING

FAR

BASE FAR 6
 POTENTIAL FAR BONUS 3 MAX. 3
 MAX FAR 9

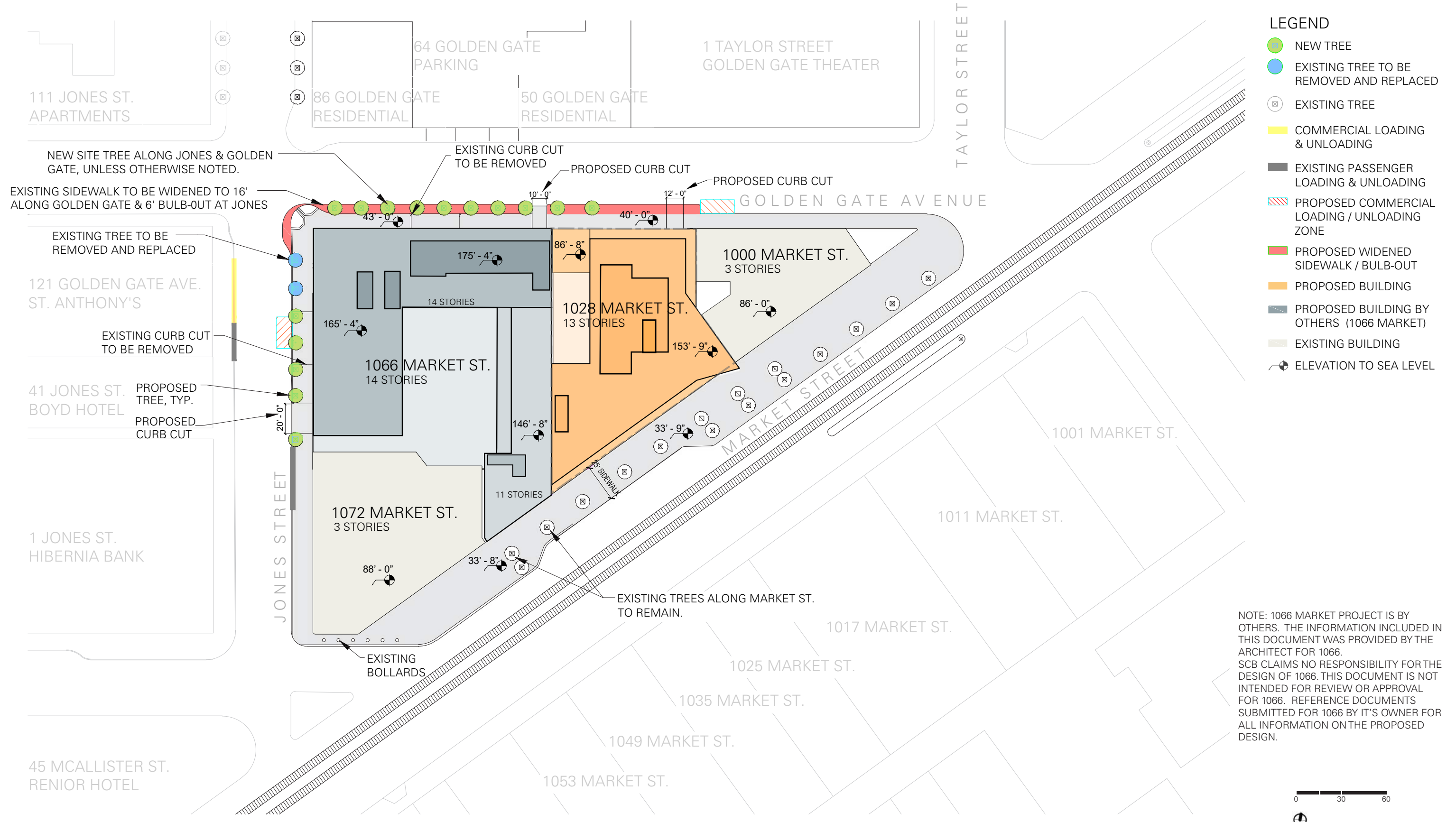
FAR AREA = PLANNING SF - BMR FAR ADDTL SF = 125,977

PROPOSED FAR 125,977 / 15,077 = 8.36

Unit Mix

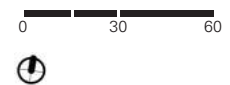
Name	Count	%
0BD1BA	70	38
JBD1BA	26	14
1BD1BA	21	11
2BD1BA	6	3
2BD2BA	51	27
3BD2BA	12	6

TOTAL: 186



- LEGEND**
- NEW TREE
 - EXISTING TREE TO BE REMOVED AND REPLACED
 - ⊗ EXISTING TREE
 - COMMERCIAL LOADING & UNLOADING
 - EXISTING PASSENGER LOADING & UNLOADING
 - PROPOSED COMMERCIAL LOADING / UNLOADING ZONE
 - PROPOSED WIDENED SIDEWALK / BULB-OUT
 - PROPOSED BUILDING
 - PROPOSED BUILDING BY OTHERS (1066 MARKET)
 - EXISTING BUILDING
 - ⊕ ELEVATION TO SEA LEVEL

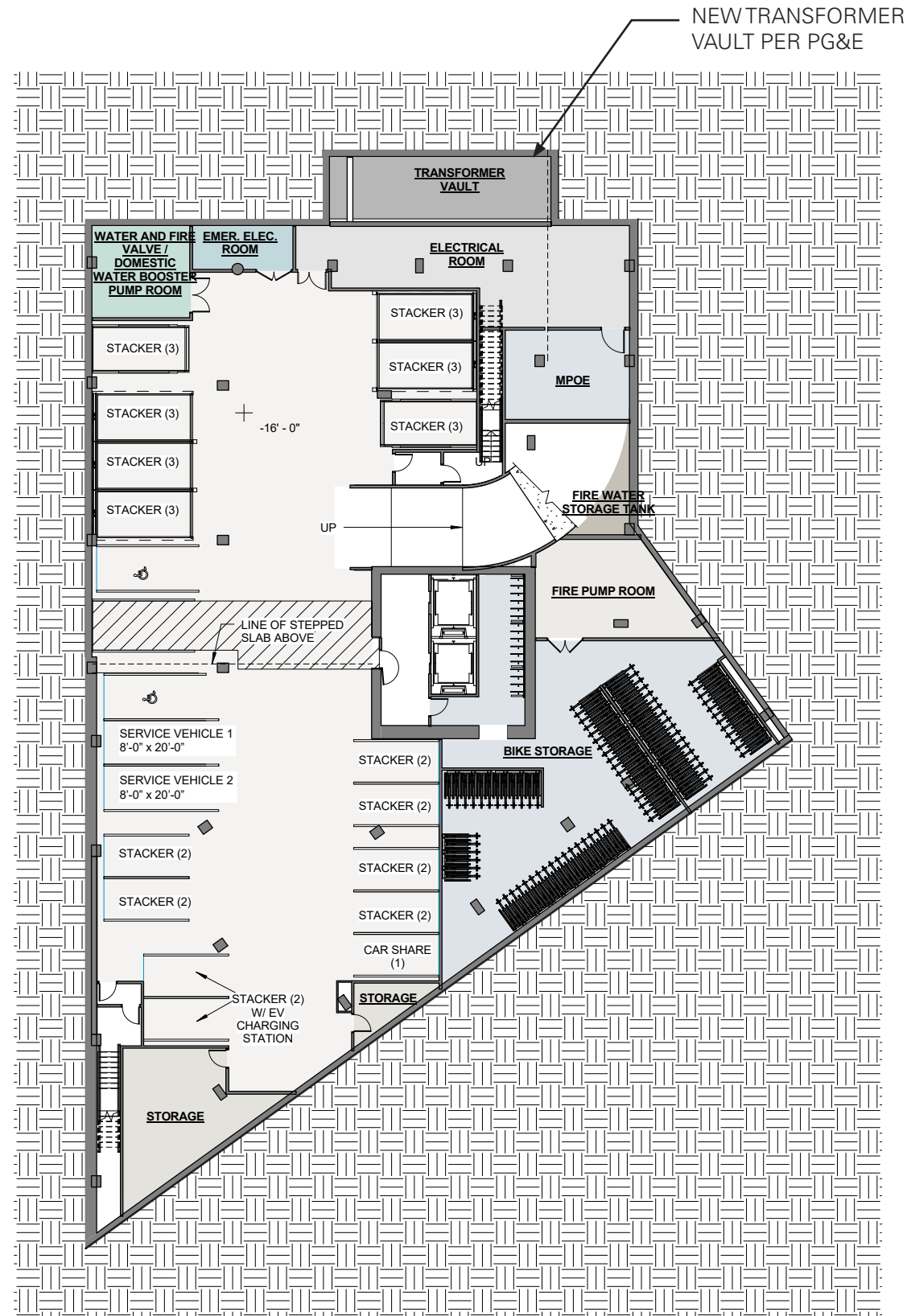
NOTE: 1066 MARKET PROJECT IS BY OTHERS. THE INFORMATION INCLUDED IN THIS DOCUMENT WAS PROVIDED BY THE ARCHITECT FOR 1066. SCB CLAIMS NO RESPONSIBILITY FOR THE DESIGN OF 1066. THIS DOCUMENT IS NOT INTENDED FOR REVIEW OR APPROVAL FOR 1066. REFERENCE DOCUMENTS SUBMITTED FOR 1066 BY IT'S OWNER FOR ALL INFORMATION ON THE PROPOSED DESIGN.



