

RTC



FINAL RESPONSES TO COMMENTS ON DEIR

5M PROJECT

(925 MISSION STREET AND VARIOUS PARCELS)

CITY AND COUNTY OF SAN FRANCISCO
PLANNING DEPARTMENT
CASE NO. 2011.0409E

STATE CLEARINGHOUSE NO. 2013011055

August 13, 2015

Draft EIR Publication Date:	OCTOBER 15, 2014
Draft EIR Public Hearing Date:	NOVEMBER 20, 2014
Draft EIR Public Comment Period:	OCTOBER 15, 2014 – JANUARY 7, 2015
Final EIR Certification Hearing Date:	SEPTEMBER 17, 2015



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ENVIRONMENTAL PLANNING DIVISION | SAN FRANCISCO PLANNING DEPARTMENT

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SAN FRANCISCO PLANNING DEPARTMENT

MEMO

DATE: August 13, 2015
TO: Members of the Planning Commission and Interested Parties
FROM: Sarah B. Jones, Environmental Review Officer
Re: **Attached Responses to Comments on Draft Environmental Impact Report Case No. 2011.0409E: 5M Project (925 Mission Street and Various Parcels)**

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Attached for your review please find a copy of the Responses to Comments on the Draft Environmental Impact Report (EIR) for the above-referenced project. **This document, along with the Draft EIR, will be before the Planning Commission for Final EIR certification on September 17, 2015.** The Planning Commission will receive public testimony on the Final EIR certification at the September 17, 2015 hearing. Please note that the public review period for the Draft EIR ended on January 7, 2015; any comments received after that date, including any comments provided orally or in writing at the Final EIR certification hearing, will not be responded to in writing.

The Planning Commission does not conduct a hearing to receive comments on the Responses to Comments document, and no such hearing is required by the California Environmental Quality Act. Interested parties, however, may always write to Commission members or to the President of the Commission at 1650 Mission Street and express an opinion on the Responses to Comments document, or the Commission's decision to certify the completion of the Final EIR for this project.

Please note that if you receive the Responses to Comments document in addition to the Draft EIR, you technically have the Final EIR. If you have any questions concerning the Responses to Comments document or the environmental review process, please contact Michael Jacinto at 415-575-9033.

Thank you for your interest in this project and your consideration of this matter.

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I. INTRODUCTION

PURPOSE OF THE RESPONSES TO COMMENTS DOCUMENT

The purpose of this Responses to Comments (RTC) document is to present comments submitted on the Draft Environmental Impact Report (Draft EIR) for the proposed Fifth and Mission (5M) Project, (referred to herein as the “Draft EIR Project”), to respond in writing to comments on environmental issues, and to revise the Draft EIR as necessary to provide additional clarity, including to present changes to the project that have occurred since publication of the Draft EIR (referred to herein as the “Revised Project”) and to ensure that the environmental impacts associated with the Revised Project are adequately addressed and evaluated as part of the Final EIR. Pursuant to the California Environmental Quality Act (CEQA), Public Resource Code Section 21091(d)(2)(A) and (B), the Planning Department has considered the comments received on the Draft EIR, evaluated the issues raised and provides written responses herein that address each substantive environmental issue that has been raised. In accordance with CEQA, the responses to comments focus on clarifying the project description and addressing significant environmental effects associated with the proposed project. “Significant effects on the environment” means a substantial, or potentially substantial, adverse change in any of the physical conditions within the area affected by the project...economic or social changes alone are not considered a significant effect on the environment.¹ Therefore, this document focuses primarily on responding to comments that relate to physical environmental issues in compliance with CEQA.² In addition, this RTC document includes text changes to the Draft EIR initiated by Planning Department staff.

¹ *CEQA Guidelines* 2015. Section 15382.

² *CEQA Guidelines* 2015. Sections 15382; 15064(c); and 16064(d).

No significant new information that warrants recirculation of the Draft EIR is: 1) provided in the comments received on the Draft EIR, or 2) reflected in the changes to the Draft EIR Project as described by the Revised Project. The comments do not identify, nor does the Revised Project result in, any new significant environmental impacts, or substantial increase in the severity of previously identified environmental impacts, or feasible project alternatives or mitigation measures that are considerably different from those analyzed in the Draft EIR that would clearly lessen the significant environmental impacts of the project, but which the project sponsor has not agreed to implement.

The San Francisco Planning Department is the lead agency responsible for administering the environmental review of projects within the City and County of San Francisco under CEQA. The Draft EIR together with this RTC document constitutes the Final EIR for the project in fulfillment of CEQA requirements, consistent with CEQA Guidelines Section 15132. The Final EIR has been prepared in compliance with CEQA, including the CEQA Guidelines³ and Chapter 31 of the San Francisco Administrative Code. This EIR is an informational document for use by: (1) governmental agencies (such as the San Francisco Planning Department, as well as other Responsible Agencies) and the public to aid in the planning and decision-making process by disclosing the physical environmental effects of the project and identifying possible ways of reducing or avoiding the potentially significant impacts; and (2) the City Planning Commission, other Commissions/ Departments and the Board of Supervisors prior to their decision to approve, disapprove, or modify the project. If the Planning Commission, Board of Supervisors or other City entity approves the project as described in the Final EIR, it would be required to adopt CEQA findings and a mitigation monitoring and reporting program (MMRP) to ensure proper implementation of mitigation measures identified in the Final EIR. See below for a more detailed description of the environmental review process.

³ Title 14, California Code of Regulations, Chapter 3, Guidelines for Implementation of the California Environmental Quality Act.

ENVIRONMENTAL REVIEW PROCESS

An environmental evaluation (EE) application was submitted to the Planning Department on February 2, 2012. The filing of the EE application initiated the environmental review process as outlined below.

Notice of Preparation and Public Scoping

The San Francisco Planning Department prepared a Notice of Preparation (NOP) of an EIR, including an Initial Study, on January 30, 2013. The NOP described the characteristics of the project and identified its potential environmental effects. As described in the Draft EIR, the Planning Department sent the NOP to governmental agencies, organizations, and persons interested in the proposed project (see Appendix A in the Draft EIR). During the approximately 30-day public scoping period that ended on March 1, 2013, the Planning Department accepted comments from agencies and interested parties who identified environmental issues that should be addressed in the Draft EIR. In addition, the Planning Department received verbal comments at a public scoping meeting held on February 20, 2013. On the basis of public comments submitted in response to the NOP and at the public scoping meeting, the Planning Department found that potential areas of controversy and unresolved issues for the proposed project included: provision of affordable housing; increases in traffic congestion and changes to circulation patterns; pedestrian safety; provision of parks and open space; conflicts with existing land uses; and construction period impacts related to transportation, noise, and vibration. Comments received during the scoping process also were considered in preparation of the Draft EIR.

Preliminary analysis included in the Initial Study indicated the project site and vicinity are prone to strong winds (primarily due to the preponderance of lower-scale buildings to the north and west of the site) and that the project as described in the Initial Study could potentially generate hazardous wind conditions.⁴ Between March 2013 and July 2013, the project was revised and its design modified

⁴ As defined in Planning Code Section 148.

(as part of an iterative process involving real-time wind tunnel analysis) to reduce and avoid potential wind exceedances.⁵ In addition, to allow for flexibility to respond to market demands and conditions, the project sponsor identified two potential options for development of the project which consider a varying mix of residential and office uses (the Office Scheme and the Residential Scheme). These revisions were incorporated into the project ultimately described and evaluated in the Draft EIR, i.e., the Draft EIR Project.

Draft EIR Public Review

The Planning Department published a Draft EIR⁶ for the project on October 15, 2014, and circulated the Draft EIR to local, State, and federal agencies and to interested organizations and individuals initially for a period of 45 days (the comment period was extended to 83 days, as discussed below). Paper copies of the Draft EIR were made available for public review at the following locations: (1) San Francisco Planning Department, 1650 Mission Street and Planning Information Counter, 1660 Mission Street; (2) San Francisco Main Library, 100 Larkin Street; (3) San Francisco State University Library, 1630 Holloway Avenue; and (4) Hastings College of the Law-Library, 200 McAllister Street. Electronic copies were also available on the Planning Department's web page (<http://www.sf-planning.org/sfceqadocs>) and by request by contacting the project's Environmental Coordinator. On October 15, 2014, the Planning Department also distributed notices of availability of the Draft EIR; published notification of its availability in a newspaper of general circulation in San Francisco; posted the notice of availability at the San Francisco County Clerk's office; and posted notices at locations within the project area.

During the Draft EIR public review period, the Planning Department received written comments from two public agencies, one City commission, 11 non-governmental organizations, and 17

⁵ Forest City, *Project Description Revisions*, July 31, 2013. A copy of this document is available for review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, as part of Case File No. 2011.0409E.

⁶ City and County of San Francisco, Draft Environmental Impact Report, 5M Project, State Clearinghouse No. 2013011055 and San Francisco Planning Department Case No. 2011.0409E, October 15, 2014.

individuals (or groups of individuals). Multiple submissions were also provided by some of these commenters. Attachment 1 to this RTC document includes original copies of the comment letters submitted during the Draft EIR public review period.

During the public review period, the San Francisco Planning Department conducted a public hearing to receive verbal comments on the Draft EIR. The public hearing was held before the San Francisco Planning Commission on November 20, 2014, at San Francisco City Hall. A court reporter present at the public hearing transcribed the oral comments verbatim and prepared written transcripts (see Attachment 2 to this RTC document). After the Draft EIR hearing, the City's Environmental Review Officer extended the Draft EIR public review period from 45 days to 85 days, ending on January 7, 2015. The public was notified of this extension on the Planning Department's website and through communications to the Planning Commission.

Responses to Comments Document and Final EIR

The comments received during the public review period are the subject of this Responses to Comments document, which addresses all substantive written and oral comments on the Draft EIR. Under *CEQA Guidelines* Section 15201, members of the public may comment on any aspect of the project. Further, the *CEQA Guidelines* Section 15204(a), states that the focus of public review should be "on the sufficiency of the [Draft EIR] in identifying and analyzing the possible impacts on the environment and ways in which the significant effects of the project might be avoided or mitigated." In addition, "when responding to comments, lead agencies need only respond to significant environmental issues and do not need to provide all information requested by reviewers, as long as a good faith effort at full disclosure is made in the EIR." *CEQA Guidelines* Section 15088 specifies that the lead agency is required to respond to the comments on the major environmental issues raised in the comments received during the public review period. Therefore, this RTC document is focused on the sufficiency and adequacy of the Draft EIR regarding the significance of the environmental impacts of the project that was evaluated in the Draft EIR (i.e., the Draft EIR project), and also those associated with the Revised Project, as described in Chapter II, Revised Project of this RTC document.

The San Francisco Planning Department distributed this RTC document for review to the San Francisco Planning Commission as well as to the agencies, neighborhood organizations, and persons who commented on the Draft EIR. The Planning Commission will consider the adequacy of the Final EIR—consisting of the Draft EIR and the RTC document—in complying with the requirements of CEQA. If the Planning Commission finds that the Final EIR is adequate, accurate and complete and complies with CEQA requirements, it will certify the Final EIR and will then consider the associated MMRP, and the requested approvals for the Revised Project.

Consistent with *CEQA Guidelines* Section 15097, the MMRP is designed to ensure implementation of the mitigation measures identified in the Final EIR and adopted by decision-makers to mitigate or avoid the project's significant environmental effects. CEQA also requires the adoption of findings prior to approval of a project for which a certified EIR identifies significant environmental effects (*CEQA Guidelines* Sections 15091 and 15092). Because this EIR identifies significant adverse impacts that cannot be mitigated to less-than-significant levels, the findings must include a Statement of Overriding Considerations for those impacts (*CEQA Guidelines* Section 15093[b]) if the Revised Project would be approved. The project sponsor would be required to implement the MMRP as a condition of project approval.

DOCUMENT ORGANIZATION

This RTC document consists of the following sections, plus supplemental attachments, as described below:

- *Chapter I: Introduction* – This chapter includes a discussion of the purpose of the RTC document, the environmental review process for the project, and the organization of the RTC document.
- *Chapter II: Revised Project* – This chapter includes a description of the revisions to the proposed project that have been proposed by the project sponsor since publication of the Draft EIR (the Revised Project). A comparison of the impacts and mitigation measures identified in the Draft EIR to those of the Revised Project is also included in this chapter.

- *Chapter III: List of Persons Commenting* – This chapter lists the agencies, organizations, and individuals who submitted written comments during the public review period or spoke at the public hearing on the Draft EIR. This list is organized into the following groups: federal, State, regional, and local agencies; boards and commissions; organizations; and individuals. The list identifies whether the persons submitted comments in writing (letter, e-mail, or fax), verbally at the Draft EIR public hearing, or both.
- *Chapter IV: Comments and Responses* – This chapter contains substantive comments on the Draft EIR made verbally during the public hearing and received in writing during the public comment period. The comments are organized by topic, and by subtopic where appropriate. Comments are coded as follows:
 - Comments from agencies are designated by an “A-” and an acronym of the agency’s name.
 - Comments from non-governmental organizations are designated by an “O-” and an acronym of the organization’s name.
 - Comments from individuals are designated by an “I-” and the commenter’s last name.

In cases where a commenter made oral testimony at the public hearing and submitted written comments, or has submitted more than one comment letter or email, the commenter’s last name, or the acronym or abbreviation of the organization name represented by the commenter, is followed by a sequential number by date of submission.

Following each comment or group of comments on a topic are the Planning Department’s responses. The responses generally provide clarification of and references to the Draft EIR text in response to public comments. They may also include revisions or additions to the Draft EIR. Such changes are shown as indented text, with new text double underlined and deleted material shown as ~~striketrough~~ text.

- *Chapter V: Draft EIR Revisions* – This section includes all of the changes to the Draft EIR text and graphics noted in the responses to the comments received. Staff-initiated changes to clarify information presented in the Draft EIR are also included, as applicable, and are highlighted by an asterisk (*) in the margin to distinguish them from text changes in

response to comments. These changes and minor errata do not result in significant new information with respect to the proposed project, including any substantial increase in the severity of previously identified environmental impacts or any new significant environmental impacts.

RTC document appendices (called “Attachments” to distinguish them from the Draft EIR Appendices) include the Draft EIR Comment Letters (Attachment 1) and the November 20, 2014 Draft EIR Hearing Transcript (Attachment 2). The comment letters are organized in the order presented in the List of Persons Commenting (see Chapter III).

II. REVISED PROJECT

This chapter presents changes to the project described and evaluated in the Draft EIR and summarizes the environmental impacts that would be associated with revisions to the project, as compared to the project impacts identified in the Draft EIR. This discussion demonstrates that the changes to the project would not result in any new or substantially more severe environmental impacts than those already identified in the Draft EIR, and that there are no new mitigation measures or alternatives which are considerably different from those analyzed in the Draft EIR that would substantially reduce one or more of the project's significant effects on the environment, but which the project sponsor has declined to adopt. Changes to the project and associated environmental impacts are also considered and incorporated into the responses to comments provided in Chapter IV of this document, and as part of the Final EIR, as appropriate.

BACKGROUND

The Draft EIR evaluated the potential impacts associated with two development options, or “schemes” described in Chapter II, Project Description of the Draft EIR (collectively referred to herein as the “Draft EIR Project” or individually as the “Office Scheme” or the “Residential Scheme,” as appropriate), as well as four project alternatives (refer to Draft EIR Chapter V, Alternatives). The Draft EIR identified the Preservation Alternative as the Environmentally Superior Alternative.

Since publication of the Draft EIR, the project was revised in a manner that is substantially similar to the Preservation Alternative described and analyzed in the Draft EIR (pages 620 through 635), with the exception that the total square footage would be reduced and the mix of uses would be slightly different, and the project sponsor has identified this revised project as the preferred project (herein referred to as the “Revised Project”) for the remainder of the environmental review process. The Revised Project would constitute the design that would be reviewed and considered by City decision-makers for the Final EIR certification and project approval. Individual components of the Draft EIR

Project and the Revised Project are summarized and compared below. The following sections describe the Draft EIR Project, the Preservation Alternative, and the project revisions that are incorporated into the Revised Project.

Draft EIR Project

As described in Chapter II, Project Description of the Draft EIR (page 11), the Draft EIR Project would result in the retention and renovation/rehabilitation of two buildings, the demolition of six existing buildings plus a two-story connector, and the construction of four new buildings (plus a connector between two buildings) on the approximately 4-acre project site which is located in the southwest quadrant of Fifth and Mission Streets. Buildings would range in height from approximately 50 feet to 470 feet (including non-occupiable architectural features).

Under the Office Scheme, the completed project would include a total of 1,827,000 gross square feet (gsf) of renovated existing buildings and new construction, comprising up to 871,900 gsf of office uses (554,200 gsf of net new office space); 802,500 gsf of residential uses (914 dwelling units); and 152,600 gsf of active ground floor uses. Up to 663 vehicle parking spaces would be provided in three subterranean levels. About 44,600 square feet of shared open space (including 34,450 square feet of privately-owned publicly-accessible open space) would be provided throughout the site. Under the Residential Scheme, the completed project would include a total of 1,808,800 gsf of renovated existing buildings and new construction, comprising up to 598,500 gsf of office uses (280,800 gsf of net new office space); 1,057,700 gsf of residential uses (approximately 1,209 dwelling units); and 152,600 gsf of active ground floor uses. Up to 756 vehicle parking spaces would be provided in three subterranean levels. About 62,100 square feet of shared open space (including 34,450 square feet of privately-owned publicly-accessible open space) would be provided throughout the site. Refer to pages 17 through 57 of the Draft EIR for additional detail.

The Draft EIR Project would necessitate changes to existing development controls for the site (including increases in permitted height and bulk) through General Plan, Planning Code text and Zoning Map amendments, including rezoning to a new Special Use District (SUD), together with

detailed design standards and guidelines for project development established through a Design for Development (D4D) document in order to implement the project as proposed (see pages 71 through 77 of the Draft EIR).

Preservation Alternative

As described in Chapter V, Alternatives of the Draft EIR, under the Preservation Alternative, the site would be developed with a total of 1,714,400 gsf of building space, including 812,700 gsf of office uses, 81,900 gsf of active ground floor uses, and 819,800 gsf of residential uses (750 dwelling units). Up to 554 vehicle parking spaces would be provided in subterranean parking. A total of 36,600 square feet of shared open space would be provided throughout the site. The following major components of the Preservation Alternative would differ from the Draft EIR Project:

- Three buildings would be retained on-site and used for commercial and ground-floor retail space, including the Camelline Building (430 Natoma Street) which would be demolished under the Draft EIR Project;
- Portions of the existing Examiner Building and the connector between the Examiner Building and the Chronicle Building would be preserved, rather than demolished;
- No new building connectors would be developed;
- A total of four buildings would be demolished on-site, rather than six buildings;
- Three new buildings would be constructed (Buildings H-1, N-1, and M-2), rather than the four new buildings proposed by the Draft EIR Project (Building N-2 would not be constructed); and
- Building heights would range from 31 to 470 feet rather than 50 feet to 470 feet.

Similar to the Draft EIR Project, the Preservation Alternative would require changes to existing development controls for the site (including increases in permitted height and bulk) through General Plan, Planning Code, and Zoning Map amendments, including an SUD and conditional use permits, together with detailed design standards and guidelines for project development established through a D4D document in order to implement this alternative.

PROJECT REVISIONS

With implementation of the Revised Project, there would be a total of 1,721,700 gsf of building space on the approximately 4-acre site, including 711,300 gsf of office uses, 189,100 square feet of active ground floor uses (including active ground floor and basement office), and 821,300 gsf of residential uses (702 dwelling units). Approximately 59,450 gsf of open space would also be provided. A total of 529 vehicle parking spaces would be located in subterranean parking facilities.

A comparison of the Draft EIR Project and the Revised Project is provided in **Table RTC II-1**, below. The differences between the two proposals are summarized in the final columns of **Table RTC II-1**. A comparison of the proposed uses by building is also shown in **Table RTC II-2**. In general, with the exception that the total square footage would be reduced (the Revised Project would represent a 6 percent decrease in overall square footage compared to the Office Scheme and a 5 percent decrease compared to the Residential Scheme) and the mix of uses would be slightly different, the Revised Project would result in a similar pattern of development as the Draft EIR Project. The total size of project buildings (i.e., gsf) would also be less than either of the Draft EIR Project's Office or Residential Schemes, although the proposed mix of residential and office uses would be most similar to the Office Scheme. As shown in **Table RTC II-1**, the Revised Project would result in a reduction of about 105,300 gsf of building area compared to the proposed Office Scheme (which was generally identified as the Draft EIR Project option that represented the largest development envelope of the two schemes).

The following major components of the Revised Project would differ from the Draft EIR Project:

- The Camelline Building (430 Natoma Street) which would be demolished under the Draft EIR Project, would be retained on-site and used as office space;
- A portion of the existing Examiner Building and a portion of the connector between the Examiner Building and the Chronicle Building would be retained, rather than demolished;
- The H-1/N-2 Building Connector would not be constructed;

- Three new buildings would be constructed (Buildings H-1, N-1, and M-2), rather than the four new buildings proposed by the Draft EIR Project (Building N-2 would not be constructed);
- Building heights would range from 31 to 470 feet rather than 50 feet to 470 feet;
- The existing generator near the ground level of the Chronicle Building would not be relocated to the roof of the building. For the Revised Project, the existing generator would be removed and a replacement generator would be installed on the building rooftop;
- Mary Street between Minna and Natoma Streets would be maintained in its existing alignment rather than relocated, and it would also be retained at its current width;
- Natoma Street would be retained at its current width;
- Pile driving would not be required during construction; and
- A transportation demand management ("TDM") plan has been added to the Revised Project; the TDM plan is included in Exhibit G, Transportation Program, to the proposed Development Agreement. The TDM plan identifies proposed TDM measures for reducing estimated one-way vehicle trips, establishes a vehicle-trip reduction target of 13 percent, and establishes monitoring and reporting requirements for compliance with the proposed TDM measures.

Table RTC II-1: Comparison of the Draft EIR Project and Revised Project Uses

Use	Total Existing (gsf)	Existing to be Replaced or Retained (gsf)	DRAFT EIR PROJECT				REVISED PROJECT		DRAFT EIR PROJECT (OFFICE SCHEME) AND REVISED PROJECT COMPARISON
			Office Scheme		Residential Scheme		Net New (gsf)	Total Proposed (gsf)	Total Increase/(Decrease) (gsf)
			Net New (gsf)	Total Proposed (gsf)	Net New (gsf)	Total Proposed (gsf)			
Office ^a	317,700	317,700	554,200	871,900	280,800	598,500	393,600	717,300	(154,600)
Active Ground Floor Use ^a	-	-	152,600	152,600	152,600	152,600	189,100 ^c	189,100	36,500
Residential	-	-	802,500	802,500	1,057,700	1,057,700	821,300	821,300	18,800
Total Square Footage	317,700	317,700	1,509,300	1,827,000	1,491,100	1,808,800	1,404,000	1,721,700	(105,300)
Parking ^b	68,000	68,000	259,700	327,700	248,700	316,700	117,200	185,200	(142,500)
Open Space	-	-	44,600	44,600	62,100	62,100	59,450	59,450	14,850
Dwelling Units	-	-	914	914	1,209	1,209	702	702	(212)
Parking Spaces	256	256	407	663	500	756	273	529	(134)
Number of Buildings	8	2 to 4 ^b	4	6	4	6	3	7	1
Height of Buildings	15 to 65 feet	31 to 65 feet	50 to 470 feet	50 to 470 feet	50 to 411 feet	50 to 411 feet	-	31 to 470 feet	-

Note: All areas rounded to nearest 100 square feet.

gsf = gross square feet

^a For the purposes of this table, the Active Ground Floor Use category includes all ground floor uses, including active office uses at or below the ground floor. For purposes of analyzing impacts, the Draft EIR and this C&R document analyzed all proposed office uses, whether characterized in this table as Office or Active Ground Floor Uses. Under the Revised Project, approximately 95,200 gsf of active ground floor office was included in the analyses of impacts related to office uses.

