



SAN FRANCISCO PLANNING DEPARTMENT

Executive Summary Downtown Project & Conditional Use Authorizations Hearing Date: April 11, 2019

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

Reception:
415.558.6378

Fax:
415.558.6409

Planning
Information:
415.558.6377

Record No.: 2018-004711DNXCUA
Project Address: 555-575 Market Street
Zoning: C-3-O(SD) (Downtown-Office, Special Development) Zoning District
500-S Height and Bulk District
Transit Center C-3-O(SD) Commercial Special Use District
Block/Lot: 3708/174-175
Project Sponsor: Mark Loper
Reuben, Junius, & Rose LLP
One Bush Street, Suite 600
San Francisco, CA 94104
Staff Contact: Seema Adina – (415) 575-8722
seema.adina@sfgov.org
Recommendation: **Approval with Conditions**

PROJECT DESCRIPTION

The Project would convert 3,359 square feet of retail use at the ground floor of 555 Market Street to office use and requests a modification from the ground floor commercial requirement to allow a non-retail sales and service use (office). The Project would also renovate the plaza and construct a 952 square-foot retail kiosk within the area. In addition, the Project reconfigures the ground floors of the existing buildings.

REQUIRED COMMISSION ACTION

In order for the Project to proceed, the Commission must grant a Conditional Use Authorization, pursuant to Planning Code Sections 145.4, 210.2 and 303 to allow office use at the ground floor and grant a modification to the ground floor commercial use requirement.

The Commission must also grant a Downtown Project Authorization, pursuant to Planning Code Section 309.

ISSUES AND OTHER CONSIDERATIONS

- **Public Comment & Outreach.** The Project Sponsor conducted a Pre-Application meeting on March 22, 2018, attended by one member of the public. To date, the Department has received one letter of correspondence asking for public realm improvements such as lighting.
- **Office Use:** While the Project establishes office use on part of the ground floor of 555 Market Street, the space has been programmed so as to visually activate the ground floor and limit traditional office elements such as cubicles and conference rooms that face Market Street. The proposed restaurant includes seating and a bar kiosk adjacent to the tenant amenity space to provide a

seamless transition between office and retail use at the ground floor where transparency between the two spaces reads as a single activated ground floor.

ENVIRONMENTAL REVIEW

The Project is exempt from the California Environmental Quality Act ("CEQA") as a Class 1 and Class 3 categorical exemption.

BASIS FOR RECOMMENDATION

The Department finds that the Project is, on balance, consistent with the Downtown Area Plan, the Transit Center District Area Plan, and the Objectives and Policies of the General Plan. Although the Project results in some loss of retail space at 555 Market Street, the Project proposes programming of the space to visually activate the use of the ground floor while limiting traditional office elements such as cubicles and conference rooms facing Market Street. The Project would provide greater public access to the historic landscape through the rehabilitation of the plaza between the buildings and the connectivity between Stevenson and Market Street. The Department also finds the project to be necessary, desirable, and compatible with the surrounding neighborhood, and not to be detrimental to persons or adjacent properties in the vicinity.

ATTACHMENTS:

Draft Motion – Downtown Project Authorization with Conditions of Approval
Draft Motion – Conditional Use Authorization with Conditions of Approval
Exhibit B – Plans and Renderings
Exhibit C – Environmental Determination
Exhibit D – Maps and Context Photos
Exhibit F – Project Sponsor Submittal
Exhibit G – Public Correspondence



SAN FRANCISCO PLANNING DEPARTMENT

Planning Commission Draft Motion

HEARING DATE: APRIL 11, 2019

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Record No.: 2018-004711DNX/CUA
Project Address: 555-575 MARKET STREET
Zoning: C-3-O(SD) (Downtown-Office, Special Development) Zoning District
500-S Height and Bulk District
Transit Center C-3-O(SD) Commercial Special Use District
Block/Lot: 3708/174-175
Project Sponsor: Mark Loper
Reuben, Junius, & Rose LLP
One Bush Street, Suite 600
San Francisco, CA 94104
Property Owner: BRE Market Street Property Owner LLC
555 & 575 Market Street
San Francisco, CA 94105
Staff Contact: Seema Adina – (415) 575-8722
seema.adina@sfgov.org

ADOPTING FINDINGS TO APPROVE A SECTION 309 DETERMINATION OF COMPLIANCE FOR AN EXISTING BUILDING LOCATED AT 555 AND 575 MARKET STREET, LOTS 174-175 IN ASSESSOR'S BLOCK 3708, WITHIN THE C-3-O(SD) (DOWNTOWN-OFFICE, SPECIAL DEVELOPMENT), AND A 500-S HEIGHT AND BULK DISTRICT. THE PROPOSAL WOULD RECONFIGURE THE GROUND FLOORS OF THE EXISTING BUILDINGS AND CONVERT 3,359 SQAURE FEET OF RETAIL USE AT THE GROUND FLOOR OF 555 MARKET STREET TO OFFICE USE. THE PROPOSAL INCLUDES EXTENSIVE RENOVATION OF THE EXISTING PLAZA AND CONSTRUCTS A 952 SQUARE-FOOT RETAIL KIOSK IN THE PLAZA.

PREAMBLE

On April 3, 2018, Mark Loper of Reuben, Junius & Rose LLP (hereinafter "Project Sponsor") filed an Application with the Planning Department ("Department") for a Determination of Compliance with Planning Code Section 309 for the partial change of use from retail to office and the renovation and reconfiguration of the plaza and ground floor at 555-575 Market Street.

On April 23, 2018, the Project Sponsor filed an application with the Department for Environmental Review.

On February 15, 2019, the Project Sponsor also filed an application with the Department for a Conditional Use Authorization as modified and supplemented on February 28, 2019, under Planning Code Sections 210.2 and 303 with a request for modification from Section 145.4 to establish ground floor office use within the C-3-O(SD) (Downtown-Office, Special Development) District and a 500-S Height and Bulk District.

The Project is exempt from the California Environmental Quality Act ("CEQA") as a Class 1 and 3 categorical exemption.

On April 11, 2019, the San Francisco Planning Commission (hereinafter "Commission") conducted a duly noticed public hearing at a regularly scheduled meeting on Downtown Project Authorization Application No. 2018-004711DNX.

The Planning Department Commission Secretary is the custodian of records; the File for Record No. 2018-004711DNX is located at 1650 Mission Street, Suite 400, San Francisco, California.

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

MOVED, that the Commission hereby authorizes the Downtown Project Authorization as requested in Application No. 2018-004711DNX, subject to the conditions contained in "EXHIBIT A" of this motion, based on the following findings:

FINDINGS

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

1. The above recitals are accurate and constitute findings of this Commission.
2. **Project Description.** The Project would reconfigure the ground floors of the existing buildings and convert 3,359 square feet of retail use at the ground floor of 555 Market Street to office use. The Project includes extensive renovation of the existing plaza and constructs a 952 square-foot retail kiosk in the plaza. The Project also requests a modification from the ground floor commercial requirement to allow a non-retail sales and service use (office).
3. **Site Description and Present Use.** The Project Site consists of two adjacent parcels on the south side of Market Street between 1st and 2nd Streets. The 36,434 square-foot subject property at 555 Market Street and the 17,930 square-foot subject property at 575 Market Street on Lots 174-175 in Assessor's Block 3708 are both through lots with frontages on the south side of Market Street and the north side of Stevenson Street. The Project Site is located within the Downtown-Office, Special Development Zoning District and the 500-S Height and Bulk District.

555 Market Street is developed with a 300-foot, 21-story building containing approximately 8,000 square-feet of ground-floor retail and 318,931 square-feet of office on the remaining levels. 575 Market Street is developed with a 550-foot, 40-story building containing approximately 4,685 square-feet of ground-floor retail and 539,366 square-feet of office.

Both buildings were built by Standard Oil Company and served as the company's corporate headquarters in the 1960s and 1970s. There is a shared 12,700 square-foot landscaped plaza between the two buildings that serves as the primary access into the lobbies. The plaza, accessible only from Market Street, contains an existing metal railing which prohibits public access to the rear of the plaza and Stevenson Street.

4. **Surrounding Properties and Neighborhood.** The Project Site is located within the C-3-O(SD) Zoning District in the Transit Center District and Downtown Area Plan and the Financial District neighborhood. The immediate context is comprised of low, mid, and high-rise mixed-use buildings. The property directly abuts an office tower to the east and west of the subject properties, while the Flatiron and Crown Zellerbach Buildings are located directly across Market Street. The Project Site is well served by transit; the Montgomery BART and MUNI lines are within one block of the Site, with several MUNI bus lines within close proximity on Market and Mission Streets. Other zoning districts in the vicinity include: C-3-O (Downtown-Office), C-3-R (Downtown-Retail), and P (Public) Zoning Districts.
5. **Public Outreach and Comments.** The Project Sponsor conducted a Pre-Application meeting on March 22, 2018, attended by one member of the public. To date, the Department has received one letter of correspondence asking for public realm improvements such as lighting.
6. **Planning Code Compliance.** The Conditional Use Authorization Findings set forth in Motion No. XXXXX, Case No. 2018-004711CUA (Conditional Use Authorization, pursuant to Planning Code Sections 145.4, 210.2, and 303) apply to this motion and are incorporated herein as though fully set forth. The Commission finds that the Project is consistent with the relevant provisions of the Planning Code in the following manner:
 - A. **Use.** Planning Code Section 210.2 states that a Conditional Use Authorization is required for Office use at the ground floor.

The Project proposes to establish Office use (a non-Retail Sales and Service use) on the ground floor of 555 Market Street, thus a Conditional Use Authorization is required for the additional 3,359 gross square feet (gsf) of Office use proposed at the Site. The project is seeking a Conditional Use Authorization to approve ground floor Office use under Case No. 2018-004711CUA

- B. **Maximum Floor Area Ratio.** Planning Code Section 124 establishes a Floor Area Ratio of 6.0 to 1 for properties within the C-3-O(SD) Zoning District.

555 Market Street has a lot area of approximately 36,434 square feet. Therefore, up to 218,604 square feet of Gross Floor Area ("GFA") is allowed under the basic FAR limit. The Project Site's existing GFA is non-complying in the amount of 326,031 square-feet resulting in an FAR of 8.95 to 1. As shown in the conceptual plans for the Project, the proposal includes a reduction in GFA to 321,390 square feet,

resulting in an FAR of 8.82 to 1. The proposal would therefore include a reduction in the Site's FAR, bringing the property into closer conformity with Planning Code Section 124.

575 Market Street has a lot area of approximately 17,930 square feet. Therefore, up to 107,580 square feet of GFA is allowed under the basic FAR limit. The Project Site's existing GFA is non-complying in the amount of 539,366 square feet. As shown in the conceptual plans for the Project, the proposal does not include in either an increase or reduction in GFA. The Project Site would remain as legal non-conforming with respect to the FAR limits of the C-3-O(SD) Zoning District.

- C. **Street Frontage in Commercial Districts.** Section 145.1 exists to preserve, enhance, and promote attractive, clearly defined street frontages that are pedestrian-oriented, fine-grained, and which are appropriate and compatible with the buildings and uses in commercial districts. Active uses, as defined by the Code, are required within the first 25 feet of the building depth at ground floor, and the ground floor ceiling height must be at least 14 feet in height, as measured from grade.

The ground floor space of 555 Market Street along Market and Stevenson Streets have active uses and therefore complies with this Code Section. 575 Market Street contains an active use along Market Street however, has an existing, noncomplying use along Stevenson Street that is not considered "active." The Project does not exacerbate the non-conformity at this location. Both buildings have a ground floor ceiling height that exceeds the minimum required by Section 145.1 and is thus in compliance.

- D. **Required Ground Floor Commercial Uses.** Section 145.4 of the Planning Code requires active commercial uses for all C-3 Zoning Districts with frontage on Market Street.

The Project requires a modification to the active commercial use requirement because the proposal does not include Code-compliant active commercial use at 555 Market Street. Under Table 145.4, office use is not considered active commercial use. Under Section 145.4(e) of the Code, a modification may be granted subject to consideration of the Conditional Use findings of Section 303.

- E. **Bicycle Parking.** Section 155.2 establishes bicycle parking requirements. For office use, one Class 1 space is required for every 5,000 occupied sf, and two Class 2 spaces are required for the first 5,000 gsf, plus one Class 2 space for each additional 50,000 occupied sf. For retail use, one Class 1 space is required for every 7,500 sf of occupied floor area, and one Class 2 space is required for every 2,500 occupied sf, with a minimum of two Class 2 spaces. For restaurants, one Class 1 space is required for every 7,500 sf of occupied floor area, and one Class 2 space is required for every 750 sf of occupied floor area, with a minimum of 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.

Bicycle parking requirements apply to certain projects, including those proposing to increase the

existing gross floor area by more than 20% and those with a change in occupancy or increase in intensity of use which would increase the required number of bicycle spaces by more than 15%. The Project would not increase the gross floor area by more than 20% and the change of use to convert a portion of the existing retail space for office use is a reduction in the intensity of use. Therefore, bicycle parking would not be required of the Project.

7. **Downtown Project Authorization Design Review in C-3 Districts.** Planning Code Section 309 lists ten aspects of design review in which a project must comply; the Planning Commission finds that the project is compliant with these ten aspects as follows:
 - A. **Building siting, orientation, massing, and façade treatment, including proportion, scale, setbacks, materials, cornice, parapet and fenestration treatment, and design of building tops.** *The Project Site contains two buildings that were developed as steel-frame office towers, set on a raised granite base. The Project does not propose to add additional massing or change the fenestration treatment. The existing bays on 555 Market Street will become accessible to both the retail and office uses of the building and better connect the building with Market Street. The Project maintains the historical portions of the building and the landscape to provide an inviting plaza and connectivity between Market and Stevenson Streets. The proposed deck fronting Stevenson Street is part of the proposed restaurant use at this location and will not have a negative impact on the building.*
 - B. **Aspects of the project affecting views and view corridors, shadowing of sidewalks and open spaces, openness of the street to the sky, ground-level wind current, and maintenance of predominant streetwalls in the immediate vicinity.** *The Project does not propose additions that would significantly alter any views or cast shadows or wind-currents. The proposed 14-foot, 962 square-foot kiosk provides a retractable canopy, while the reconfiguration and redesign of the lobby and plaza does not propose alterations to the building massing or streetwalls. Overall, the Project offers a high-quality architectural treatment, which provides for unique and expressive architectural design that is consistent and compatible with the existing buildings and surrounding neighborhood.*
 - C. **Aspects of the project affecting parking, traffic circulation and transit operation and loading points.** *The Project is not anticipated to affect parking, traffic circulation and transit operation and loading points. The existing retail space will be reduced, while the office use proposed at the ground floor is an extension of upper levels of office use. The Project will encourage pedestrian circulation due to its connectivity to several BART and MUNI bus and rail lines. Along the lower floors, the Project provides for a publicly-accessible mid-block plaza with pedestrian access on Market and Stevenson Streets. Further, no additional off-street parking or loading is proposed or required at the Site, preserving the existing pedestrian circulation of Market Street while not generating significant vehicular traffic.*
 - D. **Aspects of the project affecting its energy consumption.** *The Project is not expected to affect energy consumption. Many of the landscape features are to be maintained while the ground floor will become better activated. The retail kiosk in the plaza proposes a green roof.*

- E. **Aspects of the project related to pedestrian activity, such as placement of entrances, street scale, visual richness, location of retail uses, and pedestrian circulation, and location and design of open space features.** *The Project retains many features from Landscape Architect Theodore Osmundson's original design while rearranging open space features to provide improved pedestrian circulation and use of the plaza. The 962 square-foot retail kiosk fronting Market Street is easily accessed through the plaza's redesign and widening while the reconfiguration of the landscape features provides greater interaction with the stream and waterfall by providing seating and increased occupiable area.*
 - F. **Aspects of the project affecting public spaces adjacent to the project, such as the location and type of street trees and landscaping, sidewalk paving material, and the design and location of street furniture as required by Section 138.1.** *While the Project does not trigger street improvement measures through Section 138.1, the Project does include new streetscape elements, such as several new street trees on Stevenson Street, seating areas within the property line on Market Street and within the plaza, and ramp access from both frontages. These improvements would vastly improve the public realm and surrounding streetscape.*
 - G. **Aspects of the project relating to quality of the living environment of residential units, including housing unit size and the provisions of open space for residents.** *The Project Site does not have any existing housing, nor is any proposed within the scope of the Project.*
 - H. **Aspects of the design of the project which have significant environmental consequences.** *The Project is not expected to have significant environmental consequences.*
 - I. **Aspects of the project that affect its compliance with the provisions of Sections 1109(c), 1111.2(c), 1111.6(c), and 1113 regarding new construction and alterations in conservation districts.** *The Project is not located within a conservation district.*
 - J. **Other aspects of the project for which modifications are justified because of its unique or unusual location, environment, topography, or other circumstances.** *The Project is requesting a modification from Planning Code Section 145.4 for the ground floor active commercial use requirement. The existing configuration of the building's raised entry precludes access from Market Street to the northern portion of the ground floor of 555 Market Street. Given the lobby configuration and security desk at this location, the approximately 20 foot setback of the building from Market Street, and the vertical separation between the building and pedestrians, the area under consideration does not appear inviting as a traditional retail space.*
8. **General Plan Compliance.** The Project is, on balance, consistent with the following Objectives and Policies of the General Plan:

COMMERCE AND INDUSTRY ELEMENT

Objectives and Policies

OBJECTIVE 1:

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

Policy 1.1

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

Policy 1.2

Assure that all commercial and industrial uses meet minimum reasonable performance standards.

Policy 1.3

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

The Project would activate the plaza with retail space in an area that currently prohibits full use of the space by the public. In integrating ground floor office use as tenant amenity space while providing retail use for the direct entry into 555 Market Street, the Project would create additional pedestrian traffic and interaction with the building and historic landscape.

OBJECTIVE 8:

ENHANCE SAN FRANCISCO'S POSITION AS A NATIONAL CENTER FOR CONVENTIONS AND VISITOR TRADE.

Policy 8.3

Assure that areas of particular visitor attraction are provided with adequate public services for both residents and visitors.

The Project locates retail use in a location that is geographically in proximity to the attractions, conventions, entertainment, public transit, retail and food services frequented by tourists and business travelers.

TRANSPORTATION ELEMENT

Objectives and Policies

OBJECTIVE 2:

MEET THE NEEDS OF ALL RESIDENTS AND VISITORS FOR SAFE, CONVENIENT, INEXPENSIVE TRAVEL WITHIN SAN FRANCISCO AND BETWEEN THE CITY AND OTHER PARTS OF THE REGION WHILE MAINTAINING THE HIGH-QUALITY LIVING ENVIRONMENT OF THE BAY AREA.

Policy 2.1

Give priority to public transit and other alternatives to the private automobile as the means of meeting San Francisco's transportation needs, particularly those of commuters.

The Project is located within a transit-rich area and within close proximity to downtown where jobs, offices, and tourist amenities are concentrated. By not providing additional parking, the Project encourages the use of public transit as an alternative to automobiles.

URBAN DESIGN ELEMENT

Objectives and Policies

OBJECTIVE 1:

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

Policy 1.5

Emphasize the special nature of each district through distinctive landscaping and other features.

Policy 1.6

Make centers of activity more prominent through design of street features and by other means.

Policy 1.9

Increase the clarity of routes for travelers.

The Project maintains the historical landscape elements of the Plaza while promoting clear usable open space by the public. This is done through the construction of several ramps, a retail kiosk, and seating areas around the existing stream in the plaza. In removing visual barriers within the plaza, a clear visual connection is made between Market and Stevenson Streets, encouraging pedestrians to utilize the plaza as a connection or route to the Transit Center, and clarifies that the plaza serves more than an access point to the buildings. The Project supports the Urban Design Element in that it adaptively reuses the buildings for a use that is consistent with elements of the General Plan, while maintaining its historic integrity and upgrading the plaza to current standards, and provides the public greater access to the historic landscape elements.

OBJECTIVE 4:

IMPROVEMENT OF THE NEIGHBORHOOD ENVIRONMENT TO INCREASE PERSONAL SAFETY, COMFORT, PRIDE AND OPPORTUNITY.

Policy 4.11

Make use of street space and other unused public areas for recreation, particularly in dense neighborhoods, such as those close to downtown, where land for traditional open spaces is difficult to assemble.

Policy 4.13

Improve pedestrian areas by providing human scale and interest.

The Project will include streetscape improvements including new street trees. The change of use allows the building's base, which has a large setback from Market Street, to be utilized as balconies providing an appropriate scale for pedestrians on Market Street. The Project would add an important aspect of activity by virtue of its newly publicly accessible retail areas and its plaza. These improvements would allow for greater interaction with the property and greater streetscape improvements through the well-designed ground floor treatments.

DOWNTOWN AREA PLAN

SPACE FOR COMMERCE

Objectives and Policies

OBJECTIVE 2:

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

Policy 2.1

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

Policy 2.2

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

The Project activates the site with office and retail use in an area where office use is generally encouraged, providing regional jobs with ease of access by public transportation and assisting to diversify the neighborhood economy. The renovation of the plaza will provide public space that enhances the working environment not only for employees of Market Center, but other office workers and residents in the vicinity. The plaza and the retail spaces – the proposed restaurant in the converted exercise room in 555 Market, the retail kiosk in 555 Market, and the new 962 square-foot retail structure in the plaza will encourage the long-term viability of Market Center in the downtown core. Reactivating the plaza and ground floor is in keeping with the general land use pattern of the Downtown area.

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

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

The project site will increase traditional retail uses at the site, enhancing opportunities for resident employment in and ownership of those businesses.

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

The project site does possess any existing housing. In maintaining the historic integrity of the plaza and the potentially historic buildings, the Project ensures that the neighborhood character is preserved and enhanced by providing the public greater access to the space. The Project reflects the area's mixture of restaurants, bars, and office uses. For these reasons, the Project would protect and preserve the cultural and economic diversity of the neighborhood.

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

The Project does not currently possess any existing affordable housing.

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

The Project Site is served by nearby public transportation options. The Project is located along several Muni bus lines and is within walking distance of the BART Station at Market and 2nd Street. Future patrons would be afforded proximity to numerous public transportation options. The Project also provides sufficient bicycle parking for guests in the form of Class I bicycle parking spaces in the basement.

- 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 existing Project Site does not include any industrial sectors; Industrial use is generally not permitted in the C-3-O Zoning District.

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

The Project will be designed and will be constructed to conform to the structural and seismic safety requirements of the Building Code. This proposal will not impact the property's ability to withstand an earthquake.

- G. That landmarks and historic buildings be preserved.

Currently, the Project Site does not contain any City Landmarks or historic buildings. The Project is undergoing a Historic Resource Analysis as part of its environmental review. The Project retains historical elements of Theodore Osmundson's 1970s plaza design.

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

The Project will have no demonstrable effect on access to sunlight and vistas to parks and open space and will provide a new benefit to the city by increasing the amount of publicly available open space in the downtown area.

10. The Project is consistent with and would promote the general and specific purposes of the Code provided under Section 101.1(b) in that, as designed, the Project would contribute to the character and stability of the neighborhood and would constitute a beneficial development.
11. The Commission hereby finds that approval of the Downtown Project Authorization would promote the health, safety and welfare of the City.

DECISION

That based upon the Record, the submissions by the Applicant, the staff of the Department and other interested parties, the oral testimony presented to this Commission at the public hearings, and all other written materials submitted by all parties, the Commission hereby **APPROVES Downtown Project Authorization Application No. 2018-004711DNX** subject to the following conditions attached hereto as "EXHIBIT A" in general conformance with plans on file, dated February 7, 2018, and stamped "EXHIBIT B", which is incorporated herein by reference as though fully set forth.

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. 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.

APPEAL AND EFFECTIVE DATE OF MOTION: Any aggrieved person may appeal this Section 309 Downtown Project Authorization to the Board of Appeals within fifteen (15) days after the date of this Motion. The effective date of this Motion shall be the date of adoption of this Motion if not appealed (after the 15-day period has expired) OR the date of the decision of the Board of Appeals if appealed to the Board of Appeals. Any appeal shall be made to the Board of Appeals, unless an associated entitlement is appealed to the Board of Supervisors, in which case the appeal of this Motion shall also be made to the Board of Supervisors (see Charter Section 4.135). For further information, please contact the Board of Appeals at (415) 575-6880, 1660 Mission, Room 3036, San Francisco, CA 94103, or the Board of Supervisors at (415) 554-5184, City Hall, Room 244, 1 Dr. Carlton B. Goodlett Place, San Francisco, CA 94102.

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

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

I hereby certify that the Planning Commission ADOPTED the foregoing Motion on April 11, 2019

Jonas P. Ionin
Commission Secretary

AYES:

NAYS:

ABSENT:

ADOPTED: April 11, 2019

EXHIBIT A

AUTHORIZATION

This authorization is for a Downtown Project Authorization related to the establishment of office use and reconfiguration of the existing plaza located at 555-575 Market Street, Block 3708, and Lots 174-175 pursuant to Planning Code Section(s) 309 within the C-3-O(SD) District and a 500-S Height and Bulk District; in general conformance with plans, dated February 7, 2018, and stamped "EXHIBIT B" included in the docket for Record No. 2018-004711DNX and subject to conditions of approval reviewed and approved by the Commission on April 11, 2019 under Motion No XXXXXX. This authorization and the conditions contained herein run with the property and not with a particular Project Sponsor, business, or operator.

RECORDATION OF CONDITIONS OF APPROVAL

Prior to the issuance of the building permit or commencement of use for the Project the Zoning Administrator shall approve and order the recordation of a Notice in the Official Records of the Recorder of the City and County of San Francisco for the subject property. This Notice shall state that the project is subject to the conditions of approval contained herein and reviewed and approved by the Planning Commission on April 11, 2019 under Motion No XXXXXX.

PRINTING OF CONDITIONS OF APPROVAL ON PLANS

The conditions of approval under the 'Exhibit A' of this Planning Commission Motion No. XXXXXX shall be reproduced on the Index Sheet of construction plans submitted with the site or building permit application for the Project. The Index Sheet of the construction plans shall reference to the 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. **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-year period.

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

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

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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.

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

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

6. **Additional Project Authorization.** The Conditions of Approval set forth in Exhibit A of Motion No. XXXXX, Case No. 2018-004711CUA (Conditional Use Authorization, pursuant to planning code section 145.4, 210.2, and 303) apply to this approval, and are incorporated herein as though fully set forth, except as modified herein. 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.

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DESIGN – COMPLIANCE AT PLAN STAGE

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

For information about compliance, contact the Case Planner, Planning Department at 415-575-8722, www.sf-planning.org

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

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PROVISIONS

11. **Ground-Floor Office Use.** The ground floor designated “tenant amenity office space” shall comply with the transparency and active use requirements of the code now and in the future. Traditional office elements such as cubicles, conference rooms, and desk shall not be allowed. If such programming does not remain, the City shall have a right to initiate revocation of the conditional use authorization and/or issue a notice of violation and pursue abatement.

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MONITORING - AFTER ENTITLEMENT

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

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

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

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OPERATION

14. **Eating and Drinking Uses.** As defined in Planning Code Section 202.2, Eating and Drinking Uses, as defined in Section [102](#), shall be subject to the following conditions:

- A. The business operator shall maintain the main entrance to the building and all sidewalks abutting the subject property in a clean and sanitary condition in compliance with the Department of Public Works Street and Sidewalk Maintenance Standards. In addition, the operator shall be responsible for daily monitoring of the sidewalk within a one-block radius of the subject business to maintain the sidewalk free of paper or other litter associated with the business during business hours, in accordance with Article 1, Section [34](#) of the San Francisco Police Code.

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

- B. When located within an enclosed space, the premises shall be adequately soundproofed or insulated for noise and operated so that incidental noise shall not be audible beyond the premises or in other sections of the building, and fixed-source equipment noise shall not exceed the decibel levels specified in the San Francisco Noise Control Ordinance.

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

For information about compliance with construction noise requirements, contact the Department of Building Inspection at 415-558-6570, www.sfdbi.org.

For information about compliance with the requirements for amplified sound, including music and television, contact the Police Department at 415-553-0123, www.sf-police.org.