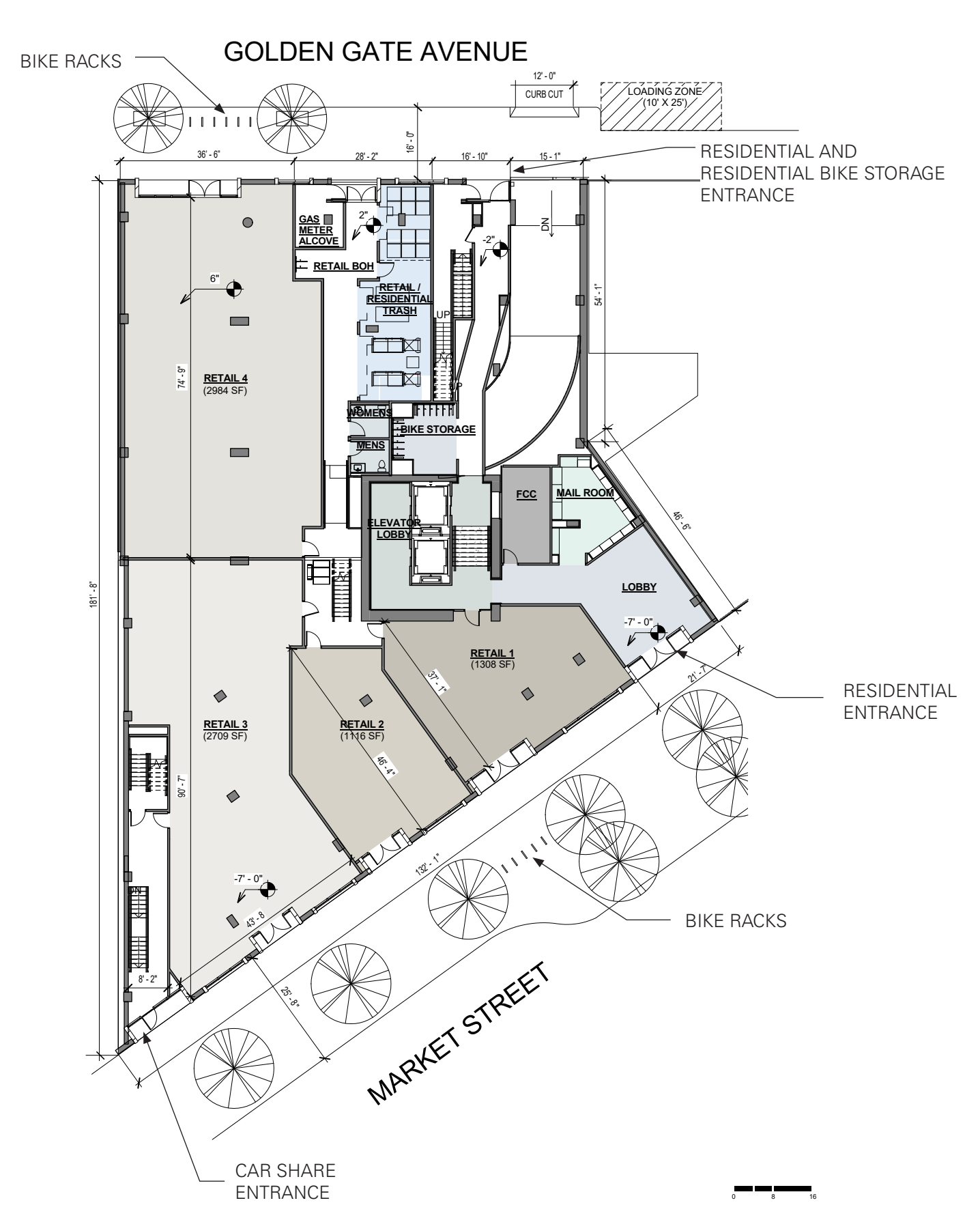
BLOCK SITE PLAN



LEVEL B1

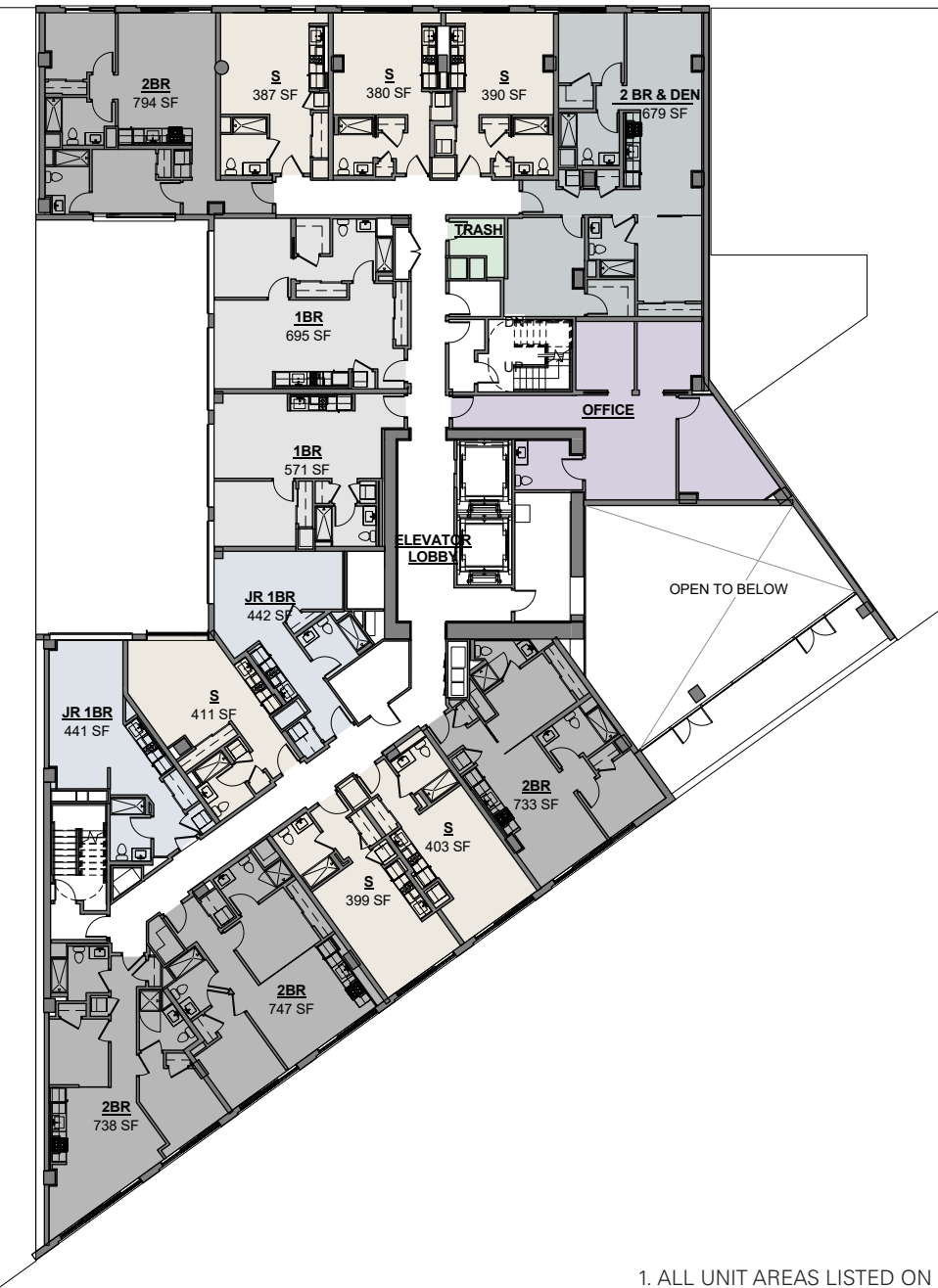


LEVEL 1



FLOOR PLAN - BASEMENT AND LEVEL 1





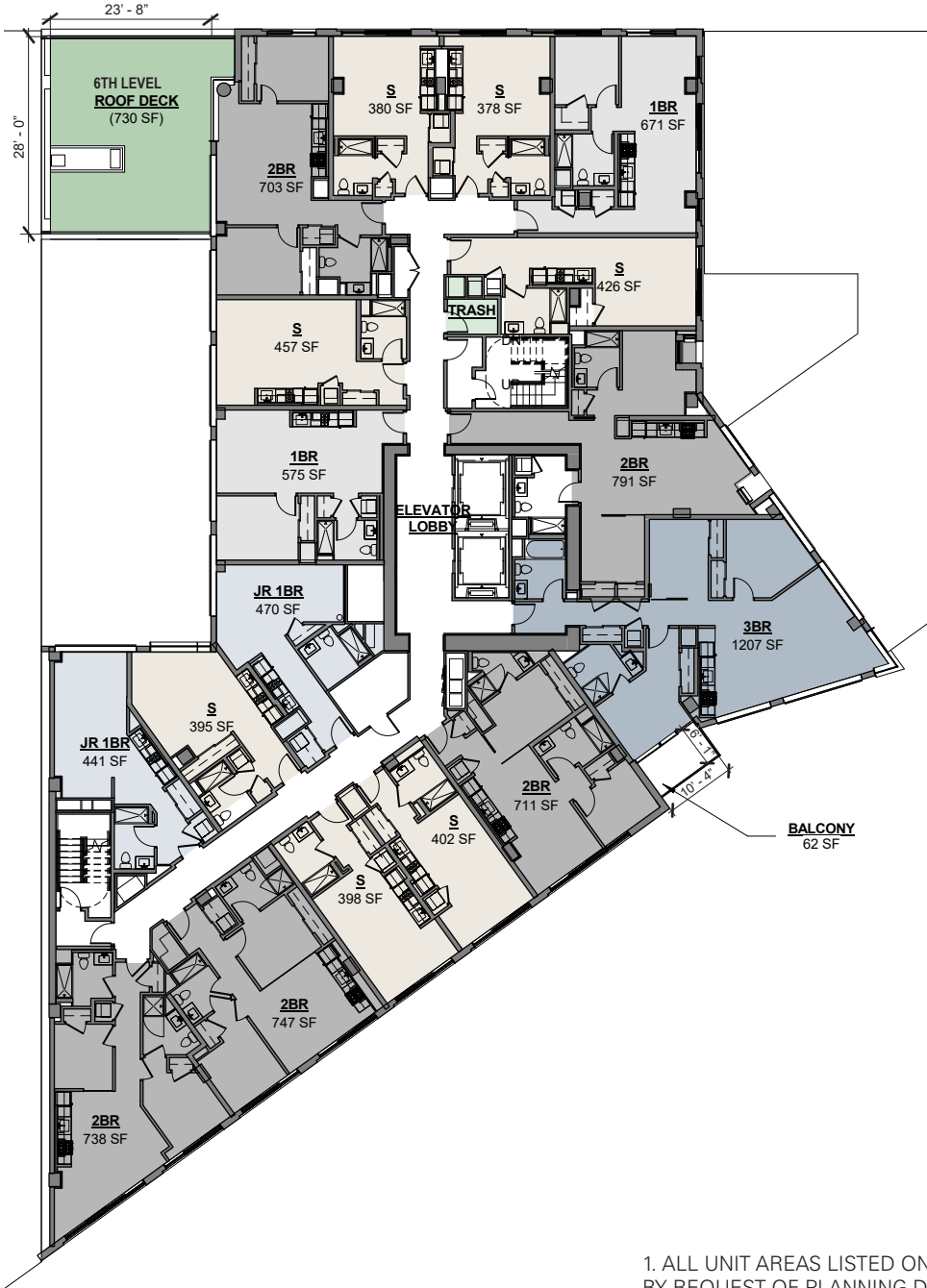
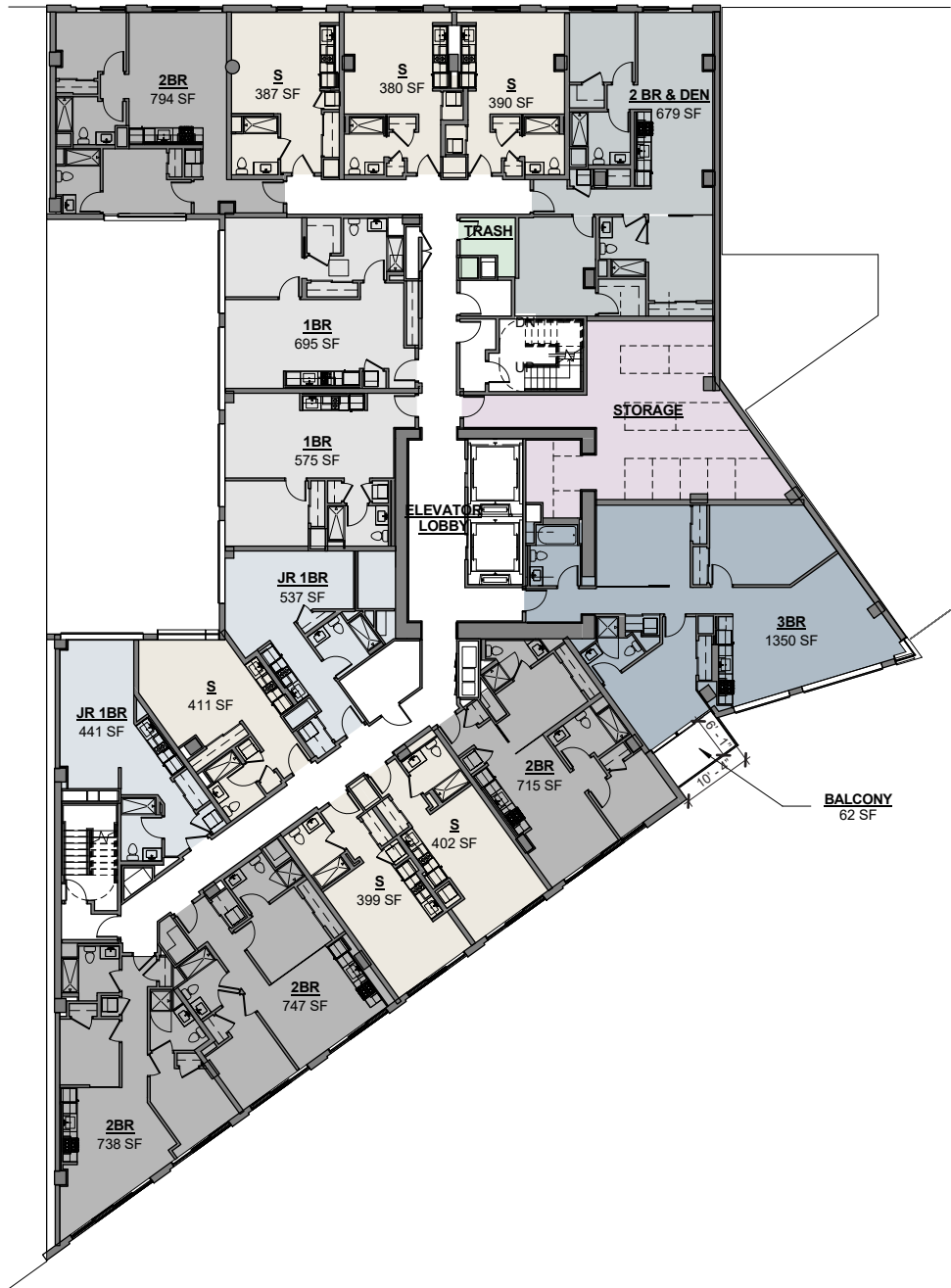
1. ALL UNIT AREAS LISTED ON PLANS ARE PRELIMINARY AND PROVIDED BY REQUEST OF PLANNING DEPARTMENT FOR ENTITLEMENT REVIEW PROCESS ONLY.