^b Parking square footage does not include building cores, mechanical equipment, or areas devoted to bicycle parking.

^c Includes uses in basement of Building M1 and Examiner Building.

Source: Forest City Residential Development, Inc., 2015.

Table RTC II-2: Comparison of Draft EIR Project and Revised Project Uses by Building ^a

Building	Cross Streets	Office Scheme (Draft EIR Project)				Revised Project			
		Office (gsf)	Active Ground Floor (gsf)	Residential (gsf)	Total (gsf)	Office (gsf) ^c	Active Ground Floor (gsf) ^c	Residential (gsf)	Total (gsf)
M-1 (Chronicle Building) ^b	Mission and Fifth Streets	84,800	42,400		127,200	83,000	96,900	-	179,900
Examiner Building	Fifth and Minna Streets	-	-	-	-	21,800	17,400	-	39,200
M-2	Mission and Mary Streets	-	13,600	242,900	256,500	-	13,500	250,800	264,300
Camelline Building	Mary and Natoma Streets	-	-	-	-	9,600	-	-	9,600
N-1	Minna and Fifth Streets; Natoma and Fifth Streets	-	17,900	559,600	577,500	-	17,400	570,500	587,900
N-2	Minna and Mary Streets	180,000	28,400		208,400	-	-	-	-
N-3 (Dempster Printing Building)	Minna and Mary Streets	12,000	-	-	12,000	12,000	-	-	12,000
H-1	Natoma and Fifth Streets; Howard and Fifth Streets	577,300	50,300		627,600	584,900	43,900	-	628,800
H-1 N-2 Connector	Natoma and Fifth Streets; Natoma and Mary Streets	17,800	-	-	17,800	-	-	-	-
TOTALS		871,900	152,600	802,500	1,827,000	717,300	189,100	821,300	1,721,700

- ^a Under both scenarios, Building M-2 would contain 288 units, with 13 percent studios, 61 percent 1-bedroom, and 26 percent 2- bedroom. For N-1, the unit breakdown would be as follows: Office Scheme (626 units, 70 percent studio/1 bedroom and 30 percent 2 bedroom) and Revised Project (414 units, with 40 percent studio/1 bedroom and 60 percent 2 bedrooms).
- ^b For the Revised Project this calculation also includes the partial Examiner Building
- ^c For the purposes of this table, the Active Ground Floor Use category includes all ground floor uses, including active office uses at or below the ground floor. For purposes of analyzing impacts, the Draft EIR and this C&R document analyzed all proposed office uses, whether characterized in this table as Office or Active Ground Floor Uses. Under the Revised Project, approximately 95,200 gsf of active ground floor office was included in the analyses of impacts related to office uses.

Notes: All areas rounded to nearest 100 square feet. "Active ground floor uses" include office, retail, and cultural uses at the ground or basement level, as well as ground-level parking and loading areas. The Office Scheme was generally identified as the Draft EIR Project option that represented the largest development envelope of the two schemes, and thus was selected for comparison to the Revised Project, rather than the Draft EIR Project's Residential Scheme.

gsf = gross square feet

Source: Forest City Residential Development, Inc., 2015.

As noted above, the Revised Project includes a total of approximately 59,450 gsf of open space and landscaped areas, which is substantially more than the amount of open space assumed by the Draft EIR Project's Office Scheme (44,600 gsf) and only slightly less than the open space provided by the Draft EIR Project's Residential Scheme (62,100 gsf). Under the Revised Project, open space on the site would be allocated as follows (see **Figure RTC II-2**, at the end of this subsection):

- *Chronicle Rooftop*: 23,000 gsf of privately-owned, publicly accessible open space;
- *Mary Court West*: 14,550 gsf of privately-owned, publicly accessible open space;
- *Mary Court East*: 11,500 gsf of privately-owned, publicly accessible open space;
- *Building M-2 Terrace*: 3,600 gsf of private open space for project residents; and
- *Building N-1 Terrace*: 3,600 gsf of private open space for project residents.

In addition, the Revised Project would include a total of 3,200 gsf of landscaped areas consisting of pedestrian improvements to North Mary Street and South Mary Street. These spaces are included in the project's open space calculation, consistent with the description of total open space provided in the Draft EIR (see pages 47 through 50). Building H-1 would also contain an approximately 11,000 square foot private terrace at the transition from the base to the tower (approximately the 10th floor) that is not included in this open space calculation.

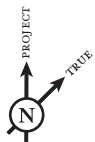
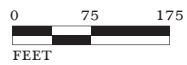
Figures RTC II-1 through RTC II-8 reflect the development program for the Revised Project. These figures generally correspond to Draft EIR **Figures II-3 through II-20**, which illustrate the proposed project in Chapter II, Project Description, of the Draft EIR as shown in **Table RTC II-3**. Only those project illustrations that depict substantial changes to the project site plans, building elevations or building sections are included in this chapter. Minor refinements to other project illustrations are not shown in this document.

RTC-17



NOTE
 MC3 = MARY COURT WEST
 MC1 + MC2 = MARY COURT EAST

FIGURE RTC II-1



SOURCE: FOREST CITY, APRIL 2015.

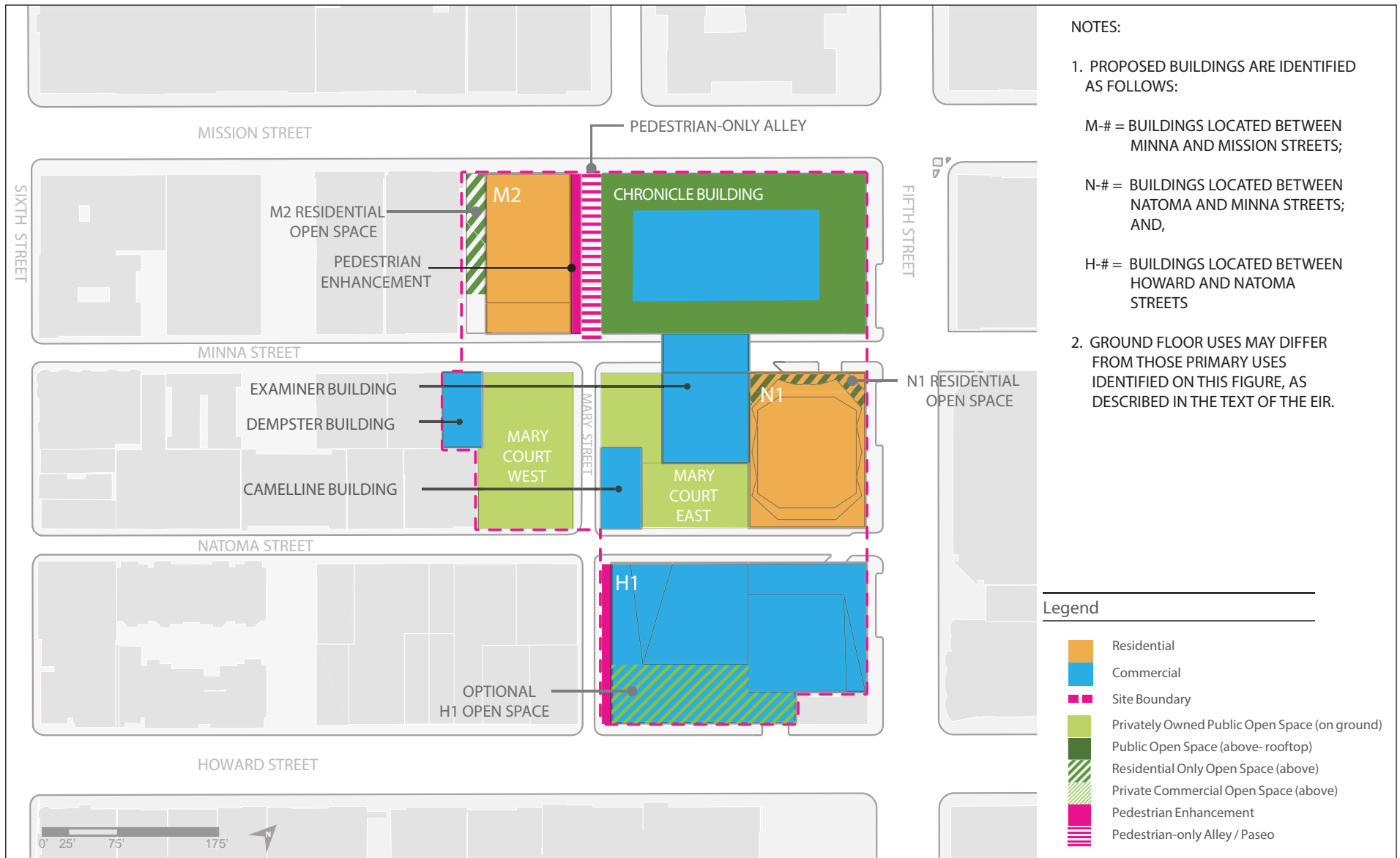
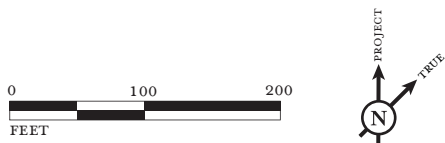
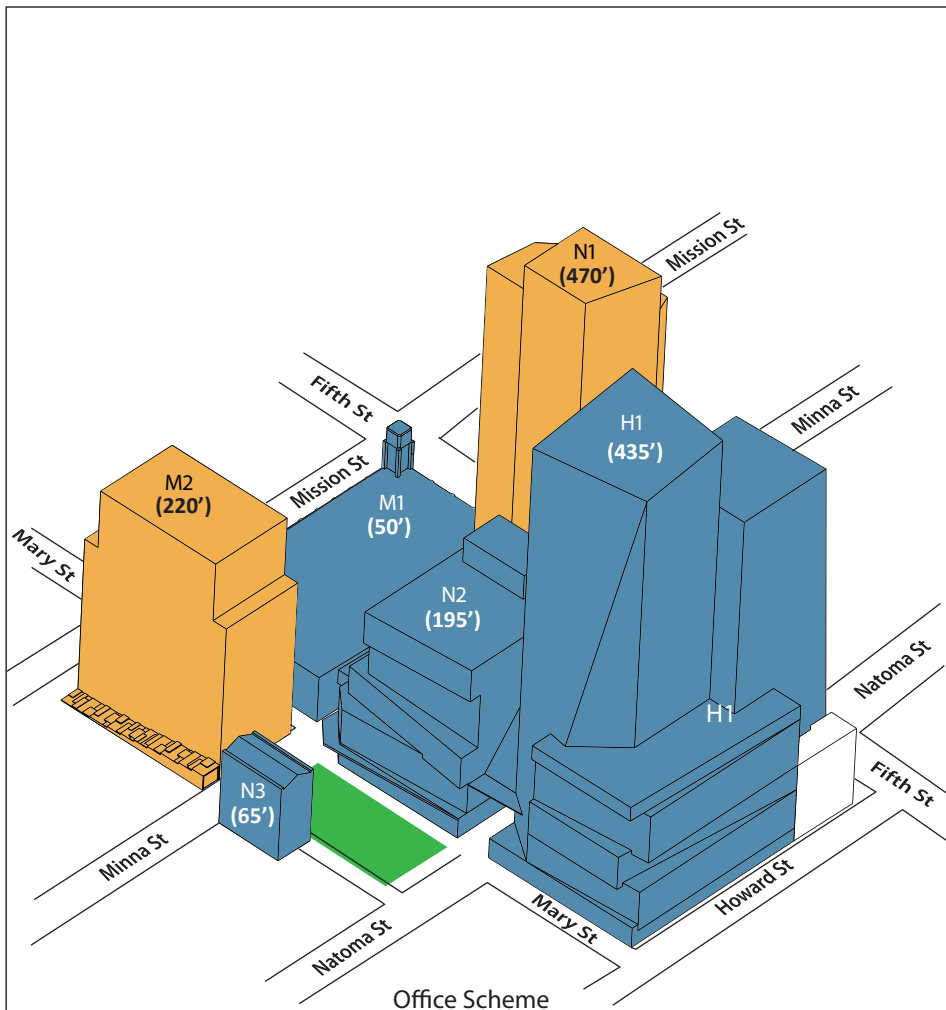
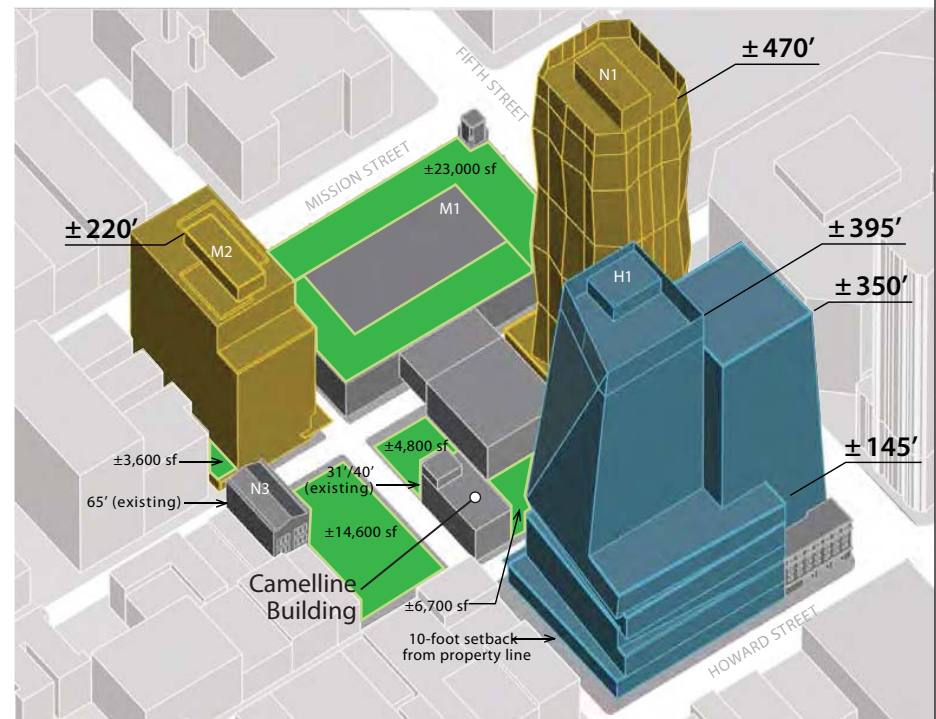
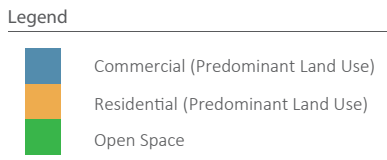


FIGURE RTC II-2

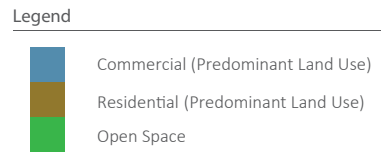




Office Scheme



Revised Project



Note: The building heights for the existing Camelline Building reflect a height of 31' for the main structure, with a partial third floor height of 40'.

FIGURE RTC II-3

NOTE: Unless otherwise noted, building heights reflect the approximate maximum building envelope, including rooftop mechanical screening enclosures and architectural appurtenances that are otherwise not included in Planning Code Section 260 measurements for height limits.

NOT TO SCALE

SOURCE: FOREST CITY, JULY 2015.

5M Project EIR
 Illustrative Massing Comparison -
 Draft EIR Project (Office Scheme) and Revised Project

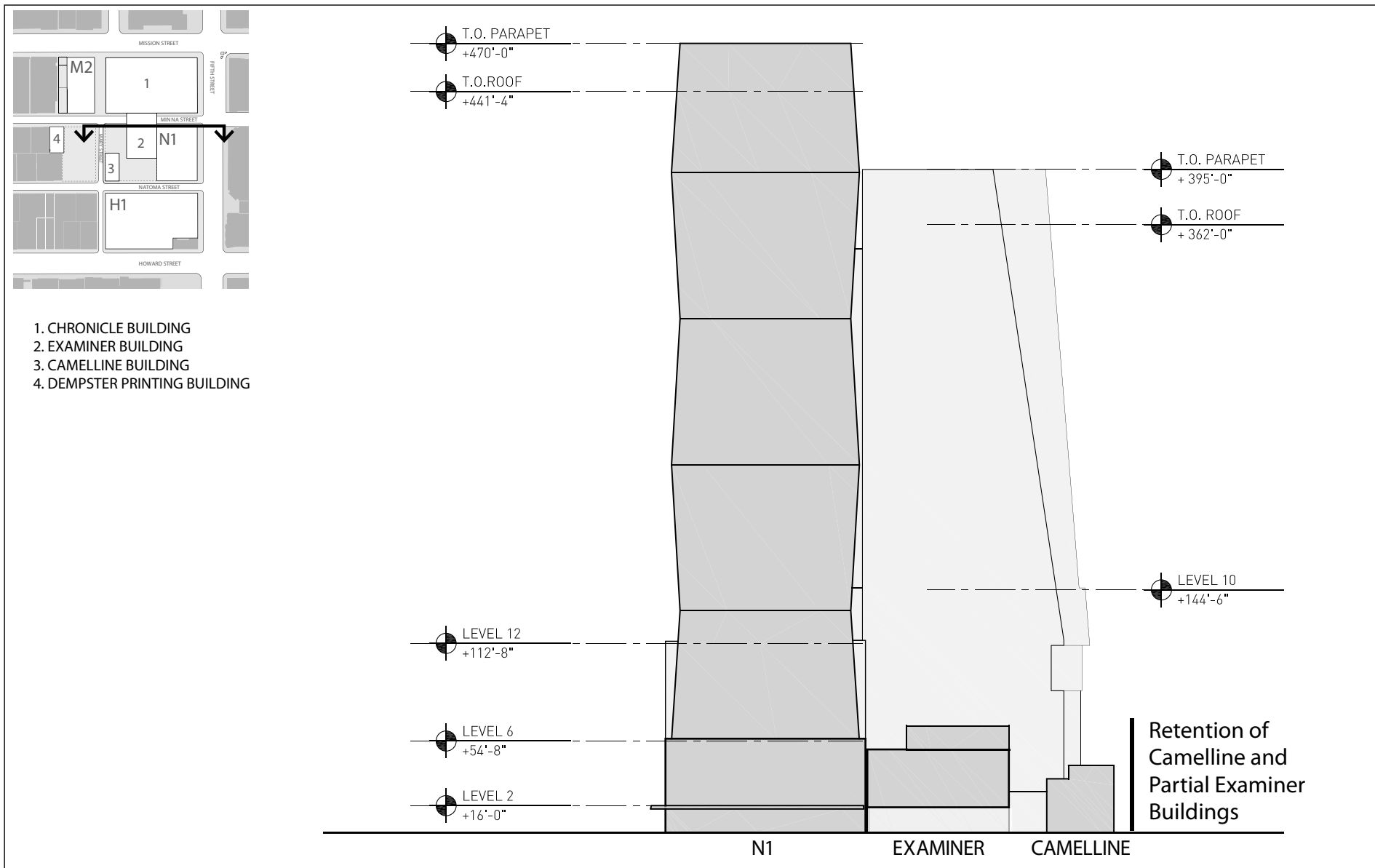
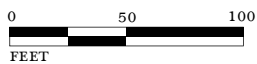


FIGURE RTC II-4

NOTE: Unless otherwise noted, building heights reflect the approximate maximum building envelope, including rooftop mechanical screening enclosures and architectural appurtenances that are otherwise not included in Planning Code Section 260 measurements for height limits. Heights are measured per Planning Code Section 260(a)(1).



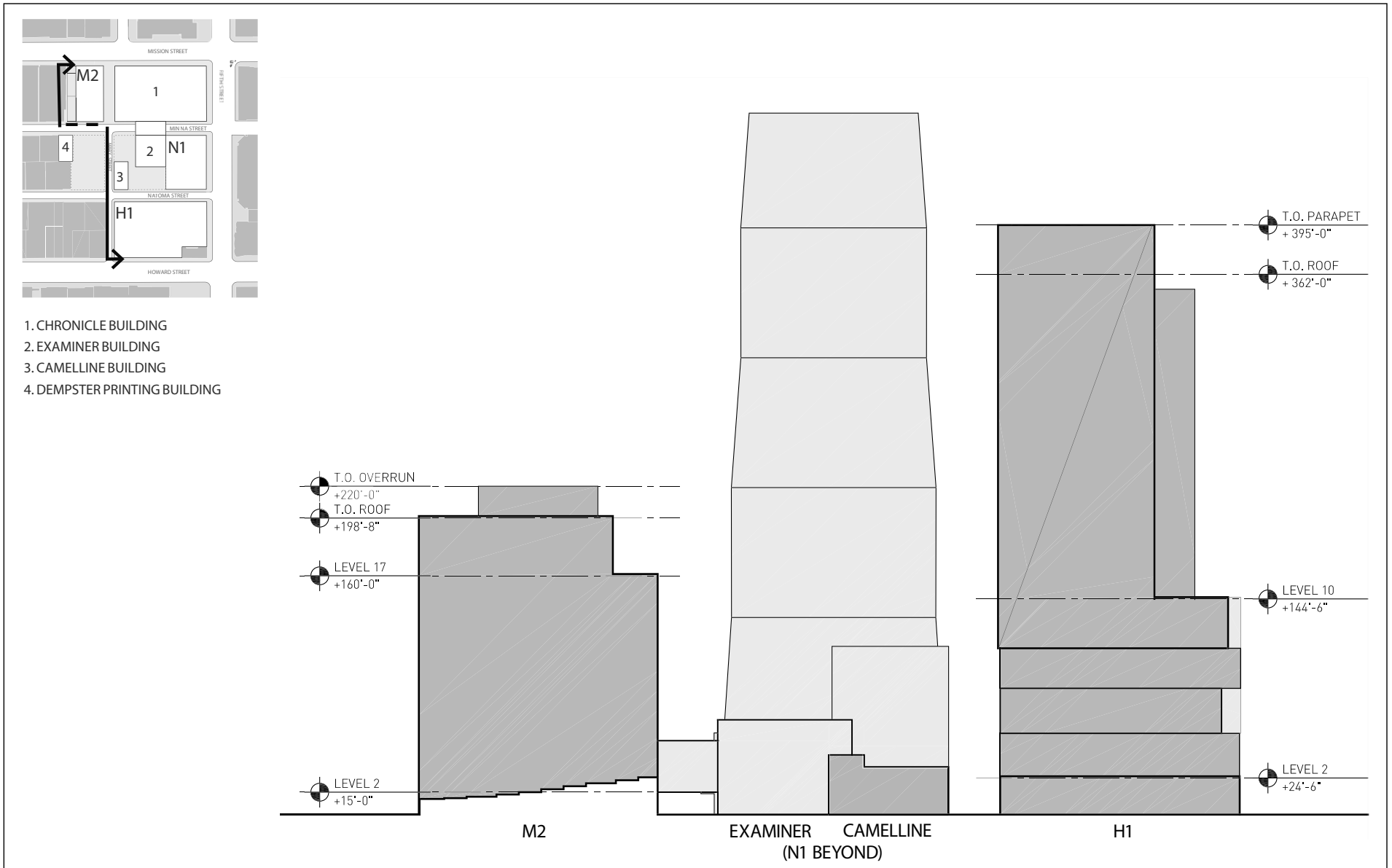
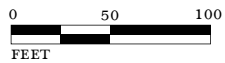


FIGURE RTC II-5

NOTE: Unless otherwise noted, building heights reflect the approximate maximum building envelope, including rooftop mechanical screening enclosures and architectural appurtenances that are otherwise not included in Planning Code Section 260 measurements for height limits. Heights are measured per Planning Code Section 260(a)(1).