- C. While it is inevitable that some low level of odor may be detectable to nearby residents and passersby, appropriate odor control equipment shall be installed in conformance with the approved plans and maintained to prevent any significant noxious or offensive odors from escaping the premises.

For information about compliance with odor or other chemical air pollutants standards, contact the Bay Area Air Quality Management District, (BAAQMD), 1-800-334-ODOR (6367), www.baaqmd.gov and Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

- D. 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 the Bureau of Street Use and Mapping, Department of Public Works at 415-554-.5810, <http://sfdpw.org>.

15. **Sidewalk Maintenance.** The Project Sponsor shall maintain the main entrance to the building and all sidewalks abutting the subject property in a clean and sanitary condition in compliance with the Department of Public Works Streets and Sidewalk Maintenance Standards.

For information about compliance, contact Bureau of Street Use and Mapping, Department of Public Works, 415-695-2017, <http://sfdpw.org>

16. **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 and all registered neighborhood groups for the area with written notice of the name, business address, and telephone number of the community liaison. Should the contact information change, the Zoning Administrator and registered neighborhood groups shall be made aware of such change. The community liaison shall report to the Zoning Administrator what issues, if any, are of concern to the community and what issues have not been resolved by the Project Sponsor.

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



SAN FRANCISCO PLANNING DEPARTMENT

Planning Commission Draft Motion

HEARING DATE: APRIL 11, 2019

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

Reception:
415.558.6378

Fax:
415.558.6409

Planning
Information:
415.558.6377

Record No.: 2018-004711DNX/CUA
Project Address: 555-575 MARKET STREET
Zoning: C-3-O(SD) (Downtown-Office, Special Development) Zoning District
500-S Height and Bulk District
Transit Center C-3-O(SD) Commercial Special Use District
Block/Lot: 3708/174-175
Project Sponsor: Mark Loper
Reuben, Junius, & Rose LLP
One Bush Street, Suite 600
San Francisco, CA 94104
Property Owner: BRE Market Street Property Owner LLC
555 & 575 Market Street
San Francisco, CA 94105
Staff Contact: Seema Adina – (415) 575-8722
seema.adina@sfgov.org

ADOPTING FINDINGS TO APPROVE A CONDITIONAL USE AUTHORIZATION PURSUANT TO PLANNING CODE SECTIONS 145.4, 210.2 AND 303, TO ALLOW A NON-RETAIL SALES AND SERVICE USE (OFFICE) WITHIN AN EXISTING BUILDING LOCATED AT 555 AND 575 MARKET STREET, LOTS 174-175 IN ASSESSOR'S BLOCK 3708, WITHIN THE C-3-O(SD) (DOWNTOWN-OFFICE, SPECIAL DEVELOPMENT), AND A 500-S HEIGHT AND BULK DISTRICT. THE PROPOSAL WOULD RECONFIGURE THE GROUND FLOORS OF THE EXISTING BUILDINGS AND CONVERT 3,359 SQAURE FEET OF RETAIL USE AT THE GROUND FLOOR OF 555 MARKET STREET TO OFFICE USE. THE PROPOSAL INCLUDES EXTENSIVE RENOVATION OF THE EXISTING PLAZA AND CONSTRUCTS A 952 SQUARE-FOOT RETAIL KIOSK IN THE PLAZA.

PREAMBLE

On April 3, 2018, Mark Loper of Reuben, Junius & Rose LLP (hereinafter "Project Sponsor") filed an Application with the Planning Department ("Department") for Environmental Review for a Determination of Compliance with Planning Code Section 309 for the partial change of use from retail to office and the renovation and reconfiguration of the plaza and ground floor at 555-575 Market Street.

On April 23, 2018, the Project Sponsor filed an application with the Department for Environmental Review.

On February 15, 2019, the Project Sponsor also filed an application with the Department for a Conditional Use Authorization as modified and supplemented on February 28, 2019, under Planning Code Sections 210.2 and 303 with a request for modification from Section 145.4 to establish ground floor office use within the C-3-O(SD) (Downtown-Office, Special Development) District and a 500-S Height and Bulk District.

The Project is exempt from the California Environmental Quality Act ("CEQA") as a Class 1 and 3 categorical exemption.

On April 11, 2019, the San Francisco Planning Commission (hereinafter "Commission") conducted a duly noticed public hearing at a regularly scheduled meeting on Conditional Use Authorization Application No. 2018-004711CUA.

The Planning Department Commission Secretary is the custodian of records; the File for Record No. 2018-004711CUA is located at 1650 Mission Street, Suite 400, San Francisco, California.

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

MOVED, that the Commission hereby authorizes the Conditional Use Authorization requested in Application No. 2018-004711CUA, subject to the conditions contained in "EXHIBIT A" of this motion, based on the following findings:

FINDINGS

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

1. The above recitals are accurate and constitute findings of this Commission.
2. **Project Description.** The Project would reconfigure the ground floors of the existing buildings and convert 3,359 square feet of retail use at the ground floor of 555 Market Street to office use. The Project includes extensive renovation of the existing plaza and constructs a 952 square-foot retail kiosk in the plaza. The Project also requests a modification from the ground floor commercial requirement to allow a non-retail sales and service use (office).
3. **Site Description and Present Use.** The Project Site consists of two adjacent parcels on the south side of Market Street between 1st and 2nd Streets. The 36,434 square-foot subject property at 555 Market Street and the 17,930 square-foot subject property at 575 Market Street on Lots 174-175 in Assessor's Block 3708 are both through lots with frontages on the south side of Market Street and the north side of Stevenson Street. The Project Site is located within the Downtown-Office, Special Development Zoning District and the 500-S Height and Bulk District.

555 Market Street is developed with a 300-foot, 21-story building containing approximately 8,000 square-feet of ground-floor retail and 318,931 square-feet of office on the remaining levels. 575

Market Street is developed with a 550-foot, 40-story building containing approximately 4,685 square-feet of ground-floor retail and 539,366 square-feet of office.

Both buildings were built by Standard Oil Company and served as the company's corporate headquarters in the 1960s and 1970s. There is a shared 12,700 square-foot landscaped plaza between the two buildings that serves as the primary access into the lobbies. The plaza, accessible only from Market Street, contains an existing metal railing which prohibits public access to the rear of the plaza and Stevenson Street.

4. **Surrounding Properties and Neighborhood.** The Project Site is located within the C-3-O(SD) Zoning District in the Transit Center District and Downtown Area Plan and the Financial District neighborhood. The immediate context is comprised of low, mid, and high-rise mixed-use buildings. The property directly abuts an office tower to the east and west of the subject properties, while the Flatiron and Crown Zellerbach Buildings are located directly across Market Street. The Project Site is well served by transit; the Montgomery BART and MUNI lines are within one block of the Site, with several MUNI bus lines within close proximity on Market and Mission Streets. Other zoning districts in the vicinity include: C-3-O (Downtown-Office), C-3-R (Downtown-Retail), and P (Public) Zoning Districts.
5. **Public Outreach and Comments.** The Project Sponsor conducted a Pre-Application meeting on March 22, 2018, attended by one member of the public. To date, the Department has received one letter of correspondence asking for public realm improvements such as lighting.
6. **Planning Code Compliance.** The Planning Code Compliance Findings set forth in Motion No. XXXXX, Case No. 2018-004711DNX (Downtown Project Authorization, pursuant to Planning Code Section 309) apply to this Motion and are incorporated herein as fully set forth.
7. **Conditional Use Findings.** Planning Code Section 303 establishes criteria for the Planning Commission to consider when reviewing applications for Conditional Use authorization. On balance, the project complies 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 is a partial change of use from 3,359 square feet of retail to office use. The existing retail space is used by Bank of the West, serving primarily private equity clients on an appointment basis and not available to the general public. The office use at the ground floor is conditioned upon being used as tenant amenity space, with an open floor plan, and no elements of traditional office space in order to provide an active ground floor at the Project Site. By providing retail use in the rest of the building while maintaining an open visual connection between the retail and office spaces, the ground floor will

maintain visual continuity along Market Street while ensuring full utilization of the interior in a manner that was previously not available. The Project also proposes a retail kiosk in the plaza as part of the plaza redesign that will invite residents, workers, tourists to interact in the open space. It is anticipated that the new users will support the nearby neighborhood-serving retail uses, further adding pedestrian-oriented activity to the immediate neighborhood.

- 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:

- (1) Nature of proposed site, including its size and shape, and the proposed size, shape and arrangement of structures;

The Project proposes office use within the existing building at 555 Market Street. The Project's exterior changes is the arrangement of the plaza and addition of the retail kiosk fronting Market Street. The plaza will be transformed from its current privatized configuration to an area inviting to the surrounding neighborhood. The proposed renovation will allow for 7,5000 square-feet of accessible and open public space, while retaining a number of features from Theodore Osmundson's original design. Therefore, the proposed arrangement of the site will enhance the pedestrian experience and neighborhood character.

- (2) 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 Planning Code does not require off-street parking for the Project. The high-density development and commercial uses that characterize the neighborhood may encourage patrons to find alternatives to the use of private automobile, such as bicycles, public transportation, and taxis or ridesharing. The Project will generate less demand for private automobile use because the Site is situated within a transit-rich area within walking distance to both the Montgomery Street and Powell Street BART and MUNI stations, and several MUNI bus stations along Market and Mission Streets.

- (3) The safeguards afforded to prevent noxious or offensive emissions such as noise, glare, dust and odor;

The Project does not provide for off-street parking and therefore is not expected to produce noxious or offensive emissions, noise, glare, dust, or odors associated with vehicles parking on-site. Garbage and recycling facilities will remain inside the building and be contained within the ground level with a single access point.

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

The Project will enhance current aesthetics of the plaza, while retaining character-defining features of its current design. The proposed design retains the existing stream while creating occupiable area that engages the public with a retail pavilion and seating fronting Market Street and new street trees along Stevenson Street.

- 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.

8. **General Plan Compliance.** The Planning Code Compliance Findings set forth in Motion No. XXXXX, Case No. 2018-004711DNX (Downtown Project Authorization, pursuant to 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 Planning Code Priority Policy Findings set forth in Motion No. XXXXX, Case No 2018-004711DNX (Downtown Project Authorization, pursuant to Planning Code Section 309) apply to this Motion and are incorporated herein as though fully set forth.
10. The Project is consistent with and would promote the general and specific purposes of the Code provided under Section 101.1(b) in that, as designed, the Project would contribute to the character and stability of the neighborhood and would constitute a beneficial development.
11. The Commission hereby finds that approval of the 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 Conditional Use Authorization Application No. 2018-004711CUA** subject to the following conditions attached hereto as “EXHIBIT A” in general conformance with plans on file, dated February 7, 2018, and stamped “EXHIBIT B”, which is incorporated herein by reference as though fully set forth.

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. 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.

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

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

I hereby certify that the Planning Commission ADOPTED the foregoing Motion on April 11, 2019.

Jonas P. Ionin
Commission Secretary

AYES:

NAYS:

ABSENT:

ADOPTED: April 11, 2019

EXHIBIT A

AUTHORIZATION

This authorization is for a conditional use to establish a Office use located at 555 Market Street, Block 3708, and Lot 174, pursuant to Planning Code Section(s) **145.4, 210.2 and 303** within the **C-3-O(SD)** District and a **500-S** Height and Bulk District; in general conformance with plans, dated **February 7, 2018**, and stamped “EXHIBIT B” included in the docket for Record No. **2018-004711CUA** and subject to conditions of approval reviewed and approved by the Commission on **April 11, 2019** under Motion No **XXXXXX**. 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 Planning Code Compliance Findings set forth in Motion No. XXXXX, Case No. 2018-04711DNX (Downtown Project Authorization, pursuant to Planning Code Section 309) apply to this Motion and are incorporated herein as though fully set forth.

RECORDATION OF CONDITIONS OF APPROVAL

Prior to the issuance of the building permit or commencement of use for the Project the Zoning Administrator shall approve and order the recordation of a Notice in the Official Records of the Recorder of the City and County of San Francisco for the subject property. This Notice shall state that the project is subject to the conditions of approval contained herein and reviewed and approved by the Planning Commission on **April 11, 2019** under Motion No **XXXXXX**.

PRINTING OF CONDITIONS OF APPROVAL ON PLANS

The conditions of approval under the 'Exhibit A' of this Planning Commission Motion No. **XXXXXX** shall be reproduced on the Index Sheet of construction plans submitted with the site or building permit application for the Project. The Index Sheet of the construction plans shall reference to the 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. **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-year period.

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

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

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6. **Additional Project Authorization.** The Project Sponsor must obtain Project authorization under Section 309 and satisfy all the conditions thereof. 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.

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For information about compliance with construction noise requirements, contact the Department of Building Inspection at 415-558-6570, www.sfdbi.org.

For information about compliance with the requirements for amplified sound, including music and television, contact the Police Department at 415-553-0123, www.sf-police.org.

- C. While it is inevitable that some low level of odor may be detectable to nearby residents and passersby, appropriate odor control equipment shall be installed in conformance with the approved plans and maintained to prevent any significant noxious or offensive odors from escaping the premises.

For information about compliance with odor or other chemical air pollutants standards, contact the Bay Area Air Quality Management District, (BAAQMD), 1-800-334-ODOR (6367), www.baaqmd.gov and Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

- D. 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 the Bureau of Street Use and Mapping, Department of Public Works at 415-554-.5810, <http://sfdpw.org>.

15. **Sidewalk Maintenance.** The Project Sponsor shall maintain the main entrance to the building and all sidewalks abutting the subject property in a clean and sanitary condition in compliance with the Department of Public Works Streets and Sidewalk Maintenance Standards.

For information about compliance, contact Bureau of Street Use and Mapping, Department of Public Works, 415-695-2017, <http://sfdpw.org>

16. **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 and all registered neighborhood groups for the area with written notice of the name, business address, and telephone number of the community liaison. Should the contact information change, the Zoning Administrator and registered neighborhood groups shall be made aware of such change. The community liaison shall report to the Zoning Administrator what issues, if any, are of concern to the community and what issues have not been resolved by the Project Sponsor.

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

EXHIBIT B:

PLANS AND RENDERINGS



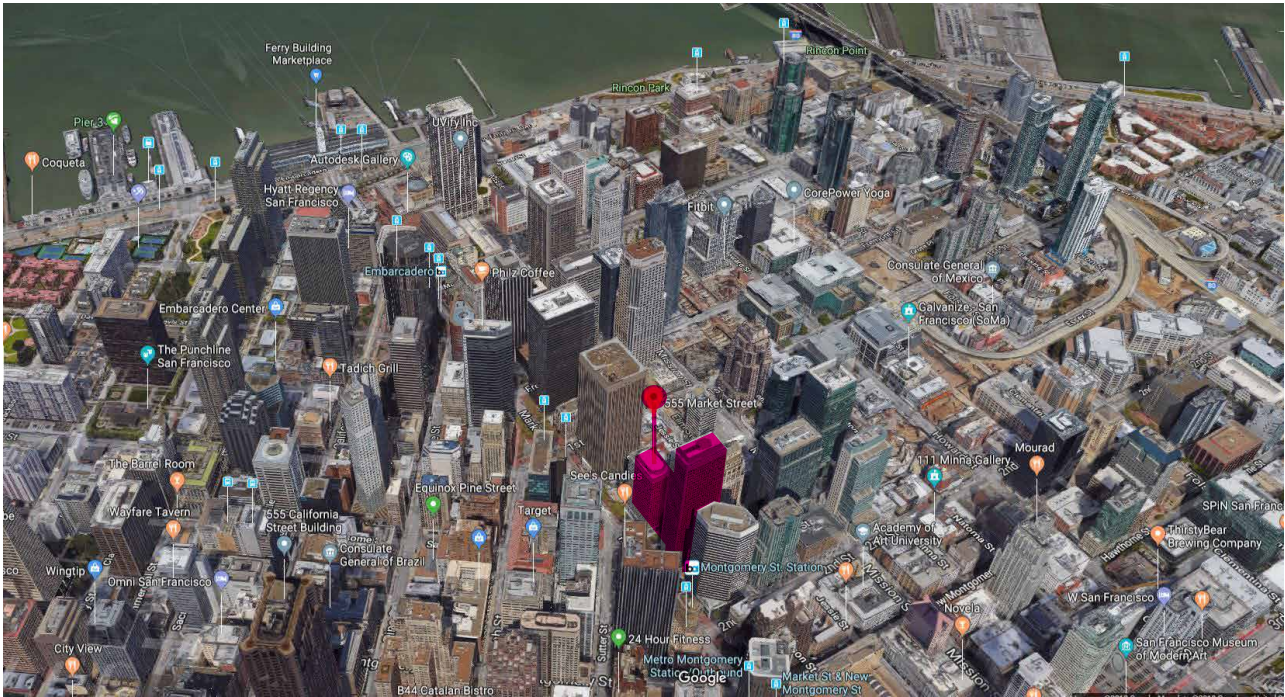
Market Center SF

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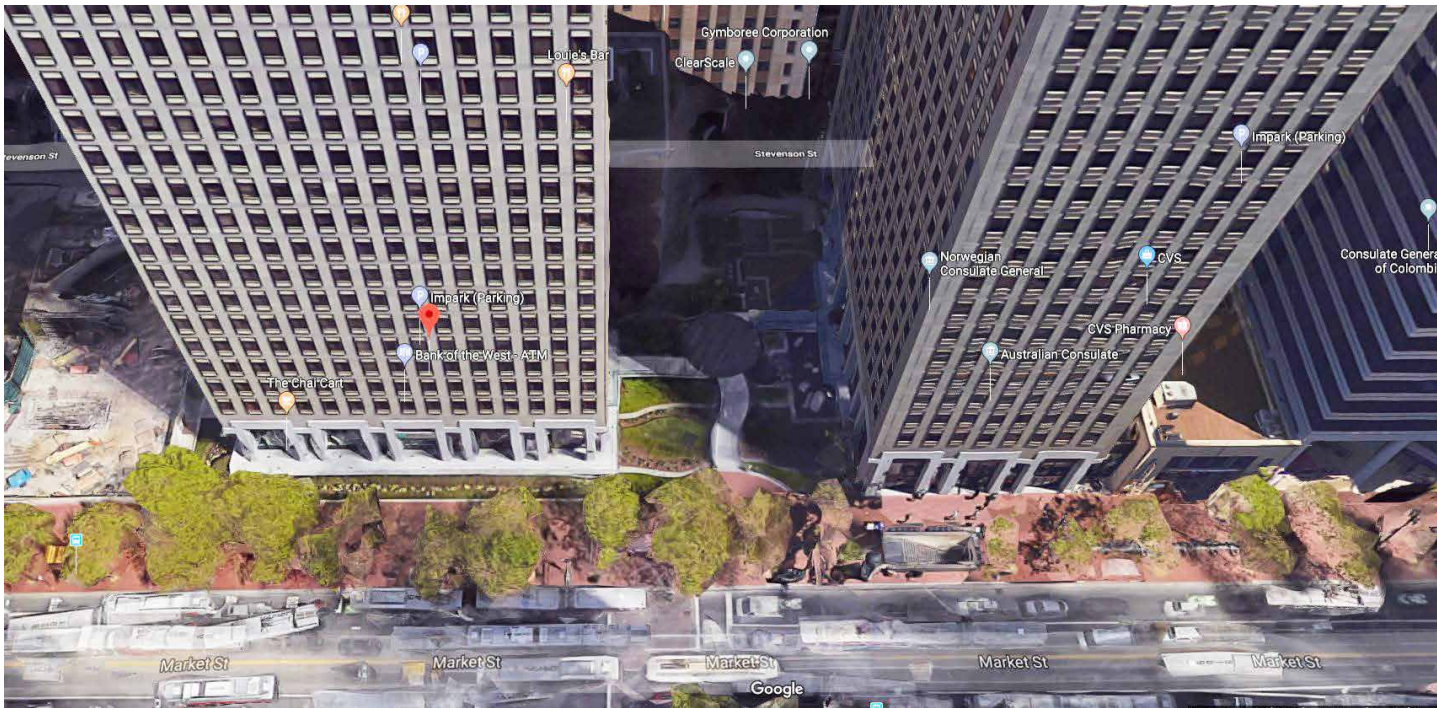
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		53.	PAVILION FINISH PALLETE



<u>ADDRESS:</u>	555 & 575 MARKET STREET (MARKET CENTER)
<u>ASSESSOR'S BLOCK/LOT:</u>	2708/174 (555) and 3708/175 (575)
<u>SITE AREA SF:</u>	36,434 SF
<u>ZONING:</u>	C-3-O (SD) COMMERCIAL
<u>HEIGHT:</u>	(PLAZA STRUCTURES) EACH 20' TALL 555 & 575 MARKET STREET BLDGS EXISTING
<u>BULK:</u>	500-S, 300-S

OVERALL SITE PLAN (EXISTING)



MARKET CENTER San Francisco

Alternative name: Chevron Towers

Type: Commercial Tower

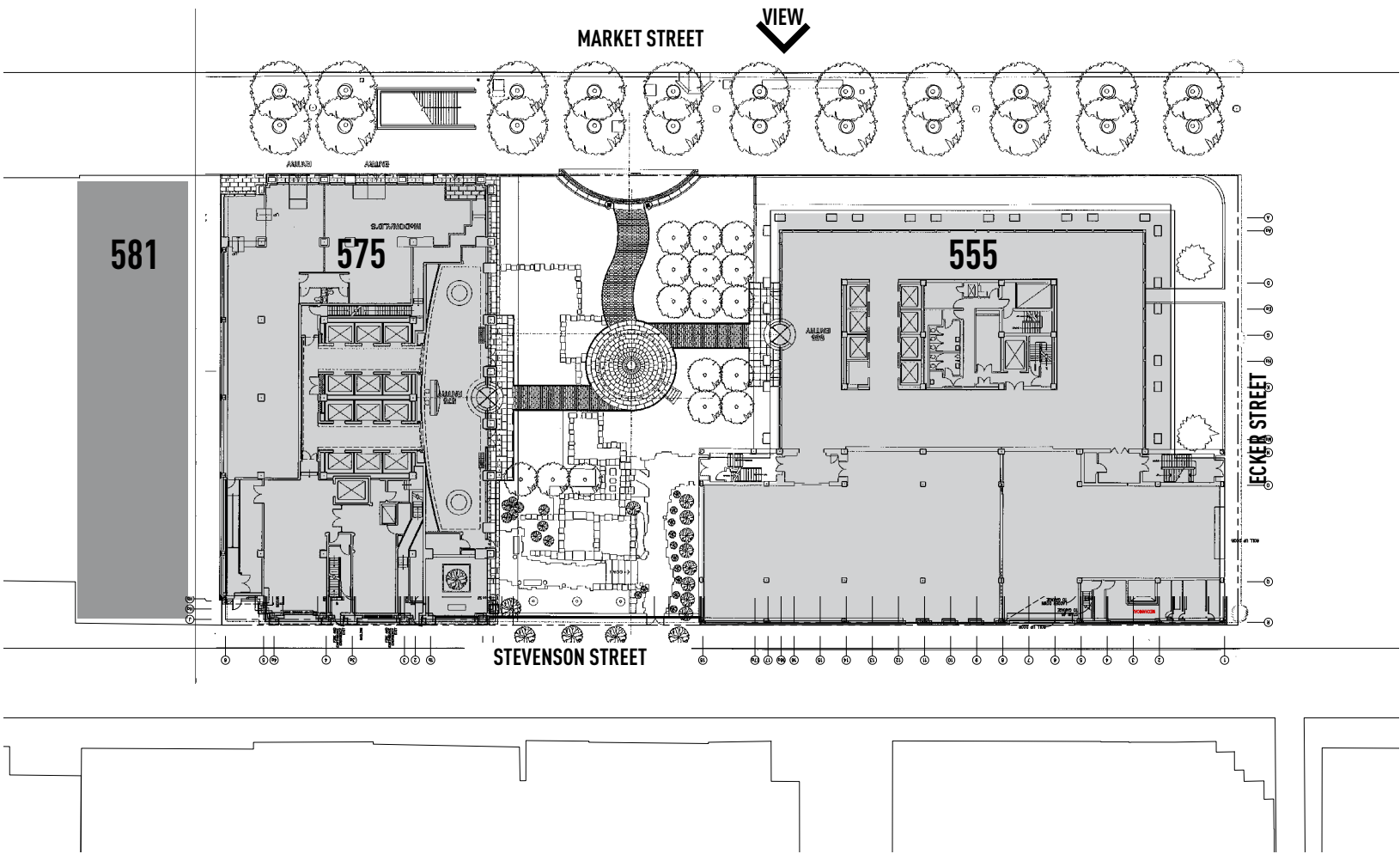
Location: 555-575 Market Street

Year built 1964/1975

Architect: Hertzka & Knowles

555 Tower sf: 238,000 sf (22-story)

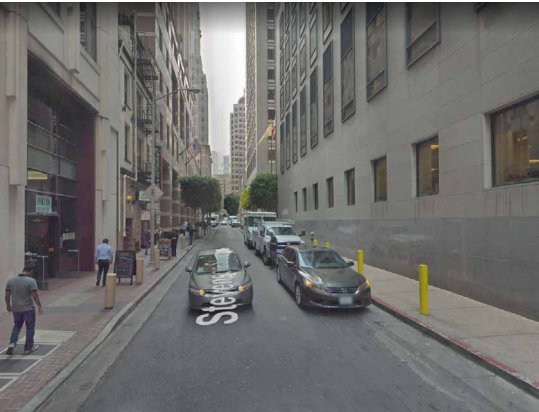
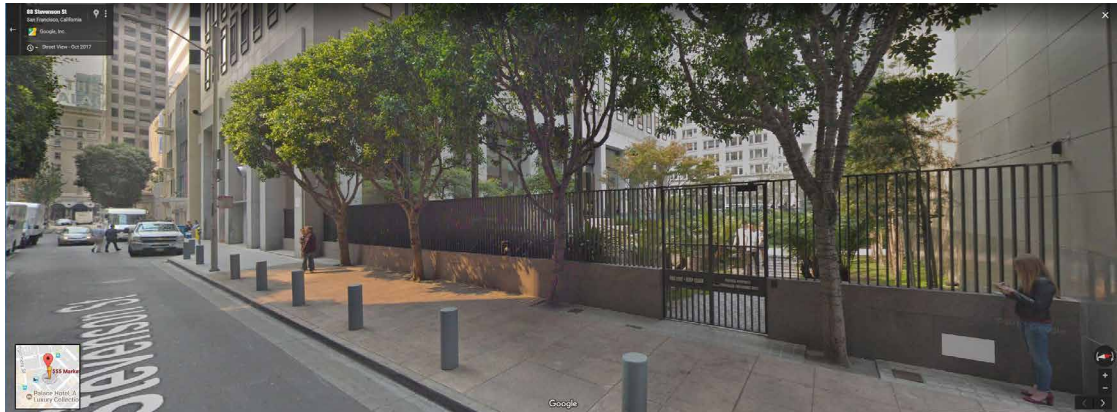
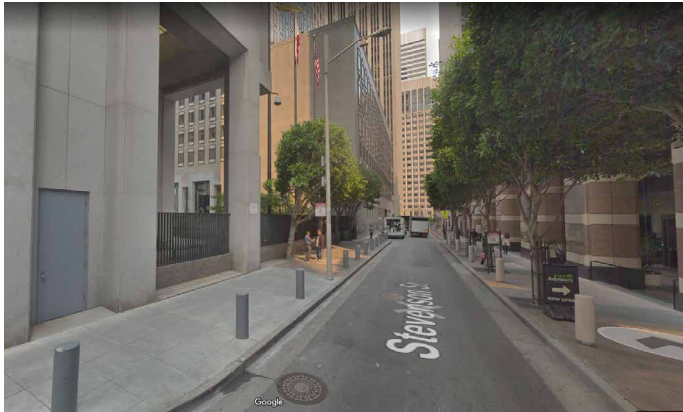
575 Tower sf: 487,000 sf (40-story)



CONTEXT PHOTOS - EXISTING



MARKET STREET



STEVENS STREET

An inspiring center, rich with neighborhood texture and choice, that connects and engages our tenants and the community.

Create a ground floor experience that becomes a neighborhood destination, a uniqueness in the urban environment.