2. SEE PAGE 11 FOR BUILDING AREA TABULATIONS.



FLOOR PLAN - LEVEL 2 AND LEVEL 3





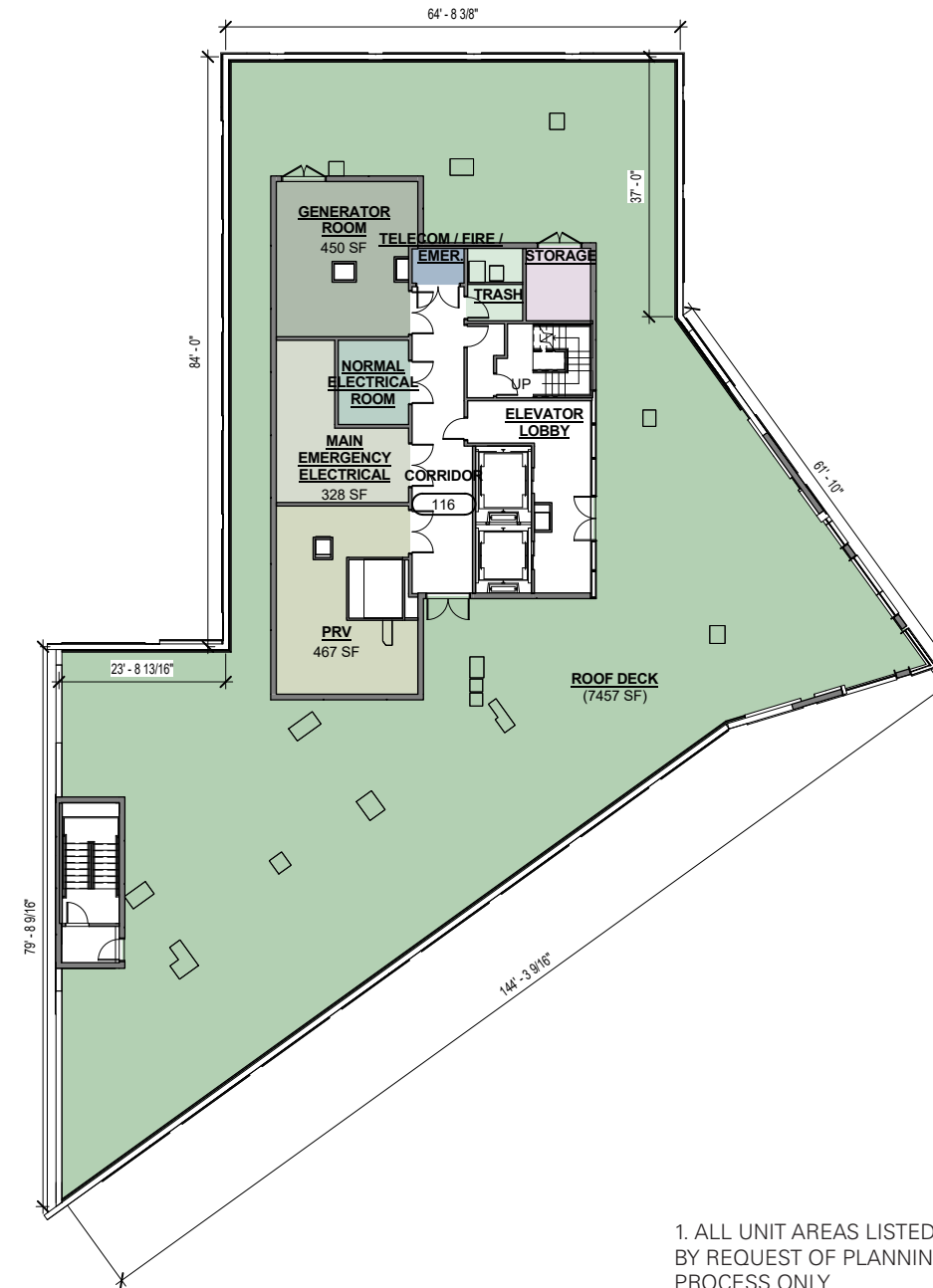
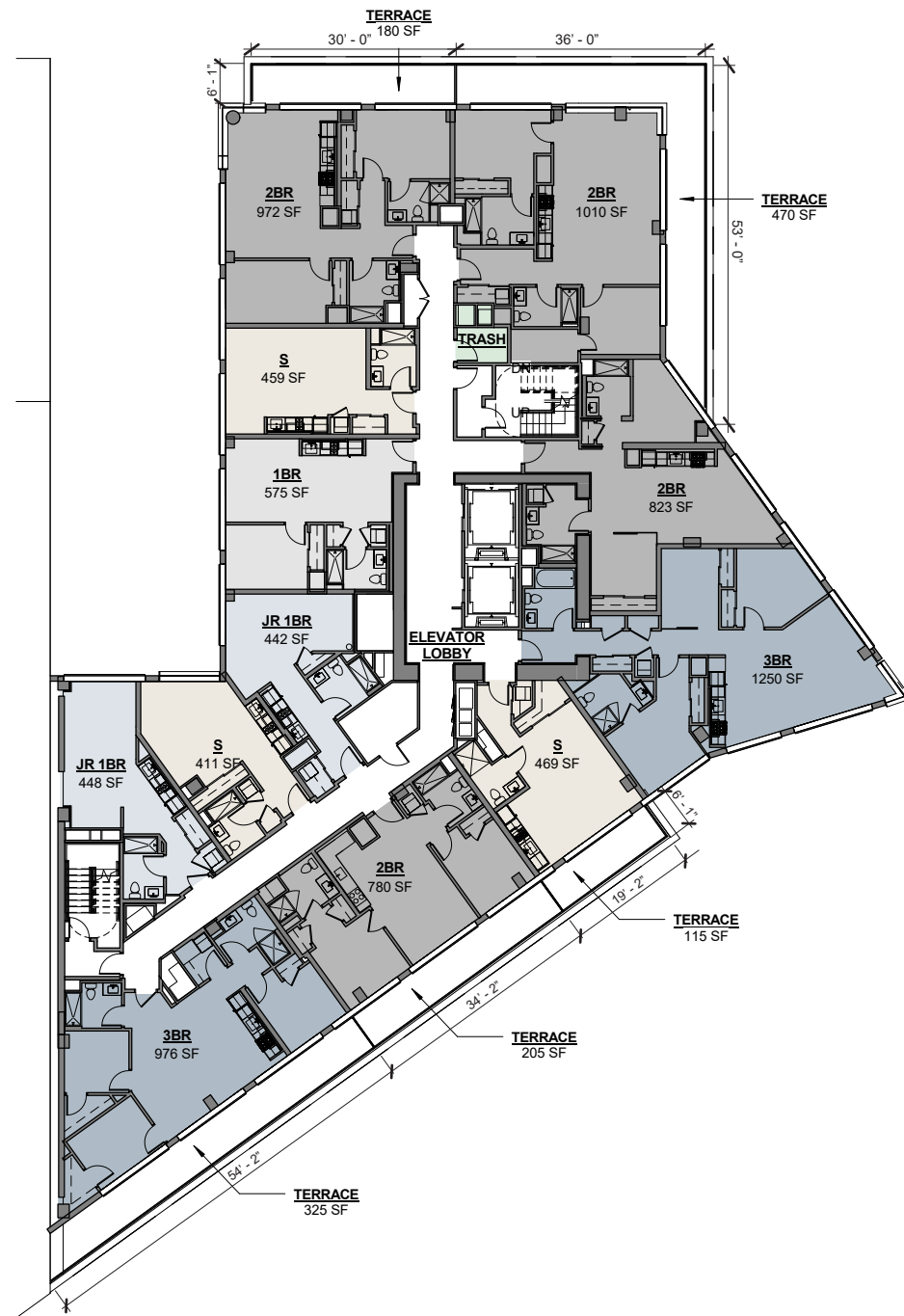
1. ALL UNIT AREAS LISTED ON PLANS ARE PRELIMINARY AND PROVIDED BY REQUEST OF PLANNING DEPARTMENT FOR ENTITLEMENT REVIEW PROCESS ONLY.

2. SEE PAGE 11 FOR BUILDING AREA TABULATIONS.



LEVEL 12-13

LEVEL 14 (ROOF)



1. ALL UNIT AREAS LISTED ON PLANS ARE PRELIMINARY AND PROVIDED BY REQUEST OF PLANNING DEPARTMENT FOR ENTITLEMENT REVIEW PROCESS ONLY.
2. ENCLOSED ROOF AREAS IN COMPLIANCE PER SECTION 260 (b)(1)(E): IN ANY C-3 DISTRICT, ENCLOSED SPACE RELATED TO THE RECREATIONAL USE OF THE ROOF, NOT TO EXCEED 16 FEET IN HEIGHT.