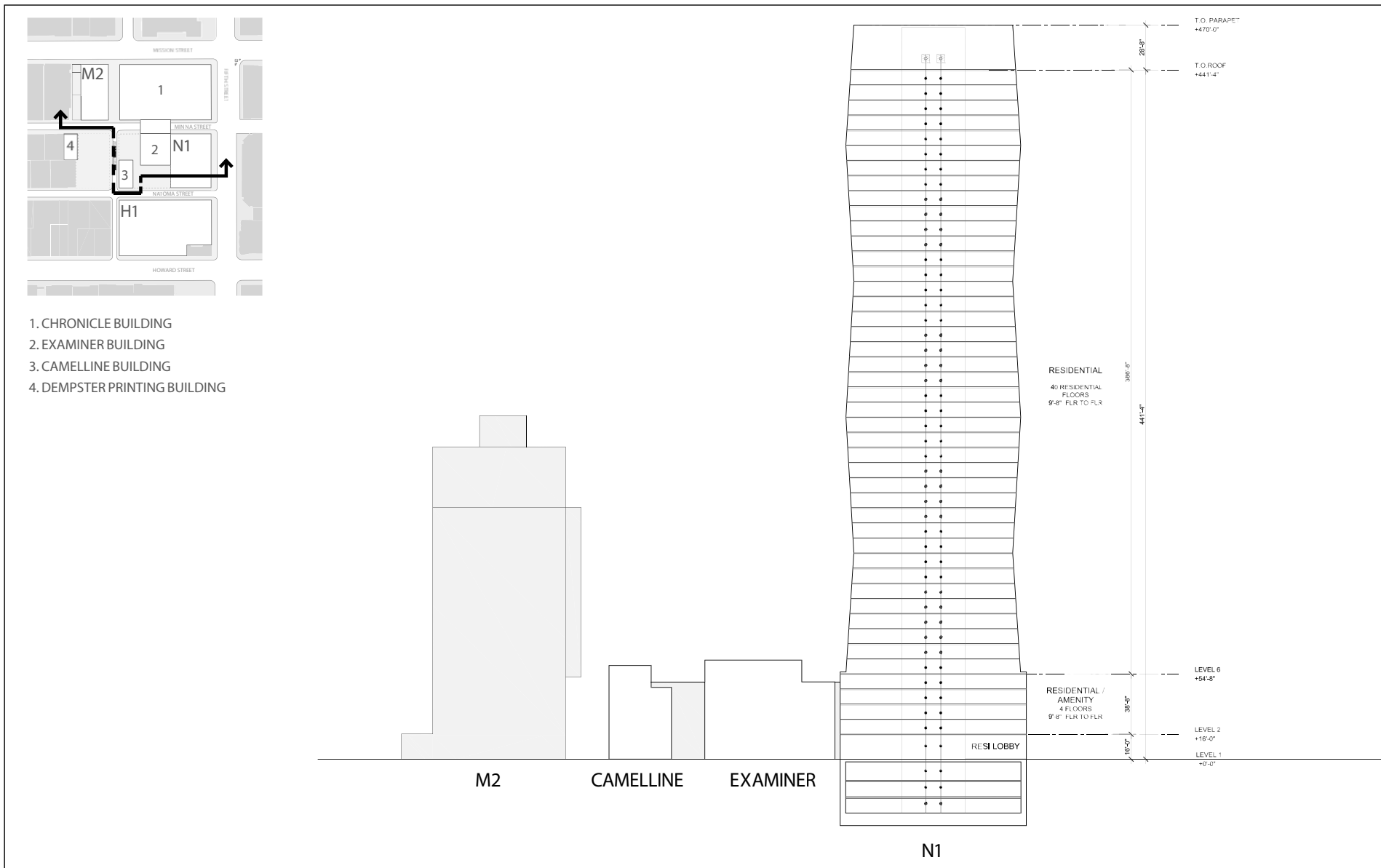
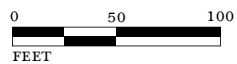


FIGURE RTC II-6

NOTE: Unless otherwise noted, building heights reflect the approximate maximum building envelope, including rooftop mechanical screening enclosures and architectural appurtenances that are otherwise not included in Planning Code Section 260 measurements for height limits. Heights are measured per Planning Code Section 260(a)(1).



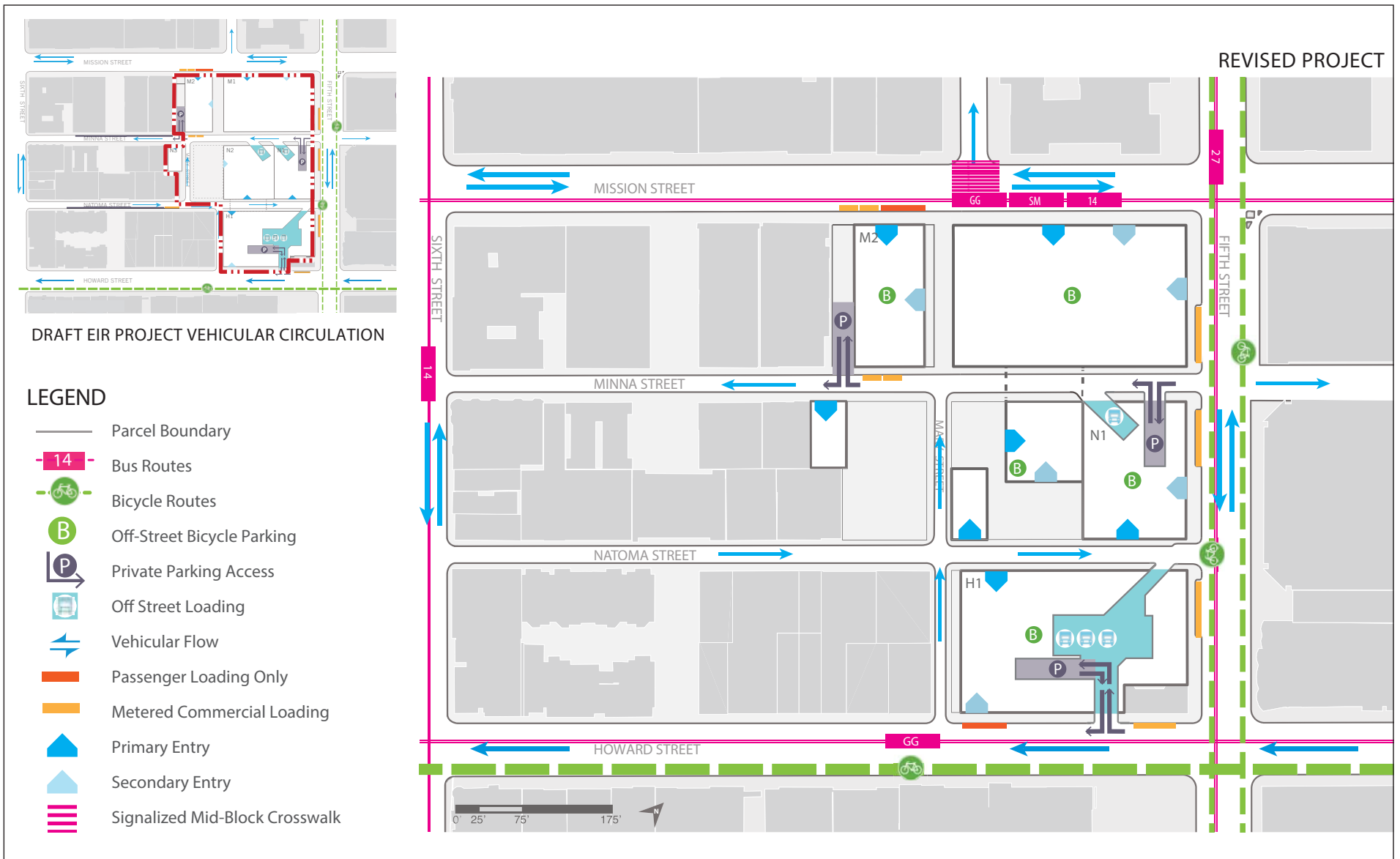


FIGURE RTC II-7

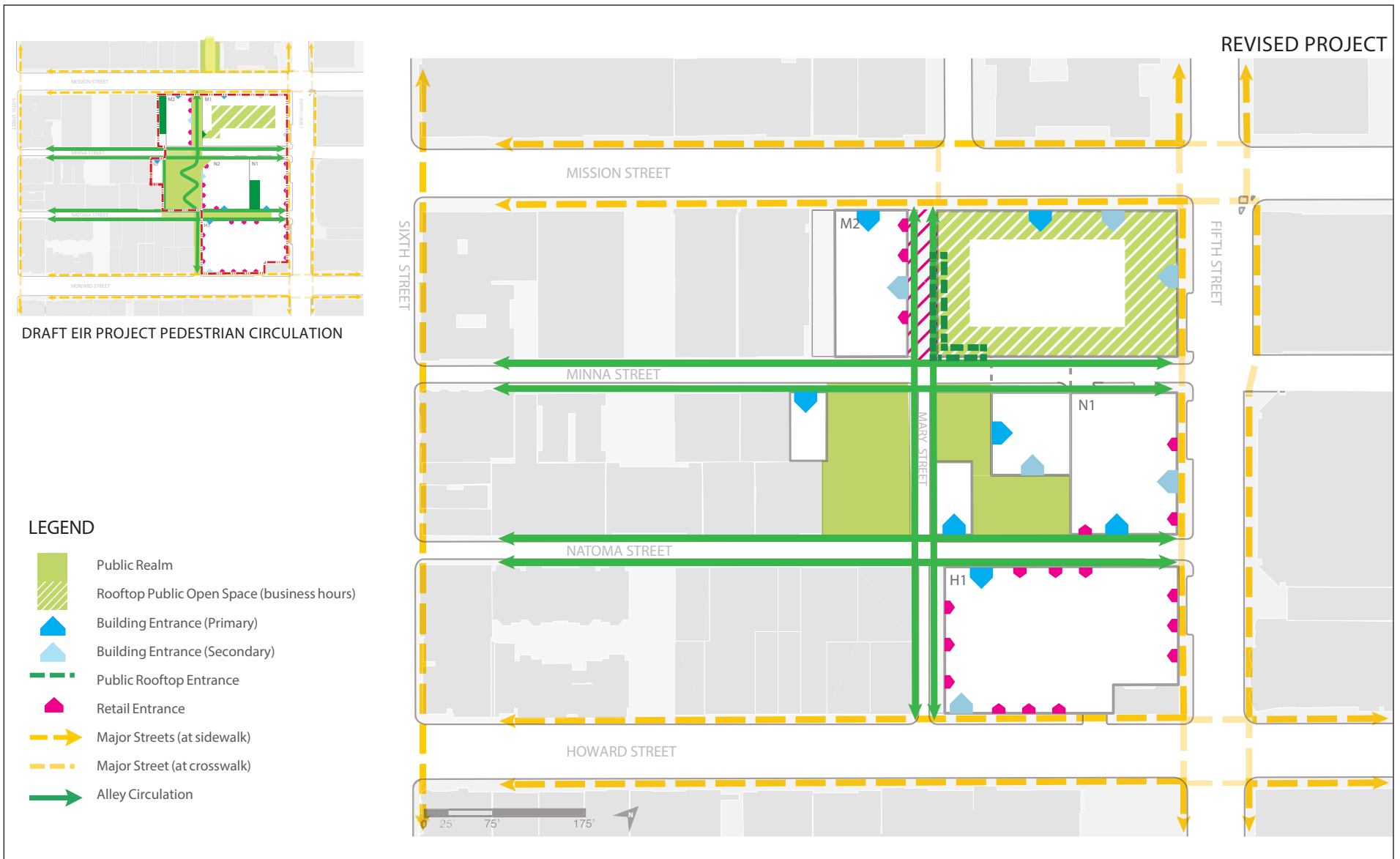


FIGURE RTC II-8

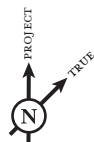
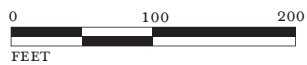


Table RTC II-3: Comparison of Draft EIR Project and Revised Project Figures

Revised Project Figure	Draft EIR Project Figure
Figure RTC II-1: Existing and Revised Project Parcel Map	Figure II-3: Existing and Proposed Parcel Map
Figure RTC II-2: Revised Project Site Plan	Figure II-4: Office and Residential Schemes – Site Plan
Figure RTC II-3: Illustrative Massing Comparison – Draft EIR Project (Office Scheme) and Revised Project	Figure II-6: Illustrative Massing Plan
Figure RTC II-4: Revised Project Building Elevations – Minna Street (North)	Figure II-8: Proposed Building Elevations – Minna Street (North)
Figure RTC II-5: Revised Project Building Elevations – Mary Street (West)	Figure II-11: Proposed Building Elevations – Mary Street (West)
Figure RTC II-6: Revised Project Building Section – Building N1	Figure II-12: Proposed Building Sections – Buildings N1 and N2 (East/West)
Figure RTC II-7: Draft EIR Project and Revised Project – Vehicular Circulation and Loading Plan	Figure II-19: Existing and Proposed Vehicular Circulation and Loading Plan
Figure RTC II-8: Draft EIR Project and Revised Project – Pedestrian Circulation Plan	Figure II-20: Pedestrian Circulation Plan

Source: Forest City Residential Development Inc., and LSA Associates, Inc., 2015.

In addition, as previously described, the Revised Project would be substantially similar to the development scheme analyzed as part of the Preservation Alternative, although the focus of the comparison of project changes and environmental impacts described in this chapter is on changes between the Draft EIR Project and the Revised Project. Specifically, the Revised Project would retain the Camelline Building, a portion of the existing Examiner Building, and a portion of the connector between the Examiner Building and the Chronicle Building, and would not construct Building N-2 or the H-1/N-2 Building Connector as proposed by the Draft EIR Project. Overall, the Revised Project would result in approximately 7,700 gsf more building area than the Preservation Alternative analyzed in the Draft EIR due to an increase in space for office uses and a slight increase in overall residential space, although the total unit count would be less than assumed for the Preservation Alternative analyzed in Chapter V of the Draft EIR (i.e., reduced from 750 to 702 units) due to the inclusion of slightly larger units.

REVISED PROJECT APPROVALS

Similar to the Draft EIR Project, the Revised Project would require a series of approvals by the Planning Commission, Recreation and Park Commission, Historic Preservation Commission, Department of Public Works, San Francisco Municipal Transportation Agency, Arts Commission, Entertainment Commission/Department, Board of Supervisors, and the Department of Building Inspection. Similar to the Draft EIR Project, the Revised Project proposes changes to the existing development controls for the site (including increases in permitted height and bulk) that would be set out in Planning Code Text amendments establishing an Special Use District (SUD) for the site, proposed concurrently with conforming General Plan and Zoning Map Amendments. As with the Draft EIR Project, detailed design standards and guidelines for the project are proposed to be established through the Design for Development (D4D) document. Also as with the Draft EIR Project, new development under the Revised Project would be reviewed for consistency with the SUD and D4D and approved by Conditional Use Authorization as provided in the SUD. The street vacation approvals requested for the Draft EIR Project would not be required for the Revised Project.

Similar to the Draft EIR Project, development of the Revised Project would continue to be governed by a Development Agreement¹, that establishes certain rights and obligations of the Project Sponsor and the City, and sets out community benefits associated with development of the Revised Project. Compared to the list provided in the Draft EIR (pages 74 through 77) the SUD controls would undergo minor changes as identified in Chapter V of this RTC Document. The D4D document was revised and made available for public review on July 9, 2015, in conjunction with informational hearings for the Revised Project held before the Planning Commission on July 23, 2015 and on August 6, 2015.² The D4D document would be considered by the City decision-makers as part of the project approval process. The requested approvals identified for the proposed project on pages 71 through 77

¹ *Development Agreement By and Between the City and County of San Francisco and 5M Project, LLC*, July 7, 2015. A copy of this document is available for review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, as part of Case File No. 2011.0409E.

² *Forest City and Hearst Corporation, 5M Project/Design for Development (D4D) Document*, July 2015. A copy of this document is available for review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, as part of Case File No. 2011.0409E.

of the Draft EIR would undergo minor change with the Revised Project, as identified in Chapter V. The final list of project approvals that would apply to the Revised Project are as follows:

Planning Commission

- Certification of the EIR.
- Recommendations to the Board of Supervisors to approve the following *General Plan* Amendments:
 - Downtown Land Use and Density Plan Map (Map 1): reflect rezoning of RSD parcels to C-3-S and the 5M SUD;
 - Downtown Proposed Height and Bulk Districts Map (Map 5): reflect the 5M SUD maximum building heights on the site ranging from 85 feet to 455 feet in height and change the corresponding bulk designations for the project site. Parcels would be zoned either “S” or “X.”
 - Downtown Plan Figures 2 through 4, annotation referring to the 5M SUD for Project building bulk and tower separation.
 - Urban Design Element Height Map (Map 4): annotation referring to 5M SUD for Project building heights;
 - Urban Design Element Bulk Map (Map 5): annotation referring to 5M SUD for Project building bulk;
 - South of Market Area Plan Generalized Land Use Map: reflect rezoning of RSD parcels to C-3-S and relocation of those rezoned parcels into the Downtown Plan;
 - South of Market Area Plan Density Plan Map: reflect rezoning of RSD parcels to C-3-S and relocation of those rezoned parcels into the Downtown Plan;
 - South of Market Area Plan Height Plan Map: reflect rezoning of RSD parcels to C-3-S and relocation of those rezoned parcels into the Downtown Plan;

- South of Market Area Plan Open Space and Pedestrian Network Map: reflect rezoning of RSD parcels to C-3-S and relocation of those rezoned parcels into the Downtown Plan;
- General Plan Land Use Index: Updating to reflect the proposed amendments; and
- Eastern Neighborhoods Area Plan Maps: annotation to clarify that the Project site was not included therein, pursuant to the Eastern Neighborhoods implementing ordinance.
- Recommendations to the Board of Supervisors to approve Zoning Map and Planning Code text amendments to create an SUD for the project site, to reclassify parcels with existing RSD zoning to the C-3-S District, adjust boundaries of SOMA Youth and Family Zone SUD, and to allow changes in the height and bulk classifications.
- Approval of the Fifth and Mission Design for Development document.
- Conditional Use Authorization(s) for compliance with SUD/D4D (in place of Planning Code Section 309 Determination of Compliance), for buildings (and related improvements) within the project site.
- Raising of the absolute cumulative shadow limits for Boeddeker Park pursuant to Planning Code Section 295 (joint action with Recreation and Park Commission).
- Authorization of office space under Proposition M of the Planning Code.
- Recommendation to approve a Development Agreement under Administrative Code Chapter 56, addressing issues such as project vesting, phasing, fees and exactions and other public benefits.
- General Plan Referral for sidewalk widening, major encroachment.

Historic Preservation Commission

- Permit to Alter (Planning Code Article 11), as needed, for potential exterior seismic retrofit/rehabilitation of the Dempster Printing Building.

Department of Public Works

- Approval of parcel mergers and new subdivision maps.
- Recommendation of approval of Major Encroachment Permits.
- Recommendation of approval of sidewalk widening legislation.
- Authorization of street tree removal.

San Francisco Municipal Transportation Agency

- Approval of pedestrian-only segments of Mary Street.
- Approval of left turn restriction from Fifth Street (northbound) onto Minna Street (westbound).
- Consent to Transportation Program of Development Agreement.

Arts Commission

- Consent to Arts Program of Development Agreement (for use of fees for capital improvements and programming).

Board of Supervisors

- Approval of *General Plan*, Zoning Map, and Planning Code text amendments.
- Approval of development agreement.
- Approval of sidewalk widening legislation.
- Approval of Major Encroachment Permit(s).

Department of Building Inspection

- Approval of site/building permits and demolition permits.

SUD and D4D. A special use district, the Fifth and Mission SUD, to be recommended for approval by the Planning Commission and approved by the Board of Supervisors together with conforming General Plan and Zoning Map amendments, would be conterminous with the project site and would establish development controls governing major project elements such as permitted land uses, maximum allowable development, setbacks, height, building separation and bulk and massing controls, projections, open space, auto and bicycle parking, loading and ground level wind limits. The Planning Commission would adopt a D4D containing specific design standards and guidelines for buildings, streetscape, open space and other improvements, as well as other design regulations that would guide development of individual buildings and associated open space and streetscape uses. The Planning Commission would review and approve new development as consistent with the SUD and D4D by Conditional Use Authorization, as provided in the SUD. The SUD would delegate review of subsequent individual site/building permit applications and detailed architectural plans to the Planning Director, who would review and approve each application based on consistency with the SUD and D4D.

Amendments to the City's General Plan and Planning Code would be proposed to implement the Fifth and Mission SUD and D4D. See Chapter III, Plans and Policies of the Draft EIR for additional detail. Specifically, the SUD proposes amendments to existing code provisions at the project site relating to:

- ***Building Bulk:*** Revises base height limits for the District to permit 103-foot base heights in 200-X, and 450-S districts and 145-foot base heights in the 365-X district; provides specific bulk controls (maximum length, maximum diagonal and maximum floor area) for 365-X bulk district, and limits retained historic buildings to existing height and bulk.
- ***Building Separation:*** Establishes separation requirements for buildings greater than 145 feet in height.
- ***FAR:*** Permits FAR to be measured as a district-wide average, and sets a maximum FAR of 11:1.

- ***Dwelling Density***: Removes dwelling unit density limitations so long as at least four units per residential floor are provided; permits reduction of minimum unit limit if amenities or accessory uses are provided on same floor.
- ***Upper Level Setbacks for Buildings above 145 Feet***: Provides a 75-foot tower separation standard for portions above 145 feet, in lieu of upper level setback requirements in Planning Code Section 132.1(d).
- ***Rear Yard Setback and Dwelling Unit Exposure***. Requires that dwelling units face onto public rights of way at least 20 feet in width or unobstructed open areas, including rooftops of buildings within the District, of no less than 25 feet in horizontal dimension, and waives requirements of Planning Code Section 134 in lieu these requirements and provisions of the D4D.
- ***Projections and Canopies***: Permits non-occupiable architectural features and wind-baffling features as set forth in the D4D.
- ***Open Space Requirements***: Residential or Non-Residential open space provided in accordance with the D4D may be located anywhere within the district so long as at least 15 percent of all required open space is exclusively for residential use and located within or adjacent to buildings containing residential use; and clarifies that the district is a mixed use nonresidential/residential project for the purposes of Section 138(g) of the Planning Code.
- ***Off-Street Parking***: Permits location of accessory parking designated for commercial and residential uses in a subterranean garage beneath one or more buildings within the district; permits up to 0.5 spaces for every residential unit within the district (to permit calculation of parking limits on a site-wide basis).
- ***Off-Street Parking and Loading Entrances***: Permits off-street loading locations as identified in the D4D; permits off-street parking and loading openings within the district to be 27 feet if including a 5-foot-wide bicycle lane, a combined automobile parking and freight loading opening of up to 30 feet on the Howard Street frontage, and one loading opening of up to 25 feet on Minna Street.