Encourage the public to use the plaza throughout the day. This is not a private place.

A bustling centerpiece that is a setting for both work and socializing; a transformative space that invites the community in and lets the activity spill out.

Transform Market Center from an overlooked and underutilized space into an approachable and enviable environment in the San Francisco market.

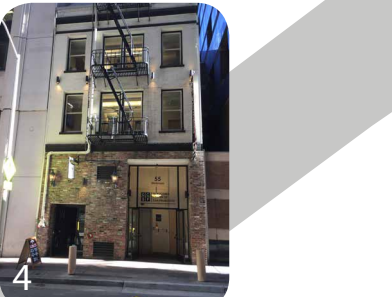
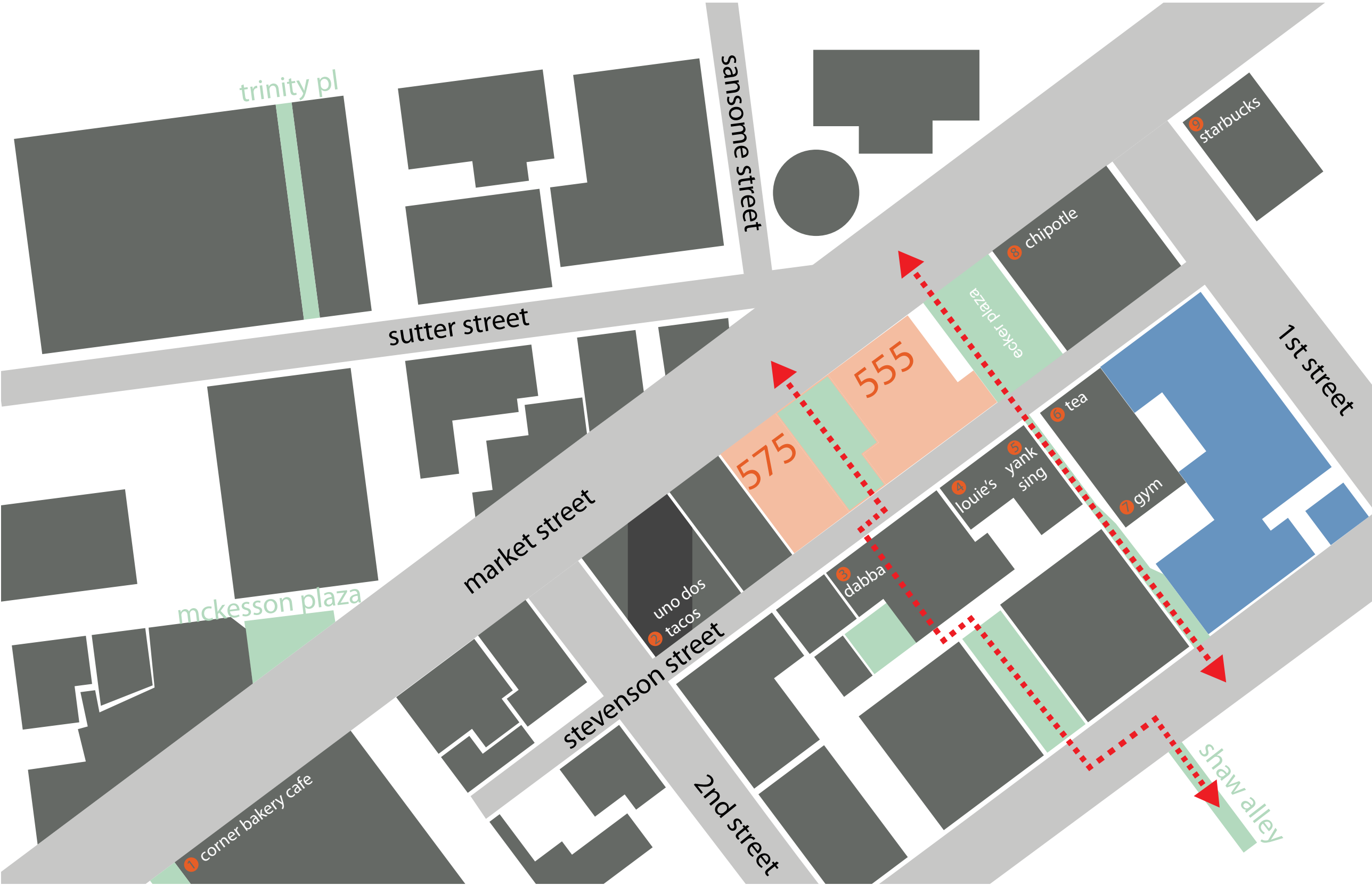
A space that is communal, rooted in the San Francisco neighborhood feel. A place where people want to work and want to meet.

A place that provides an amazing, inspiring, and engaging environment for the Market Center tenants and community.

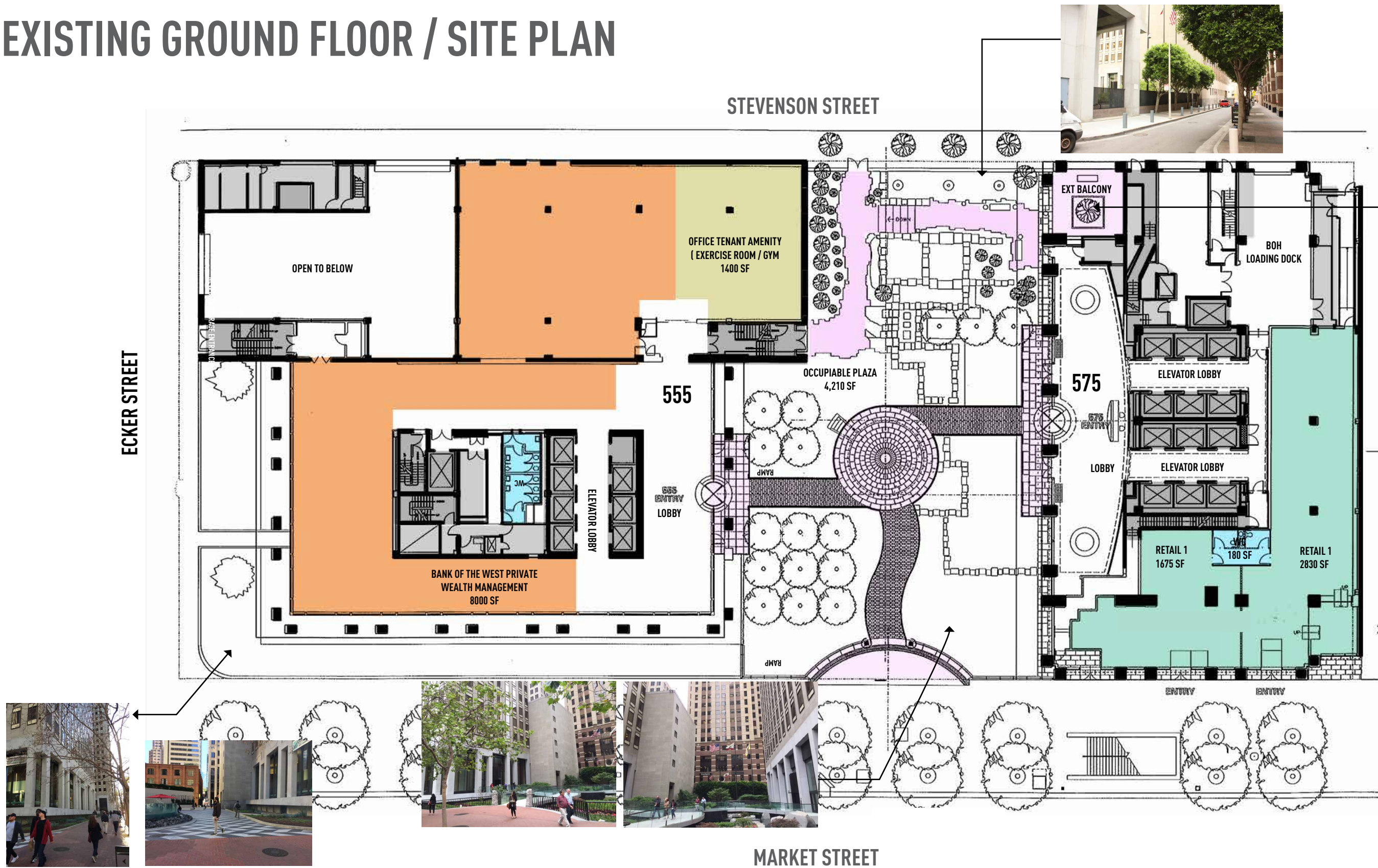
Market Center - San Francisco's Downtown porch.

- Open the plaza to the public
- Provide graceful, equitable, and an accessible path between Market Street and Stevenson Street
- Create a place for the public to meet gather, engage, exchange, and enjoy
- Create more publicly occupiable space
- Connect Market to Stevenson to enhance activation
- Capture the energy of Market Street by blurring the lines between the public and private realm
- Open the Stevenson Street half of the plaza to the public
- Respect the 1975 design features
- Provides retail / food and beverage options
- Create a 12-14 hour experience





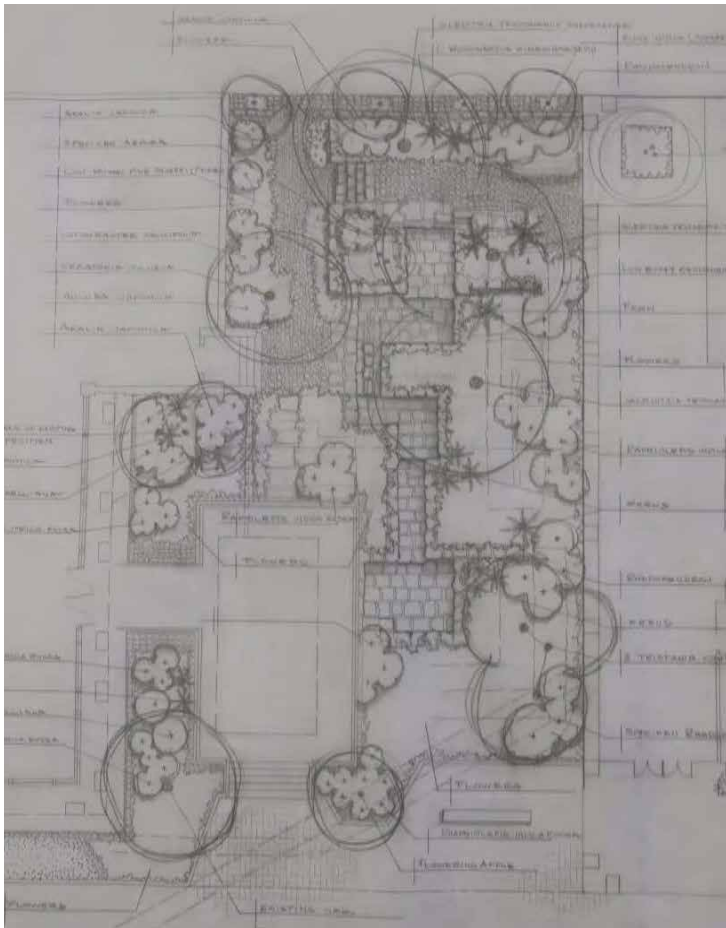
EXISTING GROUND FLOOR / SITE PLAN



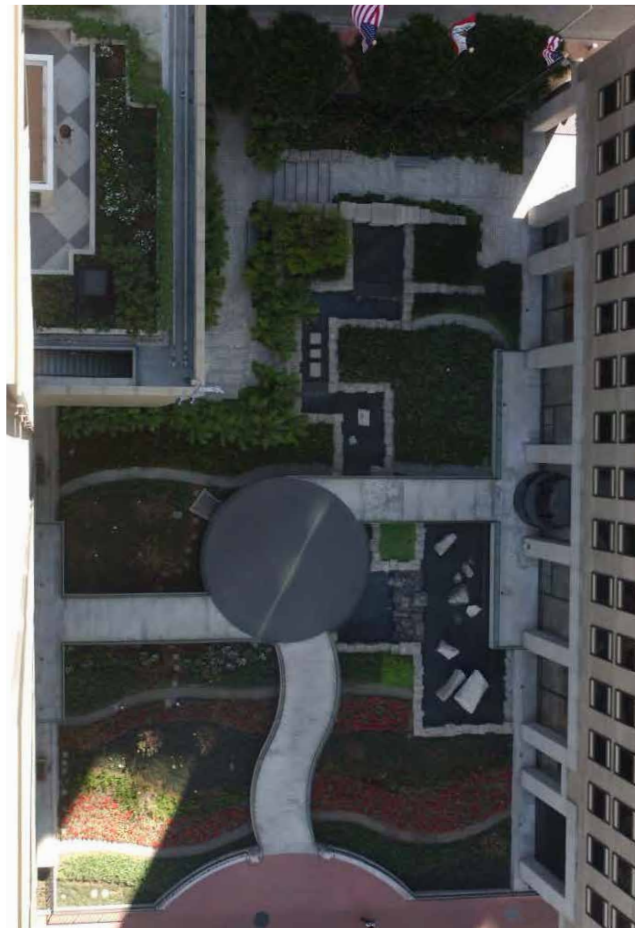
EXISTING GROUND FLOOR LEVEL
MARKET CENTER PLAZA - Design 1994/95



1967



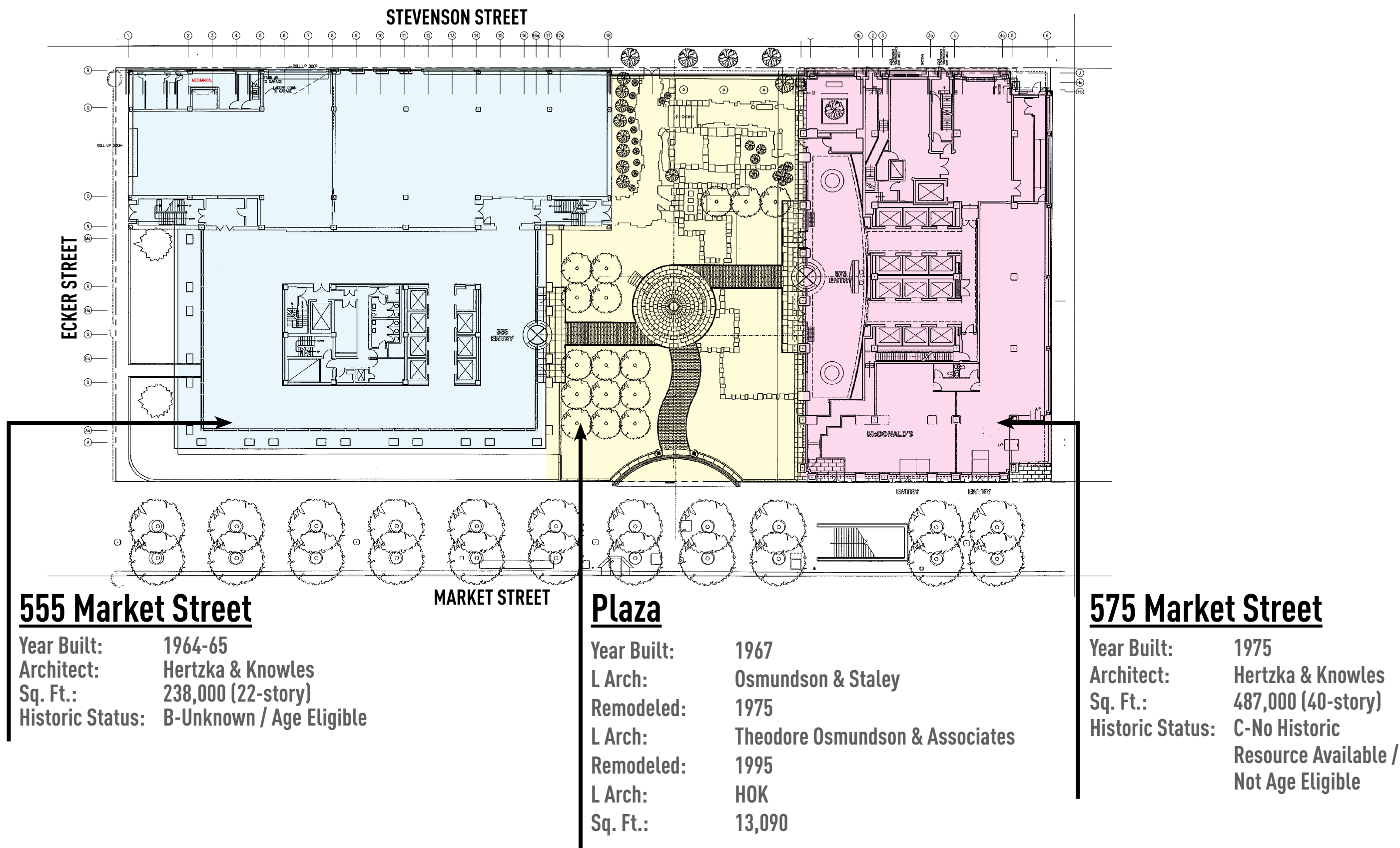
1975



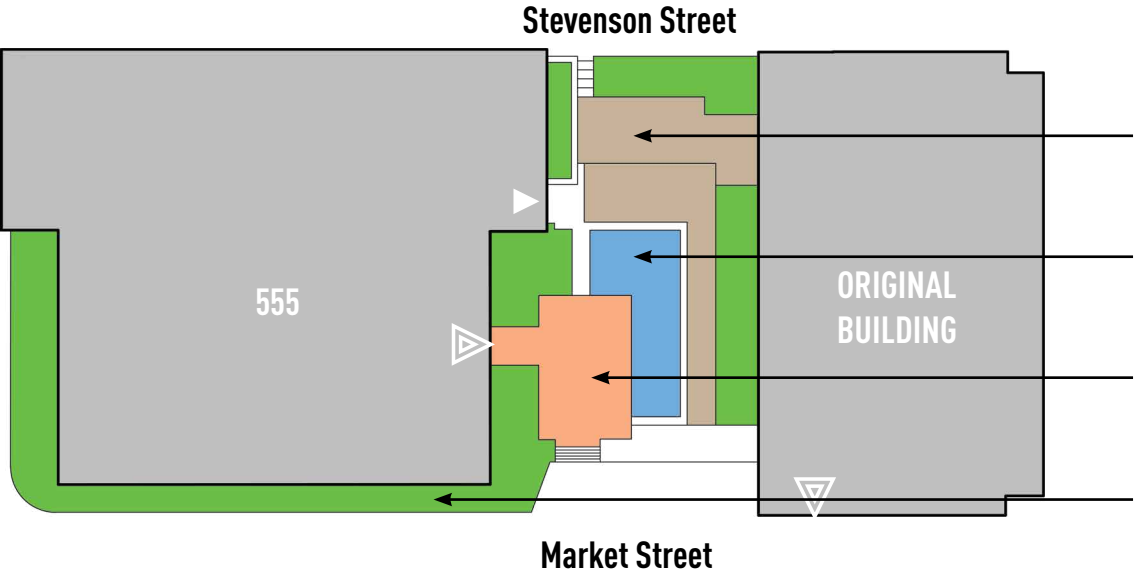
1995



TODAY (PROPOSED)

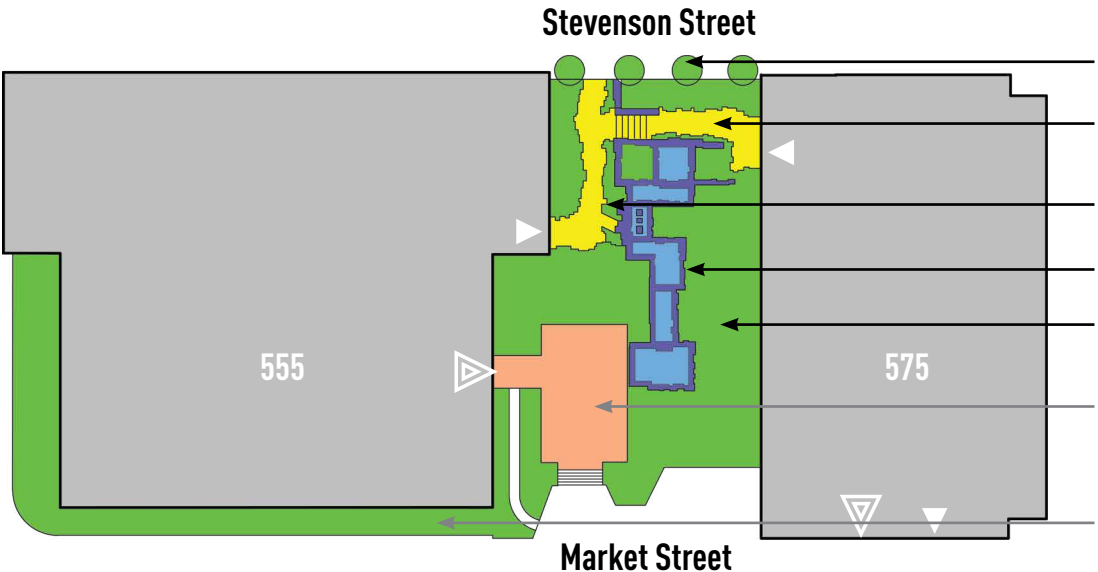


1967 by Theodore Osmundson & Associates



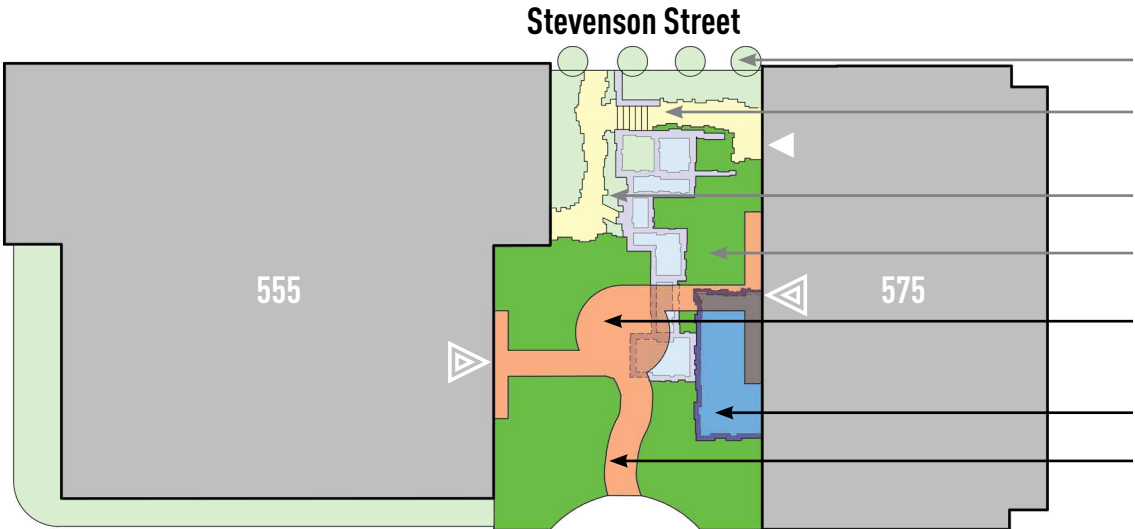
- Hardscape paving of gray fire-clay. Private path for tenants.
- A shallow, offset, rectilinear reflecting pool with mosaic by Alfonso Pardinias
- Elevated platform with bridge to 555 Market Center entrance
- Partial perimeter landscape

1975 by Theodore Osmundson & Associates



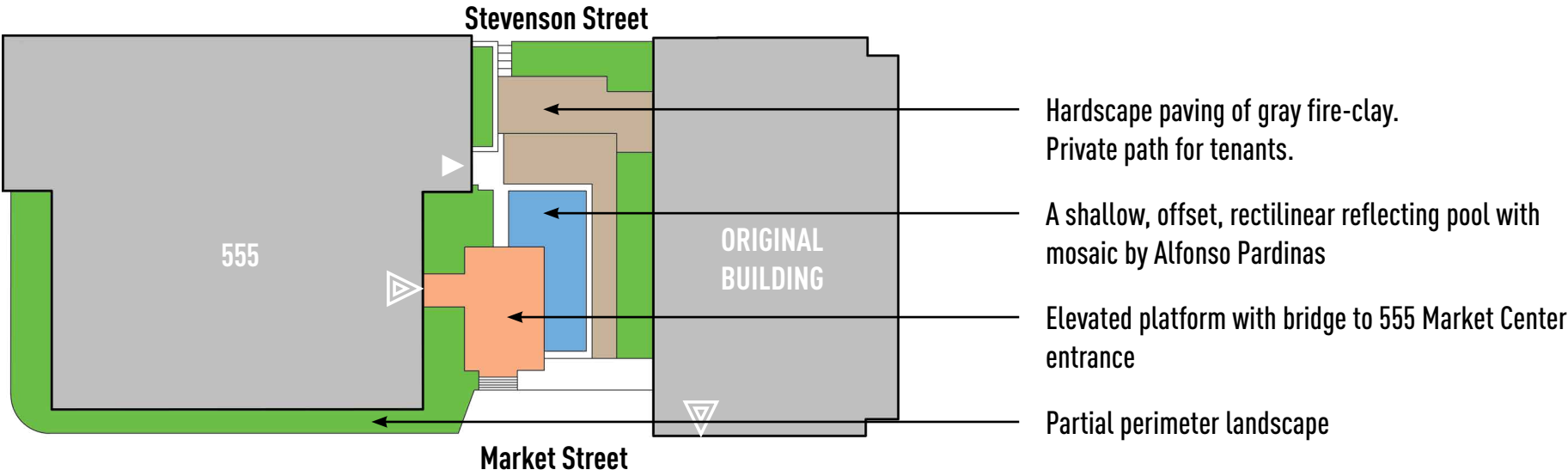
- Ficus trees and fence
 - Tetris-edge granite pathway. Private path for tenants.
 - Planting beds & ferns
 - Stream water feature
 - Miscellaneous plantings
 - Elevated platform with bridge to 555 Market Center entrance (assumed)
 - Partial perimeter landscape
- New for 1975

1995 by Hellmuth, Obata & Kassabaum (HOK)



- Ficus trees and fence
 - Tetris-edge granite pathway. Private path for tenants
 - Planting beds & ferns
 - Miscellaneous plantings
 - Elevated central podium with foot-bridges and entry porches to building entrances
 - A reflecting pool with sculptural boulders
 - Updated landscape at Market
- New for 1995