FLOOR PLAN - LEVELS 12-13 AND LEVEL 14 (ROOF)



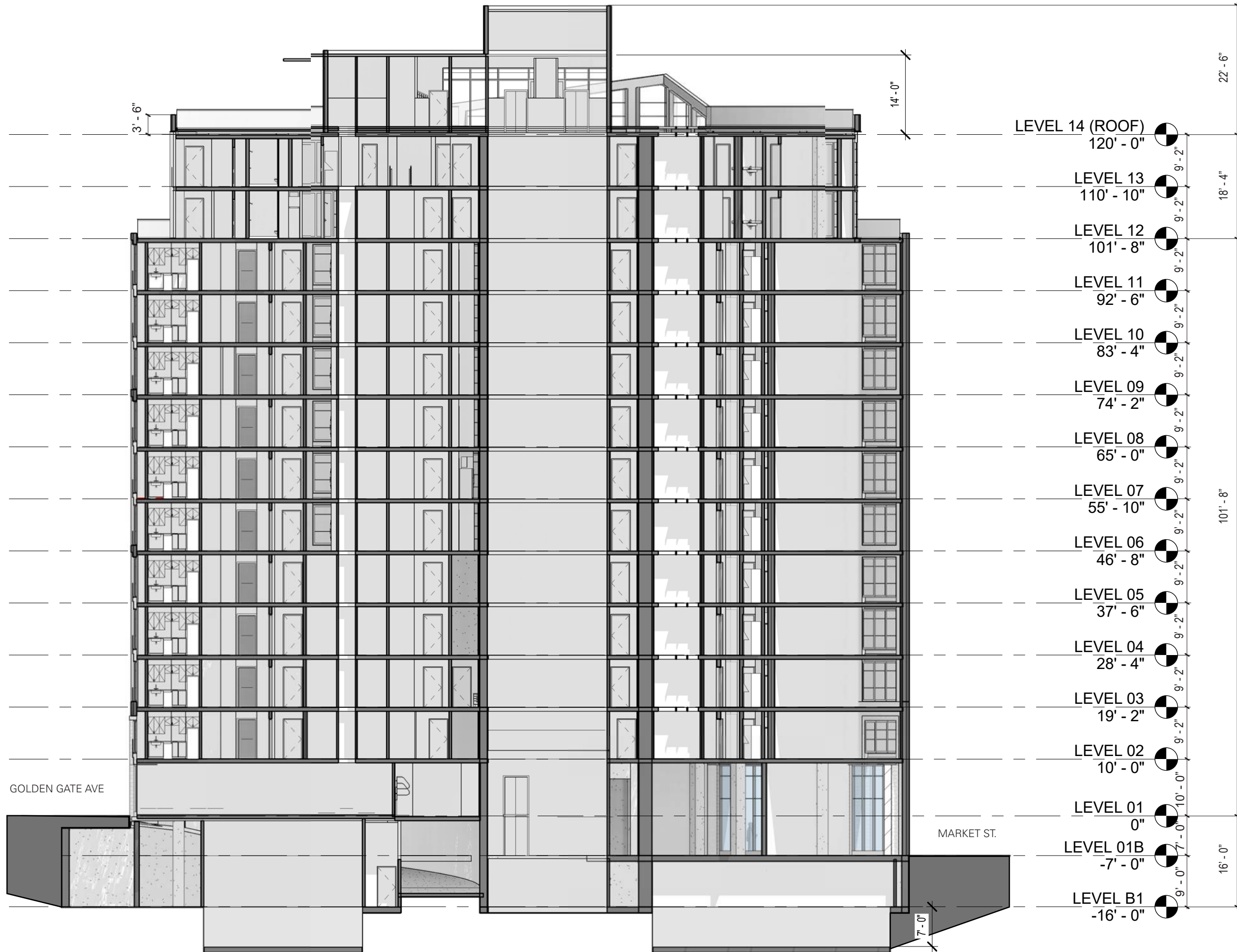


MARKET STREET ELEVATION

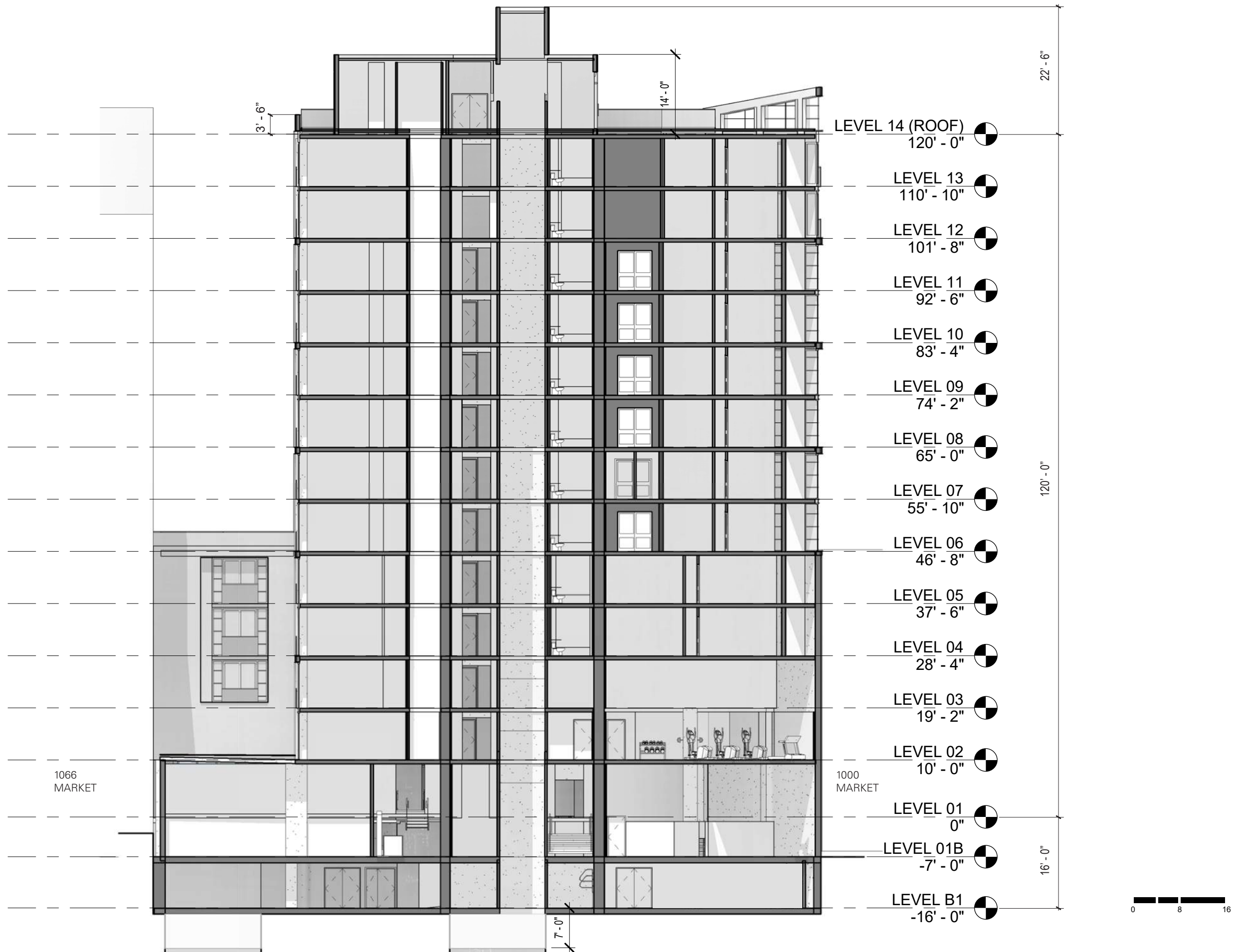


GOLDEN GATE AVENUE ELEVATION

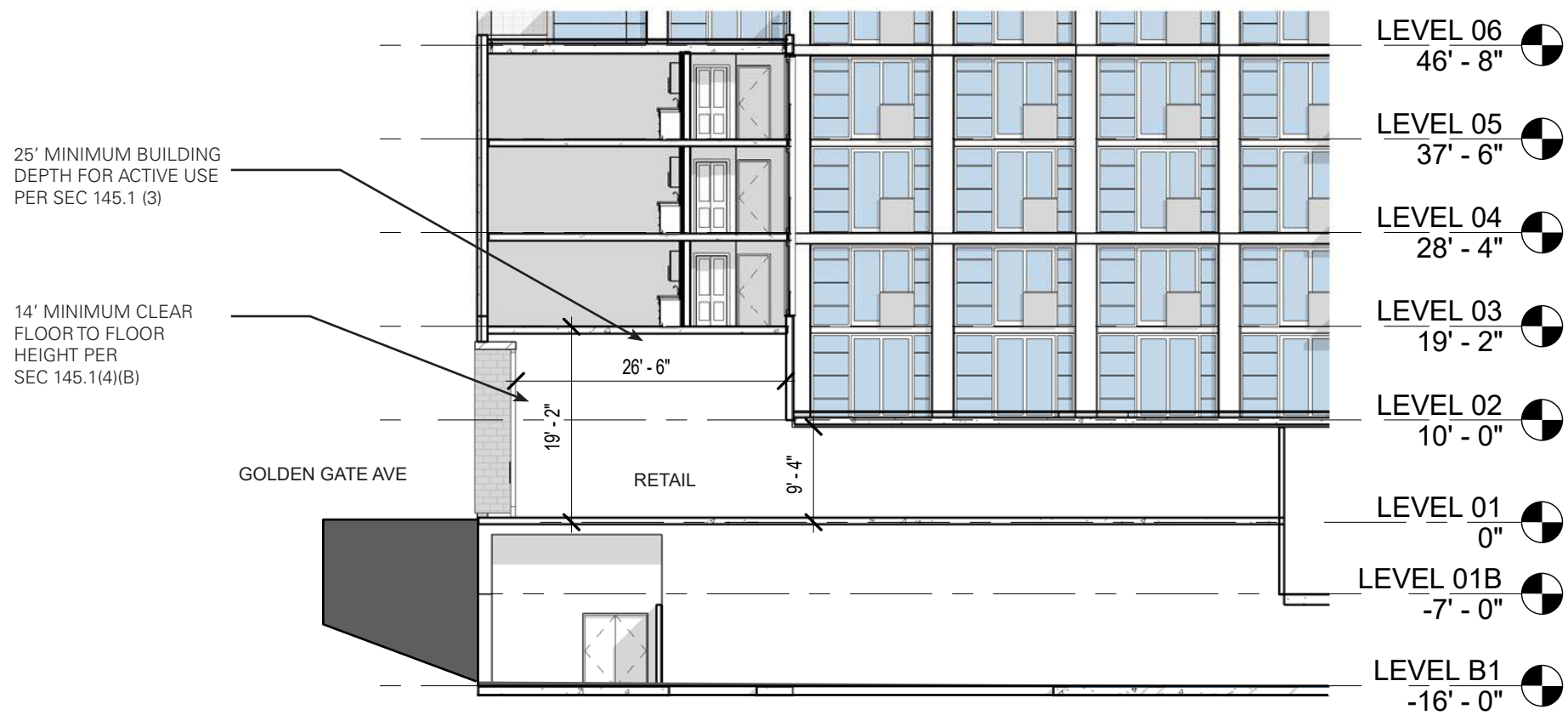




BUILDING SECTION NORTH - SOUTH



BUILDING SECTION EAST - WEST



GOLDEN GATE AVENUE RETAIL BUILDING SECTION: NORTH-SOUTH



EXISTING MARKET STREET BLOCK ELEVATION



PROPOSED MARKET STREET BLOCK ELEVATION



VIEW ACROSS MARKET OF SOUTHEAST ELEVATION



LOOKING NORTH ACROSS MARKET. SOUTHWEST ELEVATION



CLOSE-UP OF SOUTHEAST ELEVATION



LOOKING SOUTH ACROSS GOLDEN GATE. NORTH ELEVATION



LOOKING WEST ACROSS GOLDEN GATE. NORTHEAST ELEVATION



VENEER MASONRY



ZINC COLORED METAL PANEL



WINDOW WALL - ALUMINUM



WINDOW WALL - GLASS



GLASS & PERFORATED METAL GUARDRAILS

EXTERIOR MATERIALS

RESIDENTIAL PARKING

PUZZLERS / PITS
42 SPACES (INCLUSIVE OF 2 VAN AND 2 CAR ACCESSIBLE SPACES)