- **Active Ground Floor Land Uses:** In addition to all ground floor uses permitted in the C-3-S district, permits office uses on the ground floor (and in basements) with requirements for transparency of ground floor uses and with a minimum amount of street-facing frontage required to be fenestrated.
- **Streetscape Improvements:** Exempts the project from streetscape and street tree planting requirements of Section 138.1(c) instead applies streetscape improvements and street tree plantings in accordance with the D4D.
- **Bicycle Parking:** Permits Class 1 and Class 2 bicycle parking in locations identified in the D4D; permits Class 1 parking on the ground floor or first subterranean parking floor; permits consolidation of non-residential Class 1 spaces and all Class 2 spaces within the district with certain requirements for the number and location of consolidated parking areas; permits provision of shower and locker facilities on a district-wide basis so long as they remain accessible and free of charge to commercial tenants and employees.
- **Ground Level Wind Limitations:** Provides a specific methodology for reviewing ground level wind limitations in the district and addressing exceedance of pedestrian comfort limitations.
- **Artworks:** Permits artworks required under Section 429 of the Planning Code to be located throughout the district.
- **Signage:** Permits wayfinding signage of certain maximum height and size within the district.
- **Transferrable Development Rights:** Prohibits the sale of transferrable development rights from any property within the district.

The D4D would provide standards and guidelines for the following:

- Open Space & Streetscape Improvements, including:
 - All Project Open Spaces (including Mary Court East and West, Chronicle Rooftop)
 - Planting

- Site furnishings
- Streets and Alleys
- Paving
- Lighting
- Building Form & Massing
- Architectural Design, including:
 - Existing Structures Renovation
 - New Structures Buildings Treatments, including at the Pedestrian Level
 - Architectural Projections and other Details
 - Roofs
- Circulation and Transportation, including:
 - Bicycle Storage and Support locations and types
 - Car Parking and Car Share
 - Loading and Services
 - Design and Public Impact
- Systems and Sustainability

ENVIRONMENTAL EFFECTS OF THE REVISED PROJECT

In summary, with the exception that the total square footage would be reduced and the mix of uses would be slightly different, the Revised Project would result in a similar pattern of development as the Draft EIR Project (with about a 105,300 gsf decrease in total building space under the Revised Project) and, accordingly, the environmental effects of the Revised Project would be similar to and in some cases less impactful than those identified for the Draft EIR Project. As discussed in greater detail below, the Revised Project would avoid four of the Draft EIR Project's project-specific and cumulative significant and unavoidable impacts related to cultural resources and air quality; would

avoid one significant impact of the Draft EIR Project related to pedestrian circulation; and would reduce the Draft EIR's significant and unavoidable transportation-related impacts by reducing cumulative impacts at three of the nine intersections that would be above the significance threshold under the Draft EIR Project to less-than-significant levels under the Revised Project.

A brief comparison of the Revised Project and Draft EIR Project impacts is provided below. Where the implementation of mitigation measures are required to reduce significant impacts of the Revised Project, the mitigation measures would be the same as those identified for the Draft EIR Project (as modified in Chapter V, Draft EIR Revisions, in this document), except in cases where the Revised Project would avoid the significant and unavoidable impacts of the Draft EIR Project (i.e., **Impacts CP-3 and AQ-2**), or where modifications to the mitigation measures have been made in order to reflect reduced impacts of the Revised Project.

- The Draft EIR Project's significant unavoidable project-specific and cumulative impacts to cultural resources associated with demolition of the Camelline Building (**Impact CP-3**, Draft EIR pages 232 through 234 and **Impact C-CP-1**, Draft EIR pages 246 through 247) would be avoided with the Revised Project. Because the Camelline Building would not be demolished, **Mitigation Measure CP-3** would be revised to require protections similar to those identified under **Mitigation Measure M-CP-4** (governing review of any work that would impact character-defining features of the Chronicle Building) for any future proposal to make exterior modifications to the Camelline Building.
- The Draft EIR Project's significant unavoidable project-specific and cumulative air quality impacts associated with Reactive Organic Gas (ROG) emissions (**Impact AQ-2**, Draft EIR pages 434 through 442 and **Impact C-AQ-1**, Draft EIR page 453) would be avoided with the Revised Project. **Mitigation Measure M-AQ-2**, which would require preparation and implementation of a Transportation Demand Management (TDM) plan, would no longer be a required mitigation due to the reduction in ROG emissions to a less-than-significant level under the Revised Project. Instead, the project sponsor is including preparation of a TDM plan as part of the Revised Project and as part of the project's Development Agreement. The list of measures included in the proposed TDM plan was made available

to the public as part of the July 9, 2015, Planning Department staff report for the Planning Commission's July 23, 2015 , informational hearing regarding the project.

- The Revised Project would result in many of the same significant and unavoidable transportation-related impacts as the Draft EIR Project, including:
 - **Impact TR-1** (Draft EIR pages 308 through 312) for level of service impacts at four of the study intersections (the intersections of Fourth/Howard, Sixth/Folsom, Sixth/Brannan, and Sixth/Bryant);
 - **Impact TR-10** (Draft EIR pages 339 through 344) for construction-period transportation impacts;
 - **Impact C-TR-1** (Draft EIR pages 350 through 353) for cumulative level of service impacts at six study intersections (i.e., at Fourth/Howard, Fourth/Folsom, Fifth/Howard, Sixth/Folsom, Sixth/Bryant, and Sixth/Brannan).

However, compared to the Draft EIR Project, the Revised Project would avoid:

- the significant impact to pedestrians at the east crosswalk at Fifth/Mission Streets (part of **Impact TR-7** on Draft EIR pages 321 through 329), and
- would reduce the cumulative level of service impacts at three of the study intersections (i.e., Fourth/Mission, Fifth/Folsom, and Sixth/Harrison, **Impact C-TR-1**) from significant and unavoidable to less-than-significant levels.

The environmental effects of the Revised Project, as compared to the environmental effects of the Draft EIR Project, are further summarized below for each topic evaluated in the Draft EIR.

Land Use and Planning

With the Revised Project, the intensity of land uses on the project site would be less than the Draft EIR Project due to the decrease in overall building square footage. The Revised Project would result in land use impacts that are similar to those that would result from the Draft EIR Project and these impacts would be less than significant (see Draft EIR pages 139 through 149). Compared to existing conditions, the Revised Project would not physically divide an existing community or have a

substantial impact on the existing character of the site's vicinity. In addition, the potential policy conflicts related to demolition of a historic resource that are identified for the Draft EIR Project, including General Plan Urban Design Element Policy 2.4, Downtown Area Plan Policy 12.1, South of Market Area Plan Policy 7.4, and South of Market Redevelopment Plan Goal E4, would not occur with implementation of the Revised Project.

Population and Housing

Population and employment growth under the Revised Project would be less than that identified for the Draft EIR Project (see Draft EIR pages 166 through 177). Under the Revised Project, a total of 1,601 residents and 4,289 employees would be anticipated on the project site based on occupancy of the proposed project's uses as compared to 2,084 residents and 4,627 employees for the proposed Office Scheme. Implementation of the Revised Project would represent a 21 percent increase in population over existing conditions within the immediate project vicinity at project buildout (the Draft EIR Project's Office Scheme would have resulted in a 27 percent increase, Draft EIR page 166); however, this growth would not be substantial in the context of City-wide growth. On a City-wide basis, the increase in employment on the site would not be considered significant and would not exceed the employment growth projections identified by the Association of Bay Area Governments (ABAG) (see Draft EIR pages 166 through 167).³ The Revised Project would result in similar impacts as the Draft EIR Project associated with project-related population and employment growth and these impacts would be less than significant.

Cultural and Paleontological Resources

Implementation of the Revised Project would avoid the significant unavoidable project-level and cumulative impacts to historic architectural resources associated with demolition of the Camelline Building (**Impacts CP-3 and C-CP-1**, Draft EIR pages 232 through 234 and pages 246 through 247)

³ Association of Bay Area Governments, *Building Momentum, San Francisco Bay Area Population, Household, and Job Forecasts*, 2009. A copy of this document is available for review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, as part of Case File No. 2011.0409E.

identified for the Draft EIR Project, because the structure would be preserved in place. Because the Camelline Building would not be demolished under the Revised Project, **Mitigation Measure CP-3** would be revised to extend protections similar to those identified under **Mitigation Measure M-CP-4** (governing review of any work that would impact character-defining features of the Chronicle Building) to any future proposal to modify the exterior of the Camelline Building and would similarly address character-defining features of the Camelline Building. Similar to the Draft EIR Project, impacts to the Dempster Printing Building and Chronicle Building and impacts to potential historic resources in the vicinity of the project related to ground disturbance would also be less than significant with mitigation under the Revised Project. In addition to the revised **Mitigation Measure CP-3**, and similar to the Draft EIR Project, **Mitigation Measures M-CP-2, M-CP-4, M-CP-5, M-CP-7, M-CP-8, and M-CP-9** would still be required under the Revised Project.

Transportation and Circulation

An evaluation of the Revised Project's transportation-related impacts was conducted to supplement the information and analysis presented in the Transportation Impact Study (TIS) prepared for the proposed project.⁴ As discussed in more detail below, the Revised Project would result in many of the same significant and unavoidable transportation-related impacts as the Draft EIR Project, including **Impact TR-1** for level of service impacts at four of the study intersections (i.e., Fourth/Howard, Sixth/Folsom, Sixth/Brannan, and Sixth/Bryant); **Impact TR-10** for construction-period transportation impacts; and **Impact C-TR-1** for cumulative level of service impacts at six study intersections (i.e., Fourth/Howard, Fourth/Folsom, Fifth/Howard, Sixth/Folsom, Sixth/Bryant, and Sixth/Brannan); however, fewer intersections would be above the significance thresholds (six intersections as compared to nine under the Draft EIR Project), and one significant pedestrian impact of the Draft EIR Project would not occur (part of **Impact TR-7** on Draft EIR pages 321 through 329).

⁴ LCW Consulting, *5M Project – Revised Project Assessment*, April 27, 2015. A copy of this document is available for review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, as part of Case File No. 2011.0409E.

Similar to the Draft EIR Project, **Mitigation Measures M-TR-7**: Widen the east sidewalk of Fifth Street between Minna and Mission Streets and widen the east crosswalk at the intersection of Fifth/Mission Streets and **M-TR-10**: Construction Measures would be required with the Revised Project. **Improvement Measures I-TR-A**: Monitoring and Abatement of Queues, **I-TR-B**: Installation of Eyebolts, **I-TR-C**: Driveway and Loading Operations Plan would also be applicable to the Revised Project.

Traffic Impacts

Travel demand associated with the Revised Project was estimated consistent with the methodology presented in Chapter 3 of the TIS. **Table RTC II-4**, below summarizes the PM peak hour trips by mode for the Draft EIR Project and the Revised Project for comparison purposes.

Table RTC II-4: Trip Generation by Mode – Weekday PM Peak Hour, Draft EIR Project and Revised Project

Project	Person Trips				Vehicle Trips
	Auto	Transit	Walk/Other ¹	Total	
Draft EIR Project (Office Scheme)	1,116	1,465	1,580	4,161	730
Draft EIR Project (Residential Scheme)	1,064	1,441	1,652	4,157	705
Revised Project	668	1,112	748	2,528	465

¹ "Other" mode includes bicycles, motorcycles, and taxis.

Source: *SF Guidelines, 2000 U.S. Census*, LCW Consulting, April 2015.

As shown in **Table RTC II-4**, the Revised Project would generate substantially fewer vehicle trips than the Draft EIR Project. During the weekday PM peak hour, the Revised Project would generate about 465 vehicle trips, compared to about 730 vehicle trips for the Office Scheme and 705 vehicle trips for the Residential Scheme. This is due principally both to reduction in overall square footage, and to a refinement of and reduction in the retail gross square footage.

While there would be a reduction in the number of vehicles added to the 21 study intersections, the traffic impacts of the Revised Project at these study intersections would be similar in nature to, but less than, those associated with the Draft EIR Project. As with the Draft EIR Project, the Revised Project would result in significant impacts at the intersections of Fourth/Howard, Sixth/Folsom, and

Sixth/Brannan Streets (i.e., from LOS D to LOS E or LOS F, or from LOS E to LOS F, although because the Revised Project would generate fewer vehicle trips during the PM peak hour, the increase in vehicle delay at these intersections would be less than for the Draft EIR Project). In addition, as with the Draft EIR Project, the Revised Project's contribution to the critical movements at the intersection of Sixth/Bryant Streets, which operates at LOS F under existing conditions and Existing Plus Project conditions, would be considerable although less than with the Draft EIR Project, and the Revised Project would also result in a significant impact at this intersection. The Revised Project would result in less-than-significant impacts at 17 of the 21 study intersections, similar to the Draft EIR Project.

Similar to the Draft EIR Project, the Revised Project's parking garage operations were reviewed to determine whether queues associated with the vehicle access into the garage would spill back onto the sidewalk and adjacent vehicle travel and bicycle lanes, thereby increasing the potential for conflicts between vehicles, transit, bicyclists and pedestrians on Minna and Howard Streets. Similar to the Draft EIR Project, the Revised Project's impact related to garage operations would be less than significant. **Improvement Measure TR-1: Monitoring and Abatement of Queues**, identified for the Draft EIR Project, would also be applicable to further reduce the potential for conflicts between vehicles accessing the parking garages and transit, bicyclists, and pedestrians.

Transit Impacts

As shown in **Table RTC 11-4**, the Revised Project would generate fewer transit trips than the Draft EIR Project. During the weekday PM peak hour, the Revised Project would generate about 1,112 transit trips compared to about 1,465 transit trips for the Office Scheme and 1,441 transit trips for the Residential Scheme. With a reduction in the number of transit riders added to the local and regional transit screenlines and corridors as compared to the Draft EIR Project, the additional transit trips would not substantially increase the peak hour capacity utilization. Capacity utilization for screenlines and corridors would remain similar to those under Existing conditions, and below the capacity utilization standard of 85 percent for Muni and 100 percent for regional transit. Therefore, impacts of the Revised Project on local and regional transit capacity utilization would be less than significant, similar to the Draft EIR Project. Similarly, because the Revised Project would generate

fewer vehicle and transit trips than the Draft EIR Project, project-related transit delays resulting from congestion on study area roadways and passenger loading delays associated with increased ridership on these routes during the PM peak hour would be incrementally less than for the Draft EIR Project, and would also continue to be less than significant with the Revised Project.

Bicycle Impacts

The Revised Project would provide Class 1 and Class 2 bicycle parking spaces consistent with Planning Code requirements (i.e., 467 Class 1 and 69 Class 2 spaces, for a total of 536 spaces). Similar to the Draft EIR Project, the Revised Project would result in an increase in the number of vehicles and bicycles in the vicinity of the project site; however, this increase would not be substantial enough to affect bicycle travel or facilities in the area. The Revised Project would not substantially change bicycle travel in the vicinity of the project site, and, therefore, similar to the Draft EIR Project, impacts on bicyclists would be less than significant.

Pedestrian Impacts

The Revised Project would include widening the Fifth Street sidewalks adjacent to the project site. Also, similar to the Draft EIR Project, the Revised Project would include the proposed closure of Mary Street between Minna and Mission Streets to vehicular traffic. However, unlike the Draft EIR Project, the Revised Project would not include a realignment of Mary Street between Minna and Natoma Streets. With the Revised Project, a new signalized crosswalk would be added across Mission Street at Mary/Mint Streets, as shown on **Figures RTC II-2 and RTC II-8** (see **Improvement Measure I-TR-D**, page RTC-194).

The mix of uses associated with the Revised Project would generate about 30 percent fewer pedestrian trips (i.e., transit, plus walk/other trips) than the Draft EIR Project during both the midday and PM peak hours. With a reduction in the number of pedestrians added to the local pedestrian network compared to the Draft EIR Project, the impacts of the Revised Project on pedestrian conditions on sidewalks, crosswalks, and corners in the vicinity of the site would be less than, but similar to the Draft EIR Project.

Similar to the Draft EIR Project, with the addition of project-generated pedestrian trips to the sidewalks in the project vicinity, the existing LOS E conditions during the midday and PM peak hours at the southeast corner of the intersection of Fifth/Mission Streets (i.e., the corner adjacent to the Fifth & Mission Garage) would worsen to LOS F conditions during both the midday and PM peak hours (**Impact TR-7**). However, because the Revised Project would result in fewer pedestrian trips than the Draft EIR Project, the crosswalk LOS conditions at the east crosswalk of the intersection of Fifth/Mission would operate at LOS D during both the midday and PM peak hours, and therefore, the Revised Project would avoid the Draft EIR Project's significant pedestrian impact at the east crosswalk of the intersection of Fifth/Mission during the PM peak hour. **Mitigation Measure M-TR-7**: Widen the east sidewalk of Fifth Street between Mission and Minna Streets, identified for the Draft EIR Project, would also be applicable to the Revised Project. **Mitigation Measure M-TR-7** would result in widening of the east sidewalk on Fifth Street between Minna and Mission Streets and also the widening of the east crosswalk at the intersection of Fifth/Mission. Sidewalk widening of a minimum of 10 to 15 feet on the east side of Fifth Street would improve corner operating conditions during the midday and PM Peak hours from LOS F to LOS D conditions, and impacts would be reduced to less-than-significant levels. Therefore, the impacts of the Revised Project on pedestrians at this location would be less than significant with mitigation, similar to the Draft EIR Project.

Improvement Measure I-TR-B: Installation of Eyebolts, identified for the Draft EIR Project and related to reducing pole clutter on the sidewalk adjacent to the project site on Mission Street through the installation of eyebolts in the new buildings to support the overhead wire system, would also be applicable to the Revised Project. In addition, **Improvement Measure I-TR-D**: New Signalized Crosswalk across Mission Street at Mary/Mint Streets has been identified for the Revised Project (see page RTC-194) and is related to improving conditions for pedestrians currently crossing Mission Street midblock at Mary/Mint Streets.

Loading Impacts

Loading demand for the Draft EIR Project and the Revised Project is presented in **Table RTC II-5**. The proposed land uses associated with the Revised Project would generate 219 delivery and service

vehicle-trips to the project site per day (as compared to 228 to 278 delivery and service vehicle-trips for the Draft EIR Project). This corresponds to a demand for eight loading spaces during the average hour of loading activities and ten loading spaces during the peak hour of loading activities.

Table RTC II-5: Delivery/Service Vehicle-Trips and Loading Space Demand, Draft EIR Project and Revised Project

Project	Daily Truck Trip Generation	Peak Hour Loading Spaces	Average Hour Loading Spaces
Draft EIR Project – Office Scheme	278	12.1	9.9
Draft EIR Project – Residential Scheme	228	9.9	7.9
Revised Project	219	9.5	7.6

Source: *SF Guidelines*, LCW Consulting, April 2015.

Similar to the Draft EIR Project, the Revised Project would provide a combination of on-street and off-street commercial loading spaces. Under the Revised Project, there would be a reduction in total square footage, as compared to the Draft EIR Project; therefore, loading demand would be reduced compared to the Draft EIR Project. Because the Revised Project would accommodate loading demand by providing off-street and on-street loading spaces and requiring on-street commercial loading spaces adjacent to the site, loading impacts under the Revised Project would be less than significant, similar to the Draft EIR Project. **Improvement Measure I-TR-C: Driveway and Loading Operations Plan**, identified for the Draft EIR Project, would also be applicable to the Revised Project, and would further reduce the Revised Project's less-than-significant loading impacts related to potential conflicts between project-generated loading/unloading activities and pedestrians, transit, bicyclists, and autos.

Emergency Vehicle Access Impacts

Impacts on emergency vehicle access associated with the Revised Project would be similar to those identified for the Draft EIR Project; emergency vehicle access to the project site and Minna and Natoma Streets would be maintained and would remain mostly unchanged from existing conditions. Therefore, similar to the Draft EIR Project, emergency access impacts under the Revised Project would be less than significant.

Construction Impacts

Construction activities and duration associated with the Revised Project would be similar to those described for the Draft EIR Project. Similar to the Draft EIR Project, construction activities would likely result in disruption to traffic, transit, pedestrians, and bicyclists for a prolonged period, and therefore, similar to the Draft EIR Project, these impacts would also be significant and unavoidable (**Impact TR-2**). Overall, the construction-related transportation impacts under the Revised Project would be similar to the Draft EIR Project. Although less demolition and new construction would be involved, the Revised Project would involve a similar amount and duration (about eight years) of on-site development as the Draft EIR Project. Therefore, given the concurrent construction activities, expected intensity and duration, and likely impacts to traffic, transit, and pedestrian and bicycle circulation, construction of the Revised Project would result in significant and unavoidable construction-related transportation impacts. **Mitigation Measure TR-2:** Construction Measures, which is required for the Draft EIR Project, would ensure the maximum degree of coordination between the project sponsor/construction manager and agencies to minimize potential conflicts between construction activities and pedestrians, transit, and autos. **Mitigation Measure TR-2,** identified for the Draft EIR Project, would minimize the Revised Project's impacts related to construction-related transportation impacts; implementation of this mitigation measure would not result in any secondary transportation-related impact. However, construction activities would likely result in disruption and impacts to traffic, transit, pedestrians and bicyclists for a prolonged period. Therefore, similar to the Draft EIR Project, the Revised Project's construction-related transportation impacts would remain significant and unavoidable.

2040 Cumulative Conditions

Under 2040 Cumulative conditions, taking into account projected development and implementation of foreseeable transportation infrastructure projects, traffic volume and vehicle delays are projected to increase at the study intersections, and 17 of the 21 study intersections would operate at LOS E or LOS F conditions during the PM peak hour. Similar to the Draft EIR Project, the Revised Project would contribute considerably to significant cumulative traffic impacts. However, because the Revised Project would generate fewer vehicle trips than the Draft EIR Project, the Revised Project

would contribute considerably to significant cumulative traffic impacts at fewer study intersections. The Revised Project would contribute considerably to significant cumulative traffic impacts at six study intersections (i.e., at Fourth/Howard, Fourth/Folsom, Fifth/Howard, Sixth/Folsom, Sixth/Bryant, and Sixth/Brannan), as compared to nine study intersections for the Draft EIR Project (i.e., at Fourth/Mission, Fourth/Howard, Fourth/Folsom, Fifth/Howard, Fifth/Folsom, Sixth/Folsom, Sixth/Harrison, Sixth/Bryant, and Sixth/Brannan). Similar to the Draft EIR Project, the significant cumulative traffic impacts would be significant and unavoidable, as would the Revised Project's cumulative construction-related transportation impacts. Similar to the Draft EIR Project, the Revised Project would result in less-than-significant cumulative transit, bicycle, pedestrian, loading, and emergency vehicle access impacts.

Parking

Similar to the Draft EIR Project, the Revised Project meets the criteria of Public Resources Code Section 21009(d): it is in a transit priority area because of its location within ½ mile of a major transit stop; it is an infill site because it is located on a previously developed site in an urban area; and it is an employment center because it would be an expansion of existing commercial uses, and therefore the transportation impact analysis does not consider adequacy of parking in determining the significance of project impacts under CEQA. The following parking demand analysis is presented for informational purposes only.

The long- and short-term parking demand for the Draft EIR Project and the Revised Project is shown in **Table RTC II-6**, below. Because the Revised Project would have fewer residential units and less retail/restaurant uses than the Draft EIR Project, the long-term parking demand for the Revised Project would also be less than for the Draft EIR Project. Overall, the parking demand associated with the Revised Project would be less than the Draft EIR Project.