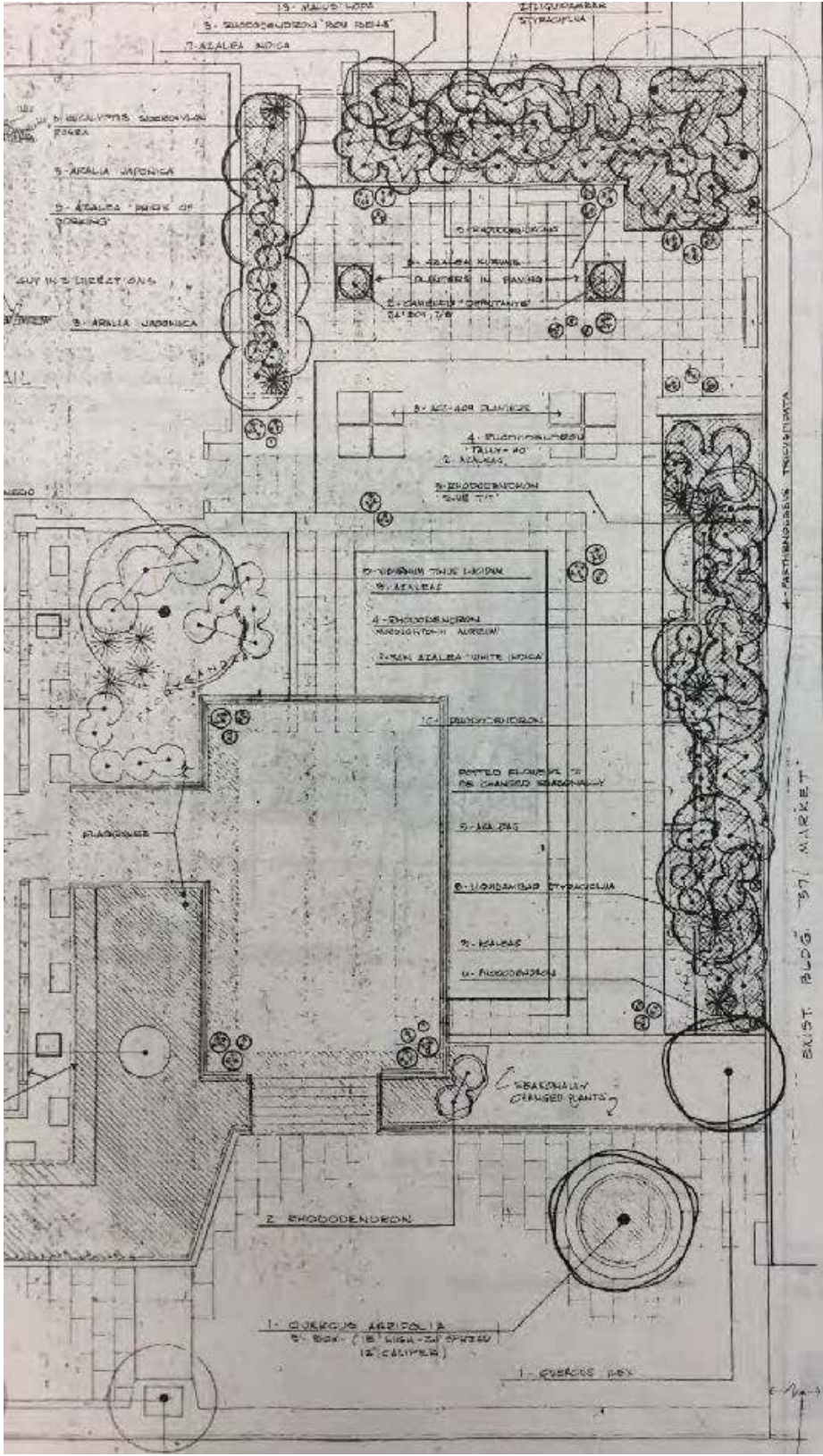
ORIGINAL PLAZA DESIGN - 1967 by Theodore Osmundson & Associates



Design development drawing

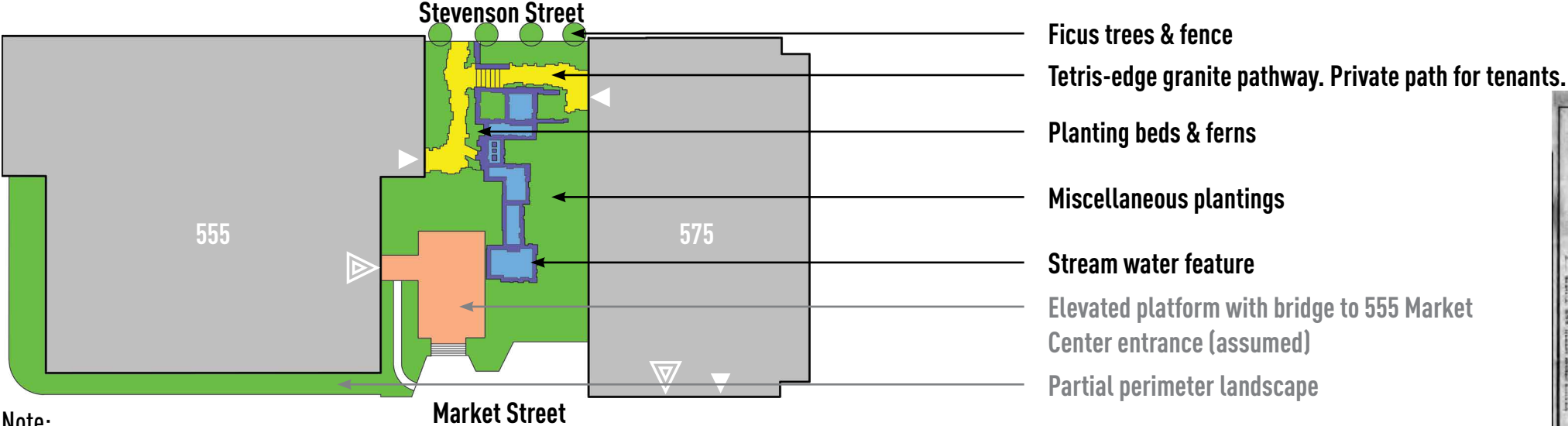


Photo from 1967

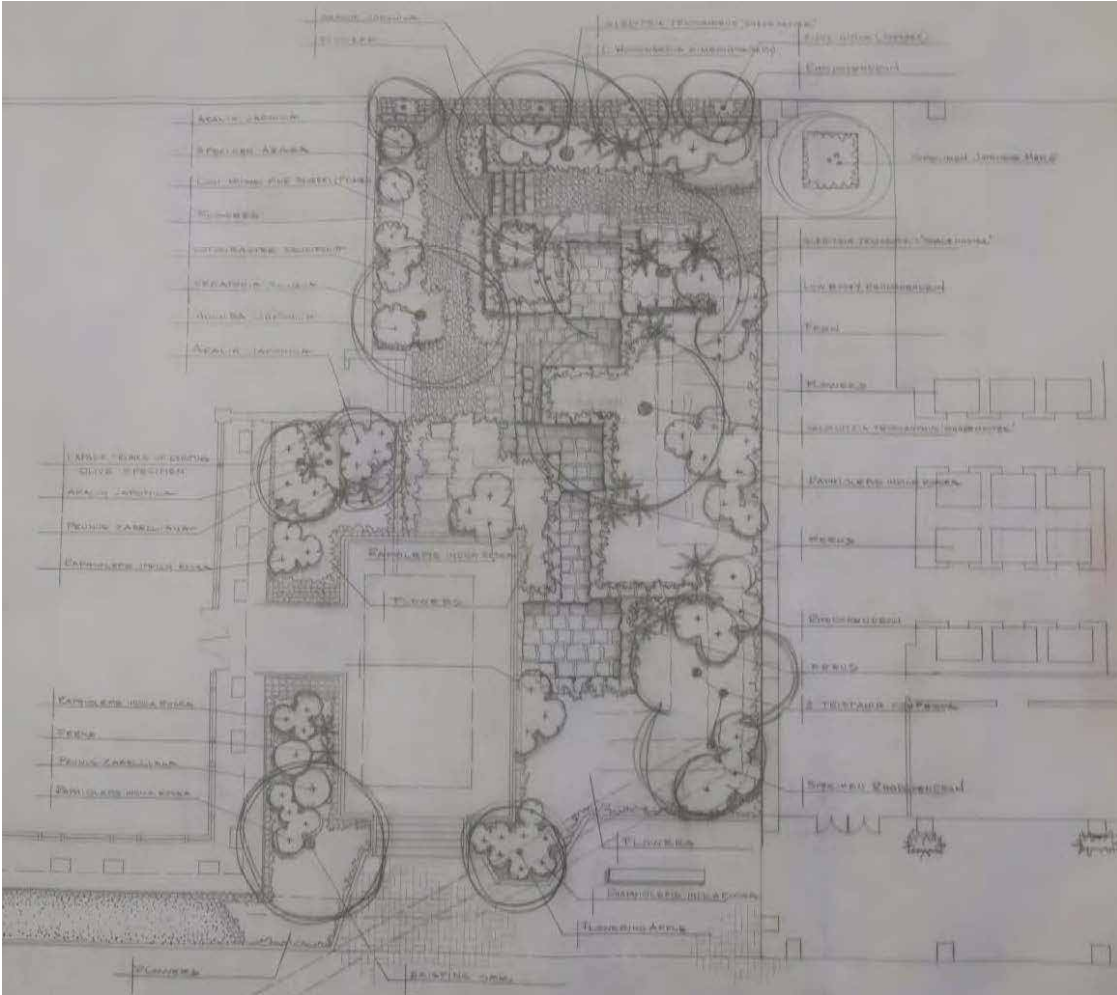


Planting plan for 555 Market Street

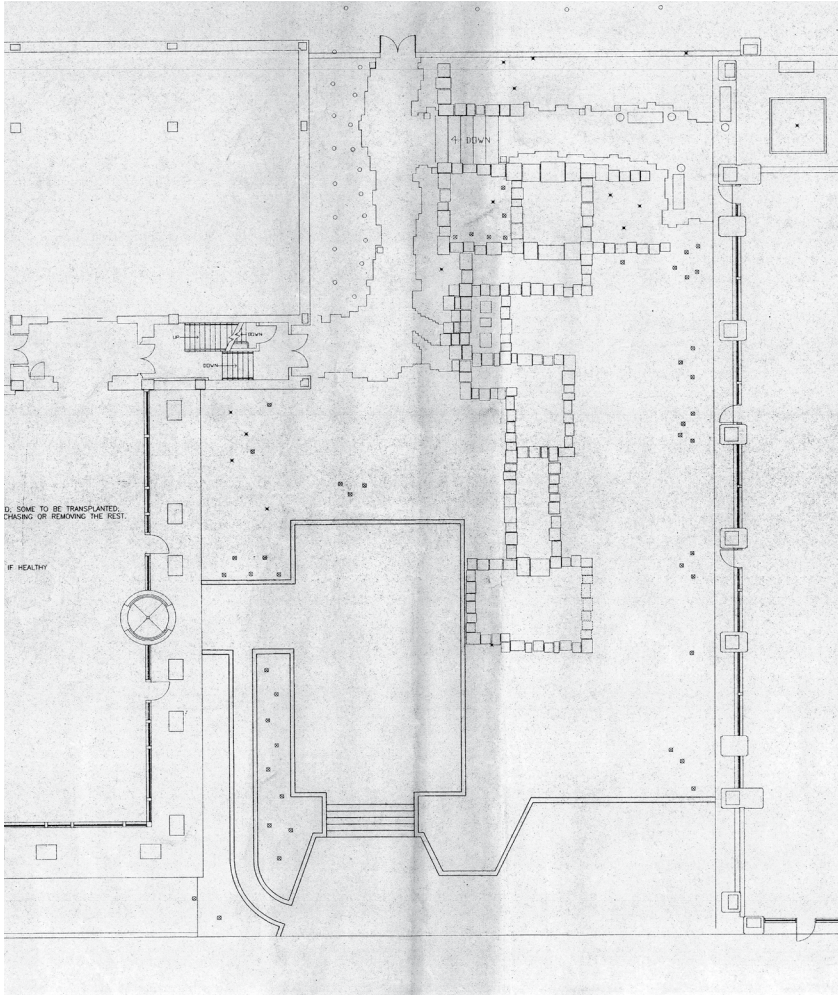
PLAZA REMODEL - 1975 by Theodore Osmundson & Associates (design development)



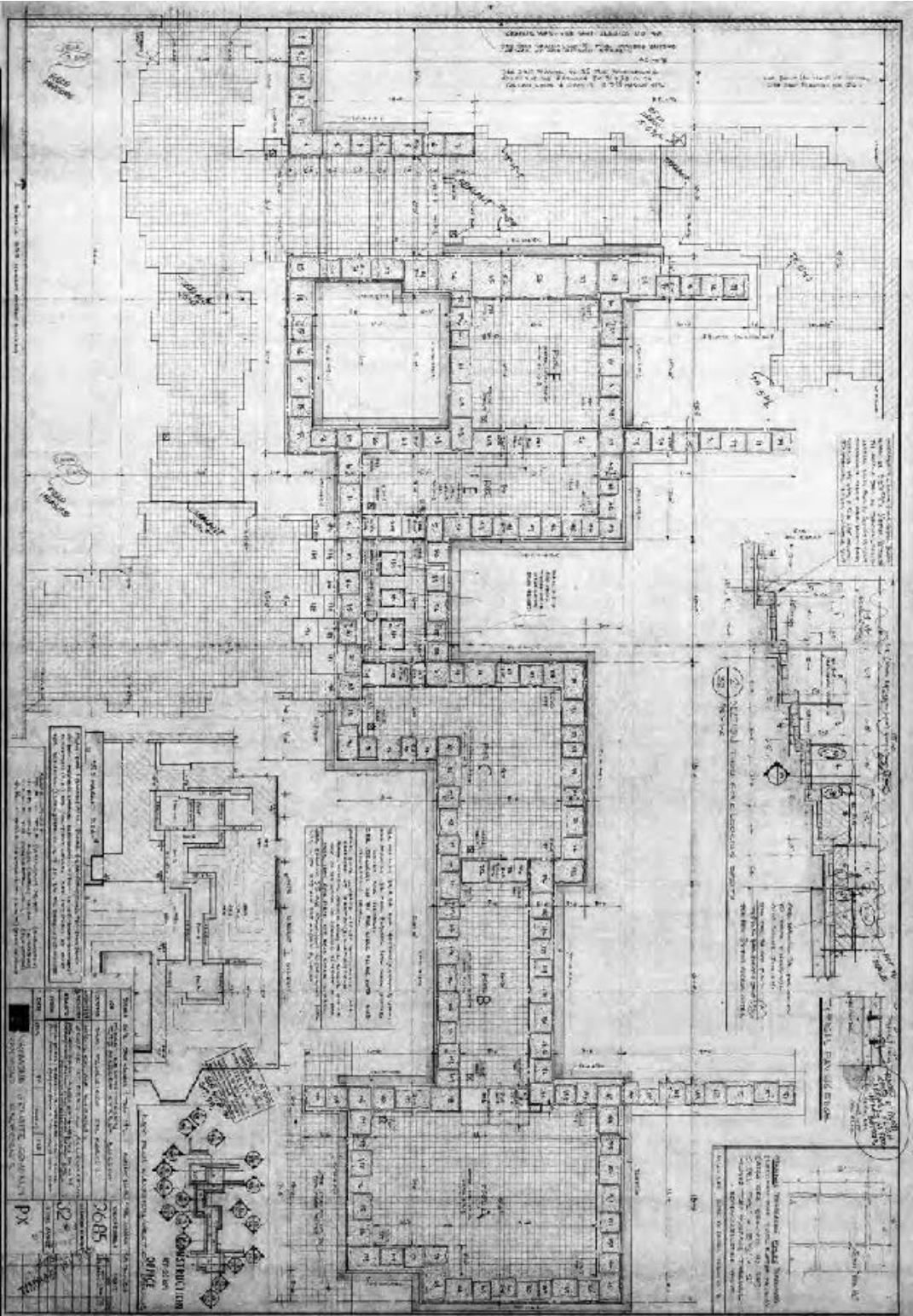
Note:
There is limited information on all of the 1975 design. The most telling drawings are the “stream” drawings and the landscape demolition plan.



Design development drawing

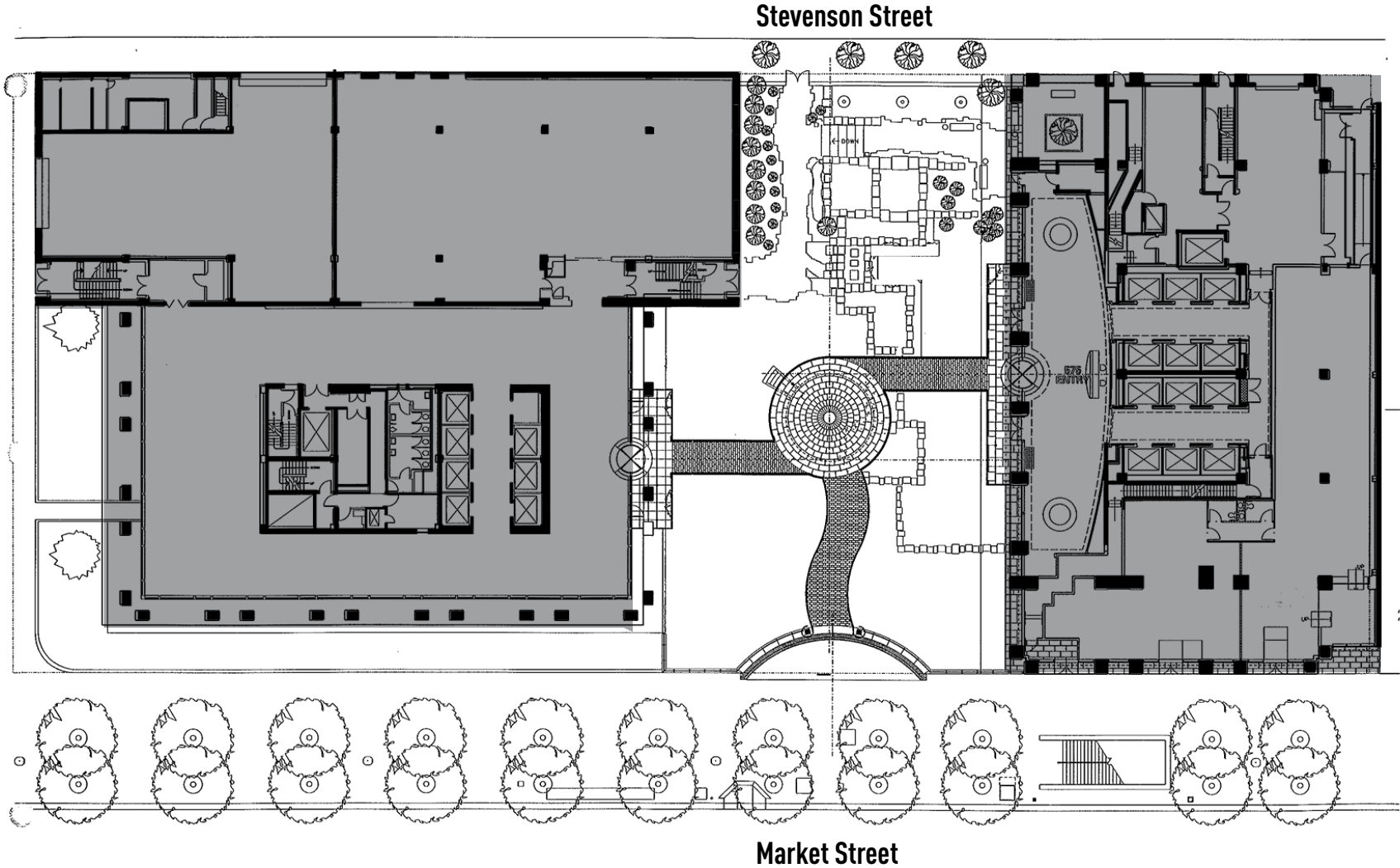
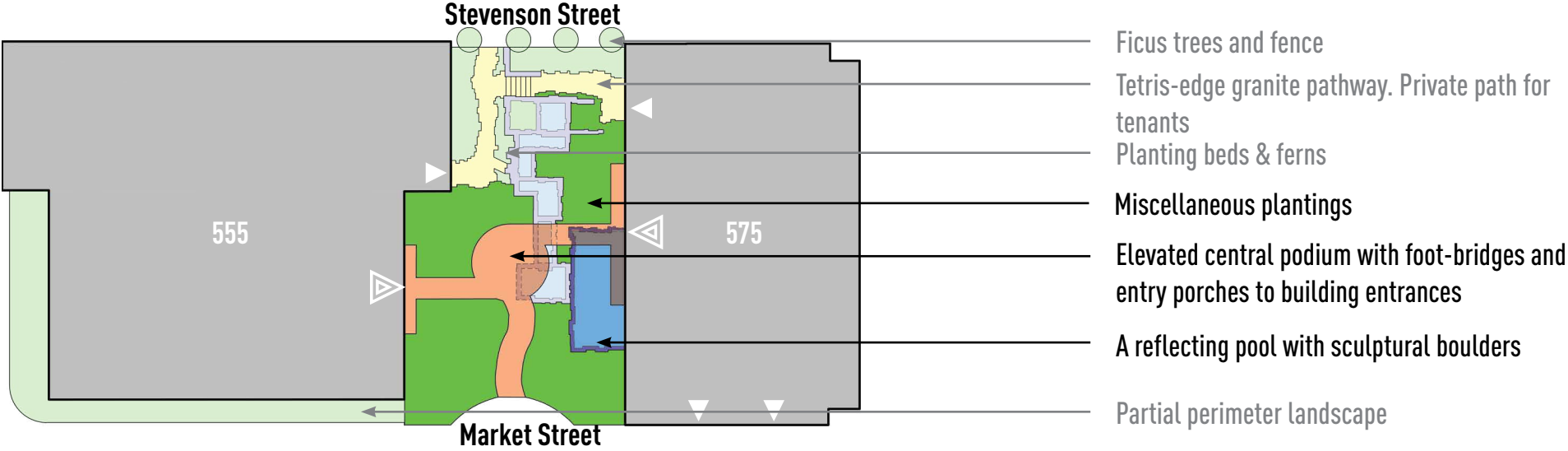


Landscape demolition plan from 1995

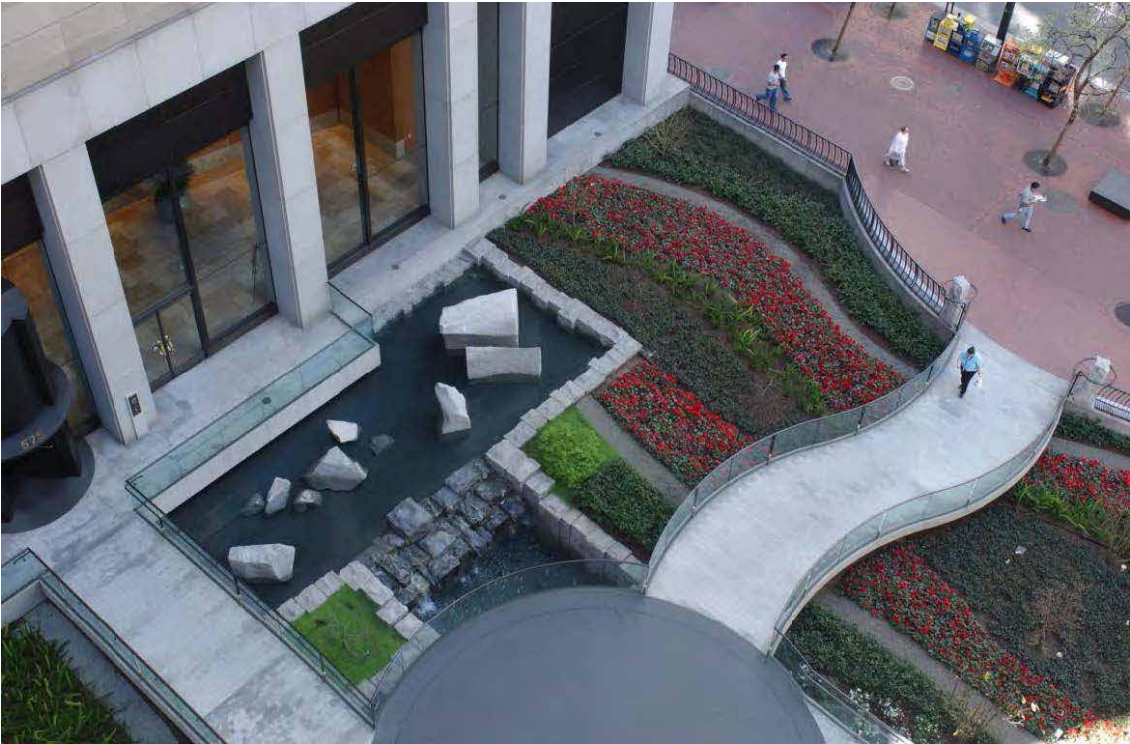


Stonemason stream drawing

PLAZA REMODEL - 1995 by Hellmuth, Obata & Kassabaum (HOK)



Aerial photo 2004



Aerial photo 2004

EXISTING 1975 DESIGN-FEATURE CHALLENGES related to project goals

PAGE 17

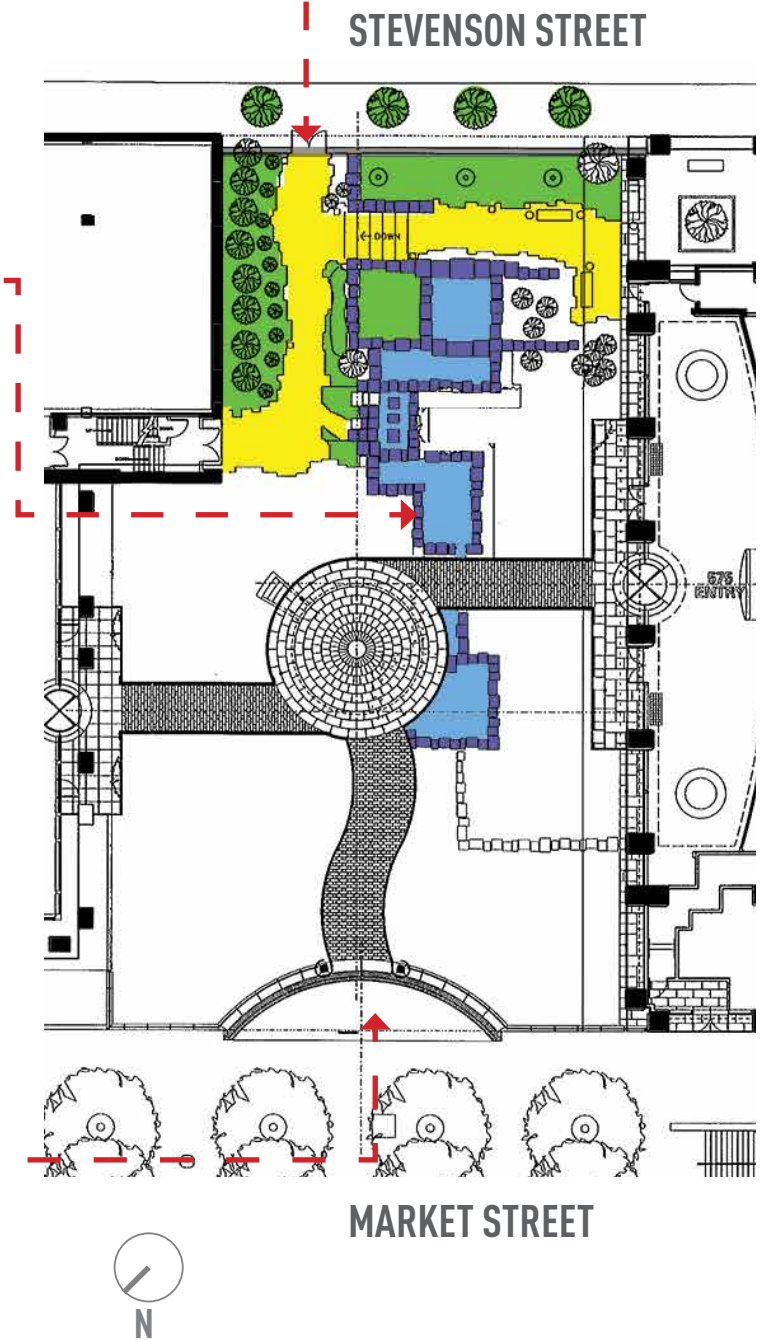
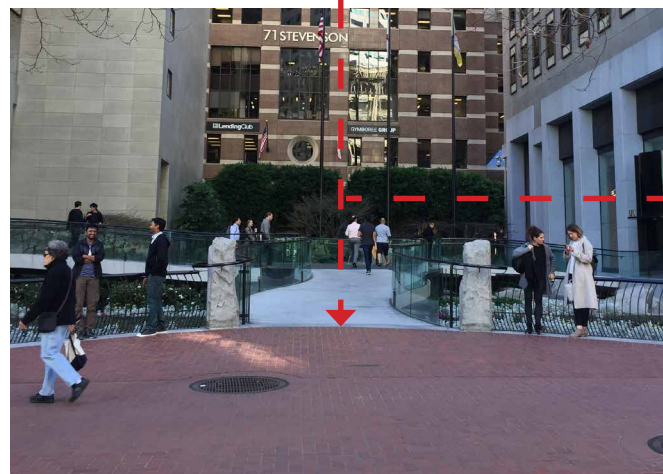
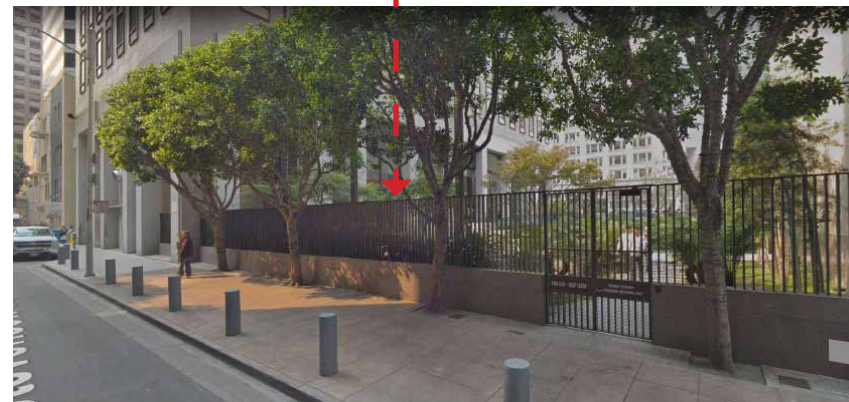
EXISTING 1975 KEY DESIGN FEATURES PER PAGE & TURNBULL:

Spatial relationship around a shared central plaza that retains features dating to 1975, including:

- A stream water feature with granite stones of various sizes (excluding the reflecting pool and waterfall at the reflecting pool junction)
- Rear granite-tile pathways and paving
- Rear granite wall topped with metal fence
- Rear planting beds
- Four rear ficus trees
- The presence of ferns

CHALLENGES

- Limited access from Stevenson St
- Staff only experience at Stevenson side of plaza
- Physical separation of plaza from Stevenson St



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EXISTING 1975 DESIGN-FEATURE CHALLENGES related to project goals

PAGE 18

- No accessible access from Market St to Stevenson St



1



2



3

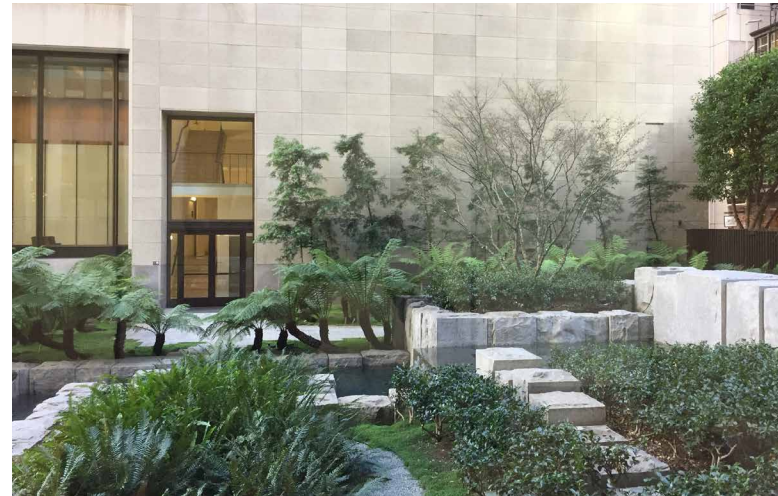
- The stream bifurcates the plaza
- Market St not connected through to Stevenson St
- Plaza experience has been primarily circulation and viewing
- Limited occupiable plaza area



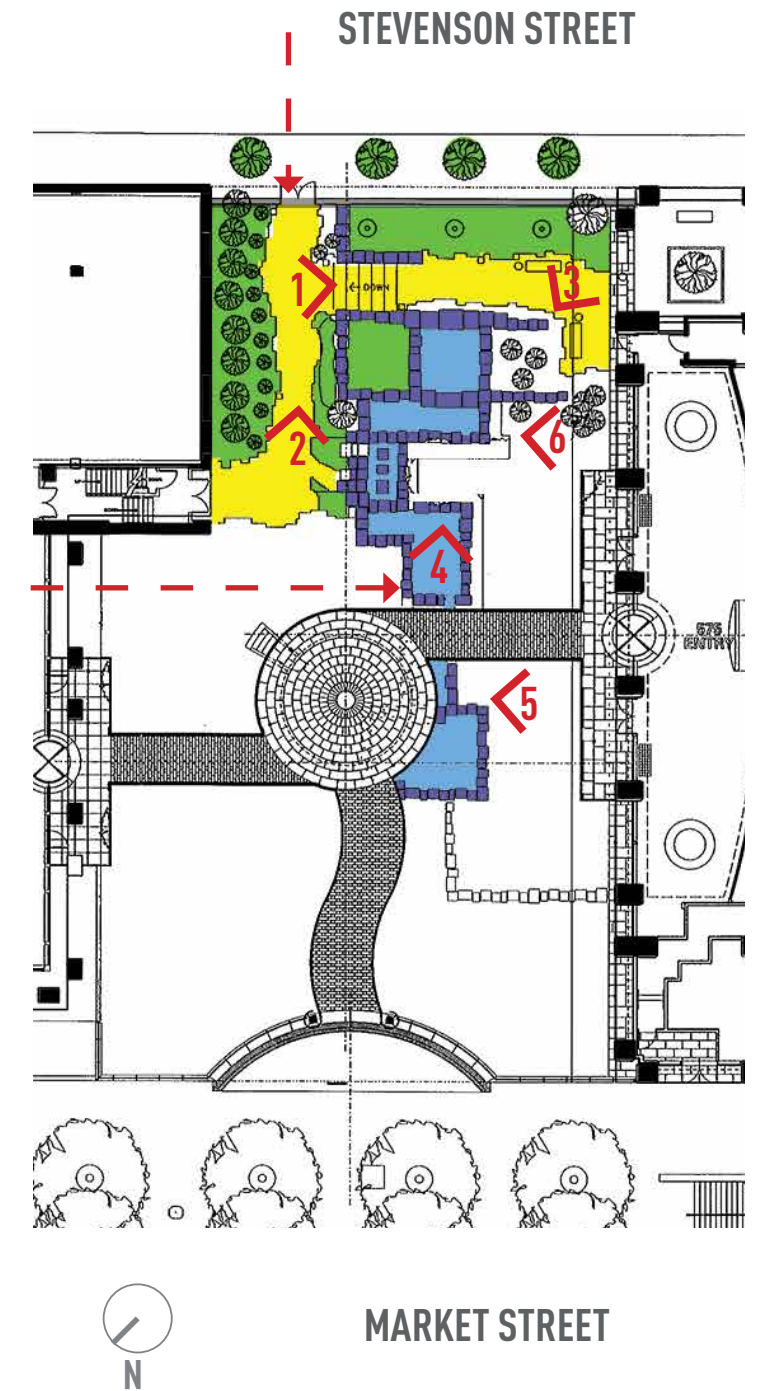
4



5

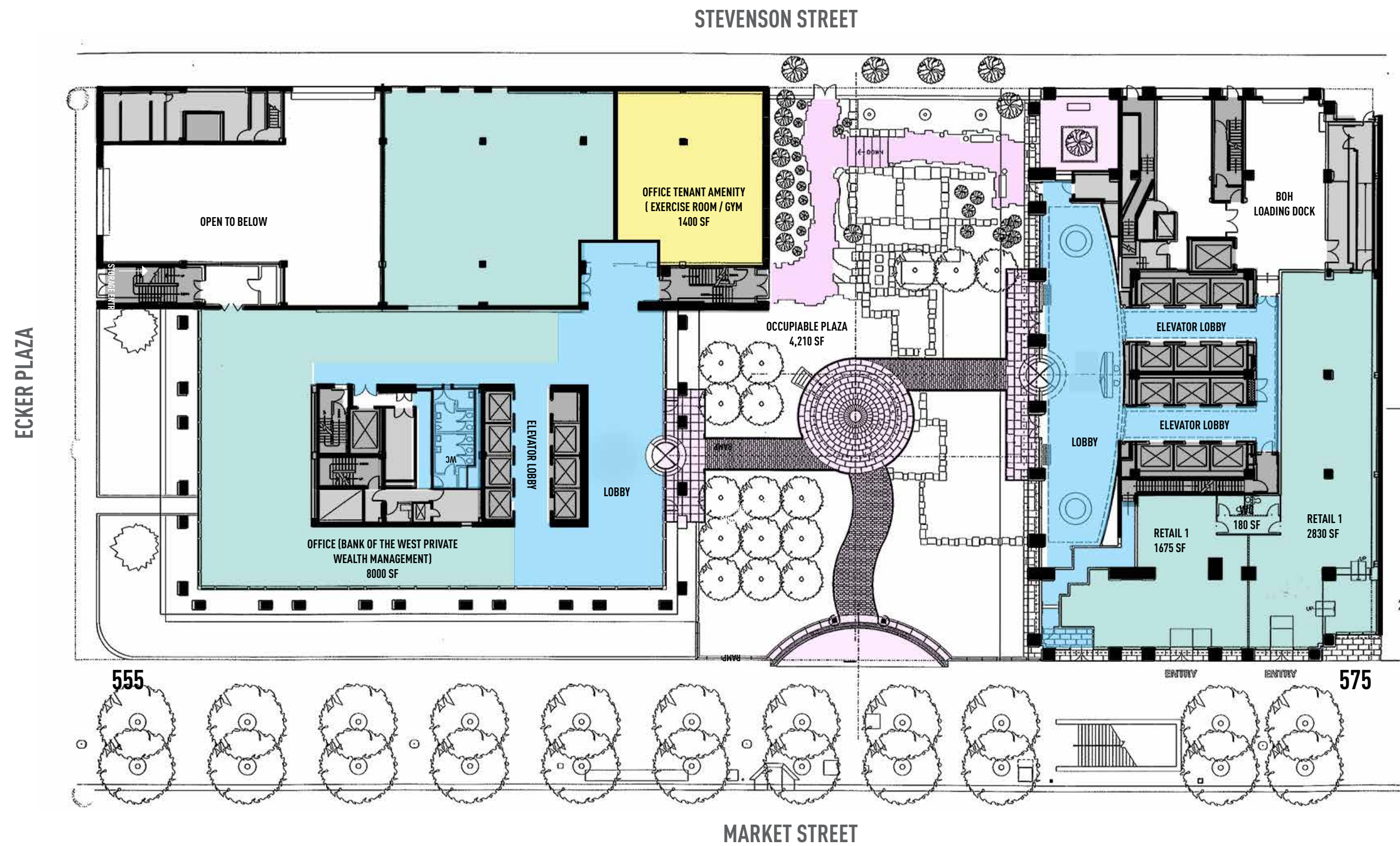


6

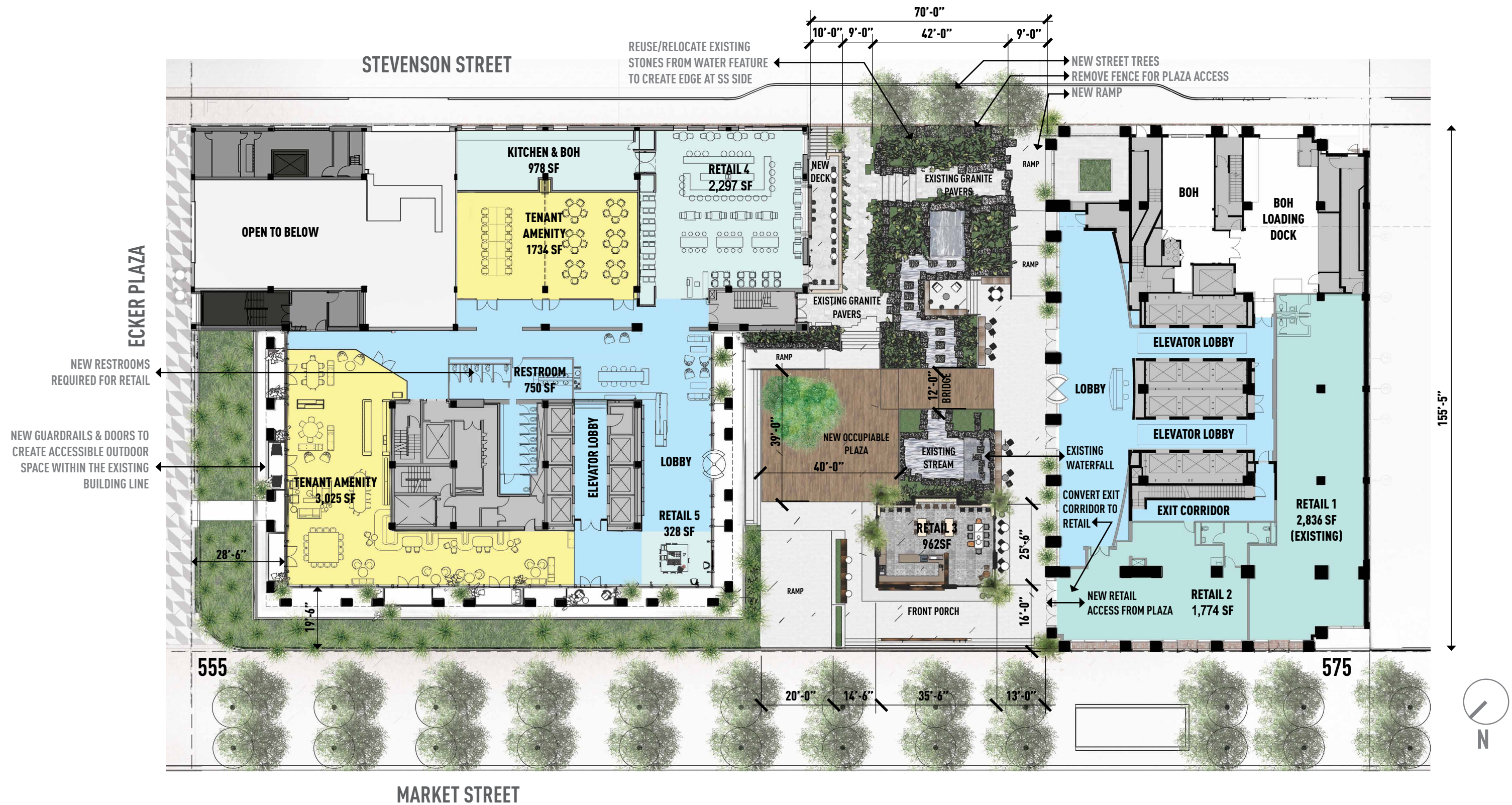


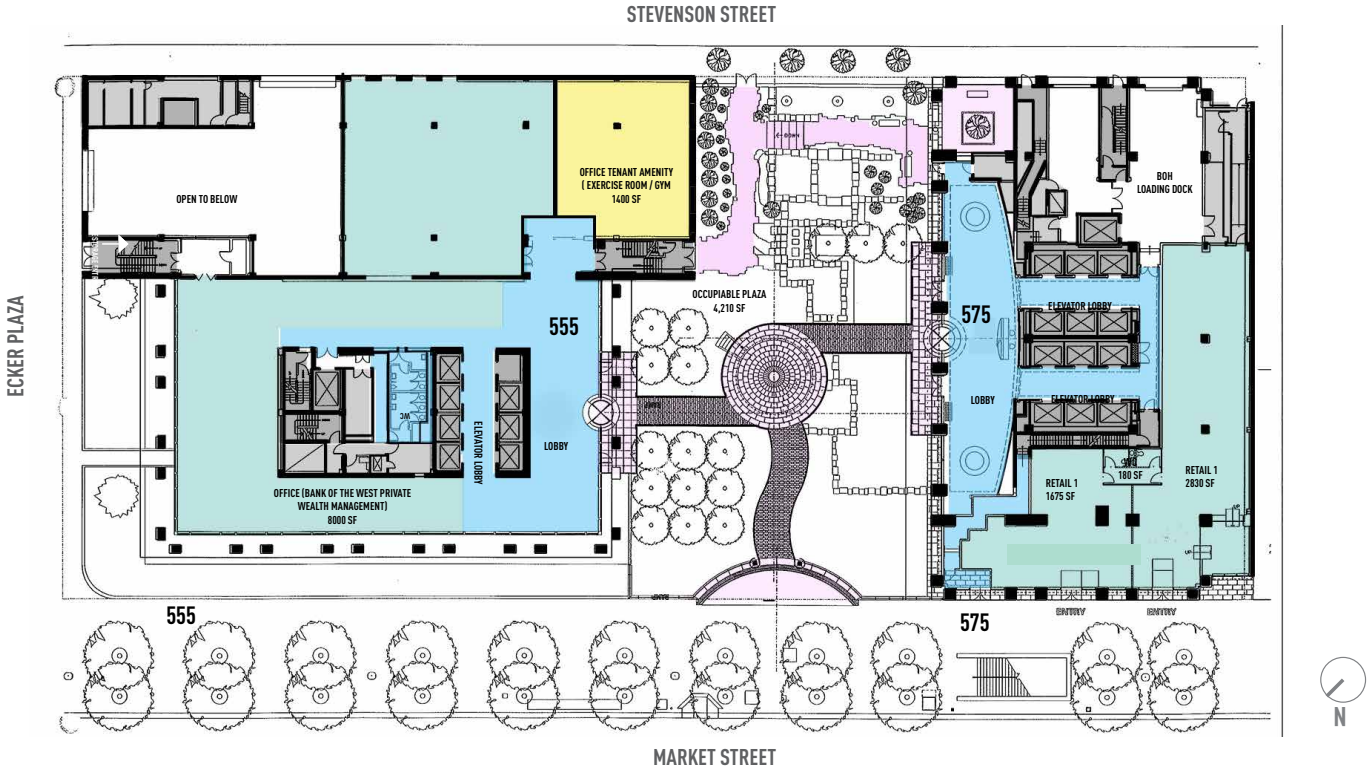
PROPOSED SCHEME

EXISTING SITE PLAN / 1st FLOOR PLAN



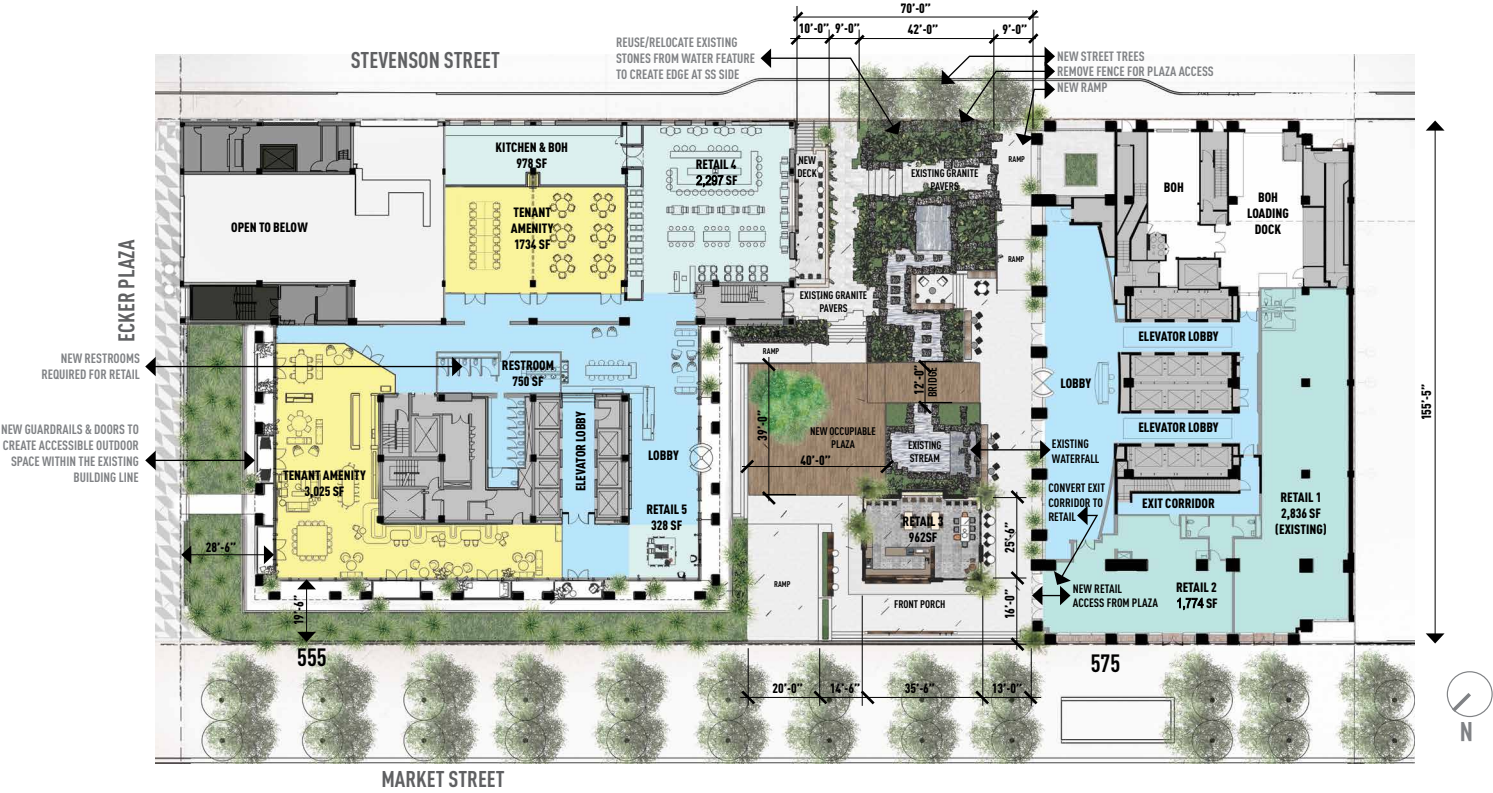
PROPOSED SITE PLAN / 1st FLOOR PLAN





EXISTING	RETAIL EXISTING	OFFICE EXISTING	OTHER EXISTING
BUILDING 555	8,000 SF	1,400 SF	3,953 SF
BUILDING 575	4,685 SF	-	2,710 SF
TOTALS	12,685SF	1,400 SF	6,663 SF

PROPOSED SITE PLAN

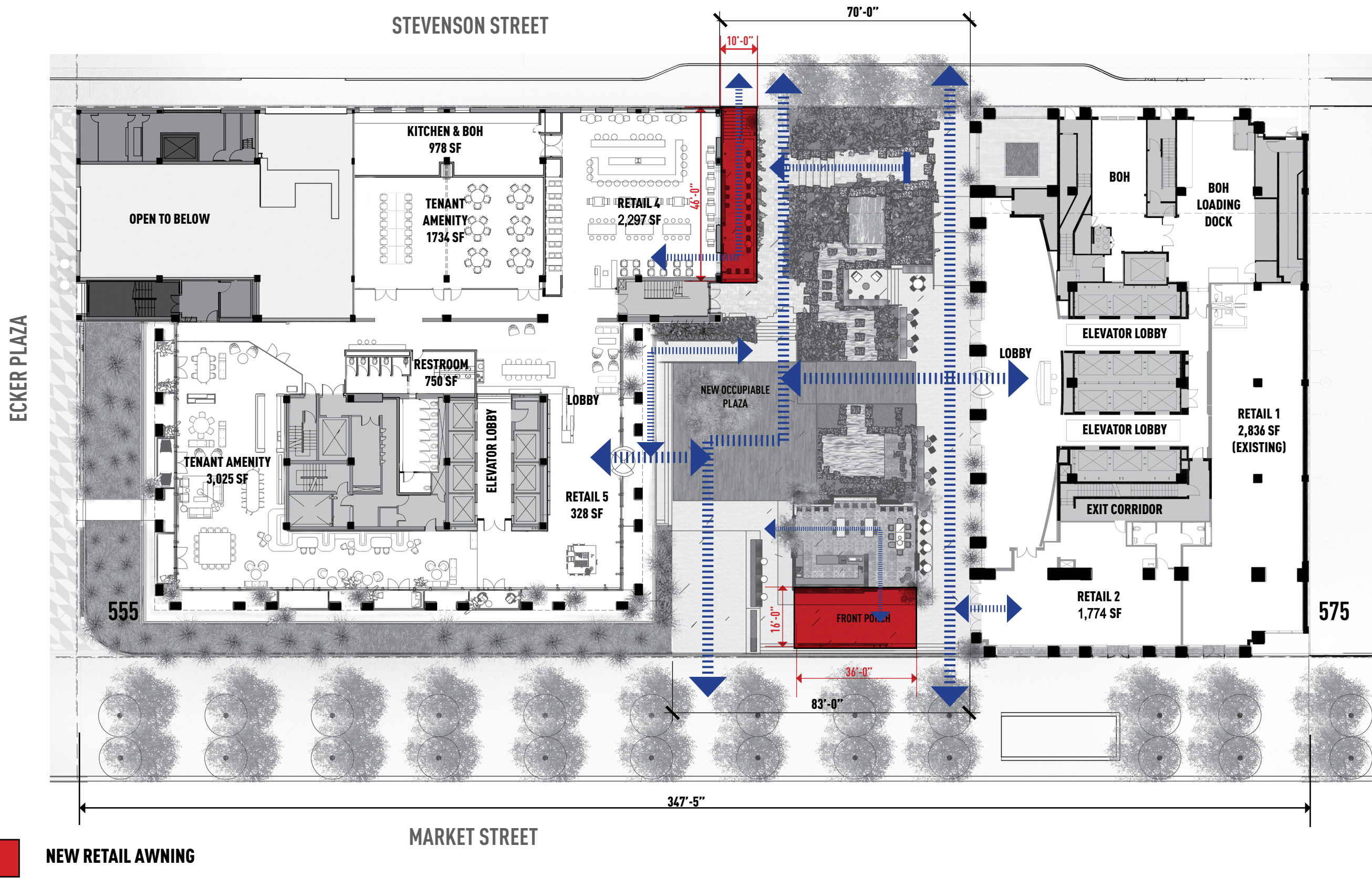


PROPOSED	RETAIL PROPOSED	OFFICE PROPOSED	OTHER PROPOSED
BUILDING 555	4,565 SF	4,759 SF	4,029 SF
BUILDING 575	4,610 SF	-	2,785 SF
TOTALS	9,127 SF	4,759 SF	6,814 SF



Retail - 1st floor
Office - 1st floor
Other - 1st floor
Office - Other than 1st floor