BICYCLE PARKING - CLASS 1

RESIDENTIAL 122 SPACES
(100 + 1 SPACE / 4 DU 100)
 $100 + 21.5 (86/4) = 121.5$

RETAIL 1 SPACES
(1 SPACE / 7,500 SF)
 $8,236 SF / 7,500 = 1.1$

TOTAL 123 SPACES

BICYCLE PARKING - CLASS 2

RESIDENTIAL 9 SPACES
(1 SPACE / 20 DU)
 $186/20 = 9.3$

RETAIL (RESTAURANT) 11 SPACES
(1 SPACE / 750 SF, MIN. 2 SPACES)
 $8,236 SF / 750 = 10.9$

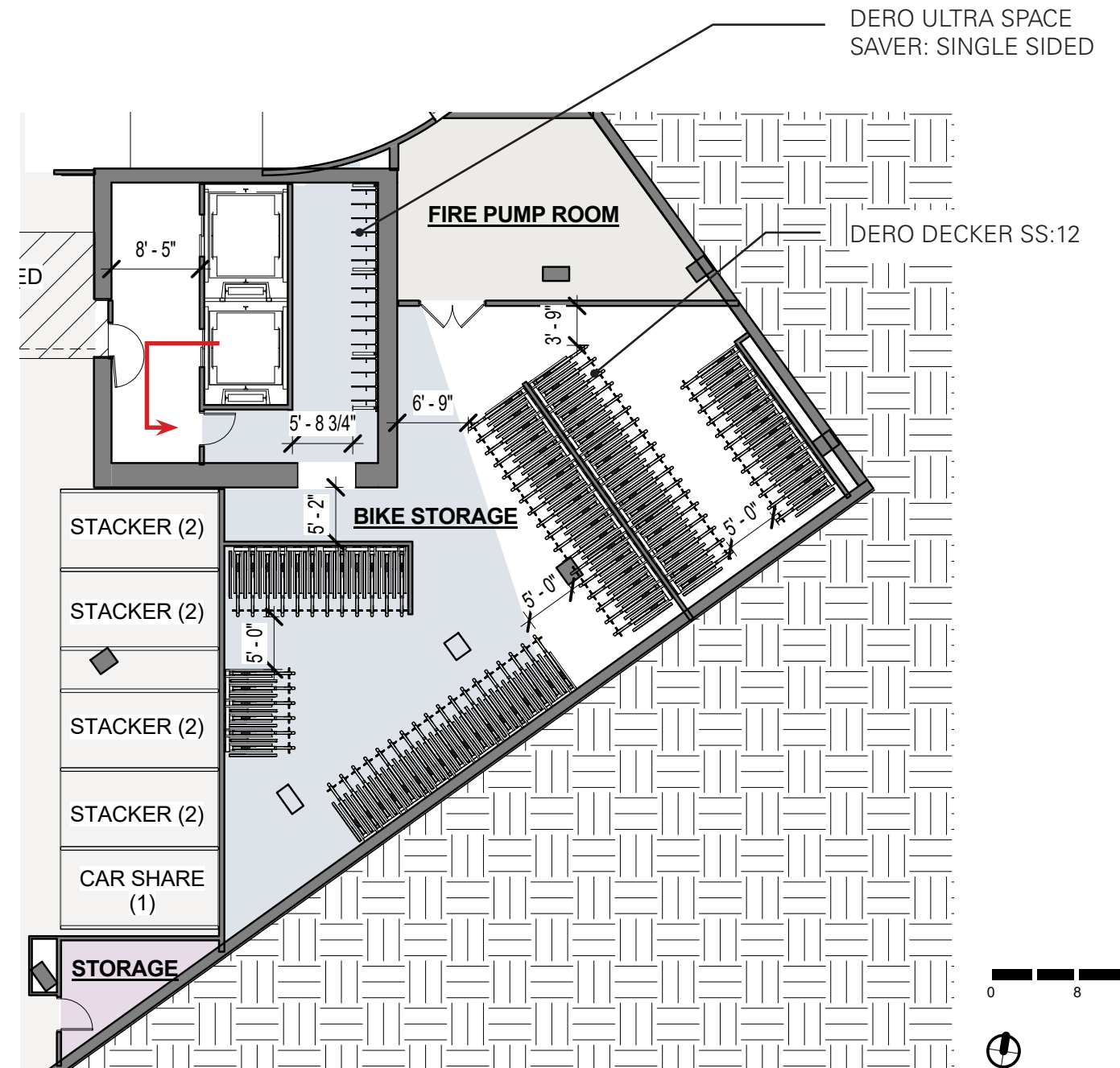
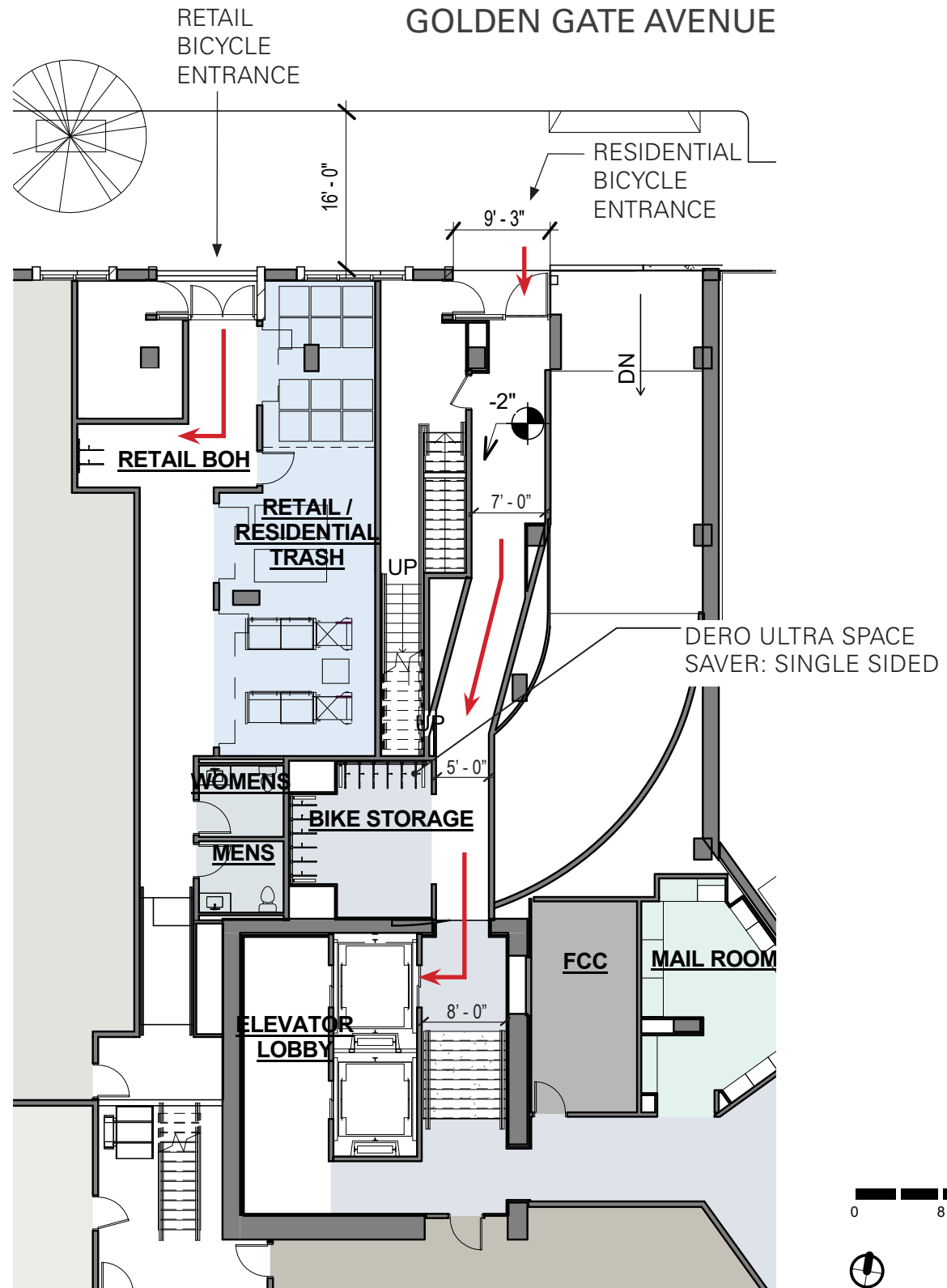
TOTAL
 $9.3 + 10.9 = 20.2$ 20 SPACES

LOADING

RES 1 STREET SPACE
(100,000 - 200,000 SF: 1 SPACE)

RETAIL 0 SPACES
<10,000 SF = 0

GOLDEN GATE AVENUE



DERO DECKER™



Patent #8,950,592

The Next Level of Parking

The Dero Decker™ takes bike parking to the next level – literally. By stacking bikes on a two-tiered system, capacity doubles. Unlike other two-tier systems our lift-assist top trays slide down inches from the ground, thus requiring only minimal lifting of the bike into the tray. The Dero Decker™ has a front wheel safety locking lever and tray dampers to provide safe lowering of upper trays. The vertical load trays also reduce the required aisle space, giving the Dero Decker™ the smallest footprint on the market.