Table RTC II-6: Parking Demand–Midday Conditions, Draft EIR Project and Revised Project

Project	Long-Term Parking Spaces	Short-Term Parking Spaces	Total
Draft EIR Project – Office Scheme	1,746	431	2,177
Draft EIR Project – Residential Scheme	1,793	390	2,183
Revised Project	1,642	225	1,867

Source: *SF Guidelines*, LCW Consulting, April 2015.

Table RTC II-7 presents the parking supply and demand comparisons for the overnight and midday periods for the Revised Project as well as for the Draft EIR Project.

Table RTC II-7: Net-New Vehicle Parking Supply and Demand Comparison – Midday Conditions, Draft EIR Project and Revised Project

Project	Supply	Demand	(Shortfall)/Surplus
Draft EIR Project – Office Scheme	663	2,177	(1,514)
Draft EIR Project – Residential Scheme	756	2,183	(1,427)
Revised Project	529	1,867	(1,338)

Source: *SF Guidelines*, LCW Consulting, April 2015.

As presented in **Table RTC II-7**, similar to the Draft EIR Project, the Revised Project would result in an unmet parking demand, which would be 1,338 spaces during the midday period. The unmet demand for the Revised Project during the midday period would be less than the unmet demand identified for the Draft EIR Project (176 fewer spaces during the midday period). Drivers would need to park elsewhere in the area (either on-street or within the Fifth and Mission Garage), which would increase the parking occupancy in the area. Due to difficulty in finding on-street parking in the study area, some drivers may park outside of the study area, switch to transit, carpool, bicycle or other forms of travel.

Noise

With the Revised Project, the duration of construction and intensity of development would be similar to the Draft EIR Project; therefore, construction-period and operation-period noise and vibration impacts would also be similar. However, with the Revised Project, pile driving would not be required. Although the specific foundation types for the site's proposed buildings have not yet been finalized, low noise- and vibration -generating auger-cast piles would likely be used. Therefore, construction-period noise and vibration impacts would be less than those identified for the Draft EIR Project in terms of duration and intensity. Similar to the Draft EIR Project, **Mitigation Measures M-NO-1, M-NO-2, M-NO-3, and M-NO-4** (Draft EIR pages 383 through 399) would still be required under the Revised Project. With implementation of these measures, these impacts would continue to be less than significant under the Revised Project.

Air Quality

As with the Draft EIR Project, demolition and construction activities would occur as part of the Revised Project, implementation of which would require mitigation of potentially hazardous construction emissions to reduce the potential exposure of sensitive receptors, including residential uses that exist in the site vicinity as well as those proposed on the project site, to air pollutants associated with construction activities at the site. Therefore, **Mitigation Measures M-AQ-3 and M-AQ-4** (Draft EIR pages 442 through 450) would be required under the Revised Project. As previously discussed, the Revised Project would have an overall lower trip generation than the Draft EIR Project and would include approximately 20 percent fewer residential units than were proposed as part of the Draft EIR Project. Residential land uses and vehicle emissions are the key contributing factors to project-related ROG emissions. Due to the reduction in residential units and trip generation, the Revised Project would not result in the significant project-level regional pollutant impact, or contribute considerably to the cumulative regional pollutant impact, as identified for the Draft EIR Project (**Impacts AQ-2 and C-AQ-1**, Draft EIR pages 434 through 442 and page 453). Therefore, with the Revised Project, these significant and unavoidable project impacts would be avoided. Therefore, **Mitigation Measure M-AQ-2**, which would require preparation and implementation of a TDM plan, would no longer be a required under the Revised Project. However, the project sponsor is including preparation of a TDM plan that would

be consistent with the requirements of **Mitigation Measure M-AQ-2** as part of the Revised Project and as part of the Revised Project's Development Agreement.

Under the Revised Project, an existing emergency generator would not be relocated to the rooftop of the Chronicle Building; rather, it would be removed and a replacement emergency generator would be installed on the rooftop of the Chronicle Building, in a slightly more central location on the rooftop as compared to the generator in the Draft EIR Project. As shown in the Air Quality Technical Report,^{5,6} referenced in the Draft EIR the health risk impacts associated with the Draft EIR Project generators was well below the significance threshold, given the infrequent use and relatively low emissions resulting from the equipment use. The resulting health risk associated with the new location of the emergency generator on the Chronicle Building rooftop would be expected to be similarly less than significant. The Bay Area Air Quality Management District (BAAQMD) regulates backup emergency generators through its New Source Review (Regulation 2, Rule 2, and Regulation 2, Rule 5) permitting process. The backup emergency generators and fire pumps must also comply with applicable control, monitoring, and recordkeeping requirements in BAAQMD Regulation 9, Rule 8 (Nitrogen Oxides and Carbon Monoxide from Stationary Internal Combustion Engines). Prior to issuing the required permits for operation of the generator at the proposed location, the BAAQMD would verify that the proposed location would not result in a significant health risk impact to sensitive receptors in the project vicinity.

Wind and Shadow

Implementation of the Revised Project would result in overall building heights and massing similar to the Draft EIR Project, with the exception that building heights and mass on the site's interior would

⁵ ENVIRON International Corporation, *Air Quality Technical Report: 5M Project (AQTR)*, March 2014. A copy of this document is available for review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, as part of Case File No. 2011.0409E.

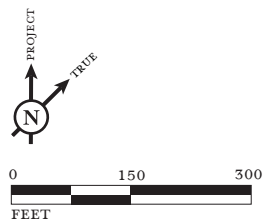
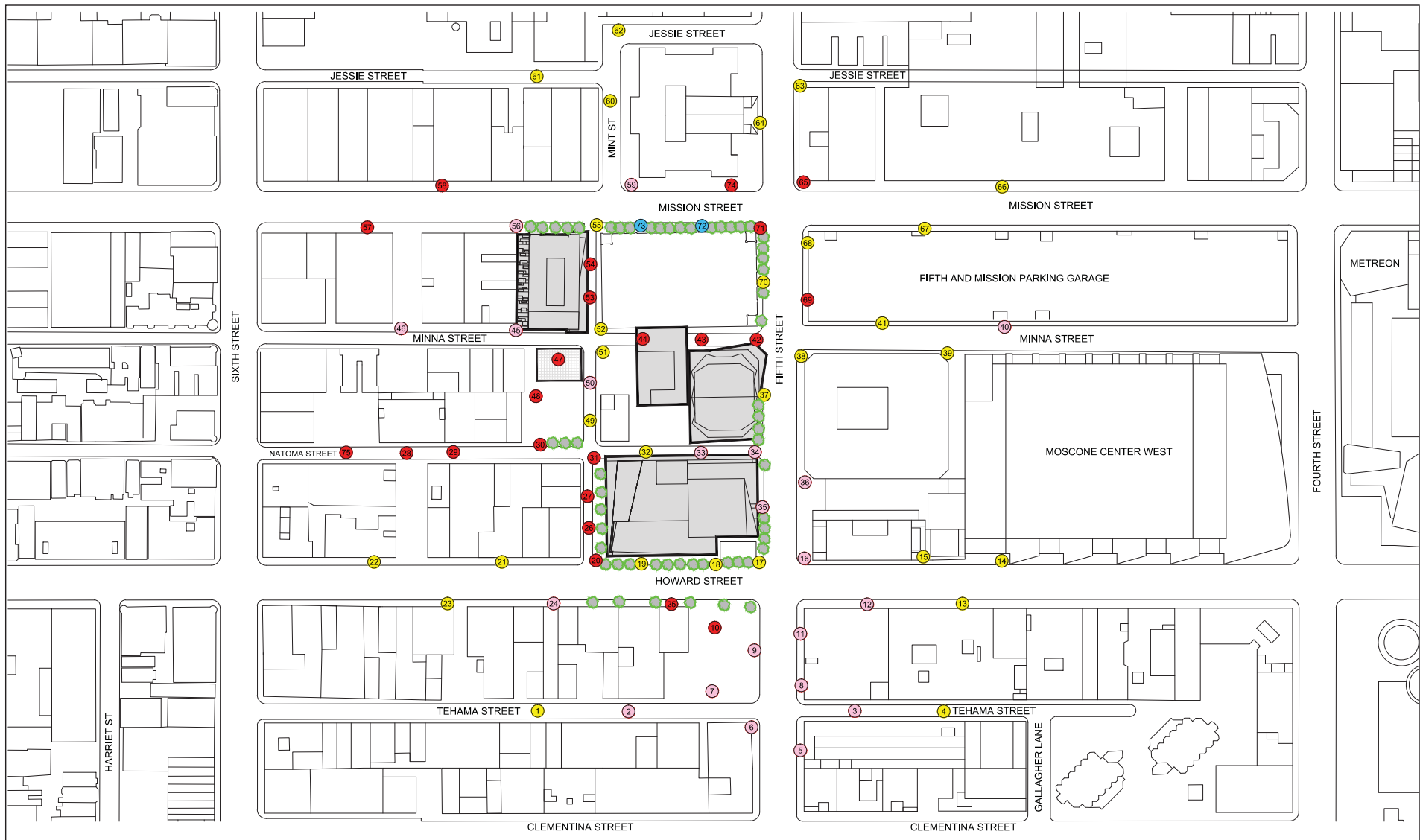
⁶ Wade Wietgreffe, San Francisco Planning Department, *925 Mission Street (5M) Updated Air Quality Analysis for the Proposed Project and Project Alternatives*, May 27, 2014. A copy of this document is available for review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, as part of Case File No. 2011.0409E.

generally be lower and more open space would be provided with elimination of Building N-2. Potential wind and shadow impacts that could occur with implementation of the Revised Project are discussed in detail below. Wind exceedances are depicted in **Figures RTC II-9 and RTC II-10** and shadow impacts are shown in **Figures RTC II-11 and RTC II-12**. As discussed, no new or more severe impacts would result and these impacts would continue to be less than significant.

Wind

Compared to the Draft EIR Project, wind conditions at the project site would vary slightly and the intensity of wind impacts would be less under the Revised Project given that the 195-foot-tall Building N-2 would not be developed, which would allow for an overall reduction in building heights and mass within the interior of the site. Under existing conditions, the Draft EIR identified 31 locations (out of 78 evaluated locations) that have wind speeds that exceed the pedestrian comfort criterion of winds greater than 11 miles per hour (mph) more than 10 percent of the time. The Draft EIR Project's Office Scheme would change wind patterns such that new exceedances would occur at 32 locations (Draft EIR page 478). As shown in **Figure RTC II-9**,⁷ compared to existing conditions, the Revised Project would result in 43 total exceedances, or 20 new exceedances compared to existing conditions and nine fewer exceedances than the Draft EIR Project. Overall, the Revised Project would increase the average wind speed at test locations from 12 mph to 12.8 mph, a modest increase and less of an increase than the 2 mph increase identified for the Draft EIR Project. The highest wind speed (22 mph) would occur at the southwest corner of Fifth and Tehama Streets (Location 6), an increase from 17 mph under existing conditions. The 11 mph comfort criterion would be exceeded 17.4 percent of the time (compared to 14 percent of the time under existing conditions or the 21 percent increase identified for the Draft EIR Project). Similar to the Draft EIR Project, the Revised Project would result in a relatively modest worsening of wind comfort conditions.

⁷ Supplemental data sheets that depict exceedances and calculations for pedestrian comfort and hazardous wind conditions under the Revised Project are available for review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, as part of Case File No. 2011.0409E.



LEGEND:

COMFORT CATEGORIES:

- 1 - 7 mph
- 8 - 11 mph
- > 11 mph (new exceedance)
- > 11 mph (continued exceedance)

SENSOR LOCATION:

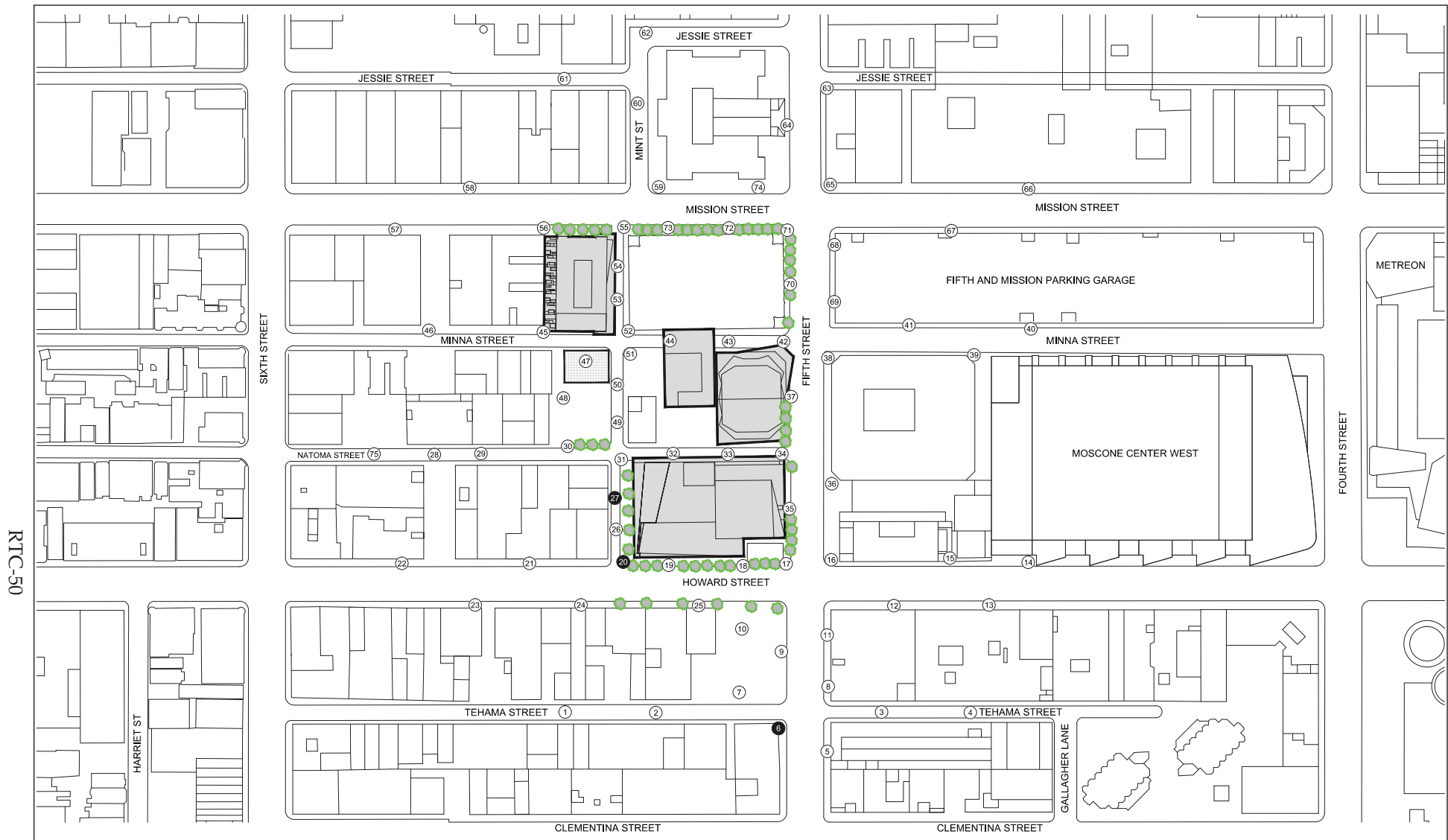
- Grade Level

Landscaping:

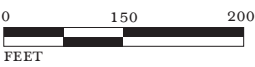
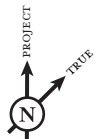
- Trees

FIGURE RTC II-9

5M Project EIR
 Pedestrian Wind Comfort Conditions -
 Existing Plus Revised Project
 Annual (January to December, 6:00 a.m. to 8:00 p.m.)






RTC-50



SOURCE: RWDI, JULY 2015.

LEGEND:

HAZARD CATEGORIES:
 Pass 
 Exceeded 

SENSOR LOCATION:
 Grade Level


Landscaping:
 Trees

FIGURE RTC II-10

5M Project EIR
 Wind Hazard Results -
 Existing Plus Revised Project
 Annual (January to December, 6:00 a.m. to 8:00 p.m.)

As discussed in the Draft EIR, under existing conditions, 75 out of 78 evaluated locations have wind speeds that are below the pedestrian hazard criterion, and the three locations that have wind speeds above the criterion do so for a total of 79 hours over the course of a year. With implementation of the Office Scheme, two locations would exceed the hazard criterion for a total of 32 hours a year (a net reduction of 47 hours compared to existing conditions).

As shown in **Figure RTC-II-10**, compared to existing conditions, the Revised Project would result in a total of three exceedances, at Locations 6, 20, and 27. Under the Revised Project, these exceedances would occur for a total of four hours per year (a net reduction of 75 hours compared to existing conditions and 28 fewer hours than the Draft EIR Project). Thus, with implementation of the Revised Project, the number of locations that would experience exceedances of the wind hazard criterion and the total number of hours that the wind speed exceeds the hazard criterion would be substantially reduced compared to existing conditions and compared to the Draft EIR Project. Therefore, similar to the Draft EIR Project, the Revised Project would not result in significant effects related to the wind hazard criterion.

Shadow

Shadow impacts associated with the Revised Project were evaluated in revised technical evaluations for Boeddeker Park⁸ and other affected open space areas within the vicinity of the project site.⁹

Shadow-related impacts associated with the Draft EIR Project and the Revised Project are discussed below for open space areas under the jurisdiction of the Recreation and Park Commission (Boeddeker Park) and other potentially affected open space areas. In addition, worst-case (December) shadow patterns for the Revised Project are depicted for the representative morning and afternoon hours in

⁸ Environmental Vision, *Addendum to Boeddeker Park Shadow Analysis, 5M Project, San Francisco, August 11, 2015*. A copy of this document is available for review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, as part of Case File No. 2011.0409E.

⁹ Environmental Vision, *Addendum to 5M Generalized Shadow Analysis for Affected Open Space, August 11, 2015*. A copy of this document is available for review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, as part of Case File No. 2011.0409E.

Figures RTC II-11 and RTC II-12. As summarized below, similar to the Draft EIR Project, development of the Revised Project would result in less-than-significant impacts related to shadow patterns.

Open Space Under the Jurisdiction of the Recreation and Park Commission (Boeddeker Park). As discussed on pages 501 through 502 of the Draft EIR, the Draft EIR Project (Office Scheme) would cast shadow on Boeddeker Park only in the early morning hours during the winter months, generally between October 25 and November 29, as well as between January 11 and February 15, when the sun is at a low angle and extensive shadows are cast by buildings in and around Downtown San Francisco. On the worst-case shadow days, November 8 and February 1, a maximum of 742 square feet of net new shadow would be cast before 8:15 a.m., in and around the northern entry gate to the park.

Implementation of the Draft EIR Project would result in a very small (0.004 percent) increase in shadow cast on the park, and the Draft EIR determined that this impact would be less than significant. The Revised Project would add about 1,129 square feet of net new shadow before 8:00 a.m. on the worst-case shadow days of November 8 and February 1, for an increase of 387 square feet of net new shadows compared to the Draft EIR Project. However, overall, the Revised Project would result in a 0.004 percent increase in shadows cast on the park, which is similar to the Draft EIR Project. Similar to the Draft EIR Project, the effect on park use is expected to be minimal and this impact would continue to be less than significant with implementation of the Revised Project.

Other Public Open Space Areas. Potential effects of the Revised Project on existing shadow patterns, compared to the shadow patterns that would occur with the Draft EIR Project, are discussed below for other open space areas in the vicinity that are not under the jurisdiction of the Recreation and Park Commission. Because the Revised Project would not substantially change shadow patterns on U.N. Plaza, Yerba Buena Lane, or Jessie Square when compared to the Draft EIR Project, these areas are not further addressed in this discussion.



NOT TO SCALE



Project Site



Existing Shadow



New Project Buildings



Net New Project Shadow



Open Space Boundary

Recreation and Park Commission Properties

- 1 Boeddeker Park
- 12 Gene Friend Recreation Center

Other Public Open Spaces

- 2 U.N. Plaza
- 3 Hallidie Plaza
- 4 Mint Plaza
- 5 Yerba Buena Lane
- 6 Jessie Square
- 7 Yerba Buena Gardens North
- 8 Yerba Buena Children's Play Area

Privately Owned Public Open Spaces (POPOs)

- 9 Westfield Sky Terrace
- 10 Intercontinental Hotel / Pacific Terrace
- 11 Moscone Plaza

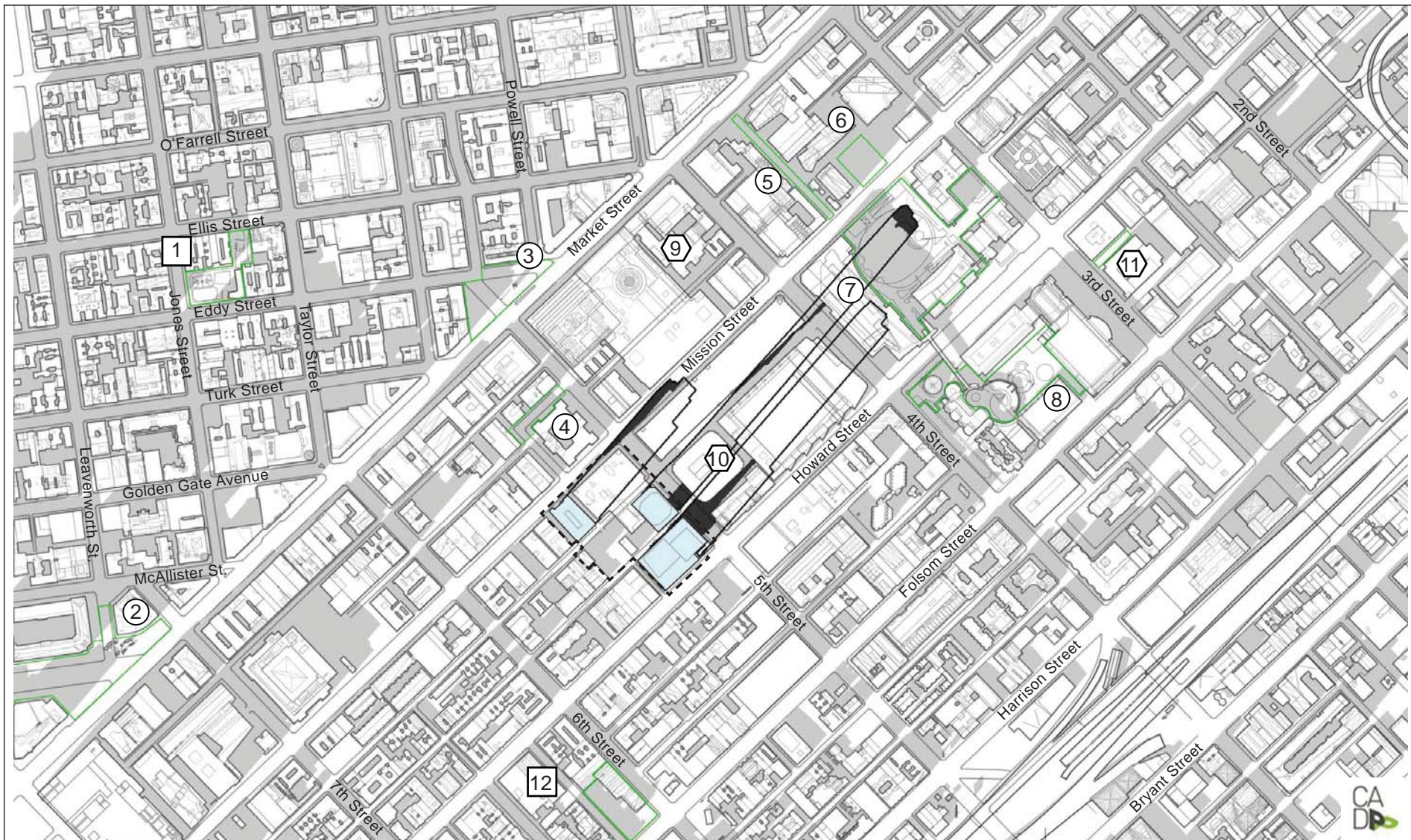
FIGURE RTC II-11

5M Project EIR






Revised Project Shadow Pattern:



December 20, 8:20 a.m. (1 hour after sunrise)








NOT TO SCALE

-  Project Site
-  New Project Buildings
-  Open Space Boundary
-  Existing Shadow
-  Net New Project Shadow

- Recreation and Park Commission Properties**
-  1 Boeddeker Park
 -  12 Gene Friend Recreation Center

- Other Public Open Spaces**
-  2 U.N. Plaza
 -  3 Hallidie Plaza
 -  4 Mint Plaza
 -  5 Yerba Buena Lane
 -  6 Jessie Square
 -  7 Yerba Buena Gardens North
 -  8 Yerba Buena Children's Play Area

- Privately Owned Public Open Spaces (POPOs)**
-  9 Westfield Sky Terrace
 -  10 Intercontinental Hotel / Pacific Terrace
 -  11 Moscone Plaza

FIGURE RTC II-12

5M Project EIR
 Revised Project Shadow Pattern:
 December 20, 3:00 p.m.