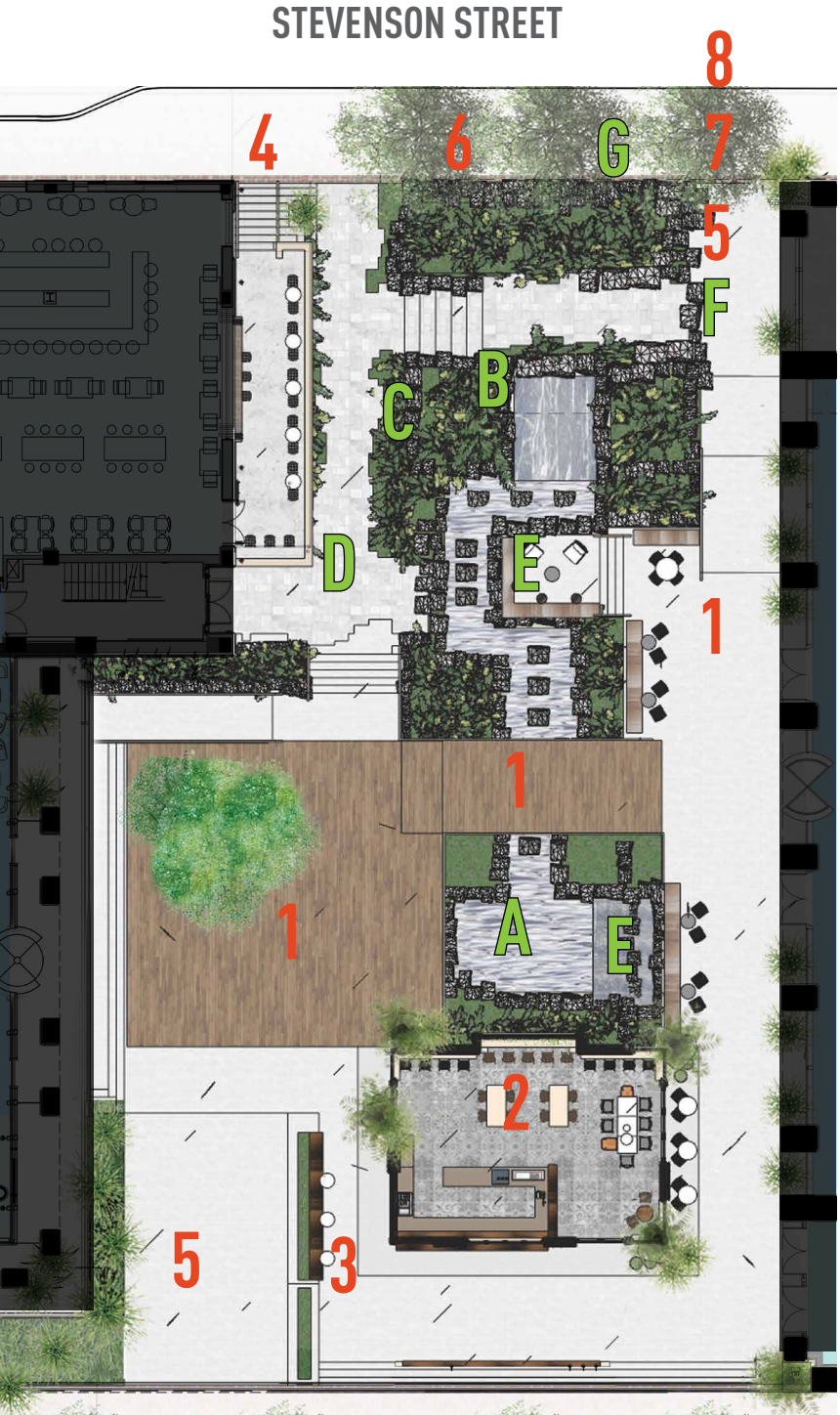
PROPOSED SITE PLAN / 1st FLOOR PLAN



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PROPOSED PLAZA SCHEME



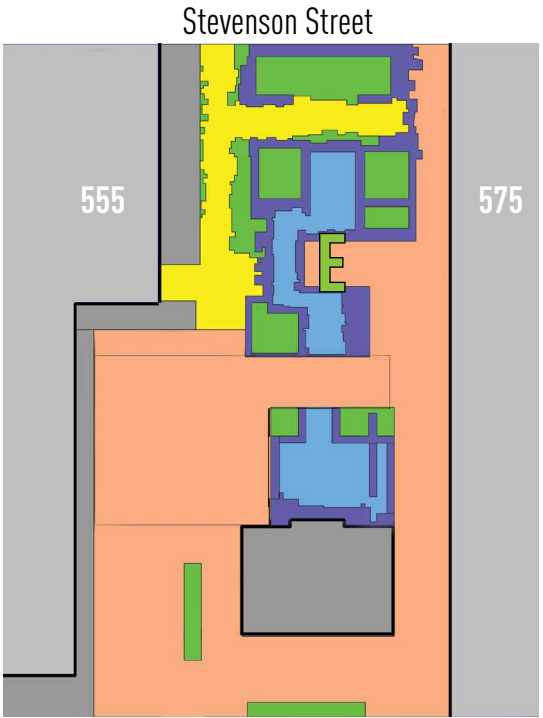
MARKET STREET

PUBLIC BENEFIT

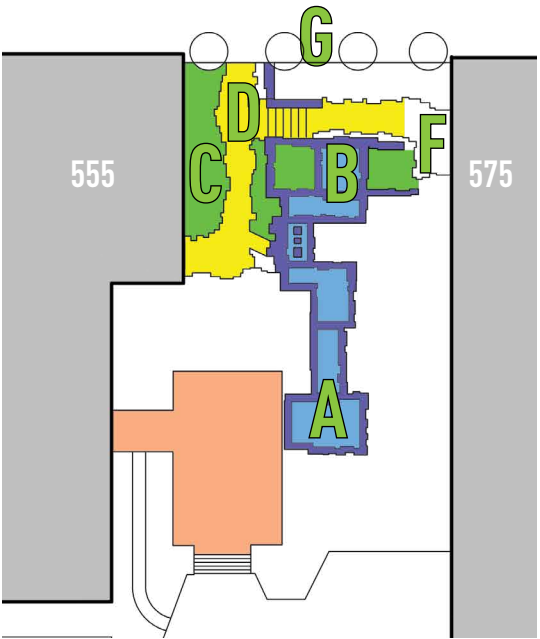
1. Creates more publicly occupiable area at the Market St side of the plaza.
2. One new retail/food and beverage pavilion.
3. Engages public from Market Street with retail kiosk, steps, ramp, & seating area.
4. Activates and engages Stevenson Street with deck and access to retail
5. Gracious, equitable accessible ramp access from Stevenson & Market to plaza.
6. Opens Stevenson Street to plaza (removes granite pony wall and fence).
7. Visually connects Market & Stevenson by removing ficus trees and creating visual pathways with the pavilions.
8. New street trees that provide better access from Stevenson.

1975 DESIGN FEATURES

- A. Retains and engages stream - retains waterfall from 1995
- B. Keeps stone boulders at planters
- C. Keeps many existing ferns
- D. Keeps granite paving stones
- E. Recessed areas to engage stream and stepping stones
- F. Eliminate one section of granite path to allow for ramp
- G. Removes ficus trees & fence- extends gardens & repurposes granite



Publicly Occupiable Plaza Area: 6,595 sf
Total Pavilion Areas: 962 sf

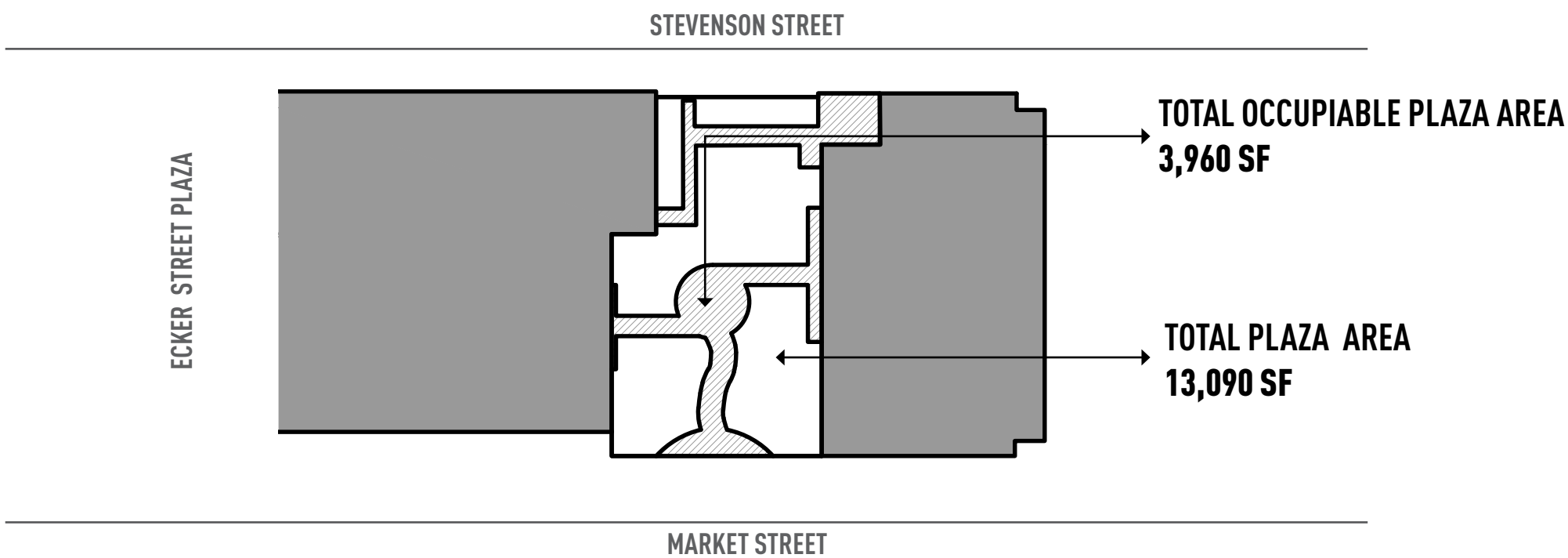


Publicly Occupiable Plaza Area: 1,500 sf
Total Pavilion Areas: 0 sf
Accessible Ramp Frontage: 0 ft

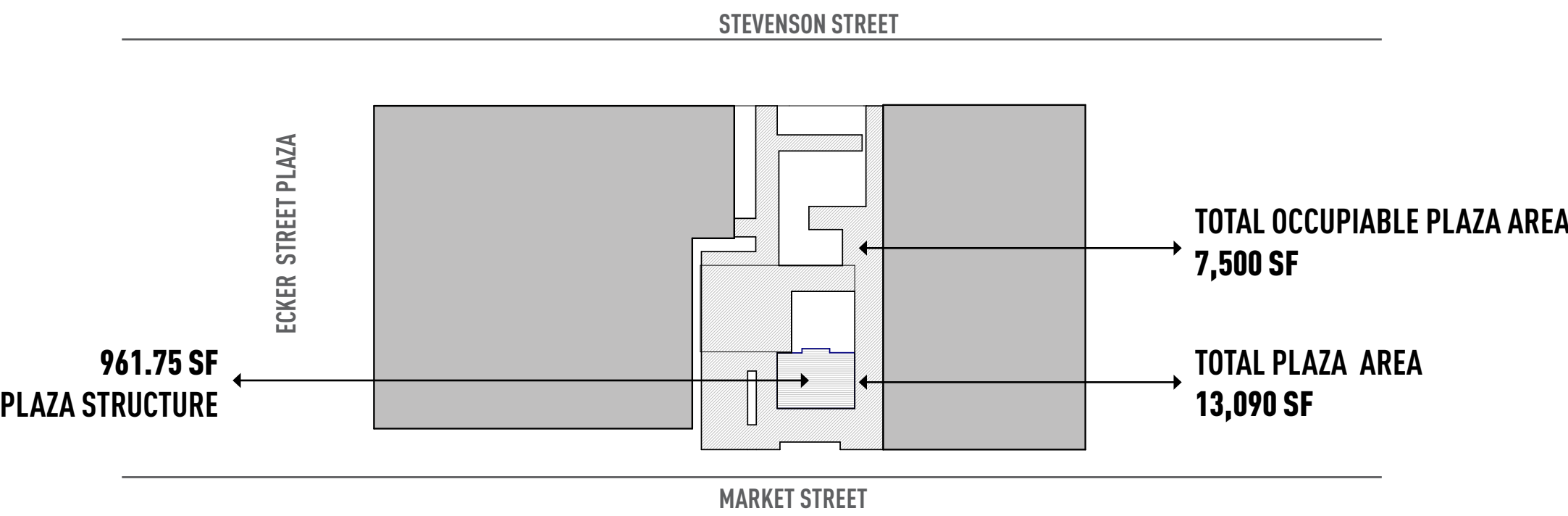
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PLAZA DIAGRAM



EXISTING PLAZA PLAN



PROPOSED PLAZA PLAN



NEW GUARDRAILS & DOORS TO CREATE
ACCESSIBLE OUTDOOR SPACE WITHIN
THE EXISTING BUILDING LINE

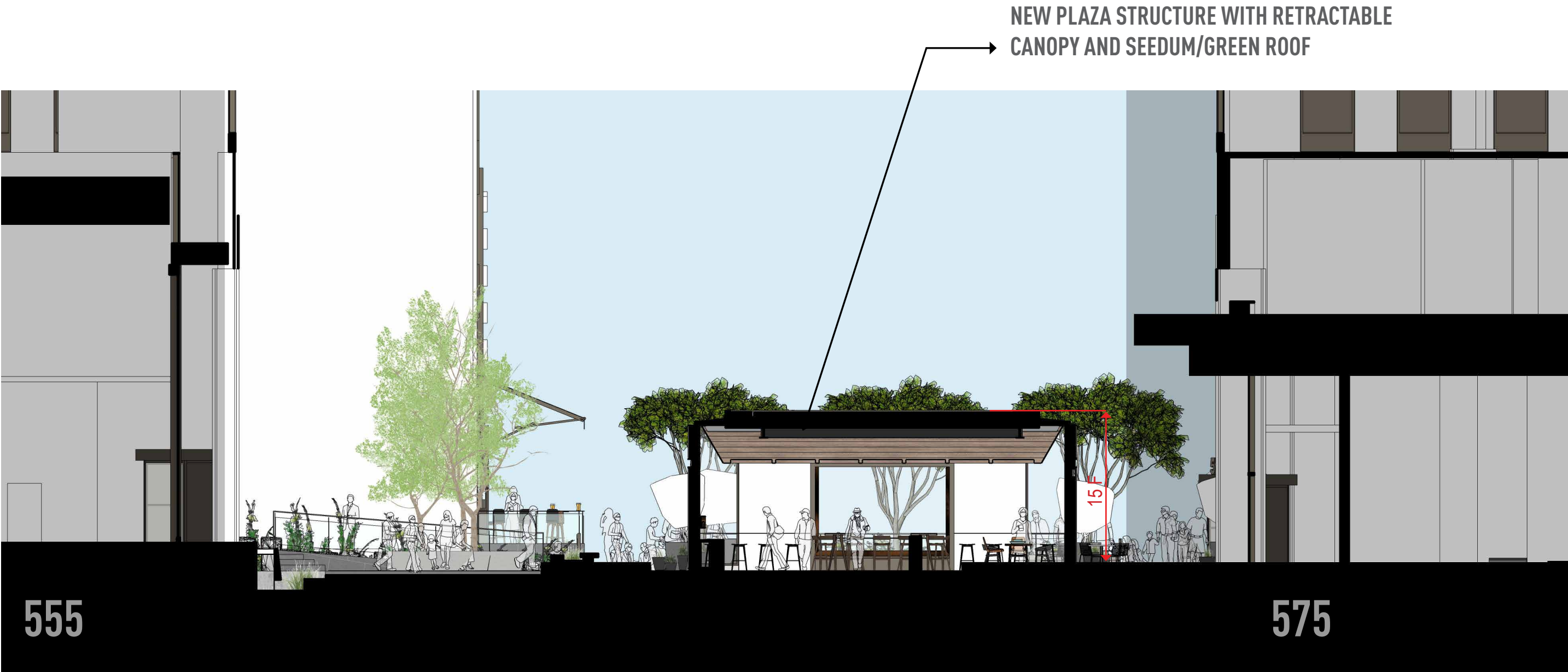
NEW PLAZA STRUCTURE



REPURPOSE EXISTING
GRANITE AS SEATING

NEW STREET TREES

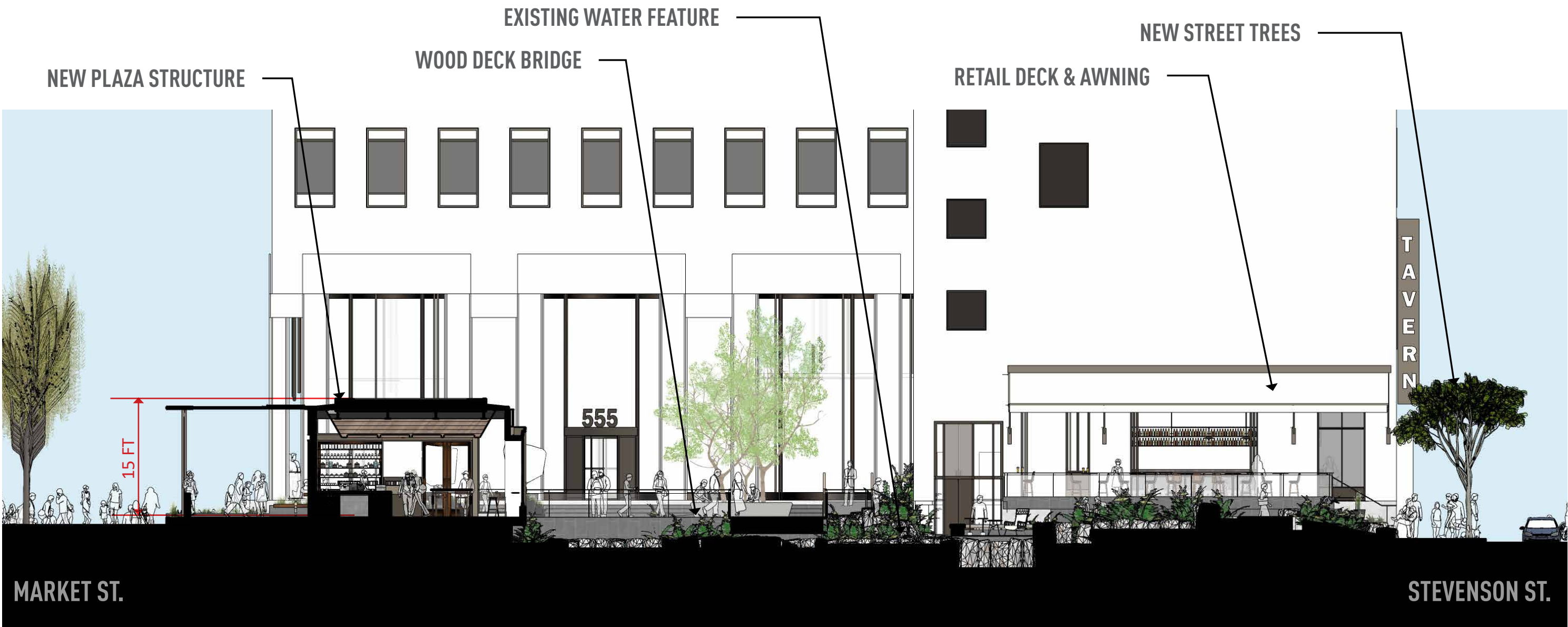
NEW DECK & ACCESS TO RETAIL / F&B



VIEW FROM MARKET STREET TO STEVENSON STREET

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VIEW FROM 555 TO 575



RAISED PLANTER WITH
RELOCATED PEAR TREES

EXISTING WATERFALL
& PLANTS

NEW PAVERS AND ACCESSIBLE RAMPS

NEW PLAZA STRUCTURE WITH RETRACTABLE
CANOPY AND SEEDUM/GREEN ROOF

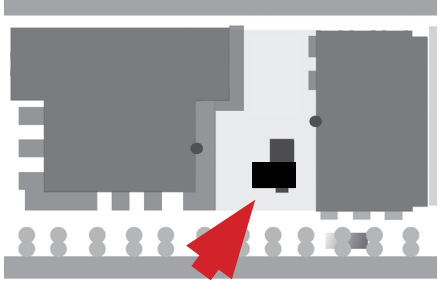


RAISED PLANTER WITH
RELOCATED PEAR TREES

NEW PLAZA STRUCTURE WITH RETRACTABLE
CANOPY AND SEEDUM/GREEN ROOF

NEW PAVERS AND ACCESSIBLE RAMPS

LANDSCAPING AT RAMP EDGE:
STAIRS ARE NOT POSSIBLE
DUE TO RAMP SLOPE BY CODE



VIEW FROM MARKET STREET LOOKING AT 575- RETRACTABLE CANOPY CLOSED

Market Center SF

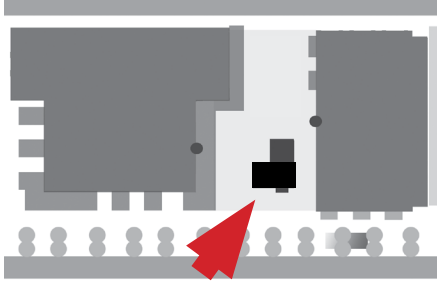
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NEW STREET TREES

NEW PLAZA STRUCTURE WITH
RETRACTABLE CANOPY

VIEW FROM MARKET STREET LOOKING AT 575- RETRACTABLE CANOPY OPEN



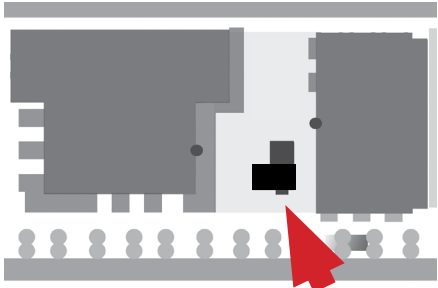
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NEW CAFE LEDGE

NEW PLAZA STRUCTURE WITH
RETRACTABLE CANOPY



VIEW FROM MARKET STREET LOOKING TO STEVENSON STREET

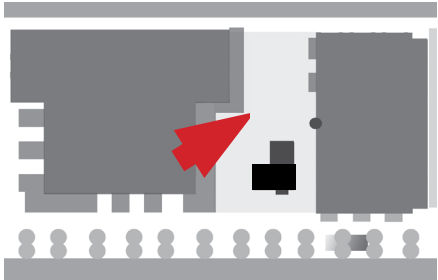


RAISED PLANTER WITH
RELOCATED PEAR TREES

NEW WOOD DECKING

NEW PLAZA STRUCTURE

VIEW FROM 555 TO 575





NEW PLAZA STRUCTURE

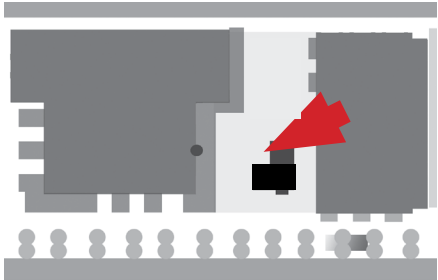
EXISTING WATER
FEATURE

NEW PAVERS

NEW WOOD DECKING

GLASS AND METAL
GUARDRAIL

VIEW FROM 575 TO 555



NEW PLAZA STRUCTURE WITH RETRACTABLE
CANOPY AND SEEDUM/GREEN ROOF



ACCESSIBLE RAMP -WIDTH DETERMINED BY EXISTING GRADE AT
SIDEWALK OFF STEVENSON STREET PER ADA REQUIREMENTS

NEW STREET TREES

EXISTING GRANITE PAVERS
AND FERNS

STAIRS FROM STEVENSON ST
TO DECK / RETAIL

AXO STEVENSON STREET - FABRIC AWNING CLOSED AT RETAIL

3D VIEWS



AWNING CLOSED AT RETAIL DECK

RELOCATED AND NEW FERNS

EXISTING WATER FEATURE

LOWERED SEATING AREA

ACCESSIBLE RAMP

BACK YARD AXO - FABRIC AWNING OPEN AT NEW RETAIL

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NEW STREET TREES

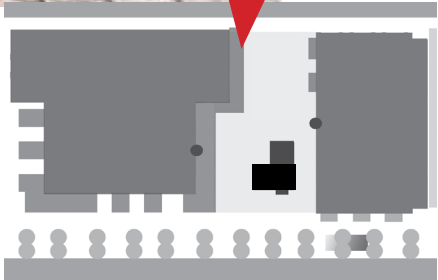
REPURPOSED GRANITE LOCATED
AT EDGE FOR SEATING

EXISTING GRANITE PATHWAY
AND FERNS

STAIRS TO DECK FROM
STEVENSON ST.

CANVAS AWNING OPEN AT DECK

VIEW FROM STEVENSON STREET LOOKING AT NEW RETAIL IN 555 - FABRIC AWNING OPEN





NEW PLAZA STRUCTURE

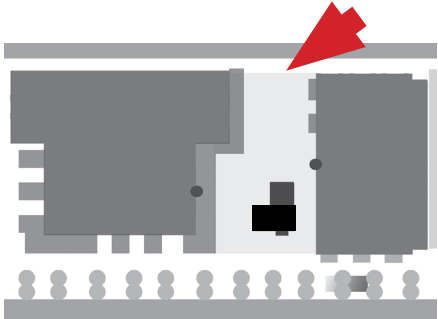
CANVAS AWNING OPEN AT NEW RETAIL DECK

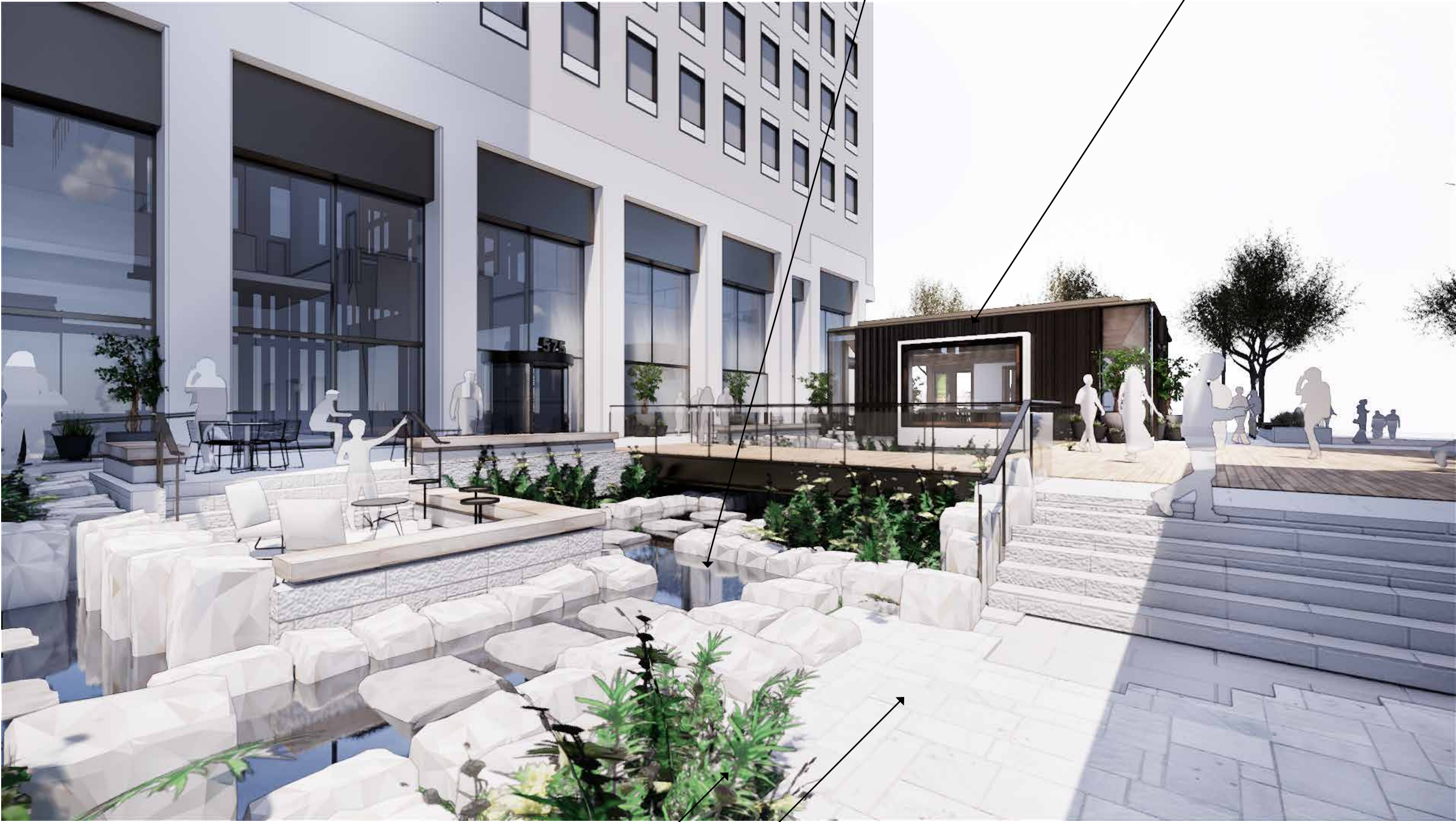
ACCESSIBLE RAMP: MAX WIDTH
DETERMINED BY EXISTING GRADE AT
EXISTING SIDEWALK PER ADA