© 2016 Dero

ULTRA SPACE SAVER

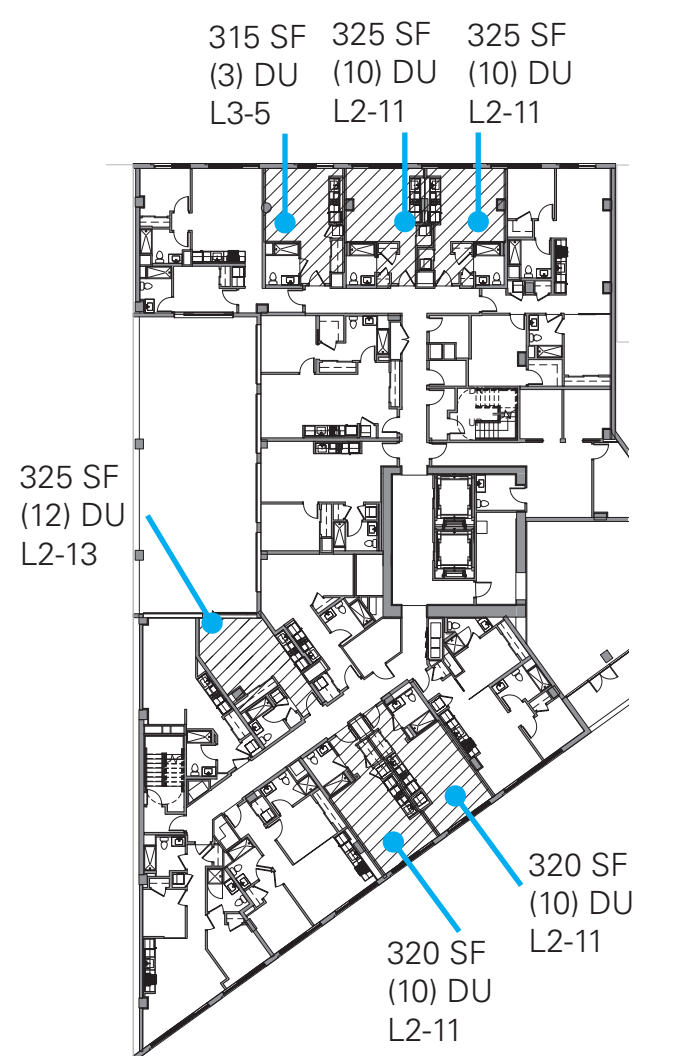


Double Capacity, Modular Construction

The Ultra Space Saver provides easy and ample space for u-lock security on nearly any bike, including bikes with fenders. Thanks to design enhancements, the double-sided Ultra Space Saver parks more than double the capacity of a standard bike rack. The Ultra Space Saver is an easy to install, modular system. It can be made to fit in nearly any space. Options include: wall-mount, floor-mount, and double-sided.



© 2016 Dero



SF PLANNING CODE SECTION 135(d)(2):

“For group housing structures, SRO units, and dwelling units that measure less than 350 square feet plus a bathroom, the minimum amount of usable open space provided for use by each bedroom or SRO unit shall be 1/3 the amount required for a dwelling unit”

ZONING DISTRICT: C-3-G DOWNTOWN GENERAL COMMERCIAL DISTRICT

36 SF REQUIRED IF PRIVATE OPEN SPACE

48 SF REQUIRED IF COMMON OPEN SPACE

16 SF REQUIRED FOR UNITS < 350 SF (EXCLUDING BATHROOM) = 48 SF * (1/3)

14 DWELLING UNITS (BELOW) HAVE PRIVATE OPEN SPACE AND ARE NOT INCLUDED IN CALCULATIONS

COMMON OPEN SPACE CALCULATION

116 DU * 48 SF = 5,568 SF

56 DU * 16 SF = 896 SF

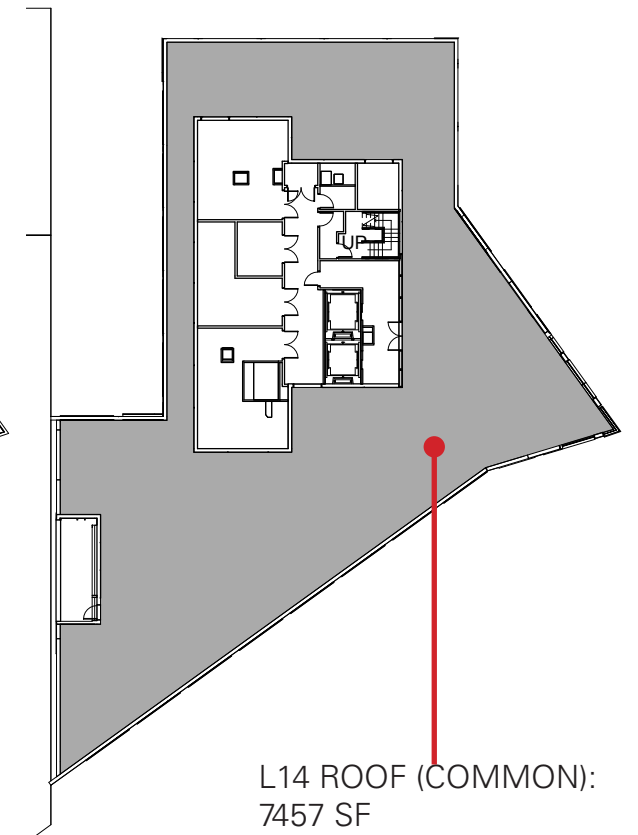
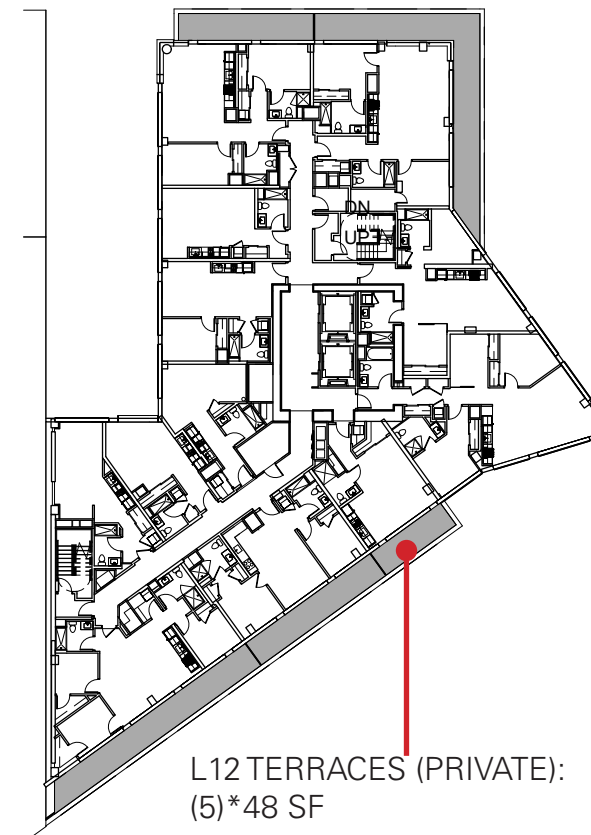
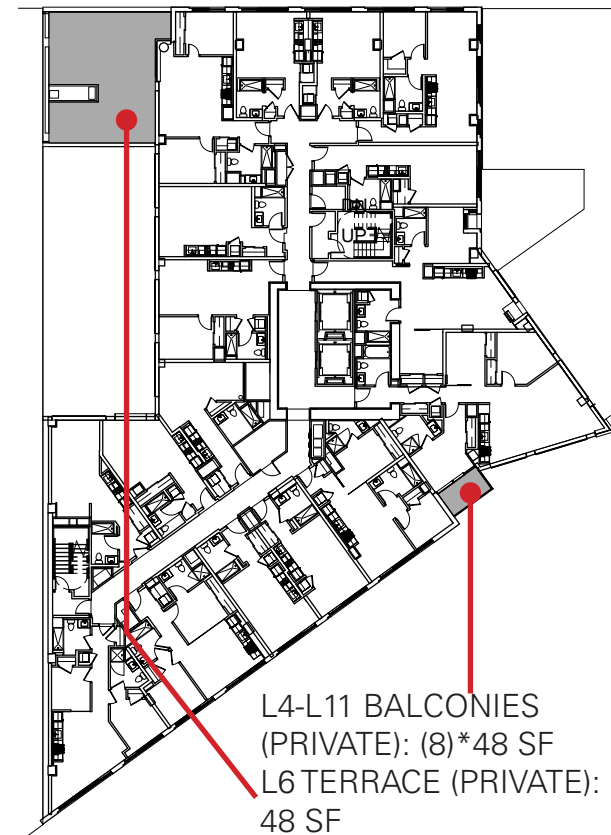
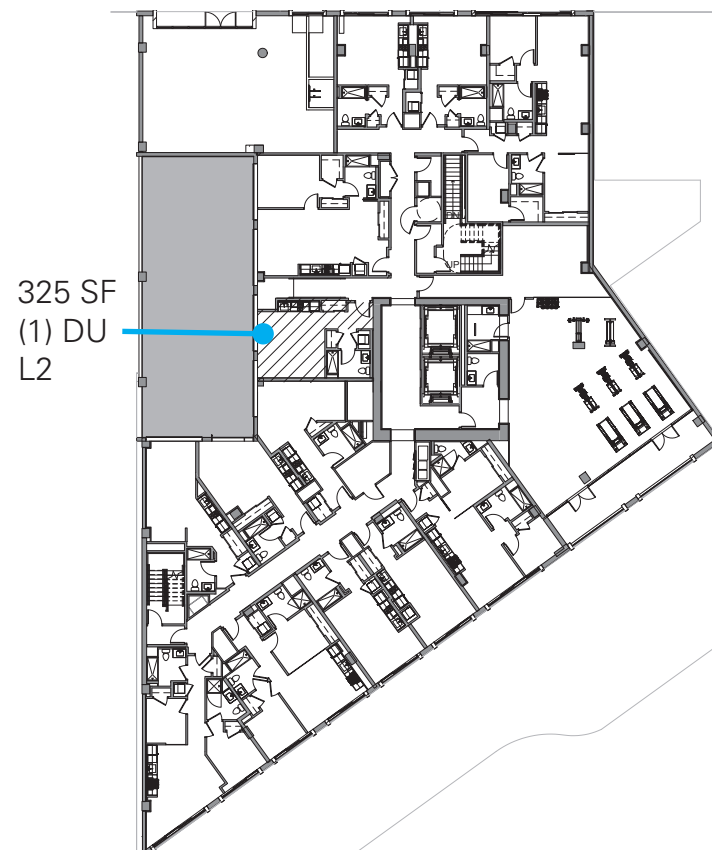
TOTAL SF REQUIRED 6,464 SF