Hallidie Plaza. As discussed in the Draft EIR (page 502), the Draft EIR Project would not cast net new shadow on Hallidie Plaza. However, the Revised Project would cast a small amount of net new shadow to an area of existing shadow starting at 10:00 a.m. in the winter months. Given the limited time of occurrence and very small amount of net new shadow however, similar to the Draft EIR Project, implementation of the Revised Project would not affect the use of this space and this impact would be less than significant.

Mint Plaza. As discussed in the Draft EIR (page 513), the Draft EIR Project would create net new shadow on Mint Plaza during the morning hours in the spring, fall, and winter, generally between 9:00 a.m. and noon. However, the Draft EIR determined that the use of this space would not be substantially affected and this impact would be less than significant with implementation of the Draft EIR Project. Shadows cast by the Revised Project would be similar in occurrence and duration as the Draft EIR Project; therefore, this impact would continue to be less than significant with implementation of the Revised Project.

Yerba Buena Gardens North. As discussed in the Draft EIR (page 514), on the worst-case shadow days, December 6 and January 4, the Draft EIR Project would cast new shadows over approximately 10 percent of the open space area during the mid-afternoon hours. Implementation of the Draft EIR Project would result in a very small (about 0.07 percent) increase in shadow cast on Yerba Buena Gardens North. Because the increased shadows would be for a short period during the winter months, when the area is not heavily used, the Draft EIR determined that the Draft EIR Project would not adversely affect the use of the space and this impact would be less than significant. For the Revised Project's worst-case shadow days of November 22 and January 18 (the days that shadows cast by the Revised Project would cover the largest area, which differ from the worst-case Draft EIR Project worst-case shadow days), the Revised Project would cast new shadows over approximately 8.2 percent of the open space area during the mid-afternoon hours, which would be less than the maximum area covered by shadows cast from the Draft EIR Project on any given day. However, overall, the Revised Project would increase the total shadows cast on Yerba Buena Gardens North to 0.09 percent, or 0.02 percent more than the Draft EIR Project. Because the increase is still relatively small compared to existing conditions, and because of the time of year and duration of the increased

shadows cast, the use of the space would not be adversely affected with implementation of the Revised Project and this impact would continue to be less than significant.

Yerba Buena Children's Play Area. As discussed in the Draft EIR (pages 514 through 515), on the worst-case shadow days, October 11 and March 1, the Draft EIR Project would cast new shadows over approximately 21 percent of the play area during the late afternoon hours and result in a very small increase (about 0.12 percent – see Chapter V of this document for corrected text due to an error in the Draft EIR) in overall net new shadows cast on the play area. The Draft EIR determined that the use of this space would not be substantially affected and that this impact would be less than significant. On the same worst-case shadow days, the Revised Project would cast net new shadows on approximately 29 percent of the play area, an increase of 8 percent compared to the Draft EIR Project. In addition, overall total shadows cast would be 0.17 percent, an increase of 0.05 percent compared to the Draft EIR Project. The Revised Project would not adversely affect the use of the space due to the time and duration of the increased shadows cast on the play area; therefore, this impact would continue to be less than significant.

Cumulative Shadow Impacts. As discussed on pages 518 through 519 of the Draft EIR, the Draft EIR would not make a substantial contribution to increased shading of open space areas such that a cumulatively considerable impact would result. A review of the Revised Project cumulative shadow diagrams (see revised technical evaluations available for review at the San Francisco Planning Department) indicates that no substantial change to net new shadow would occur with cumulative development as compared to the Draft EIR Project. Therefore, cumulative shadow impacts would continue to be less than significant with implementation of the Revised Project.

Public Services and Recreation

Similar to the Draft EIR Project, new employees and residents at the site after implementation of the Revised Project would demand public services; however, the overall increase in demand for public services and recreation facilities would be less than under the Draft EIR Project. Similar to the Draft EIR Project, the Revised Project's impacts to fire, police, and library services would be less than

significant. In addition, although the overall level of development would be less than the Draft EIR Project, approximately 14,850 gsf of additional open space would be provided on-site (as compared to 44,600 gsf under the Draft EIR Project's Office Scheme), further reducing the less-than-significant impact related to demand for open space and recreational services.

Utilities and Service Systems

Similar to the Draft EIR Project, the Revised Project would generate new employees and residents who would increase water and energy demand over existing levels, increase the generation of wastewater, and require new site-specific infrastructure; however, the overall increase in demand for utilities would be less than the Draft EIR Project. Similar to the Draft EIR Project, the Revised Project's impacts to utilities and service systems would be less than significant.

Conclusion

In general, and as detailed above, the Revised Project would not substantially change most of the construction and operational impacts identified in the Draft EIR. In some instances the Revised Project would result in small reductions in the type or duration of construction activities and these revisions would not affect the impact conclusions presented in the Draft EIR. Compared to the Draft EIR Project, the Revised Project would avoid direct historic resources impacts from demolition of a historic structure that would result from the Draft EIR Project and would also avoid regional air emissions impacts that exceed established thresholds (for Reactive Organic Gases, or ROG). In addition, although project and cumulative traffic level of service impacts would be similar under the Revised Project, fewer intersections would be affected, as compared to the Draft EIR Project, and one significant pedestrian impact of the Draft EIR Project would not occur under the Revised Project. **Table RTC II-8** summarizes the level of significance of impacts identified for the Draft EIR Project and the Revised Project. **Table RTC II-9** summarizes the level of significance of impacts identified for the Revised Project and the Draft EIR Project alternatives, for comparison purposes.

The Revised Project would result in minor changes to the project analyzed in the Draft EIR and would not result in new or more significant environmental impacts that were not identified in the Draft EIR. Further, the Revised Project would reduce some of the significant and unavoidable impacts identified for the Draft EIR Project. Per CEQA Guidelines Section 15088.5, recirculation of a Draft EIR prior to certification is required only when “significant new information is added to the EIR after public notice is given of the availability of the draft EIR for public review under Section 15087 but before certification.” “Significant new information” is defined as:

1. A new significant environmental impact would result from the project or from a new mitigation measure proposed to be implemented.
2. A substantial increase in the severity of an environmental impact would result unless mitigation measures are adopted that reduce the impact to a level of insignificance.
3. A feasible project alternative or mitigation measure considerably different from others previously analyzed would clearly lessen the environmental impacts of the project, but the project’s proponents decline to adopt it.
4. The draft EIR was so fundamentally and basically inadequate and conclusory in nature that meaningful public review and comment were precluded.

The Revised Project does not trigger any of these conditions, as no significant new information as defined in CEQA Guidelines Section 15088.5, including new impacts, mitigation measures, or project alternatives, has been added to the Draft EIR after publication of the Notice of Availability. The Revised Project is an alternative design scheme that is substantially similar to the Preservation Alternative described and evaluated in the Draft EIR, and does not result in any new significant environmental impacts or any substantial increase in the severity of previously identified environmental impacts. The information and analysis contained in the Draft EIR and this RTC document is adequate for the purposes of CEQA and recirculation of the EIR is not required due to the Revised Project.

Table RTC II-8: Comparison of Draft EIR Project and Revised Project Impacts

Impact Category	DRAFT EIR PROJECT		REVISED PROJECT
	Office Scheme	Residential Scheme	
Land Use	LS	LS	<LS
Population and Housing	LS	LS	<LS
Cultural and Paleontological Resources	SUM	SUM	LSM
Transportation and Circulation	SUM	SUM	<SUM
Noise	LSM	LSM	<LSM
Air Quality	SUM	SUM	LSM
Wind and Shadow	LS	LS	<LS
Public Services and Recreation	LS	LS	<LS
Utilities and Service Systems	LS	LS	<LS

LS Less-than-significant or negligible impact; no mitigation required
 LSM Less-than-significant impact, after mitigation
 SU Significant and unavoidable adverse impact
 SUM Significant and unavoidable adverse impact, after mitigation
 N No impact
 NA Not applicable
 < impact is less than the Draft EIR Project

Source: LSA Associates, Inc., 2015.

Table RTC II-9: Comparison of Revised Project and Draft EIR Project Alternatives Impacts

Impact Category	REVISED PROJECT	DRAFT EIR ALTERNATIVES			
		No Project	Code Compliant	Unified Zoning	Preservation
Land Use	LS	N	<LS	<LS	<LS
Population and Housing	LS	N	<LS	<LS	<LS
Cultural and Paleontological Resources	LSM	N	SUM	SUM	=LSM
Transportation and Circulation	SUM	N	=SUM	=SUM	=SUM
Noise	LSM	N	=LSM	=LSM	=LSM
Air Quality	LSM	N	=LSM	=LSM	=LSM
Wind and Shadow	LS	N	=LS	=LS	=LS
Public Services and Recreation	LS	N	>LS	<LS	<LS
Utilities and Service Systems	LS	N	>LS	<LS	<LS

LS Less-than-significant or negligible impact; no mitigation required
 LSM Less-than-significant impact, after mitigation
 SU Significant and unavoidable adverse impact
 SUM Significant and unavoidable adverse impact, after mitigation
 N No impact
 NA Not applicable
 = impact is similar to the Revised Project
 < impact is less than the Revised Project
 > impact is greater than the Revised Project

Source: LSA Associates, Inc., 2015.

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III. LIST OF PERSONS COMMENTING

This chapter presents the agencies, organizations, and individuals who submitted written comments during the public review period or made oral testimony at the public hearing on the Draft EIR. **Table III-1** lists the commenters' names, along with the corresponding commenter codes used in Chapter IV, Responses to Comments, to denote each set of comments, the comment format, and the comment date. This RTC document codes the comments in the following way:

- Comments from agencies are designated by an "A-" and the acronym of the agency's name.
- Comments from organizations are designated by an "O-" and an acronym of the organization's name. In cases where several commenters from the same organization provided comments, the acronym is followed by the commenter's last name.
- Comments from individuals are designated by an "I-" and the commenter's last name.

Within each category, commenters are listed in alphabetical order. In the event of multiple commenters with the same last name, the last name is followed by the commenter's first initial. In cases where commenters provided oral testimony at the public hearing and submitted written comments, or submitted more than one letter or email, comment codes end with a sequential number (e.g., comment codes O-FAD1 and O-FAD2 are used to denote a letter and an email submitted by the same commenter). Comment letters and e-mails received are included as Attachment 1. The Planning Commission Hearing transcript is included as Attachment 2.

The example below has been constructed to show a breakdown of the comment code components for code O-YBNC5. In this example, the commenter submitted multiple comments.

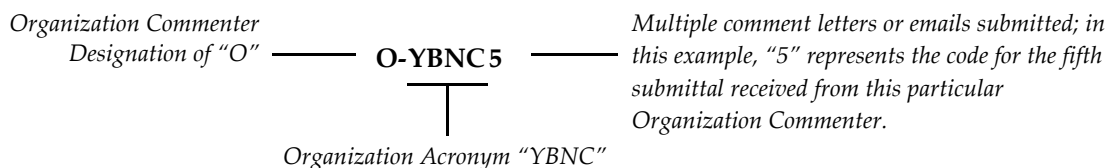


Table RTC III-1: Commenters on the Draft EIR

Commenter Code	Name of Person and Title	Agency/Organization	Comment Format	Date
Federal, State, Regional and Local Agencies, Boards, and Commissions				
A-BAAQMD	Barry G. Young, Senior Advanced Projects Advisor, Engineering Division	Bay Area Air Quality Management District	Email	November 7, 2014
A-HPC	Karl Hasz, President	Historic Preservation Commission	Letter	November 18, 2014
A-CPC-Antonini	Michael Antonini, Commissioner	City Planning Commission	Transcript	November 20, 2014
A-CPC-Johnson	Christine Johnson, Commissioner	City Planning Commission	Transcript	November 20, 2014
A-CPC-Moore	Kathrin Moore, Commissioner	City Planning Commission	Transcript	November 20, 2014
A-CPC-Richards	Dennis Richards, Commissioner	City Planning Commission	Transcript	November 20, 2014
A-CPC-Wu	Cindy Wu, Commission Vice President	City Planning Commission	Transcript	November 20, 2014
A-SCH	Scott Morgan, Director	State of California, Governor's Office of Planning and Research, State Clearinghouse and Planning Unit	Letter	December 2, 2014
Organizations				
O-AND	Prescott Reavis, Community Planner and Project Manager	Asian Neighborhood Design	Letter	January 7, 2015
O-BHLG	Susan Brandt-Hawley	Brandt-Hawley Law Group	Letter	January 7, 2015
O-FADF1	Bernadette Borja Sy, Executive Director	Filipino-American Development Foundation/ Bayanihan Community Center	Email	January 7, 2015
O-FADF2	Bernadette Borja Sy, Executive Director	Filipino-American Development Foundation/ Bayanihan Community Center	Letter	January 7, 2015
O-GL1	Eric. S. Phillips	Goldfarb & Lipman LLP	Email	December 11, 2014
O-GL2	Eric. S. Phillips	Goldfarb & Lipman LLP	Letter	January 2, 2015
O-GL3	Eric. S. Phillips	Goldfarb & Lipman LLP	Email	January 6, 2015

Table RTC III-1: Commenters on the Draft EIR

Commenter Code	Name of Person and Title	Agency/Organization	Comment Format	Date
O-IFTA	Randy Rollison, Program Director	Intersection for the Arts	Transcript	November 20, 2014
O-PMWG	Carl Hall, Executive Officer	Pacific Media Workers Guild	Letter	January 6, 2015
O-SFH	Mike Buhler, Executive Director	San Francisco Heritage	Letter	January 7, 2015
O-SFRG1	David B. Jones	San Franciscans for Reasonable Growth	Letter	November 20, 2014
O-SFRG2	David B. Jones	San Franciscans for Reasonable Growth	Letter	November 20, 2014
O-SOMCAN1	Angelica Cabande, Organizational Director and Joseph Smooke, Board President	South of Market Community Action Network	Email	January 6, 2015
O-SOMCAN2	Angelica Cabande, Organizational Director and Joseph Smooke, Board President	South of Market Community Action Network	Letter	January 6, 2015
O-SOMCAN3	Joseph Smooke, Board President	South of Market Community Action Network	Transcript	November 20, 2014
O-SPUR	Jennifer Warburg, Special Projects Manager	San Francisco Planning and Urban Research Association (SPUR)	Transcript	November 20, 2014
O-TODCO-Koss	Sonja Koss, Community Advocate	Tenants and Owners Development Corporation (TODCO) Group	Transcript	November 20, 2014
O-TODCO-Light	Alice Light, Director of Community Planning	Tenants and Owners Development Corporation (TODCO) Group	Transcript	November 20, 2014
O-VEC-Durazo	Chris Durazo, Program Coordinator	Veterans Equity Center	Email	January 7, 2015
O-VEC-Antonio	Luisa Antonio, Executive Director	Veterans Equity Center	Letter	January 7, 2015
O-WBPMSC1	Vivian Zalvidea Araullo, Executive Director	West Bay Pilipino Multi Service Center	Email	December 16, 2014
O-WBPMSC2	Vivian Zalvidea Araullo, Executive Director	West Bay Pilipino Multi Service Center	Letter	December 16, 2014
O-YBNC1	Unspecified	The Yerba Buena Neighborhood Consortium	Letter	November 20, 2014
O-YBNC2	Unspecified	The Yerba Buena Neighborhood Consortium	Letter	November 20, 2014

Table RTC III-1: Commenters on the Draft EIR

Commenter Code	Name of Person and Title	Agency/Organization	Comment Format	Date
O-YBNC3	Unspecified	The Yerba Buena Neighborhood Consortium	Letter	November 21, 2014
O-YBNC4	Unspecified	The Yerba Buena Neighborhood Consortium	Letter	January 7, 2015
O-YBNC5	John Elberling	The Yerba Buena Neighborhood Consortium	Transcript	November 20, 2014
Individuals				
I-Abbott	William Abbott		Letter	January 7, 2015
I-Bates	Megan Bates		Email	January 7, 2015
I-Cohen	Peter Cohen		Transcript	November 20, 2014
I-Corvo	Sabrina Corvo		Email	December 20, 2014
I-GianolaA	Arianna Gianola		Email	December 20, 2014
I-GianolaM	Maurizio Gianola		Email	December 19, 2014
I-Goodman	Aaron Goodman		Email	January 8, 2015
I-Graham	Chip Graham		Email	December 18, 2014
I-Gruen	Nina Gruen		Email	December 8, 2014
I-Hestor1	Sue Hestor		Email	November 23, 2014
I-Hestor2	Sue Hestor		Transcript	November 20, 2014
I-Hong	Dennis Hong		Email	January 7, 2015
I-Kilmer	Jeff Kilmer		Email	December 20, 2014
I-Koc	Aydin Koc		Email	December 25, 2014
I-McVeigh1	Dan McVeigh		Transcript	November 20, 2014
I-McVeigh2	Sharon McVeigh-Pettigrew		Letter	January 7, 2015
I-McViegh3	Sharon McVeigh-Pettigrew		Transcript	November 20, 2014
I-Nagle	Mark Nagle		Transcript	November 20, 2014
I-Phillips	Heather Phillips		Transcript	November 20, 2014
I-Richards	Dennis Richards		Email	January 7, 2015
I-Rockman	Saul Rockman		Email	December 8, 2014
I-Swenson	Frank Swenson		Email	December 17, 2014
I-Weil	Jane Weil		Email	December 4, 2014
I-Welch	Calvin Welch		Transcript	November 20, 2014

IV. COMMENTS AND RESPONSES

This chapter of the Response to Comments (RTC) document summarizes the substantive environmental comments received on the Draft EIR and presents the responses to those comments. Because the comments relate to issues concerning the Draft EIR Project, inclusive of either the Office or Residential Schemes, the responses, where appropriate, focus on the commenter's substantive concerns relative to the Draft EIR Project. As described in Chapter II, the project sponsor proposes a number of revisions (i.e., the Revised Project) that taken together, would result in a reduction in the overall size of the Draft EIR Project. In some instances where project revisions have reduced the significance or intensity of environmental effects, responses provide information about the Revised Project as well. As discussed in Chapter II, under no circumstances would the project changes included in the Revised Project be anticipated to result in impacts of any greater severity than reported for the Draft EIR Project. This chapter begins with a description of the overall organization of the responses to comments, followed by the comments and responses.

A. ORGANIZATION OF RESPONSES TO COMMENTS

The comments in this chapter are organized by environmental topic area and are presented in the same order as in the Draft EIR. General comments not related to substantive environmental issues, including comments pertaining to the project's merits, are addressed in the concluding section of this chapter. Prefixes relating to the abbreviated environmental topic areas are used to group responses as shown below.

ES	Economic and Social Effects	AQ	Air Quality
PD	Project Description	WS	Wind and Shadow
PO	Planning Policy	PS	Public Services and Recreation
LU	Land Use	UT	Utilities and Service Systems
PH	Population and Housing	AL	Alternatives
CP	Cultural and Paleontological Resources	OC	Other CEQA Considerations
TR	Transportation and Circulation	GC	General Comments
NO	Noise		

Within each section of this chapter and under each topic area, similar comments are grouped together and numbered sequentially using the topic code prefix and sequential numbering for each subtopic. For example, comments on the Project Description [PD] are listed as [PD-1], [PD-2], [PD-3], and so on. Within each topic code and corresponding heading that introduces the subject are excerpted comments followed by the commenter's name, and the comment code that identifies the specific comment document (i.e., letter or transcript) and comment being addressed. A detailed explanation of the nomenclature used for comment coding can be found on page RTC-61 of this document. The comments are presented verbatim except for minor typographical corrections or, in some cases, comments have been formatted or edited for clarity. Photos, figures, and other attachments submitted by commenters and references in individual comments are included in the applicable Response to Comments attachment (Attachment A, Draft EIR Comment Letters or Emails or Attachment B, Draft EIR Public Hearing Transcript); they are not reproduced as part of the comments in Chapter IV, Comments and Responses.

Attachments A and B include comment matrices (**Tables A-1 and B-1**, respectively), that list all comments received and indicate multiple comment topics. Individual comments on separate topics from each commenter are bracketed and coded by topic; bracketed comments and corresponding comment codes are shown in the margins of the comments in Attachments A and B.

Following each comment or group of comments, a comprehensive response is provided to address issues raised in the comments and to clarify or augment information in the Draft EIR, as appropriate. In addition, in some cases, responses reference the Revised Project where the physical characteristics or impacts of the Revised Project may differ from those associated with the Draft EIR Project, such that those differences warrant discussion and/or clarification (see Chapter II, Revised Project of this RTC document for a complete description of the physical differences between the two and associated changes to environmental impacts). Response numbers correspond to the topic code; for example, the response to the first group of comments on the Project Description (PD-1) is provided under Response PD-1. The responses may provide clarification of the Draft EIR text and include revisions or

additions to the Draft EIR. Revisions to the Draft EIR are shown as indented text. New text is double-underlined; deleted material is shown with ~~striketrough~~ text.

Corrections and/or clarifications to the Draft EIR are captured in the individual responses as well as in Chapter V, Draft EIR Revisions.

B. ECONOMIC AND SOCIAL EFFECTS

Several of the comments received on the Draft EIR address economic and social effects related to displacement of existing uses, future mix of tenants, and social impacts that may relate to these issues. Significant effects on the environment are those that result in a substantial, or potentially substantial, adverse change in any of the physical conditions within the area affected by the proposed project including land, air, water, mineral, flora, fauna, ambient noise, and objects of historic or aesthetic significance. An economic or social change by itself is not considered a significant effect on the environment. A social or economic change related to a physical change may however be considered in determining whether the physical change is significant.¹ As such, the following response focuses on addressing the economic and social effects that do not relate to environmental effects as identified in the comments below. Where these comments address economic or social effects that could result in physical environmental impacts, these issues are addressed in the appropriate topical areas of this RTC Document. The comments and corresponding responses in this section cover economic and social effects as follows.

- ES-1: Displacement of Existing Uses, Future Tenant Mix, and Related Social Impacts

¹ *CEQA Guidelines* 2015. Section 15382.