REPURPOSED GRANIT LOCATED
AT EDGE FOR SEATING

NEW STREET TREES

VIEW FROM STEVENSON STREET LOOKING AT NEW RETAIL IN 555 - FABRIC AWNING OPEN



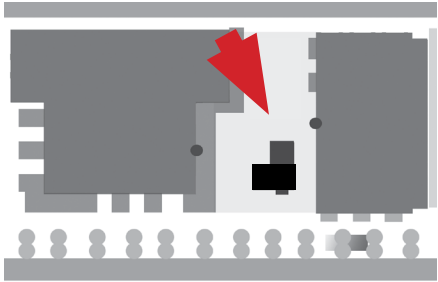


EXISTING WATER FEATURE

NEW PLAZA STRUCTURE

EXISTING GRANITE
PATHWAY AND FERNS

VIEW TO EXISTING WATER FEATURE



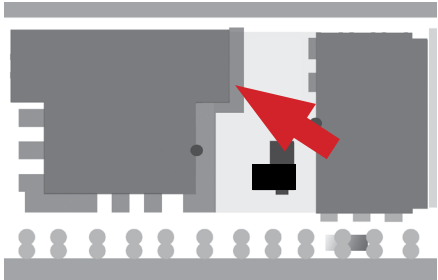


DECK WITH STAIR ACCESS
FROM STEVENSON ST

EXISTING GRANITE
PATHWAY AND FERNS

EXISTING WATER FEATURE

VIEW FROM WATER FEATURE TO STEVENSON STREET - FABRIC AWNING CLOSED AT RETAIL





CANVAS AWNING OPEN AT DECK

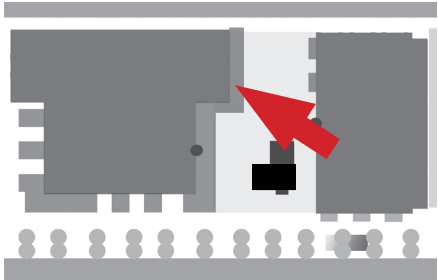
NEW STREET TREES

DECK WITH STAIR ACCESS
FROM STEVENSON ST

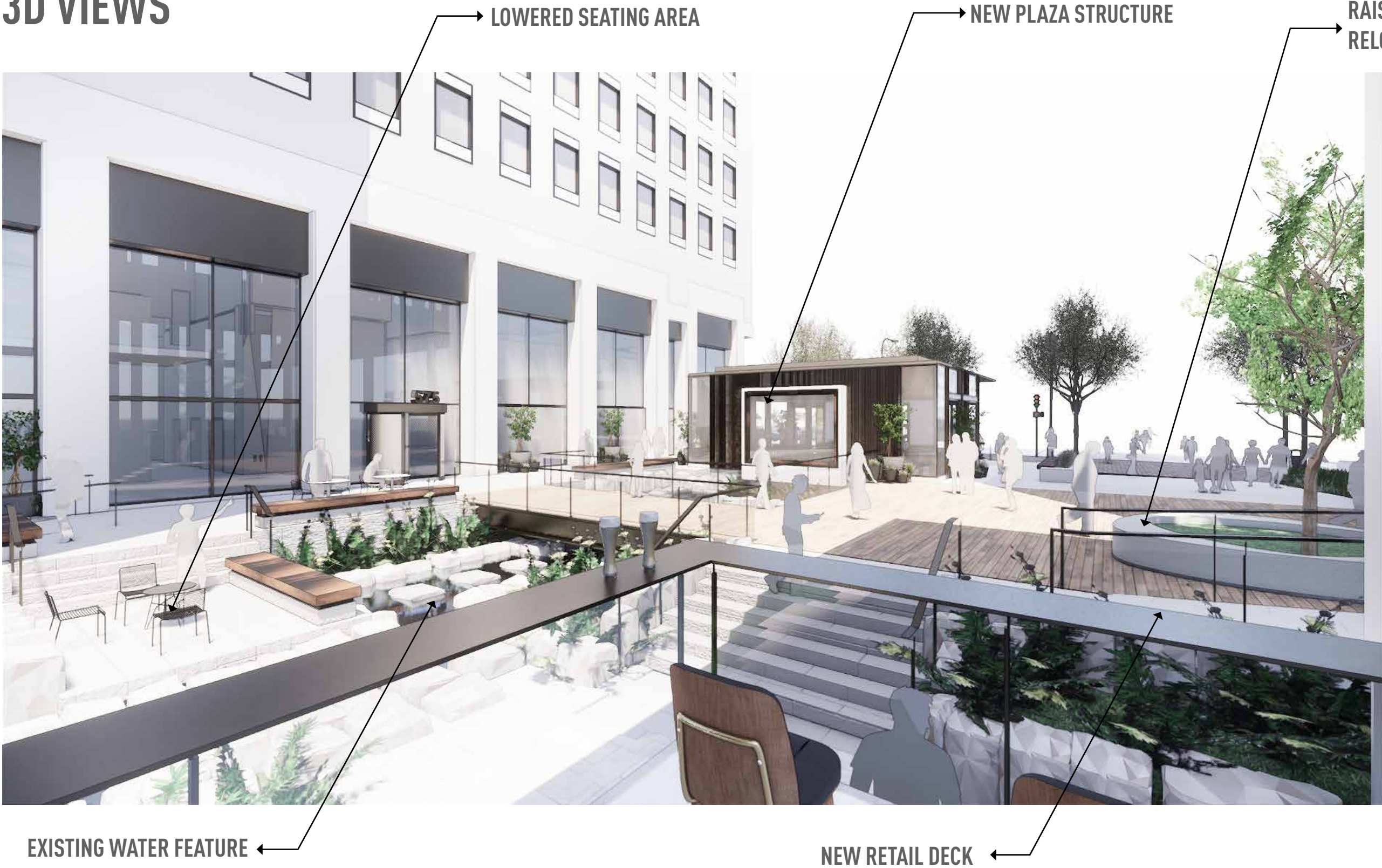
EXISTING GRANITE
PATHWAY AND FERNS

EXISTING WATER FEATURE

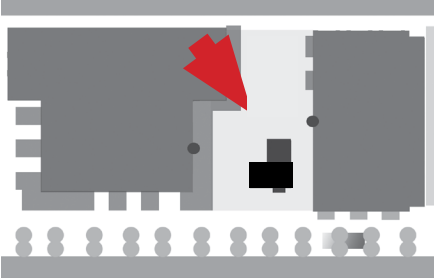
VIEW FROM WATER FEATURE TO STEVENSON STREET - FABRIC AWNING OPEN AT RETAIL



3D VIEWS



VIEW FROM NEW RETAIL DECK TO MAIN PLAZA



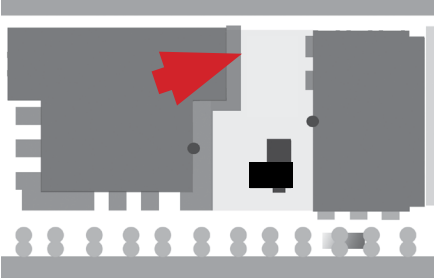


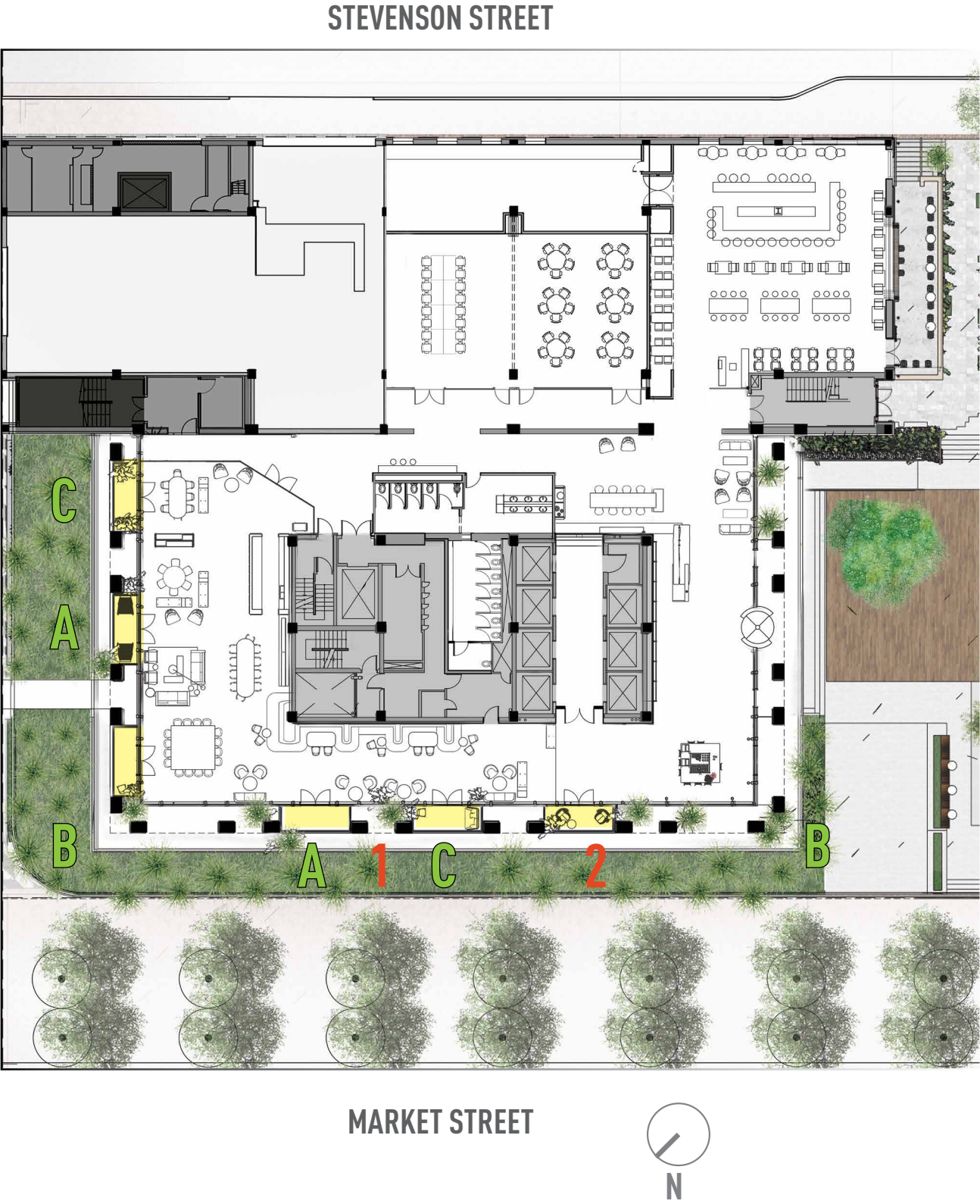
NEW STREET TREES

EXISTING LANDSCAPING
AND GRANITE PATHWAY

NEW RETAIL DECK

VIEW FROM NEW RETAIL DECK TO STEVENSON STREET





PUBLIC BENEFIT

1. Added visual activity enlivens Market Street presence
2. Adds human scale smaller element at Market St

RESPECTS ORIGINAL DESIGN FEATURES

- A. New features are distinguished from the original
- B. The cantilever/floating building edge is maintained
- C. The "slot" in between columns; column rhythm and void/glazing logic and pattern is maintained

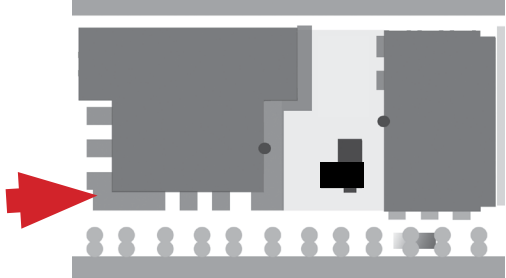


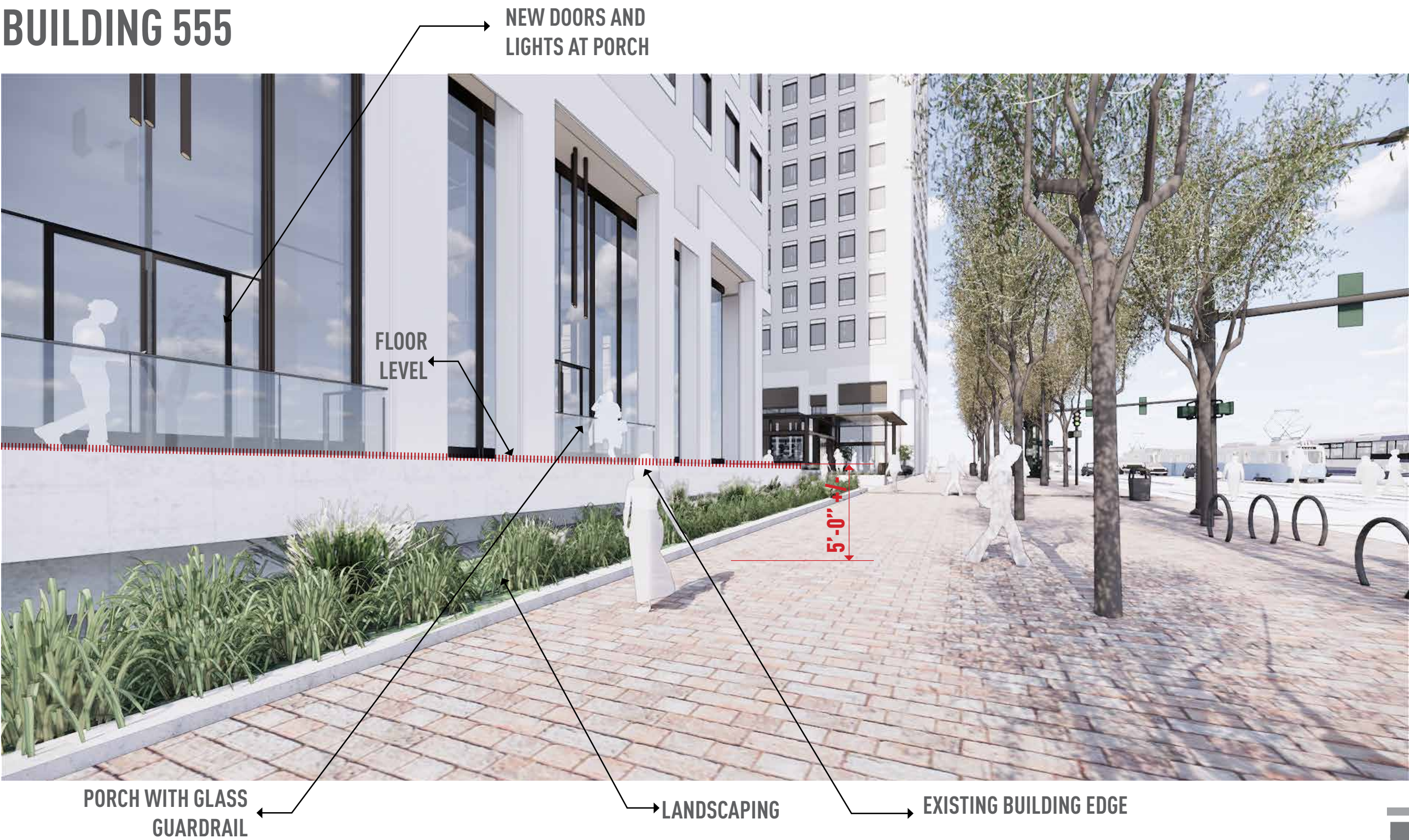
PORCH WITH GLASS GUARDRAIL

LANDSCAPING

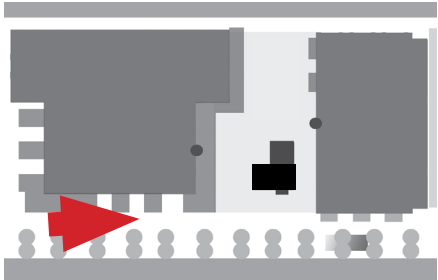
EXISTING BUILDING EDGE

VIEW FROM ECKER STREET PLAZA LOOKING AT MARKET STREET 555 CORNER



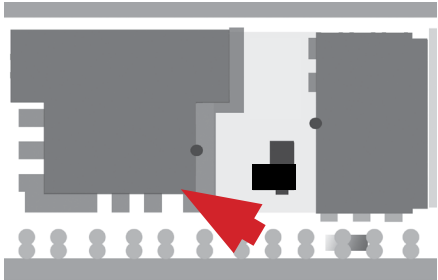


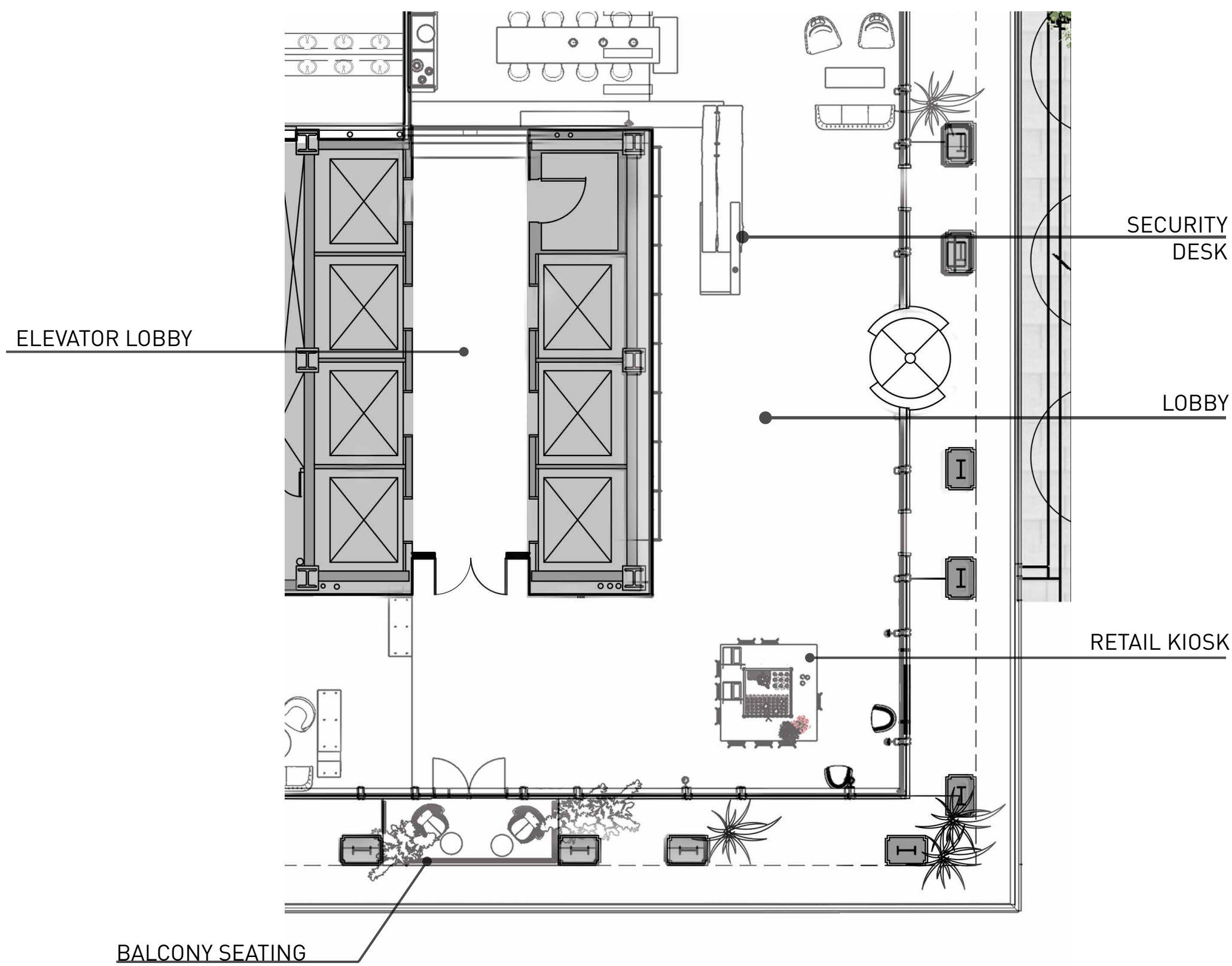
VIEW FROM MARKET STREET TO MAIN PLAZA





VIEW FROM MARKET STREET TO MAIN PLAZA



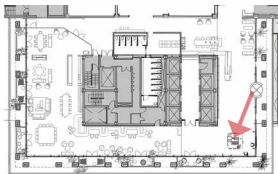


RETAIL KIOSK- 555



VIEW FROM ENTRY

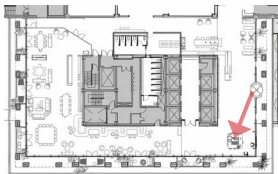
ENTRY LOBBY



RETAIL KIOSK- 555

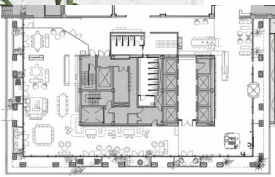
- DISPLAY ELEMENT
- FLEXIBLE DISPLAY
- TENANT CLUBHOUSE
- SEATING FOR VISITOR AND STAFF
- RETAIL LOCKABLE STORAGE

VIEW FROM LOBBY





VIEW FROM MARKET STREET





BRONZE



WHITE GRANITE



WOOD



METAL CLADDING



EXHIBIT C:

ENVIRONMENTAL DETERMINATION



SAN FRANCISCO PLANNING DEPARTMENT

CEQA Categorical Exemption Determination

PROPERTY INFORMATION/PROJECT DESCRIPTION

Project Address		Block/Lot(s)
555 MARKET ST		3708174
Case No.		Permit No.
2018-004711ENV		
<input checked="" type="checkbox"/> Addition/ Alteration	<input checked="" type="checkbox"/> Demolition (requires HRE for Category B Building)	<input checked="" type="checkbox"/> New Construction
Project description for Planning Department approval. Downtown Project Authorization application to permit the renovate the plaza between the buildings, add retail structures, and reconfigure first floors.		

STEP 1: EXEMPTION CLASS

Note: If neither class applies, an <i>Environmental Evaluation Application</i> is required.	
<input checked="" type="checkbox"/>	Class 1 - Existing Facilities. Interior and exterior alterations; additions under 10,000 sq. ft.
<input checked="" type="checkbox"/>	Class 3 - New Construction. Up to three new single-family residences or six dwelling units in one building; commercial/office structures; utility extensions; change of use under 10,000 sq. ft. if principally permitted or with a CU.
<input type="checkbox"/>	Class 32 - In-Fill Development. New Construction of seven or more units or additions greater than 10,000 sq. ft. and meets the conditions described below: (a) The project is consistent with the applicable general plan designation and all applicable general plan policies as well as with applicable zoning designation and regulations. (b) The proposed development occurs within city limits on a project site of no more than 5 acres substantially surrounded by urban uses. (c) The project site has no value as habitat for endangered rare or threatened species. (d) Approval of the project would not result in any significant effects relating to traffic, noise, air quality, or water quality. (e) The site can be adequately served by all required utilities and public services. FOR ENVIRONMENTAL PLANNING USE ONLY
<input type="checkbox"/>	Class ____

STEP 2: CEQA IMPACTS

TO BE COMPLETED BY PROJECT PLANNER

If any box is checked below, an *Environmental Evaluation Application* is required.

<input type="checkbox"/>	Air Quality: Would the project add new sensitive receptors (specifically, schools, day care facilities, hospitals, residential dwellings, and senior-care facilities within an Air Pollution Exposure Zone? Does the project have the potential to emit substantial pollutant concentrations (e.g., backup diesel generators, heavy industry, diesel trucks, etc.)? (refer to EP_ArcMap > CEQA Catex Determination Layers > Air Pollution Exposure Zone)
<input type="checkbox"/>	Hazardous Materials: If the project site is located on the Maher map or is suspected of containing hazardous materials (based on a previous use such as gas station, auto repair, dry cleaners, or heavy manufacturing, or a site with underground storage tanks): Would the project involve 50 cubic yards or more of soil disturbance - or a change of use from industrial to residential? If yes, this box must be checked and the project applicant must submit an Environmental Application with a Phase I Environmental Site Assessment. <i>Exceptions: do not check box if the applicant presents documentation of enrollment in the San Francisco Department of Public Health (DPH) Maher program, a DPH waiver from the Maher program, or other documentation from Environmental Planning staff that hazardous material effects would be less than significant (refer to EP_ArcMap > Maher layer).</i>
<input type="checkbox"/>	Transportation: Does the project create six (6) or more net new parking spaces or residential units? Does the project have the potential to adversely affect transit, pedestrian and/or bicycle safety (hazards) or the adequacy of nearby transit, pedestrian and/or bicycle facilities?
<input type="checkbox"/>	Archeological Resources: Would the project result in soil disturbance/modification greater than two (2) feet below grade in an archeological sensitive area or eight (8) feet in a non -archeological sensitive area? (refer to EP_ArcMap > CEQA Catex Determination Layers > Archeological Sensitive Area)
<input type="checkbox"/>	Subdivision/Lot Line Adjustment: Does the project site involve a subdivision or lot line adjustment on a lot with a slope average of 20% or more? (refer to EP_ArcMap > CEQA Catex Determination Layers > Topography)
<input type="checkbox"/>	Slope = or > 20%: Does the project involve any of the following: (1) square footage expansion greater than 1,000 sq. ft. outside of the existing building footprint, (2) excavation of 50 cubic yards or more of soil, (3) new construction? (refer to EP_ArcMap > CEQA Catex Determination Layers > Topography) If box is checked, a geotechnical report is required.
<input type="checkbox"/>	Seismic: Landslide Zone: Does the project involve any of the following: (1) square footage expansion greater than 1,000 sq. ft. outside of the existing building footprint, (2) excavation of 50 cubic yards or more of soil, (3) new construction? (refer to EP_ArcMap > CEQA Catex Determination Layers > Seismic Hazard Zones) If box is checked, a geotechnical report is required.
<input type="checkbox"/>	Seismic: Liquefaction Zone: Does the project involve any of the following: (1) square footage expansion greater than 1,000 sq. ft. outside of the existing building footprint, (2) excavation of 50 cubic yards or more of soil, (3) new construction? (refer to EP_ArcMap > CEQA Catex Determination Layers > Seismic Hazard Zones) If box is checked, a geotechnical report will likely be required.

If no boxes are checked above, GO TO STEP 3. If one or more boxes are checked above, an *Environmental Evaluation Application* is required, unless reviewed by an Environmental Planner.

Comments and Planner Signature (optional): Justin Greving

STEP 3: PROPERTY STATUS - HISTORIC RESOURCE
TO BE COMPLETED BY PROJECT PLANNER

PROPERTY IS ONE OF THE FOLLOWING: (refer to Parcel Information Map)	
<input type="checkbox"/>	Category A: Known Historical Resource. GO TO STEP 5.
<input checked="" type="checkbox"/>	Category B: Potential Historical Resource (over 45 years of age). GO TO STEP 4.
<input type="checkbox"/>	Category C: Not a Historical Resource or Not Age Eligible (under 45 years of age). GO TO STEP 6.

STEP 4: PROPOSED WORK CHECKLIST
TO BE COMPLETED BY PROJECT PLANNER

Check all that apply to the project.	
<input checked="" type="checkbox"/>	1. Change of use and new construction. Tenant improvements not included.
<input type="checkbox"/>	2. Regular maintenance or repair to correct or repair deterioration, decay, or damage to building.
<input type="checkbox"/>	3. Window replacement that meets the Department's <i>Window Replacement Standards</i> . Does not include storefront window alterations.
<input type="checkbox"/>	4. Garage work. A new opening that meets the <i>Guidelines for Adding Garages and Curb Cuts</i> , and/or replacement of a garage door in an existing opening that meets the Residential Design Guidelines.
<input type="checkbox"/>	5. Deck, terrace construction, or fences not visible from any immediately adjacent public right-of-way.
<input type="checkbox"/>	6. Mechanical equipment installation that is not visible from any immediately adjacent public right-of-way.
<input type="checkbox"/>	7. Dormer installation that meets the requirements for exemption from public notification under <i>Zoning Administrator Bulletin No. 3: Dormer Windows</i> .
<input type="checkbox"/>	8. Addition(s) that are not visible from any immediately adjacent public right-of-way for 150 feet in each direction; does not extend vertically beyond the floor level of the top story of the structure or is only a single story in height; does not have a footprint that is more than 50% larger than that of the original building; and does not cause the removal of architectural significant roofing features.
Note: Project Planner must check box below before proceeding.	
<input checked="" type="checkbox"/>	Project is not listed. GO TO STEP 5.
<input type="checkbox"/>	Project does not conform to the scopes of work. GO TO STEP 5.
<input type="checkbox"/>	Project involves four or more work descriptions. GO TO STEP 5.
<input checked="" type="checkbox"/>	Project involves less than four work descriptions. GO TO STEP 6.

STEP 5: CEQA IMPACTS - ADVANCED HISTORICAL REVIEW
TO BE COMPLETED BY PROJECT PLANNER

Check all that apply to the project.	
<input type="checkbox"/>	1. Project involves a known historical resource (CEQA Category A) as determined by Step 3 and conforms entirely to proposed work checklist in Step 4.
<input type="checkbox"/>	2. Interior alterations to publicly accessible spaces.
<input type="checkbox"/>	3. Window replacement of original/historic windows that are not "in-kind" but are consistent with existing historic character.
<input type="checkbox"/>	4. Façade/storefront alterations that do not remove, alter, or obscure character-defining features.
<input type="checkbox"/>	5. Raising the building in a manner that does not remove, alter, or obscure character-defining features.
<input type="checkbox"/>	6. Restoration based upon documented evidence of a building's historic condition, such as historic photographs, plans, physical evidence, or similar buildings.