7,457 SF PROVIDED ON LEVEL 14 ROOF TERRACE

7,457 SF - 6,464 SF = 993 SF OF SURPLUS ARE ON LEVEL 14 ROOF TERRACE

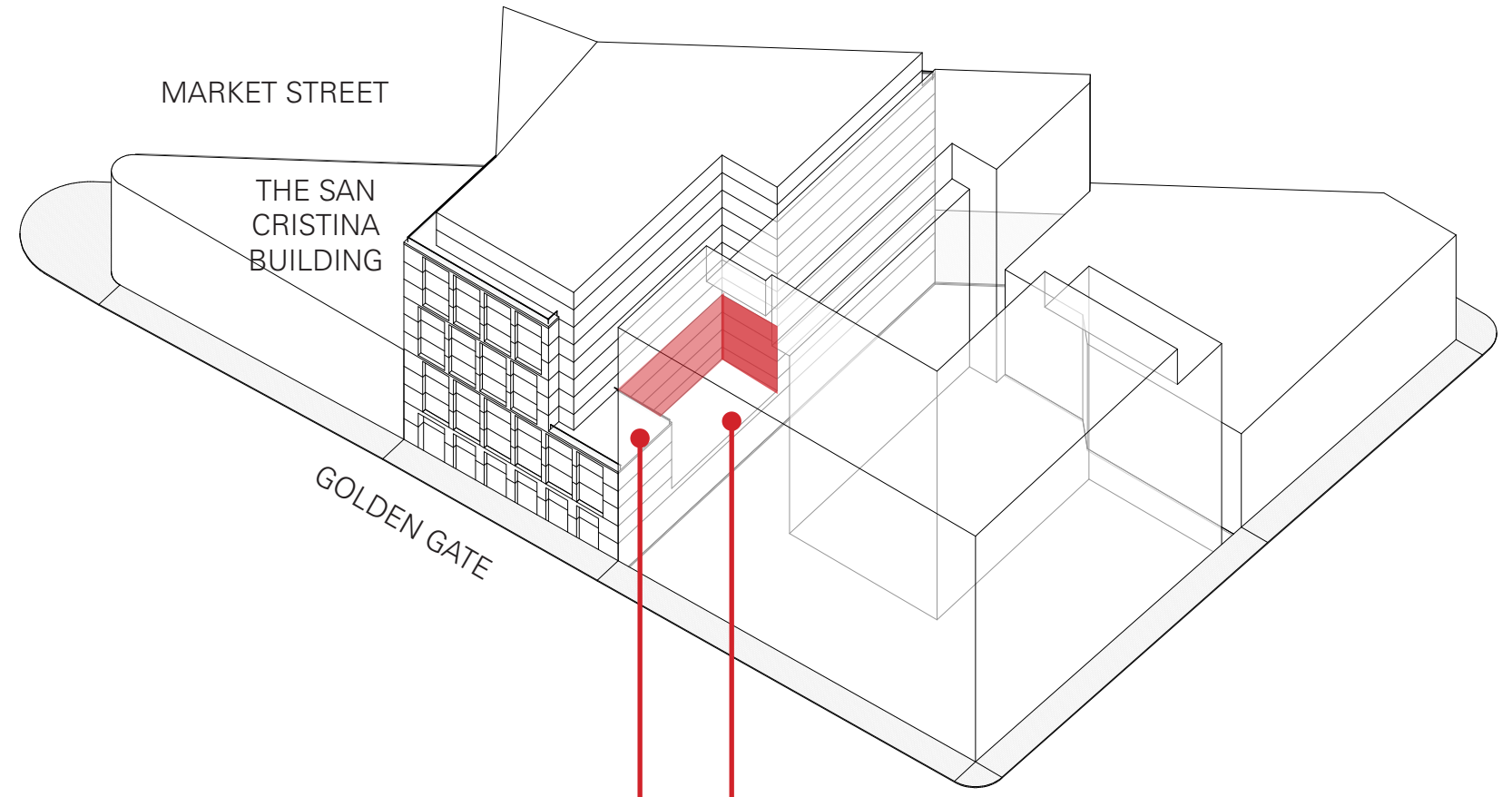
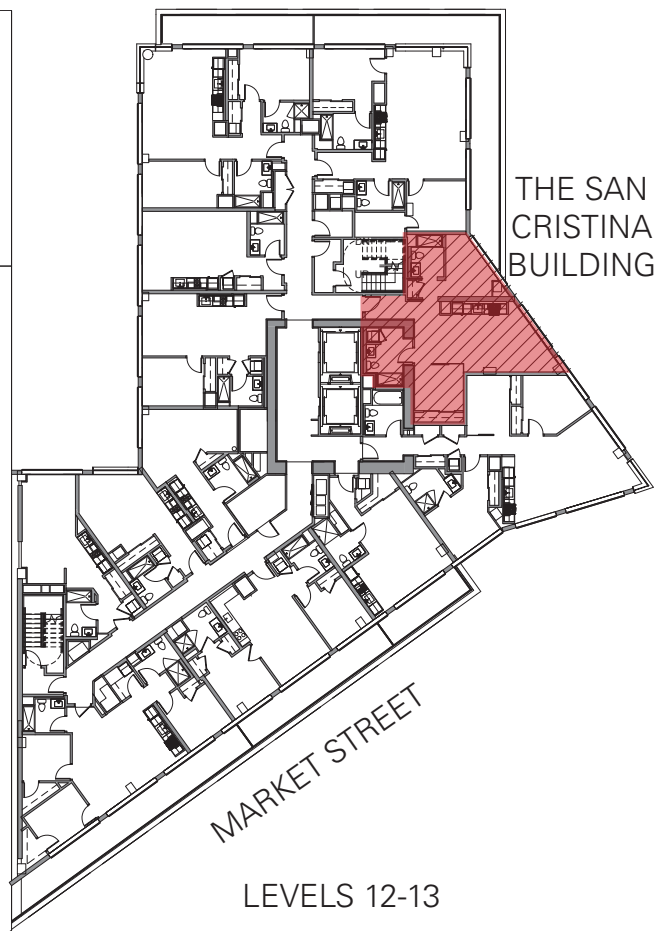
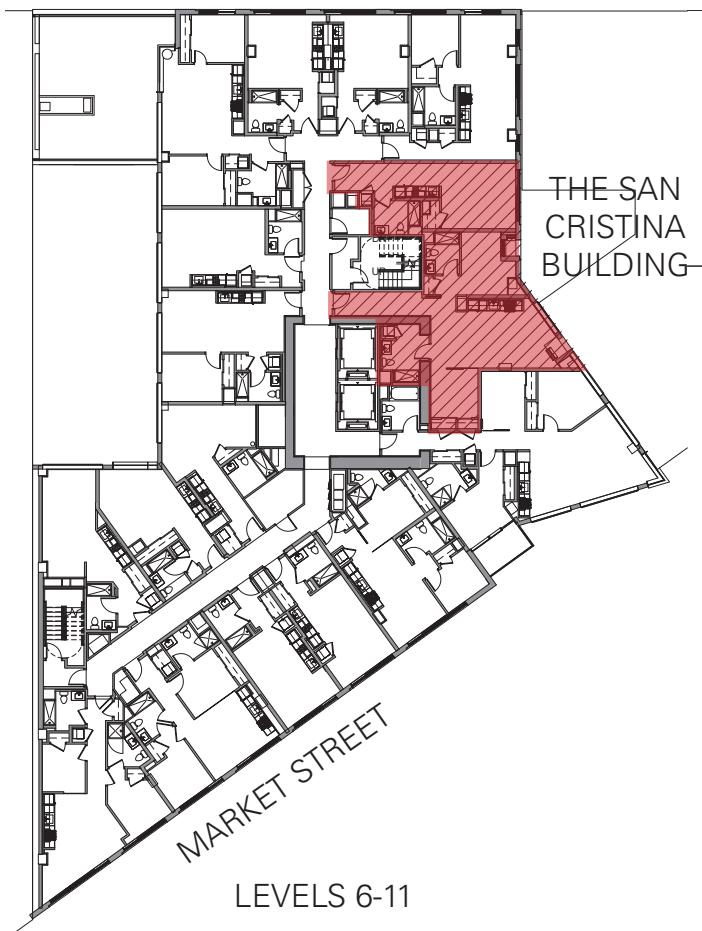
48 SF - 16 SF = 32 SF

993 / 32 = 31.03 = AMOUNT OF UNITS THAT CAN BE OMITTED FROM CALCULATION AND STILL MAINTAIN REQUIRED OPEN SPACE, USING ONLY THE LEVEL 14 ROOF TERRACE AS COMMON OPEN SPACE FOR DWELLING UNITS



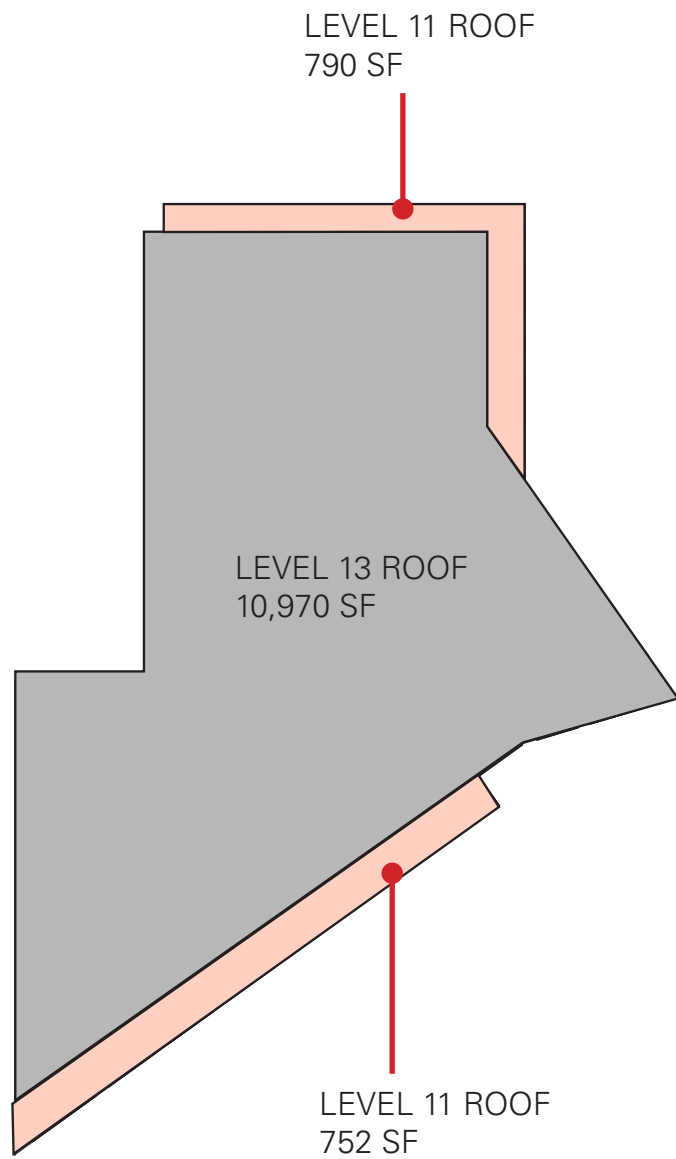
UNITS OVERLOOKING THE SAN CRISTINA BUILDING:

LEVELS 6-11: 12 UNITS
 LEVELS 12-13: 2 UNITS
 14 UNITS



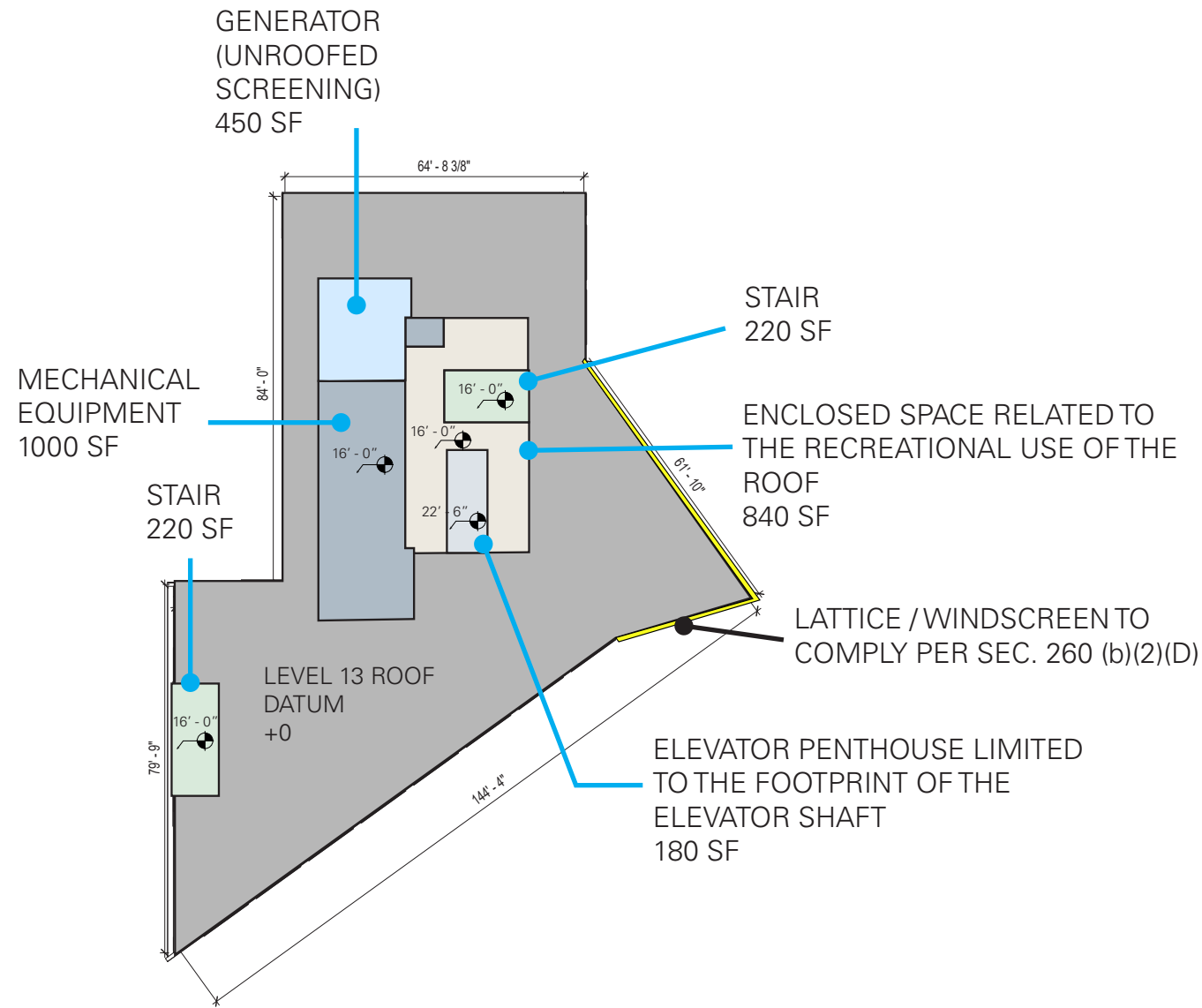
- 1) CREATED COMPLIANT OUTER COURT.
- 2) SF PLANNING DEPT REQUESTED STREETWALL STRUCTURE, CREATING INTERIOR COURT
- 3) 60'-0" x 25'-0" INNER COURT
- 4) REQUESTING AN EXCEPTION TO SEC. 140 "ALL DWELLING UNITS IN ALL USE DISTRICTS TO FACE AN OPEN AREA"
- 5) LEVELS 2-5: 20 UNITS





TOTAL UPPER ROOF AREA:
790 SF
752 SF
+ 10,970 SF

12,512 SF



1. HEIGHT LIMIT EXEMPTIONS - GENERAL AREA:

PER SECTION (b)(1)(A),(B), AND (E), ENCLOSED AREAS FOR THE USES INDICATED ON THE ROOF PLAN ARE ALLOWED IF THEY DO NOT EXCEED 16' IN HEIGHT AND 20% OF THE HORIZONTAL AREA OF THE TOTAL OF ALL ROOF AREAS OF THE UPPER TOWERS.
PER SECTION 260 (b)(1) ANY SUCH SUM OF 20 PERCENT MAY BE INCREASED TO 30 PERCENT BY UNROOFED SCREENING DESIGNED TO OBSCURE MECHANICAL FEATURES.

20% OF TOTAL UPPER ROOF = .2 (12,512) = 2,502.4 SF
TOTAL ENCLOSED AREA ON ROOF = 2,460 SF
2,460 SF < 2,502 SF

30% OF TOTAL UPPER ROOF = .3 (12,512) = 3,754 SF
TOTAL UNROOFED AREA ON ROOF = 450 SF
2,460 SF + 450SF = 2,910 SF
2,910 SF < 3,754 SF

2. ROOFTOP ENCLOSURES AND SCREENINGS EXEMPTIONS- GENERAL VOLUME:

PER SEC 260 (F), ROOFTOP ENCLOSURES AND SCREENINGS FOR FEATURES SUCH AS MEP, STAIRS, AND ELEVATORS, THAT ADD ADDITIONAL BUILDING VOLUME, MAY HAVE A TOTAL VOLUME NOT TO EXCEED THREE-FOURTHS OF THE HORIZONTAL AREA OF ALL UPPER TOWER ROOF AREAS MULTIPLIED BY THE MAX PERMITTED HEIGHT OF 20'.

220 SF(16) + 220 SF(16) + 180 SF(22.5) + 1000 SF(16) + 450 SF(16) = 34,290 CF

.75 (12,512 SF)= 9,384 SF
9,384 SF X 20 = 187,680 CF

34,290 CF < 187,680 CF

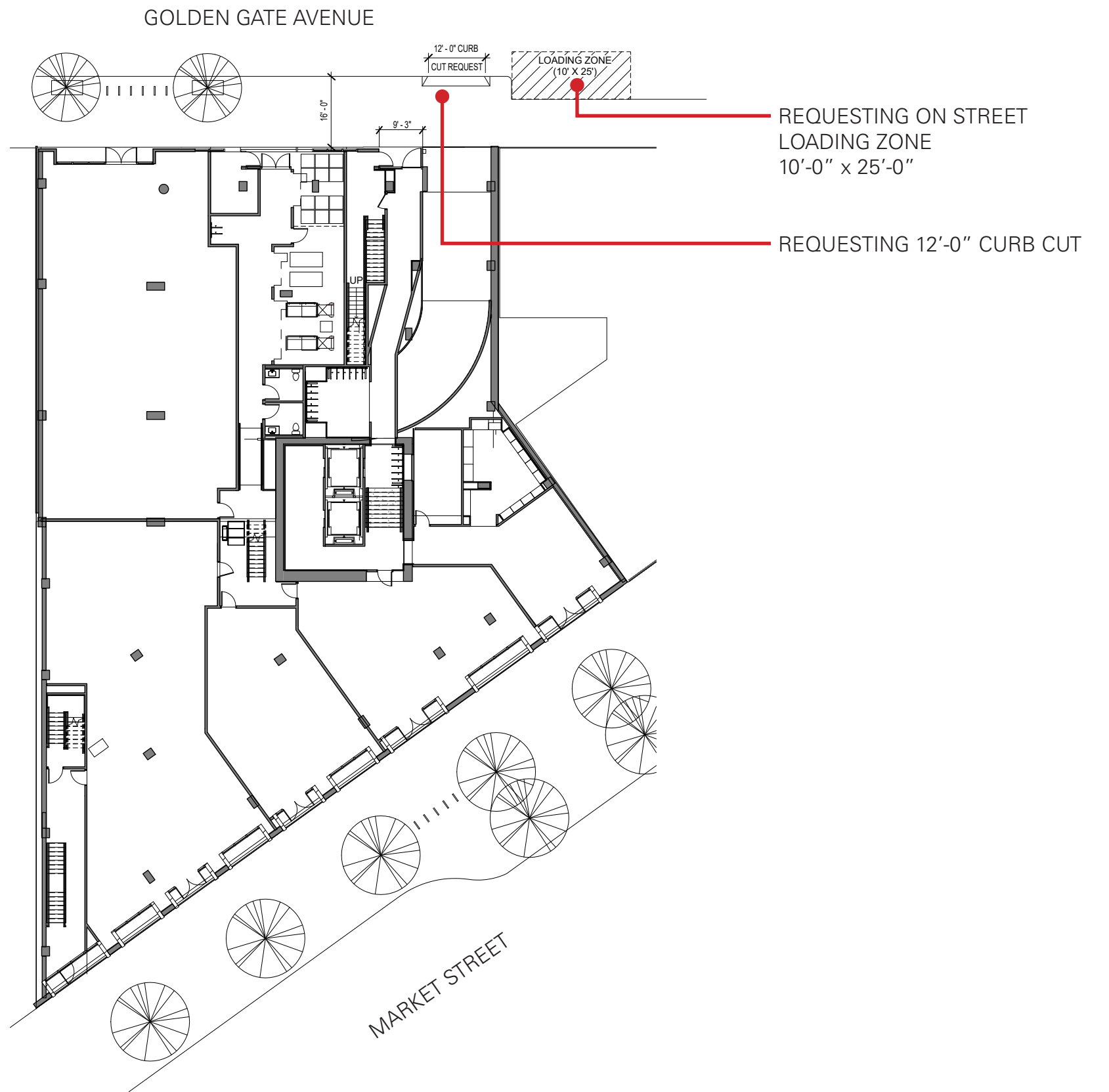
3. ELEVATOR PENTHOUSE EXEMPTION:

PER SECTION (b)(1)(B), THE PROJECT REQUESTS A HEIGHT EXEMPTION FOR THE ELEVATOR PENTHOUSE. SEE LETTER FROM EWCG DATED 7.19.2016 NOTING 20'-6" REQUIRED OVERHEAD. 2' OF STRUCTURE AND ROOFING WILL BE REQUIRED ABOVE THIS HEIGHT, YEILDING A TOTAL REQUESTED HEIGHT OF 22'-6".

4. LATICE / WINDSCREEN EXEMPTION:

PER SECTION 260 (b)(2)(D), WINDSCREENS, LATTICES AND SUNSHADES ARE ALLOWED TO EXCEED THE MAXIMUM 120' BUILDING HEIGHT IF THEY DO NOT EXCEED 10' IN HEIGHT.

NOTE: AREAS CALCULATED ON THIS SHEET ARE GROSS AREAS TO OUTSIDE OF PARAPET WALLS AND OUTSIDE OF ENCLOSURE WALLS. THESE AREAS VARY FROM NET AREAS LISTED ON OTHER SHEETS FOR USEABLE SPACE CALCULATIONS.



EXCEPTION TO SECTION 309: CURB CUT RESTRICTION (155(r)) 309 EXCEPTION: FREIGHT LOADING (161(f))

GOLDEN GATE AVENUE:

ACTIVE USE STREET FRONT 42'-5"
 TRANSPARENT WINDOW/DOORWAYS 26'-0"

26' / 42.4' = 61% OF ACTIVE USE IS TRANSPARENT WINDOW

MARKET STREET:

ACTIVE USE STREET FRONT 153'-8"
 TRANSPARENT WINDOW/DOORWAYS 101'-6"

101.5' / 153.7' = 67% OF ACTIVE USE IS TRANSPARENT WINDOW

SF PLANNING CODE SECTIONS:

145.1 (c) 6
 "FRONTAGES WITH ACTIVE USES THAT ARE NOT RESIDENTIAL OR PDR MUST BE FENESTRATED WITH TRANSPARENT WINDOWS AND DOORWAYS FOR NO LESS THAN 60 PERCENT OF THE STREET FRONTAGE AT THE GROUND LEVEL."

145.1(b)2
 "ACTIVE USE. AN "ACTIVE USE" SHALL MEAN ANY PRINCIPAL, CONDITIONAL, OR ACCESSORY USE THAT BY ITS NATURE DOES NOT REQUIRE NON-TRANSPARENT WALLS FACING A PUBLIC STREET OR INVOLVES THE STORAGE OF GOODS OR VEHICLES."