COMMENT ES-1: DISPLACEMENT OF EXISTING USES, FUTURE TENANT MIX, AND RELATED SOCIAL IMPACTS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

A-CPC-Antonini	O-FADF2	O-VEC-Antonio	I-Cohen
A-CPC-Johnson	O-GL2	O-WBPMSC1	I-McVeigh2
A-CPC-Richards	O-SOMCAN2	O-YBNC2	I-Richards
A-CPC-Wu	O-TODCO-Koss	O-YBNC5	I-Welch
O-AND			

Social impacts are not analyzed in EIRs. Gentrification, all these other things, they'll be discussed. They'll be part of the whole approval process. They will be dealt with at the appropriate time, but they're not something that's dealt with in EIRs, and they shouldn't be, because that's not what we're dealing with. (*Commissioner Michael Antonini; Transcript; November 20, 2014 [A-CPC-Antonini]*)

So, first, I understand and empathize and in some ways agree with some of the comments about looking at income levels and who will be able to afford the apartments, but I also am totally in the place where I don't know that has a place in the EIR. And I don't know that this needs to be the place that we need to set that precedent, especially given that we have a development agreement for this project. (*Commissioner Christine D. Johnson; Transcript; November 20, 2014 [A-CPC-Johnson]*)

I guess the other one is I do support, and I don't know if it's legal or not, that I think we need get real, and we talked about affordable housing, and talk about creating units bringing people in the neighborhood of various income levels. How can we not talk about that without talking about people that are going to be displaced? It just doesn't make any sense.

So, we need to get real about that. We need to get real about small businesses being displaced, residents being displaced, non-profits being displaced. And this is going to be a great, fabulous project in an area that's traditionally low income. So, what's it going to do to all the people that are there? *(Commissioner Dennis Richards; Transcript; November 20, 2014 [A-CPC-Richards])*

On some of the questions that were raised about what is appropriate to be in an EIR, not in an EIR, I know the LA Regional Connector EIR talked about small business, so I would encourage or ask the project sponsor and staff to look at that. *(Commission President Cindy Wu; Transcript; November 20, 2014 [A-CPC-Wu])*

And with respect to how much housing costs or how much jobs are paying, those may not be environmental issues in and of themselves, but clearly the transportation impacts are. And so, again, I would ask that that be explored. *(Commission President Cindy Wu; Transcript; November 20, 2014 [A-CPC-Wu])*

A prime example of not diligently addressing the issue of affordable housing within this project, when it is centrally located near three modes of public transportation and service providers who support low and moderate income residents of San Francisco. We have outlined numerous issues with the EIR report below.

...

Since the Project is proposing to increase the zoning of this site and develop at a scale not previously considered by members of the community, we need to see a comparative analysis showing what other buildings in San Francisco have similar height and bulk as each of the towers being proposed, so we can understand in real terms what is being proposed by the Applicant. What other buildings existing in San Francisco are as tall as those being proposed? What other buildings existing in San

Francisco have similar size floor plates and total square footage? What other buildings in San Francisco have as many residential units and as much office space as are being proposed for this site?

...

We need an economic analysis that shows what the price of the housing will be and what the jobs in the office and retail spaces will be paying. If the people who will be working in these new office buildings will not be making enough money to be able to afford the rents or purchase prices of these new units, then this is inherently creating an environmental impact because employees will have to commute from somewhere, going against the fundamentals of SB375 & AB32.

...

As a recent study in 48 Hills shows, ~39% of all of these new condo units are "second homes" or "pied-a-terre" units, meaning they aren't even truly used as residences. We need to know whether there will be a requirement that all units be rented and sold to people who will actually live in them.

...

In addition, private residential apartments along the Minna Street alleyways house many of the low-income residents in the area. These residents will be directly impacted by this project, where is the EIR are the perceived impacts to these existing citizens of San Francisco? (*Prescott Reavis; Asian Neighborhood Design; Letter; January 7, 2015 [O-AND]*)

We need an economic analysis that shows what the price of the housing will be and what the jobs in the office and retail spaces will be paying. If the people who will be working in these new office buildings will not be making enough money to be able to afford the rents or purchase prices of these new units, then this is inherently creating an environmental impact because employees will have to commute from somewhere-- perhaps from quite far away.

...

As a recent study in 48 Hills shows, —39% of all of these new condo units are "second homes" or "pied-a-terre" units, meaning they aren't even truly used as residences. We need to know whether there will be a requirement that all units be rented and sold to people who will actually live in them. (*Bernadette Sy, Executive Director, Filipino-American Development Foundation; Letter; January 6, 2015 [O-FADF2]*)

In addition, as explained above, the Draft EIR does not adequately address the displacement of rent controlled and affordable housing, nonprofit office space, and PDR jobs that would likely occur as a result of the Project. Because these impacts are not addressed, the Draft EIR also fails to account for how the Project would contribute to cumulative impacts caused by other reasonable foreseeable projects in the vicinity of the Project Site.

...

The Draft EIR claims that the Project is consistent with the Housing Element of the City's General Plan because the Project would provide new housing in San Francisco, and the Housing Element calls for building as much housing -of any type -as possible. This analysis is incomplete. The Housing Element discusses more than housing production; it also address affordable housing production targets to meet the City's Regional Housing Need Allocation. Before concluding that the Project is consistent with the Housing Element of the General Plan, the Draft EIR should analyze the amount and level of affordable housing units that the Project would create and how this complies with the City's policies as expressed in the Housing Element.

Similarly, the Draft EIR does not discuss the impact of the Project's failure to comply with Proposition K's standard of reserving at least 33% of new housing units for affordable housing. If the Project does not contribute to its share of affordable housing, it will increase the development pressure on other sites that will need to develop to meet the City's goals. Given the scale of development that is proposed, the Project's failure to meet Proposition K's standard will make it significantly more difficult for the City to meet its 33% goal through other smaller developments. Yet nowhere does the Draft EIR address the impact of the Project's failure to comply with Proposition K or the growth-inducing impacts that may foreseeably result from such non-compliance. Not only does the Project fail to comply with Proposition K, but the Draft EIR does not demonstrate that the Project even includes sufficient affordable housing to offset the housing demand that the Project's development will create. (*Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2]*)

Contrary to the priorities of the Eastern Neighborhoods Rezoning, the Draft EIR does not adequately address the displacement of rent controlled and affordable housing, nonprofit office space, and PDR jobs that would likely occur as a result of the Project. Because these impacts are not addressed, the Draft EIR also fails to account for how the Project would contribute to cumulative impacts caused by other reasonable foreseeable projects in the vicinity of the Project Site.

The Project Would Have Impacts on Vulnerable People and Businesses. The Mint Mall is full of low income residents and small businesses. The Proposed Project will have a direct impact on the Mint Mall as one of the towers is proposed to be quite close and literally overshadow it. There are also apartments and other residences along Minna Street that will be directly impacted by the Proposed Project. If this site is spot zoned to permit the Project, it will create a precedent that is likely lead to increased development activity throughout the adjacent areas. These cumulative impacts will displace existing residences and businesses causing an environmental impact due to changes in residential and employment patterns that will likely involve longer commutes. These cumulative impacts on patterns of living and working due to displacement of vulnerable residents and businesses have not been studied by this Draft EIR.

...

The Draft EIR claims that the Project is consistent with the Housing Element of the City's General Plan because the Project would provide new housing in San Francisco, and the Housing Element calls for building as much housing – of any type – as possible. This analysis is incomplete. The Housing Element discusses more than housing production; it also address affordable housing production targets specific for various income levels to meet the City's Regional Housing Need Allocation. Before concluding that the Project is consistent with the Housing Element of the General Plan, the Draft EIR should analyze the amount and level of affordable housing units that the Project would create and how this complies with the City's policies as expressed in the Housing Element.

The Draft EIR does not discuss the impact of the Project's failure to comply with Proposition K's standard of reserving at least 33% of new housing units for affordable housing. If the Project does not

contribute to its share of affordable housing, it will increase the development pressure on other sites that will need to develop to meet the City's goals.

Given the scale of development that is proposed, the Project's failure to meet Proposition K's standard will make it significantly more difficult for the City to meet its 33% goal through other smaller developments. Yet nowhere does the Draft EIR address the impact of the Project's failure to comply with Proposition K or the growth-inducing impacts that may foreseeably result from such non-compliance. Not only does the Project fail to comply with Proposition K, but the Draft EIR does not demonstrate that the Project even includes sufficient affordable housing to offset the housing demand that the Project's development will create. This, therefore, needs to be considered as a cumulative impact that has not been addressed by the Draft EIR.

Failure to provide housing for people who need it – A recent study [<http://48hillsonline.org/2014/09/29/investigation-new-condos-arent-owned-san-francisco-residents/>] shows that nearly 40% of all new condo units are "second homes" or "pied-a-terre" units, which are not used as primary residences. San Francisco needs to be providing new housing at all income levels-at the high end to take pressure off the existing housing stock and stop displacement of existing residents; and especially at the lower end and for middle income people who cannot afford the new high end housing being produced by condo developers. We need assurance that these residential units will not be sold or rented as second homes or pied-a-terres, but instead are actual residences for people who will make these units their homes. Otherwise, there needs to be a complete study of the impact of building second homes for people who commute to and away from them, and the impacts on the environment from an increasing amount of people who work in San Francisco but cannot afford to live in the city and cannot find housing in the city.

The Draft EIR should be revised to address the impact of the Project's non-compliance with the City's affordable housing goals and policies, or, preferably, the Project should be modified to comply.

(Angelica Cabande, Organizational Director, and Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Letter; January 6, 2015 [O-SOMCAN2])

And the draft EIR is woefully inadequate and did not discuss the displacement of PDR uses that are now on the site. These businesses include the Impact Hub, Tech Shop and Intersection of the Arts.

And what are PDR jobs? Manufacturing, construction, printing and publishing, audio, film and video, media and the arts.

The Planning Department's central SoMa Draft policy document, Production, Distribution and Repair, November 2014, the summary to ensure space for PDR through such means as maintaining some PDR-protected zoning, limited conversions of PDR, incentivizing protection of existing PDR, and incentivizing and requiring development of new space for PDR.

The aforementioned uses on the site must be accommodated and/or relocated into the new project with useable space. *(Sonja Koss, TODCO Community Advocate; Transcript; November 20, 2014 [O-TODCO-Koss])*

Many of the South of Market residents raised a plethora of concerns related to potentially new small businesses. Some are concerned about the selection process of these new businesses, the type of businesses, and the targeted consumers. Residents are not interested in expensive boutique shops that they cannot afford. On a similar vein, they do not want new businesses that contradict the needs of the community or residents (e.g. expensive grocery stores, high-end cafes, etc.) The proposed retail space must reflect the needs of the existing residents (affordable and healthy food, produce stores, etc.), with special preference to local small businesses. Also, many residents have expressed interest

in programs that promote affordable produce food at least once a week (e.g. farmers market). (*Luisa M. Antonio, Executive Director, Veterans Equity Center; Letter; January 7, 2015 [O-VEC-Antonio]*)

There is little dispute, if any, that the more than 70 percent of San Francisco families, as of 2010, who live from paycheck to paycheck, will not be beneficiaries of the 5M project as presently designed. For example, a disproportionately large percentage of the residential units will be purchased or rented by those who thrive on high tech stock options and/or those who are predominantly among the so-called “one percenters” who have frequently been criticized by the Federal Reserve and its chair Janet Yellen.

...

Further, the office space will be leased to companies that hire a disproportionately small percentage of African Americans, Latinos and Filipino Americans. Many of these companies recently admitted that their workforces consist of only two percent African American, three percent Hispanic, and in addition, have refused to disclose how few Filipino Americans they employ. In addition, there are few, if any African Americans, Hispanics or Filipino Americans at senior positions. As Rev. Jesse Jackson has recently stated, few if any African Americans, Hispanics, or Filipino Americans are on their board of directors. (According to the National Asian American Coalition, none have Filipino Americans on their board of directors.)

On December 10, 2014, Rev. Jackson specifically discussed the absence of minorities and stated that more than words were necessary to change the lack of diversity at the very companies that will benefit from 5M’s office spaces and residential units.

Our organization will begin to work with the Rainbow Push coalition on its annual scorecard for diversity and inclusion in the tech industry. This includes Rev. Jackson’s statement, acknowledged by many at his high tech conference on December 10th, that far more funding and accountability must occur. This accountability should begin where it makes a difference, such as at the 5M project and other projects throughout the city.

...

The key provision we propose is that the overall proposed project have a maximum average height limit of 400 feet and a maximum height limit in any area of the project of 600 feet.

Our preliminary analysis demonstrates that our proposed height limit averaging 400 feet would provide a minimum of 2,500 additional residential units, half of which could or should be reserved for affordable housing for the traditional residents of South of Market.

That is, we propose that approximately one-third of all residents in this project be from traditional South of Market residents and affordable to them (estimated 2,500 new residential units plus 1,200 presently proposed residential units equals 3,700 units with approximately one-third available for traditional SoMa residents).

It should be noted that our proposed public interest height limits are fully in accord with height limits being proposed in other major cities across the world that promote income and wealth equality and balance the profit interest of the developers with the need of the community for workers residing in proximity to their workplaces and key transit hubs such as this Fifth and Mission Street project.

Our proposal is, in many ways, consistent with the Yerba Buena Neighborhood Consortium's concerns regarding gentrification impacts and the failure of the DEIR to assess the proposed project's compliance with Proposition K's housing policies recently approved by voters.

We will immediately begin to work with the Yerba Buena Neighborhood Consortium, in preparation for what we hope is the expected 90-day extension, to develop a meaningful plan that will affect the future of this city and the various housing and commercial projects that have been proposed and are likely to be proposed in the near future. (*Vivian Zalvidea Araullo, Executive Director, West Bay Pilipino Multi Service Center; Letter; December 16, 2014 [O-WBPMSC1]*)

This massive project's undeniable "gentrification" impacts on the immediately adjacent low-income Sixth Street residential community and its inexpensive commercial spaces is totally ignored in the Growth Inducement discussion. The social and environmental consequences of the resulting displacement of low income residents and small businesses must be fully evaluated. (*Unspecified Author, The Yerba Buena Neighborhood Consortium; Letter; November 20, 2014 [O-YBNC2]*)

What is also missing from the growth inducement section is any discussion of gentrification. You don't -- you will not find anything in that section talking about the consequences of the increased -- obviously spinoff impacts on the adjacent blocks of the increased value of commercial space and housing, existing housing.

These are relatively low costs today. This project would undeniably have a major impact on gentrifying this district. It has to be disclosed. The displacement consequences are environmental. They need to be discussed and mitigations need to be proposed to deal with that. (*John Elberling, Yerba Buena Neighborhood Consortium [YBNC]; Transcript; November 20, 2014 [O-YBNC5]*)

I think I'm going to be reinforcing a couple of things that you've already perhaps heard about calculating the real affordable housing needs and the impact of this project on housing in general.

To, I believe the last speaker's comment, you really need to look at what the demand is that's going to be generated by this project at a much more fine grain scale. There's both commercial, and there's residential. And understanding what that workforce profile is, and the income levels based on what they get paid, whether they're janitorial or app designers, and what kind of housing needs there are, and to what extent this project is directly mitigating that housing need. Not just paying money, but actually creating units ideally, and/or offsite or money or some combination.

So, I think it would be valuable for this EIR to look much more carefully at what really is the need generated by this project at income levels, and whether this project is fully mitigating, half mitigating, 33 percent mitigating, whatever it is, and that is something the EIR can do.

Secondly, there's been a lot of discussion about the indirect economic impacts or indirect economic impacts leading to displacement of other stuff in the community -- South of Market, in the Mission, central City, the Castro, et cetera. And that is something that an EIR can and should in this case look at. We are not only losing residents, but we're losing small businesses, we're losing nonprofit service providers, we're losing light industry.

And this isn't just because a building comes in and displaces something that's there -- these are parking lots, as we heard earlier -- but because rents go up as a result of the increased economic -- the capital invested.

To what extent can we expect that to happen and how is this project trying to actually mitigate that effort?

We heard a lot about the outreach, that's good, but these are guesses in many respects. And I think the EIR provides an opportunity to analyze what kind of impact it may have and to what extent either the City or the developer in combination with the City can help to stabilize those things in the neighborhood that ultimately should be benefitting from big capital investment, but may inadvertently be pushed out as a result.

Those are two areas of the EIR that I suggest you have your consultants explore. And it would be a good precedent for a project of this scale to do this in the future as well. (*Peter Cohen; Transcript; November 20, 2014 [I-Cohen]*)

The cumulative impact is so profound that we run the real risk of losing the current tenants forcing us to greatly reduce rents to attract new tenants. Since we are a rent controlled building any negative changes persist into the future.

...

Given all the foregoing we find it absolutely incredulous that the DEIR states: "Impact PH- 2b. The residential scheme will not displace substantial number of housing units or..." While in the narrowest of sense that may be true, yet given our buildings proximity and 5M's massive scale it is patently false. Impact C-PH-1: "The Office Scheme or Residential Scheme, in combination with past, present, and reasonably foreseeable future projects, will not displace substantial numbers of existing units", similarly is false. Losing 4 to 8 out of 8 two bedroom apartments is substantial. Loss of our building's total economic viability is substantial. (*Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2]*)

I wanted to further expand on some of my comments on the Draft Environmental Impact Report for the 5M Project at 925-967 Mission Street.

The Federal Reserve Bank of San Francisco released an economic profile of San Francisco earlier this year (attached) that highlights the pockets of poverty contained within the city. Interestingly, the South of Market Area (where the 5M project proposes to be built) has the 3rd highest rate of poverty with 22.7 percent of all of its residents living in poverty. SOMA's annual median income level is \$44, 145 with 80% being of SOMA's households renting. This is versus San Francisco's median income of \$73,802 and renter households of 63%.

The Federal Reserve Bank of San Francisco also published data on the net migration out of San Francisco of individuals earning \$35,000 or less (<http://www.frbsf.org/communitydevelopment/blog/san-francisco-low-income-residents-moving-out-gentrification/>)

Certainly the large scope of the 5M Project will have both positive and negative economic and sociological impacts (especially around housing demand mitigation) on the city and in the South of

Market area. These are very legitimate impacts and need to be understood more clearly so that the best project is achieved for all residents of San Francisco and of SOMA in particular.

I feel that under *CEQA Guidelines* California Code of Regulations, Title 14, Division 6, Chapter 3, Article 9. Contents of Environmental Impact Reports. (Sections 15120-15132) that social and economic effects of the 5M project should be included in its EIR.

There is precedent for such an analysis that the Planning Department has already undertaken when it analyzed the social and economic effects of the Eastern Neighborhoods Plan. I am attaching a copy of that document for your reference.

This project currently will have probably the largest impact in the SOMA area since the construction of Moscone Center in the late 1970's and by thoroughly understanding what effects it could have will inform us of the kinds of community benefits and other measures needed to make it the best possible project. (*Dennis Richards; Email; January 7, 2015 [I-Richards]*)

First is there is not any real discussion in the public policy section of the passage of Proposition K and how it applies or if it applies. That should be included.

...

Finally, the easy and quick assumption of Commissioner Antonini that this is good mixed-use development because the workers are going to be living next to where they work, is without substance in this EIR.

It is a practice of this department never to look at how much workers make and how much they have to pay for housing. It is an absurdity to assume, minus data, on the price -- projected price of the market rate units, and the projected income of the workers to make the easy assumption that Commissioner Antonori (sic) makes.

That if you want to make that assumption, you're going to have to have the data that is not in this EIR that shows there's a reasonable nexus between what people earn working in that office building, and what they will pay in the housing immediately adjacent to it.

You don't have that data, you need it before you make easy assumptions, Commissioner. (*Calvin Welch; Transcript; November 20, 2014 [I-Welch]*)

RESPONSE ES-1

The comments identify concerns that the project could cause social and economic impacts including gentrification and displacement of small businesses and non-profit organizations currently in the neighborhood. The comments also express concern that low-income residents would be displaced and express opinions regarding the amount of affordable housing that the project should provide. Other commenters are concerned that the new businesses would not promote income and wealth equality, would not hire minorities, and would not meet the needs of the existing neighborhood. Commenters are further concerned about the proposed rezoning and the height and bulk of the project.

Overlapping concerns that may relate to jobs-housing balance, provision of affordable housing, or growth-inducing impacts of the project are addressed in **Response PH-1**, **Response PH-2** and **Response OC-1** on pages RTC-144, RTC-149, and RTC-286, respectively, of this RTC document. As explained in **Response PH-2**, while 2014 Proposition K is intended to address the City's housing needs by increasing housing production at all income levels on a City-wide basis, it does not set a requirement of reserving at least 33 percent of each new residential development for affordable housing. Rather, it attempts to help the City meet its affordable housing needs by requiring that at least 33 percent of the 30,000 homes that the City will help construct or rehabilitate be affordable to low- and moderate-income households. The City's targets for developers to provide affordable housing are set forth in Planning Code Section 415, the Inclusionary Housing Program, which

requires the provision of affordable units and/or the payment of in-lieu fees for the development of affordable housing. As noted in the Chapter II, Project Description, of the Draft EIR, the Draft EIR Project (and Revised Project) would be subject to compliance with the Inclusionary Housing requirements of Planning Code Section 415. As part of the negotiations with the City regarding the proposed Development Agreement, and in response to community input, the sponsor has indicated that it will make affordable housing contributions in excess of the Planning Code requirement.

The comments above cite the potential for and request additional information concerning the social and economic merits of the project, and do not address the adequacy of the Draft EIR or provide evidence that the Draft EIR Project or Revised Project would result in direct or indirect physical environmental effects related to precluding the preservation of the City's diverse economic base, or would displace or directly impact low-income residents. The City's decision-makers will consider the merits of the project in choosing whether to approve, approve with modifications, or deny the project.

CEQA requires review of the effects of a project that are related to a physical change to the environment. Social or economic impacts alone are not changes in physical conditions. Therefore, the *CEQA Guidelines* provide that social or economic impacts may not be treated as significant effects on the environment.² Evidence of social or economic impacts that do not contribute to, or are not caused by, physical impacts on the environment is not substantial evidence of a significant effect on the environment. However, a social or economic change related to a physical change may be considered in determining whether the physical change is significant. Additionally, a CEQA review document must consider the reasonably foreseeable indirect environmental consequences or physical changes resulting from a project's economic or social changes.³ In short, social and economic impacts are only relevant under CEQA insofar as these impacts establish a linkage between the proposed project and

² California Code of Regulations, Title 14, Sections 15358(b), 15064(e), 15382.

³ California Code of Regulations, Title 14, Sections 15064(d),(e)

an adverse physical environmental effect. Examples of social and economic issues that typically are not evaluated under CEQA include potential effects on property values, community mental health, local unemployment, specific businesses, and temporary building vacancy as the result of construction.

With respect to comments regarding displacement of housing, the project would not result in any direct impact, because (as discussed on page 65 of the Initial Study and Draft EIR page 173) there are no existing residential units on the project site. Therefore, building the project would not require moving housing or residents off of the project site. Displacement of housing or people would not be relevant to CEQA analysis unless it would result in some reasonably foreseeable direct or indirect physical environmental changes. To that end, as explained on Draft EIR pages 164 through 165, and consistent with *CEQA Guidelines* Appendix G, the Draft EIR's analysis of the Draft EIR Project's population and housing impacts utilized the following significance criteria related to displacement of housing units or people:

Implementation of the proposed project would have a significant effect on population and housing if the project would:

...

- Displace substantial numbers of existing housing units or create demand for additional housing, *necessitating the construction of replacement housing*; or
- Displace substantial numbers of people, *necessitating the construction of replacement housing elsewhere*

The analysis of population and housing impacts of the Revised Project in Chapter II, Revised Project, of this RTC document applies the same significance criteria to the Revised Project.