EXHIBIT D:

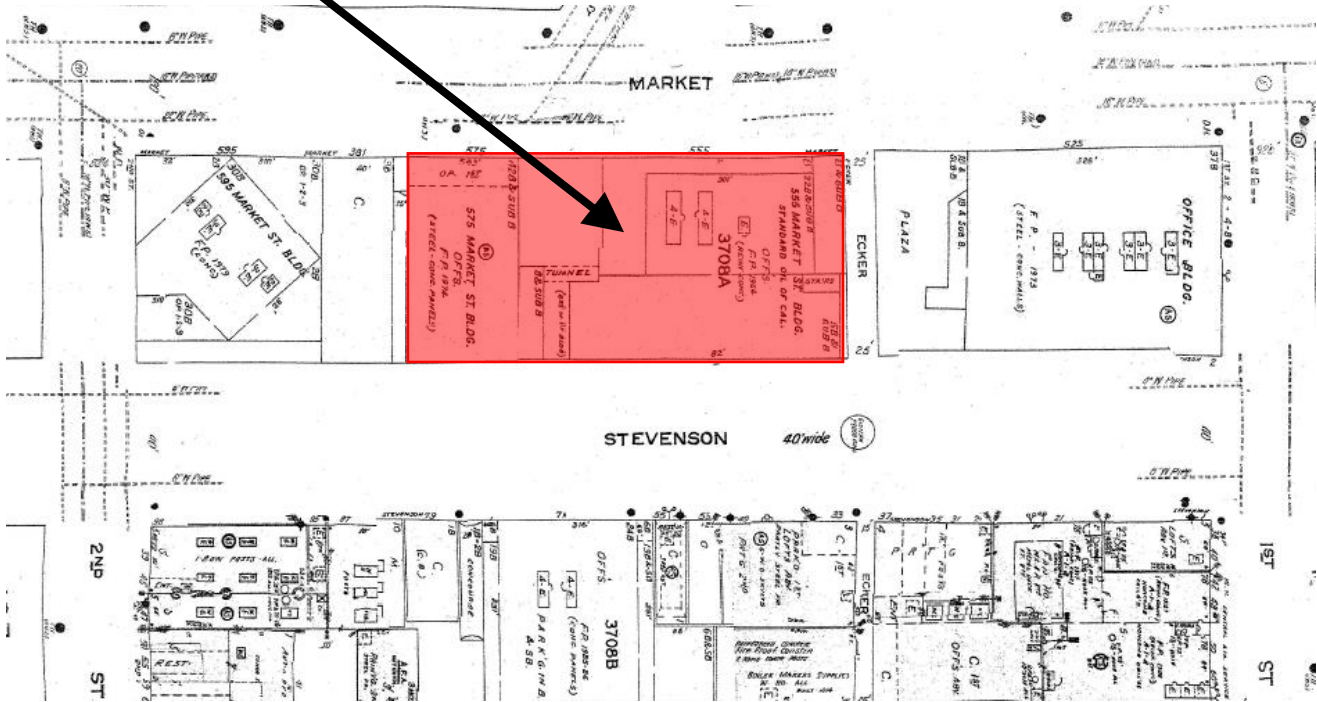
MAPS AND CONTEXT PHOTOS

Parcel Map



Sanborn Map*

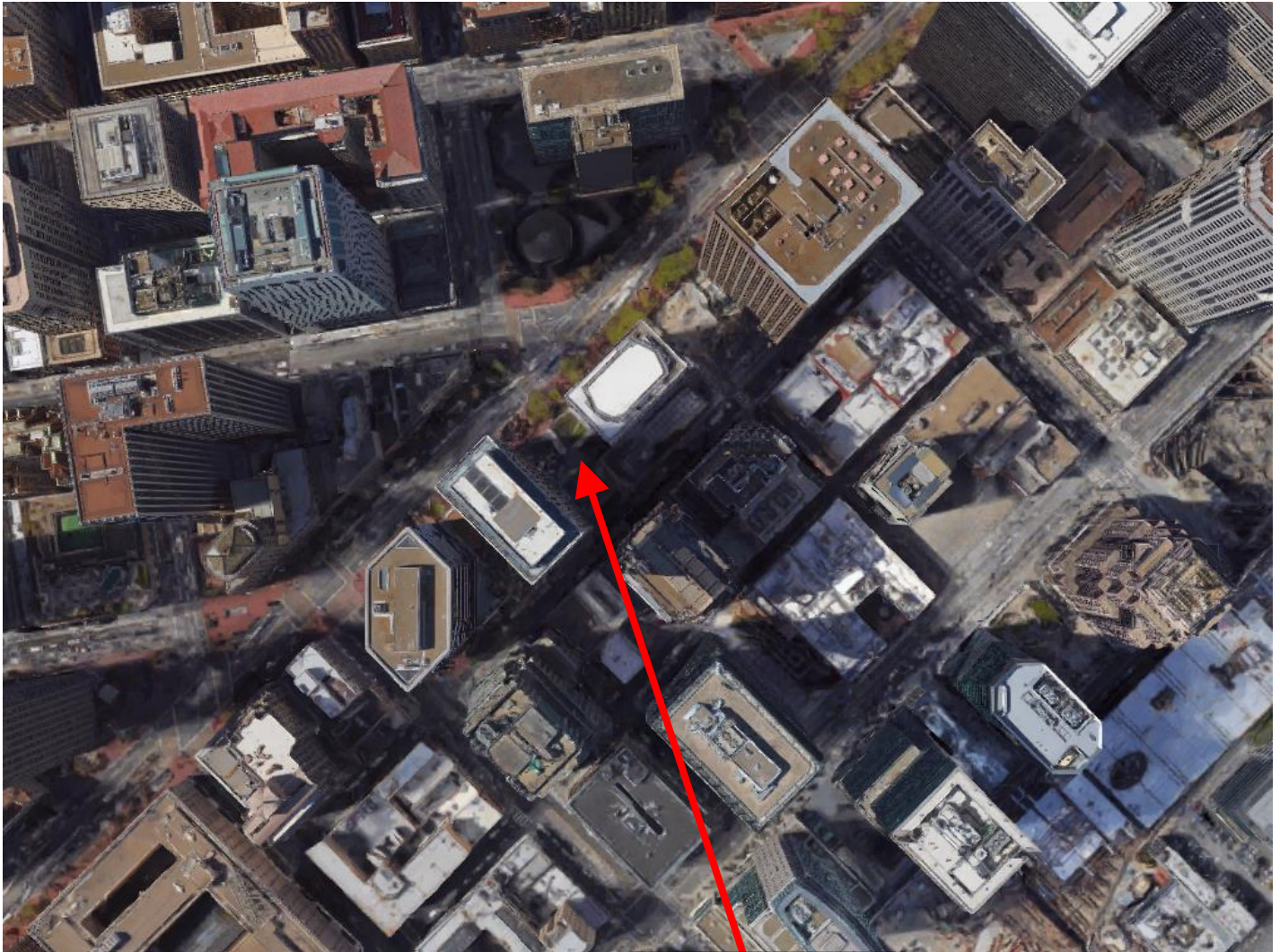
SUBJECT PROPERTY



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



Aerial Photo – View 1



SUBJECT PROPERTY



Zoning Map



Site Photo

(Market Street)



SUBJECT PROPERTY

Downtown Project/ Conditional Use Authorization
Case Number 2018-004711DNXCUA
Retail to Office Change of Use; Plaza Redesign
555-575 Market Street

Site Photo

(Market Street)

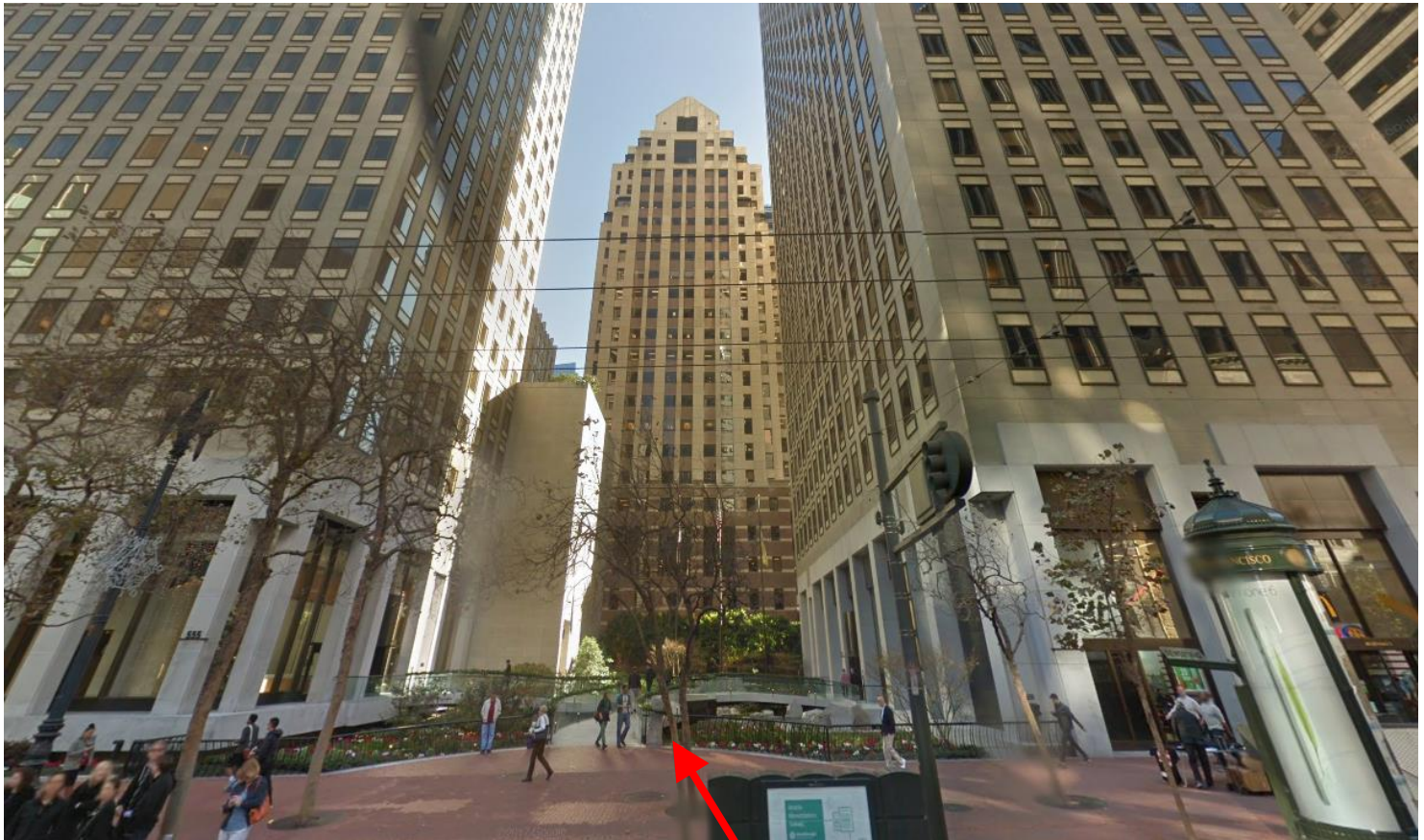


SUBJECT PROPERTY

Downtown Project/ Conditional Use Authorization
Case Number 2018-004711DNXCUA
Retail to Office Change of Use; Plaza Redesign
555-575 Market Street

Site Photo

(Market Street - Plaza)



SUBJECT PROPERTY

Downtown Project/ Conditional Use Authorization
Case Number 2018-004711DNXCUA
Retail to Office Change of Use; Plaza Redesign
555-575 Market Street

Site Photo

(Stevenson Street)



SUBJECT PROPERTY

Site Photo

(Stevenson Street - Plaza)



SUBJECT PROPERTY

Downtown Project/ Conditional Use Authorization
Case Number 2018-004711DNXCUA
Retail to Office Change of Use; Plaza Redesign
555-575 Market Street

EXHIBIT F:

PROJECT SPONSOR SUBMITTAL

REUBEN, JUNIUS & ROSE, LLP

Mark Loper
mloper@reubenlaw.com

February 25, 2019

Delivered Via Email

Myrna Melgar, Commission President
San Francisco Planning Commission
1650 Mission Street, 4th Floor
San Francisco, CA 94103

**Re: 555-575 Market Street (3708/174 and 175)
Brief in Support of the Project and the CU and 309 Requests
Planning Case Number: 2018-004711DNX/CUA
Hearing Date: March 14, 2019**

Dear President Melgar and Commissioners:

This office represents BRE Market Street Property Owner, LLC (“Owner”), the owner of the properties at 555 and 575 Market Street (the “Property” or “Market Center”). The proposed project would transform the first floors and plaza from its current closed-off configuration into a more inviting and open space that blurs the lines between the public and private realm (the “Project”).

The Project will renovate the existing plaza and open it up to the public with additional occupiable area and multiple through-ways connecting Market Street and Stevenson; add a retail structure to the plaza fronting Market Street; convert an existing tenant gym space in 555 Market Street into an approximately 3,275 square foot restaurant; add a retail kiosk on the ground floor at 555 Market; and replace the first floor Bank of the West Wealth Management office (the “BOTW Space”) at 555 Market with a tenant amenity space that will activate and enliven the street-facing portion of that building. The project requires Downtown Project Authorization under Section 309 and Conditional Use Authorization to provide office space on the first floor of the Property in the BOTW Space.

A. The Project Offers Significant Public Benefits

Approval of the Downtown Project Authorization and Conditional Use Authorization is appropriate based on the Project’s substantial benefits:

San Francisco Office
One Bush Street, Suite 600, San Francisco, CA 94104
tel: 415-567-9000 | fax: 415-399-9480

Oakland Office
456 8th Street, 2nd Floor, Oakland, CA 94607
tel: 510-257-5589

www.reubenlaw.com

- **Opens the Plaza to the Public and Adds a Community Gathering Place.** The Project will make the vast majority of the space between the two office towers at 555 and 575 Market accessible to the general public. In total, 7,500 square feet of the plaza will be accessible and open to the public and Market Center employees alike, which is a 3,000 square foot increase compared to existing conditions. The proposed plaza design will open the inward-facing plaza and facilitate community gathering, while also retaining a number of principal extant features from the plaza's existing design.
- **Adds Neighborhood-Serving Retail that will Activate the Property.** The Project will add a retail pavilion in the plaza directly fronting Market Street, which will serve Market Center employees and draw the members of the public in general into the plaza. The Project's proposed new restaurant space at 555 Market will have direct access both from Stevenson and from the renovated plaza. The restaurant space will replace an existing tenant exercise room, adding approximately 3,275 square feet of new retail along Stevenson Street, in close proximity to many downtown office buildings. Lastly, the Project will add a retail kiosk inside 555 Market fronting Market Street and the plaza. Together, the proposed retail options at the Property will activate the space and provide the kinds of pedestrian-friendly retail options that downtown office workers, tourists, and future residents desire.
- **Provides a More Active Ground Floor Use at 555 Market.** Approval of the Project will allow tenant amenity space in an area of the building that was previously occupied by Bank of the West Wealth Management that, although considered retail for purposes of the Code, essentially functioned as an office use. The proposed tenant amenities will further activate the space by providing a desirable place for tenants to gather, work, and socialize. There will be multiple open settings supported by the on-site retail / food and beverage and a catering style kitchen that will help facilitate events. This space and its all day and into the evening activity will be visible from Market Street.
- **Connects Market and Stevenson Streets.** The reimagined plaza will provide a gracious and integrated ADA-compliant through-way to Stevenson Street, contributing to the unique network of pedestrian pathways leading to and from Market Street and the Transbay Transit Center and the rest of SOMA beyond.
- **Creates Local Opportunities for Employment.** The addition of three retail spaces—the retail pavilion, the retail kiosk, and the restaurant—will provide new opportunities for a variety of local employment.

B. Project Background

The Project proposes to open the plaza to the general public and activate the street-facing portions of the buildings while working within the site's current constraints. The site is currently developed with a 22-story building and a 40-story building that are primarily utilized as office, except for two tenant retail spaces in 575 Market Street facing Market. A plaza exists in the middle

of the two buildings. Most recently, the plaza was modified by the former building owner in the 1990s to create single points of entry to each building through a raised “T” shaped walkway, with public access only from Market Street. The rest of the plaza is inaccessible to the public. The Project’s proposed design will activate and improve the plaza, by providing additional occupiable area that will function as gathering areas, a retail pavilion, and through-ways from Market to Stevenson Street.

The tenant amenity space is the most practical and beneficial use of the BOTW Space. Historically, the BOTW Space was accessory to a variety of principal office uses at the Property since it opened as the headquarters for Standard Oil in the mid-20th century. The space then sat vacant from 1999 to 2011, when Bank of the West’s Wealth Management moved in, which essentially operated a private wealth management office. The proposed tenant amenity space will continue this trend of office-like or accessory office uses, while meeting City pedestrian-realm policies and the Project’s goals of activation in a space where traditional retail is not sustainable. The space has no direct entry point from the street and has significant visibility issues due to both a vertical and horizontal separation from the street level. These design features were originally intended to remove the use from the pedestrian realm along Market Street.

The Project reverses the inward-focused design of the ground floor. The proposed new restaurant space on Stevenson will have direct access both from Stevenson and from the renovated plaza through the lobby of 555 Market. The restaurant space will replace an existing tenant exercise room, adding approximately 3,275 square feet of new retail along Stevenson. The Project also proposes a new retail pavilion that is directly fronting Market Street within the plaza. Lastly, the Project includes an additional approximately 328 square feet of retail within 555 Market fronting Market Street in the form of a retail “kiosk” that is designed to be flexible and accommodate a range of retailers with little to no overhead cost to open for business. These uses are provided where retail is appropriate and attractive to downtown office workers, tourists, and nearby residents.

C. Necessity and Desirability of the CU Request

The Project requires Conditional Use Authorization to provide office space on the first floor of the Property in the BOTW Space. The Planning Department determined that a 309 Downtown Authorization is required due to the Project’s location along Market Street. The Project satisfies the CU criteria.

The Project is desirable because it will activate and enliven the street-facing portion of the buildings, while also providing new retail spaces in locations that are appropriate for retail. Collectively, the Property has an approx. 350-foot long street frontage along Market Street, yet very little activity or pedestrian interest is provided within the existing street frontage. The Project positively changes the existing conditions in several ways. Perhaps most noticeably, the Project will construct a retail pavilion in the plaza area between the two buildings, close to the Market Street front property boundary, and add a flexible retail kiosk in the lobby of 555 Market. The Project will positively change the subject block.

The Project is also desirable because it will renovate the publicly-accessible outdoor open space that currently is rather not very accessible or inviting. The plaza reconfiguration will result in a larger area that is accessible to the general public, and will overall update the design by making it more inviting. Importantly, the Project will also result in an ADA-compliant access path between Market and Stevenson Streets, further contributing to the accessibility of the plaza.

The Project is necessary in order to activate the BOTW Space that fronts Market Street within the 555 Market building. Despite the fact that the space faces Market Street, it is challenging space to occupy and quite inappropriate for retail uses. The space has significant visibility issues due to both vertical and horizontal separation from the pedestrian realm. Consumers are often most compelled if they can see what they are going to be eating, shopping, or doing before they walk in. The BOTW Office Space is raised significantly from the street level, starting at 5 feet and extending to 7 feet and is therefore above the eye level of most pedestrians (see appendix).

Additionally, the space is set back horizontally from the sidewalk in two ways: first, landscaping separates the sidewalk from the building itself, and then the glass curtainwall enclosing the interior space is set back even further from the edge of the building. In total, the interior space starts 19.5 feet from the Market Street sidewalk edge, and 28.5 feet from the Ecker Plaza sidewalk edge. The overarching design intent of the original 555 Market construction was to remove Standard Oil from the pedestrian realm along Market Street, and over 50 years later it still quite effectively separates occupiable portions of the building's first floor from the public. Images showing the raised height from Market Street and the distance from Market Street and Ecker Plaza to the interior space, as well as perspectives across Market showing the compromised visibility into the space, are enclosed in the appendix.

A compounding factor is access and the entry sequence into the space: there is no readily apparent entry. Consumers will need to walk through the plaza and past the security desk, giving potential customers the sense that they are walking through the building lobby and might not be welcome in the space. The walking distance from the property line on Market Street into the BOTW Office Space is approximately 165 feet—longer than the width of a football field (160 feet). A retailer would also be limited to a 9-5 business, in a non- high-traffic retail area during business hours, and would not be able to operate during evenings and on weekends—which most retailers require to run a successful business.

The Project is compatible with the context by reconfiguring office and retail uses at the ground floor, and by resulting in an overall net increase in retail area and opportunities. The Project benefits not only the occupants and workers in the subject buildings, but also other downtown office workers, as well as tourists, and nearby residents.

D. Conclusion

The purpose of the Project is to comprehensively revitalize the ground floor experience throughout Market Center, enlivening and reimagining a closed-off space. The Project will add a

Seema Adina
San Francisco Planning Department
December 4, 2018
Page 5

variety of retail uses where they are accessible to the general public, and repurpose the BOTW Space with a more active tenant amenity space that meets City pedestrian-realm policies and the Project's goals of activation. Together, these changes will enhance the pedestrian experience and the overall neighborhood character.

The Project is desirable and compatible for the context. For all of the reasons stated herein, we respectfully request the Planning Commission to approve the CU and the 309 applications. Thank you for your consideration.

Very truly yours,

REUBEN, JUNIUS & ROSE, LLP



Mark Loper

Enclosures

Appendix

New Construction First Floor Plan and Historic Photographs (source: Page & Turnbull)

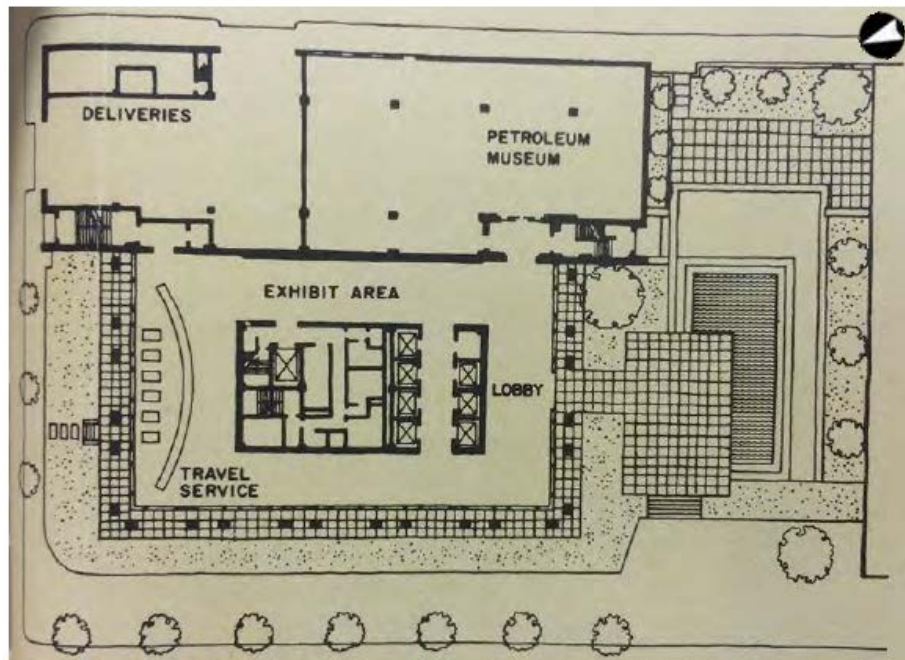


Figure 98: First floor plan and plaza of 555 Market Street. Source: "Early Consultation Works for Unity of Arts" *Architectural Record* vol. 141, issue 7 (June 1967) 180-181.⁷¹



Figure 99: Lobby of 555 Market Street, facing Market Street. View looking northeast. Source: "Early Consultation Works for Unity of Arts" *Architectural Record* vol. 141, issue 7 (June 1967) 180.

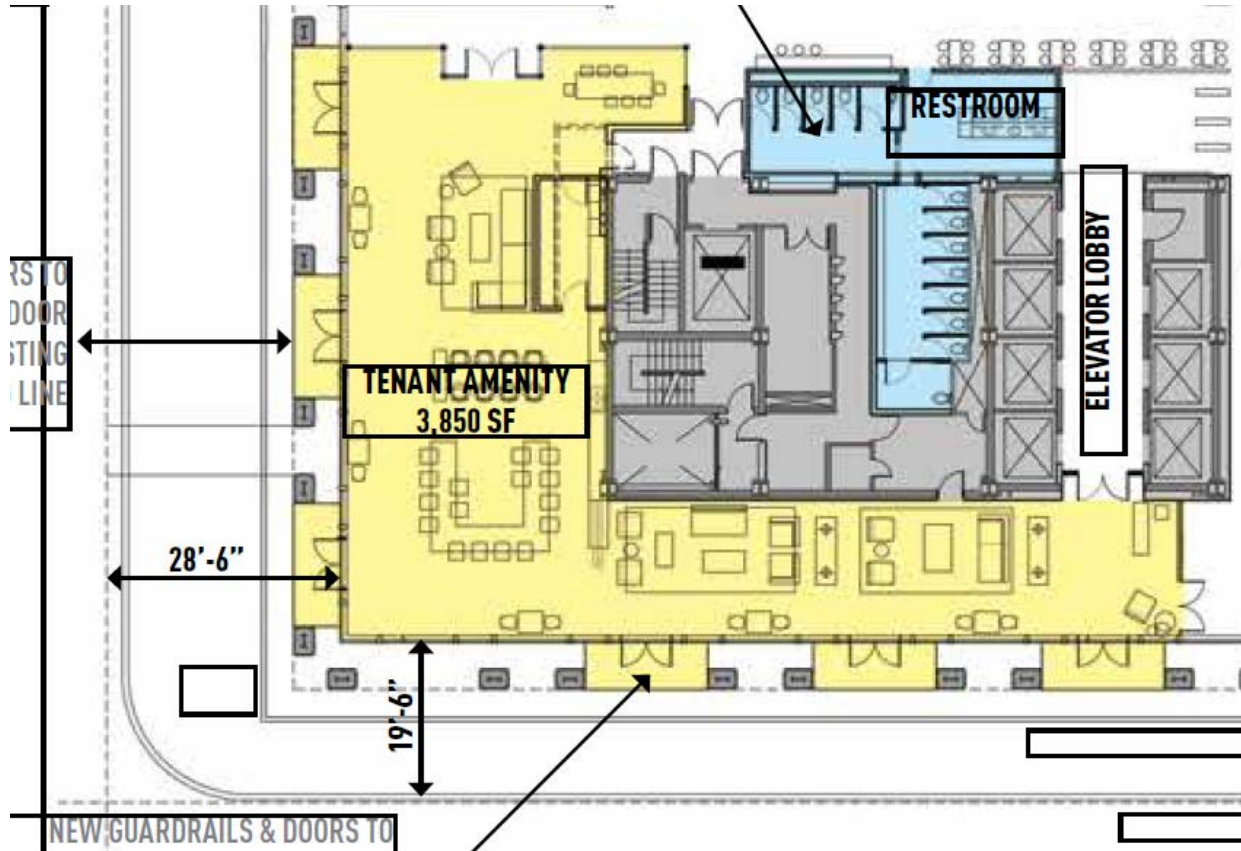


Figure 100: Travel services area of 555 Market Street. View looking north. Source: "Early Consultation Works for Unity of Arts" *Architectural Record* vol. 141, issue 7 (June 1967) 180.

REUBEN, JUNIUS & ROSE, LLP

Appendix B –BOTW Space Diagrams and Perspectives

Distance from sidewalks along Market Street and Ecker Plaza:



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Height above Market Street and Ecker Plaza:





Images of BOTW Office Space along Market Street:









EXHIBIT G:

PUBLIC CORRESPONDENCE