Therefore, displacement of housing is only relevant for CEQA purposes if a project would result in the displacement of housing units located on the project site, or would indirectly result in the displacement of other housing units in the vicinity, and that displacement would result in reasonably foreseeable direct physical environmental changes, i.e., from the demolition of existing housing on the

project site and/or indirect physical environmental changes related to the construction of replacement housing elsewhere. The 5M Project would not result in any direct physical environmental changes related to displacement, either from demolition of housing units or from the construction of replacement housing elsewhere, because there are no existing residential units on the project site. Existing non-residential tenants, including production, distribution and repair ("PDR") uses and small businesses, are proposed to be accommodated on site as part of the project. Therefore, the proposed project would not result in substantial displacement of housing, PDR uses, or small businesses.

The surrounding area includes a diverse mix of land uses, as described on Draft EIR pages 130 through 131. Land uses that surround the project include hotel, retail, office, residential, convention, parking, and public facilities that typify downtown San Francisco. The proposed uses would complement and build on this mix of uses, and no evidence has been presented to indicate that the project would directly or indirectly result in displacement of existing residential units in the vicinity or that any such displacement would result in reasonably foreseeable direct or indirect physical environmental effects such as demolition of existing residential buildings in the vicinity or construction of replacement residential units elsewhere.

Any discussion of concerns related to displacement of housing, "gentrification", or affordable housing in this response or elsewhere in the Draft EIR or this RTC document is solely for informational purposes, as the project would not result in any direct or indirect physical environmental effects related to these concerns. To the extent that the Draft EIR Project or the Revised Project may engender physical changes to any of the environmental topics that constitute the categories of review under CEQA, those have been identified and analyzed in the Draft EIR and Chapter II, Revised Project, of this RTC document, respectively. For instance, Section IV.A., Land Use, of the Draft EIR discusses environmental issues associated with the rezoning of a portion of the project site from RSD to C-3-S to be consistent with the underlying zoning for the rest of the site. As stated on pages 139 through 144 of the Draft EIR, the Draft EIR Project would not physically divide an existing community. Additionally, the Draft EIR found that the Draft EIR Project in the existing setting and the Draft EIR Project plus cumulative conditions would not conflict with applicable land use plans, policies, or

regulations adopted for the purpose of avoiding or mitigating an environmental effect, nor would it have a substantial impact upon the existing physical character of the site's vicinity. The Draft EIR addresses the potential for the Draft EIR Project to result in direct or indirect physical environmental impacts to neighborhood residents, including in Section IV.D, Transportation and Circulation, which provides a detailed analysis of the potential impacts associated with the Draft EIR Project's proposed alterations to the vehicular and pedestrian circulation pattern and the additional traffic resulting from the Draft EIR Project, and associated level of service impacts. Mitigation measures are recommended in the Draft EIR to reduce these impacts to a less-than-significant level, to the extent feasible. Chapter II of this RTC document describes the impacts of the Revised Project, which would be similar to and in some cases less than those of the Draft EIR Project. As discussed in Section IV.G, Wind and Shadow, of the Draft EIR and Chapter II of this RTC document, no significant wind- or shadow-related impacts associated with the increased building heights would occur with development of the Draft EIR Project or the Revised Project.

The commenters' concerns about affordable housing are noted. The City has a variety of programs and policies that promote affordable housing, support non-profit housing organizations, limit rent increases, and subsidize homeownership and below market units. The concerns expressed regarding affordable housing do not raise any environmental concerns related to direct or indirect physical environmental effects of the project.

The commenters' concerns about gentrification are noted. The term "gentrification" describes a socio-economic phenomenon, which is typically understood to mean the displacement of low-income residents or small businesses as a result of middle- or upper-income individuals moving into the area and increasing property values, thereby indirectly increasing the cost of living in the area. There are protections in place for many of the existing uses and residents in the vicinity of the project site, including the City's anti-conversion laws protecting SRO units in residential hotels, and the San Francisco Rent Control Ordinance's and "Just Cause" eviction ordinance's protections for renters against unreasonable rent increases and evictions. A large supply of housing near the project site, and particularly along Sixth Street between Mission and Market Streets, is either owned or leased by

nonprofit organizations as permanently affordable housing. Similarly, no substantial evidence is provided indicating that small businesses in the vicinity would be affected by any of the project's direct or indirect physical changes, or in a manner that would result in direct or indirect physical changes to the environment.

Suggestions that the project would establish precedent that would result in other changes to existing land use regulations to allow additional building height, density, and changes in uses are speculative in nature, as no particular changes other than those being contemplated as part of the Central SOMA planning efforts are reasonably foreseeable and sufficient detail is not known about any such changes to allow meaningful review of their environmental impacts. Any such future land use changes are not the inevitable result of the proposed project and would be subject to their own discretionary review, which would include environmental analysis under CEQA of the project-specific and cumulative impacts of such land use changes, prior to any action to approve such changes.

One commenter requested that Environmental Planning staff consider the approach of the Los Angeles County Metropolitan Transportation Authority's Regional Connector Transit Corridor Project Environmental Impact Statement/Environmental Impact Report, State Clearinghouse No. 2009031043 (the "Regional Connector EIS/EIR") to small business displacement. The Regional Connector EIS/EIR's discussion of impacts on small businesses focused on direct impacts of that particular project on specific businesses, rather than generalized concerns about negative indirect impacts to such businesses due to gentrification. For these reasons, the Regional Connector EIS/EIR does not provide a basis for addressing social and economic effects in the Draft EIR.

With respect to hiring of minority residents, see **Response GC-7** on page RTC-340, regarding the project's proposed public benefits pursuant to the Development Agreement, including the proposed First Source Hiring and Local Business Enterprise programs.

Please also refer to **Response LU-2** on pages RTC-139, which further addresses land use-related conflicts that could occur with the proposed height and bulk of the project.

C. PROJECT DESCRIPTION

The comments and corresponding responses in this section cover topics in Chapter II, Project Description of the Draft EIR. These include topics related to:

- PD-1: Project Development Schemes
- PD-2: Proposed Open Space
- PD-3: Project Massing and Design
- PD-4: Proposed Project Variances and Building Setback
- PD-5: Design for Development and Special Use District Controls

COMMENT PD-1: PROJECT DEVELOPMENT SCHEMES

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

O-AND
O-GL2
O-SOMCAN2

The Project is Confusing. The DEIR describes 2 different Project Proposals-- an "Office Scheme" and a "Residential Scheme" and the DEIR switches back and forth throughout the document leading to confusion about what project is actually being proposed and analyzed. What is the baseline project for this EIR? (*Prescott Reavis; Asian Neighborhood Design; Letter; January 7, 2015 [O-AND]*)

The Draft EIR uses a misleading project description and confusing undefined terms. An EIR must be "organized and written in a manner that will be meaningful and useful to the decision makers and the public." (CEQA § 21003.) To fulfil its role as a document that is meaningful and useful to decision makers and the public, an EIR must include a clean project description. "An accurate, stable, and finite project description is the sine qua non of an informative and legally sufficient EIR." (County of Inyo v. City of Los Angeles (1977) 71 Cal. App. 3d 185, 193.) Without a clear project description,

members of the public and reviewing agencies cannot make definite or consistent comments, thus defeating the purpose of an EIR "as a vehicle for intelligent public discourse." (Id. at 197.)

Unfortunately, the Project's Draft EIR relies on descriptions of multiple possible projects rather than a finite description of a single project. The Draft EIR's Project Description introduces two development schemes that may constitute the Project. The Project Description discusses both an "Office Scheme" (which includes 871,900 gross square feet of office space and 914 dwelling units) and a "Residential Scheme" (which includes 598,500 gross square feet of office space and 1,209 dwelling units). As an initial matter, the names for the different schemes are misleading, because the Office Scheme includes a significant level of residential development, and the Residential Scheme includes a significant level of office development. In addition to the fact the schemes' names obscure the type of the development that they include, the Draft EIR compounds the problem by switching between the two schemes in its analysis. In some instances, only the Office Scheme is analyzed, while in other places, only the Residential Scheme is analyzed. This makes it difficult for decision makers or the public to consistently understand which development scheme is being analyzed. Worse, it is impossible to know what the ultimate impacts of the Project will be, because there is no definite Project. (*Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2]*)

Further confusing SoMa community members is the fact that the Applicant has presented two different development schemes that may constitute the Project. The Project Description discusses both an "Office Scheme" and a "Residential Scheme." When we look at the details for both, it's even more confusing, because the Office Scheme includes a significant level of residential development, and the Residential Scheme includes a significant level of office development. The Draft EIR compounds the problem by switching between the two schemes in its analysis. (*Angelica Cabande, Organizational Director, and Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Letter; January 6, 2015 [O-SOMCAN2]*)

RESPONSE PD-1

These comments generally express concerns related to the description of the two Draft EIR Project development schemes described in Chapter II, Project Description and the Draft EIR's evaluation and analysis of the two schemes. As discussed on page 11 of the Draft EIR, the two Draft EIR Project Schemes are substantially the same in terms of overall gross square footage but have a varying mix of residential and office uses. The Draft EIR does not obscure the project description schemes. The development scheme that contains the greater level of office uses considered as part of the Draft EIR Project is called the "Office Scheme" and the scheme that contains the greater level of residential uses considered as part of the Draft EIR Project is called the "Residential Scheme." **Tables II-3 and II-4** on pages 38 and 39 of the Draft EIR provide a clear description of the proposed uses and corresponding square footage for each development option. The key differences between the two schemes are also further described on pages 41 through 44 of the Draft EIR. Furthermore, as discussed on page 123 of the Draft EIR, in general, the evaluation of the environmental impacts in Chapter IV of the Draft EIR "focuses on the Office Scheme, which represents the largest development envelope of the two schemes. However, elements of the Residential Scheme that differ from the Office Scheme are identified and described.

The impacts of the Office and Residential Schemes are evaluated separately in order to address potentially different effects associated with the proposed land uses and building program for each scheme. Where impacts of the two design schemes may differ, and result in the potential for adverse physical impacts, mitigation measures are specified for each scheme, as applicable." In general, the Office Scheme represents the more intensive of the Draft EIR Project options and is the focus of much of the analysis to provide a conservative assessment of the Draft EIR Project's impacts. The project description adequately identifies and describes the two development options that are evaluated in the Draft EIR and the analysis clearly differentiates between the two. In subsequent environmental topical evaluations the Draft EIR focuses on the most intensive scheme in order to provide an assessment of the greatest level of impact associated with the Draft EIR Project, or unless otherwise noted, where either scheme would have similar or lesser impacts. The analysis in the Draft EIR was

intended to present the development program associated with both design options and to identify the associated environmental impacts and required mitigation measures side-by-side and in sufficient detail so that decision-makers would have the option of approving either of the development schemes as part of the overall project approval.

As described in Chapter II, Revised Project of this RTC document (page RTC-9) the project sponsor proposes revisions to the project that would result in a design scheme substantially similar to the Preservation Alternative that was identified and evaluated in the Draft EIR. The Revised Project is similar to the Draft EIR Project's Office Scheme in terms of the proposed mix of office and residential uses, although the scope of the overall intensity of project construction and operation would be somewhat less (due to the retention of the Camelline Building, elimination of the proposed N-2 Building and H-1/N-2 Connector, and a reduction in the overall active ground floor square footage). Refer to Chapter II for a comparison of the environmental impacts that would result from the Revised Project and the Draft EIR Project's Office Scheme. The environmental effects that would occur with development of the Revised Project are similar to and in some cases less than those identified for the Office Scheme for most environmental topical areas and these effects are adequately addressed in the Draft EIR. The Revised Project is the proposed project that would be considered by City decision-makers for approval.

COMMENT PD-2: PROPOSED OPEN SPACE

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

A-CPC-Richards
O-AND
O-FADF2

O-GL2
O-SOMCAN2
O-VEC-Antonio

On the open space, I do have a concern about the fifth floor being considered an open space. I asked the project sponsor yesterday to tell me about a place in the United States that's actually going to

work? She couldn't come up with one. Just tell me one where it globally works. I couldn't see myself using that as an open space. It just doesn't make any sense. (*Commissioner Dennis Richards; Transcript; November 20, 2014 [A-CPC-Richards]*)

With so many new residential units, there needs to be more open space, especially more active open space than has been proposed. There are only two active recreation locations in SOMA, Gene Friend Recreation Center and Victoria Manalo Draves Park. The open space proposed for the top of the Chronicle building is poor planned as its intended use to be for passive space. It will not be visible to the public, and it depends on elevator access from an alleyway. How will the public undoubtedly know this park is accessible and there for their usage? What signage directional methodologies will be used to denote this park as public? (*Prescott Reavis; Asian Neighborhood Design; Letter; January 7, 2015 [O-AND]*)

With so many new residential units, there needs to be more open space, especially more active open space than has been proposed. The open space proposed for the top of the Chronicle building is unacceptable. It will not be visible to the public, and it depends on elevator access-- both of which are unacceptable. (*Bernadette Sy, Executive Director, Filipino-American Development Foundation; Letter; January 6, 2015 [O-FADF2]*)

The Draft EIR also touts the 34,450 gross square feet of privately-owned publicly-accessible open space that the Project proposes to provide on the roof of the existing Chronicle Building. While providing publically-accessible open space is a commendable goal, the Draft EIR does not include any mandatory measures for the Applicant or future property managers to maintain access to this open space. For a rooftop open space to be accessible to the public, it must have elevator access from the street; however, the Draft EIR does not require ongoing maintenance and service of such a feature. Without a mandatory mitigation measure providing for ongoing public access to this open

space, the Project should not be able to claim credit for the 34,450 gross square feet as "public" open space. The Draft EIR should be revised to require ongoing public access for the rooftop open space, or, preferably, provide additional ground floor public open space. (*Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2]*)

The Draft EIR presents 34,450 sq ft of privately-owned publicly-accessible open space on the roof of the existing Chronicle Building. This is not visibly accessible open space, and it relies on elevator access even though it's not clear who will maintain the elevator. Without a mandatory mitigation measure providing for ongoing public access to this open space, the Project should not be able to claim credit for the 34,450 gross square feet as "public" open space. The Draft EIR should be revised to require ongoing public access for the rooftop open space, or, preferably, provide additional ground floor public open space. (*Angelica Cabande, Organizational Director, and Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Letter; January 6, 2015 [O-SOMCAN2]*)

The proposed project will include two open spaces accessible for the public: Mary Court and the Chronicle Rooftop. While said open spaces are generally a favorable addition to the neighborhood, many residents seek 1) the maximum number of public restroom in such spaces and access to the same; 2) a prohibition on drinking alcoholic beverages or smoking in these areas; 3) the maximum number benches and chairs as well as drinking fountains; 4) sufficient greenery including plants or trees for shade and fresh air; 5) ongoing programming/entertainment for community use; 6) significant assurances related to the accessibility of these privately owned-public spaces; and 7) ongoing implementation of such items, wholly at the cost of the developer. Moreover, the continued public nature of these spaces and community use must be ensured for the life of the proposed project. (*Luisa M. Antonio, Executive Director, Veterans Equity Center; Letter; January 7, 2015 [O-VEC-Antonio]*)

RESPONSE PD-2

These comments express concerns related to the type and location of publicly-accessible open space areas included in the Draft EIR Project. Specifically, commenters state that the proposed open space area at the top of the Chronicle Building may not be functional or easily-accessed. These opinions are noted but do not address the potential for the open spaces' location to cause adverse physical impacts. The Planning Code permits the provision of required open space on a rooftop or above-ground terrace. Rooftop open space is a more common amenity for use in densely urbanized areas where the provision of street-level open space may be limited. The D4D contains standards and guidelines specific to the Chronicle rooftop open space that are intended to provide an active, desirable space for use by the public, for example, by requiring that the rooftop provide opportunities for passive and active uses, and recommending that the rooftop include sheltered "greenhouses" and open air areas to provide a variety of experiences for users. Also, the location of access points to the open space area would comply with signage requirements in the Planning Code and the D4D to make them conspicuous and available to the public. The D4D contains standards and guidelines for other aspects of the public realm, primarily sidewalks and interior streets, that are intended to be consistent with, but extend beyond, the traditional privately owned, publicly accessible open space (POPOS) to provide a pedestrian friendly public realm that draws the public into all POPOS on the site.

As discussed on page 102 of the Draft EIR, the Draft EIR Project would exceed Planning Code requirements for the provision of open space. The Revised Project would provide more open space than the Draft EIR Project. The Planning Code requirement for the open space provision for the Revised Project is approximately 33,600 gsf, and as described in Chapter II of this RTC Document, approximately 59,450 gsf would be provided. The Revised Project would meet the required square footage of POPOS for the Revised Project without the rooftop space. Accordingly, the rooftop is a public benefit of the project. Also refer to **Response PO-4** on page RTC-132, regarding the project's compliance with open space requirements and **Response PS-1** and **Response PS-2** on pages RTC-255 and RTC-257, respectively, regarding project-related impacts to open space.

Comments that request certain parameters and amenities for the public open space areas (e.g., maximum number of restrooms, prohibition on smoking etc.) are noted. These open spaces are being provided in accordance with the requirements of Planning Code Sections 135 and 138 and all open space would be maintained pursuant to code requirements.

COMMENT PD-3: PROJECT MASSING AND DESIGN

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

A-HPC
A-CPC-Moore
A-CPC-Wu
O-AND

O-SOMCAN2
O-YBNC2
O-YBNC5
I-Abbott

I-Hestor1
I-Hong
I-McVeigh2

The project description contained only 10-15 figures illustrating the project. (*Karl Hasz, President, Historic Preservation Commission, Letter, November 18, 2014 [A-HPC]*)

Today in the discussion of the project, the document itself is pretty much void of any kind of more explicit delineation of what's proposed here. (*Commissioner Kathrin Moore; Transcript; November 20, 2014 [A-CPC-Moore]*)

I still would like to see an abbreviated little addendum and formal drawings and diagrams to be submitted so that while we read, we can refer to the visualization of those points. (*Commissioner Moore) (Commission President Cindy Wu; Transcript; November 20, 2014 [A-CPC-Wu]*)

It's impossible for us to get a sense of how large the Proposed Project actually is. All the drawings presented in the Draft EIR are from above looking down. We need to see renderings that show the Proposed Project from street level, in context, so we can see what it will be like to walk down all the streets near and around the Project and so we can see how adjacent buildings will be impacted by the scale of the Project. We need to see a 3-dimensional massing simulation of the project from all angles and in the context of the new Transbay Transit District, and other large towers in the area (Mexican Museum Tower, Four Seasons Tower, new development proposed at Market and Van Ness, etc.).
(Prescott Reavis; Asian Neighborhood Design; Letter; January 7, 2015 [O-AND])

The Draft EIR is Misleading and Confusing. It is impossible for us to get a sense of how large the proposed Project actually is. All the drawings presented in the Draft EIR are from the vantage point of above, with the perspective looking down. We need to see renderings that show the proposed Project from street level, in context with the existing community, so we can see what it will be like to walk down all the streets and alleys in the vicinity of the Project and so we can see how adjacent buildings will be impacted by the scale of the Project. We need to see a three-dimensional massing simulation of the project from all angles and in the context of the new Transbay Transit District, and other large towers in the area (Mexican Museum Tower, Four Seasons Tower, St Regis Tower, new development proposed at Market and Van Ness, etc.). We don't just want to see the bottom couple of stories of the proposed towers. We want to see what the buildings look like close up and from far away-so we can see the street view and the complete heights of the proposed buildings in their context from the vantage point of a pedestrian.

As discussed more in detail below, we reject the proposed scale of development, and we feel that it is disingenuous for the Applicant to have presented their Project without adequate visual modeling that represents the full scale of the Applicant's request. This obfuscates their intentions and does not allow the public to understand the scale and scope of impacts the proposed Project will have on the South of Market Community, especially on adjacent and nearby buildings that are much smaller than the Project and occupied by residents and businesses. *(Angelica Cabande, Organizational Director, and*

Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Letter; January 6, 2015 [O-SOMCAN2])

The Project Description's graphic depictions of this massive project are utterly inadequate, and many of those that exist were withheld from the DEIR by the Project sponsor. Complete Project perspectives and key distinctions among the alternatives must be presented in full detail. (*Unspecified Author, The Yerba Buena Neighborhood Consortium; Letter; November 20, 2014 [O-YBNC2])*

To begin with, almost all of the project design graphics you saw presented today are not in the document. They're -- they just are not there. The perspectives for how this massive development will appear from the various surrounding neighborhood locations are not in the document.

Now, how can anybody comment on it by December 1st, when in fact, these very important design presentation is not generally available to the public?

They have to send it out. They have to send it out to the same list they sent out the EIR to, and let -- give people time enough to react.

The perspective from 6th Street, which is -- shows the massive building looming over the alley, no one's ever seen before today, to my knowledge. No one. It's brand new. (*John Elberling, Yerba Buena Neighborhood Consortium [YBNC]; Transcript; November 20, 2014 [O-YBNC5])*

While aesthetic impacts may not apply to this project as a result of Public Resources Code section 21099, this exemption does not provide any relief from CEQA's long standing requirement that the project be adequately described to the public and the decision makers so that they know what is potentially being approved.

...

The most significant design conflict stems from the walling off of the north side of the McVeigh building. An EIR that makes a good faith effort at disclosure would include a photograph which shows the north facing residential units. This DEIR does not. (*William Abbott, Abbott & Kindermann, LLP; Letter; January 7, 2015 [I-Abbott]*)

There was substantial public comment at last week's Planning Commission noting that the visual material on the 5M project presented by Forest City and its architect was being seen for the first time by many members of the public. Requests were made at the hearing that it be provided to fill in information on the proposed project that is missing from the DEIR.

Would one of you please ensure that the visuals presented to the Planning Commission be provided immediately to myself, Mr. Elberling, Mr. Smooke and to others who commented at the hearing and whose email/addresses you have. (*Sue Hestor; Email; November 25, 2014 [I-Hestor1]*)

In the final EIR can more information be included as to what the buildings final finishes are? Building Blocks don't really show the final project. Can the Sponsor submit/include this for the final DEIR? I believe this item would help the Sponsor in the approval process. (*Dennis J. Hong; Email; January 7, 2015 [I-Hong]*)

[Figure II-6] Can the sponsor provide an image of what the project will look like when completed? Finishes, materials colors and etc.? (*Dennis J. Hong; Email; January 7, 2015 [I-Hong]*)

They failed to produce 3-D physical models that would indicate at least the bulk shape to ascertain proposed building physical relationships and impact on our building. (*Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2]*)

RESPONSE PD-3

These comments express concerns related to the design of the proposed project and generally request that more information be provided in the Draft EIR regarding the project's massing, bulk, height, architectural detailing, building finishes etc. Some comments suggest that the number and types of graphics that illustrate the project are not adequate to fully understand the project that is proposed, particularly within the context of existing development that surrounds the site's setting.

The project description included in the Draft EIR provides sufficient detail to evaluate the proposed project in text, tabular, and graphical format. The Draft EIR evaluates the potential environmental impacts that could occur with development of the Draft EIR Project; these impacts can be understood by considering the maximum level of development that could result from the Draft EIR Project, including the proposed land use mix and maximum building envelope (i.e., development that would occur under the Office Scheme). The conceptual massing for the Draft EIR Project is illustrated in **Figure II-6** and proposed building elevations and sections as seen from street level are depicted in **Figures II-7 through II-13** in the Draft EIR (see pages 26 through 33 of the Draft EIR). The figures are drawn to scale in order to illustrate the comparative size, height, bulk and mass of the proposed buildings within the context of the surrounding SOMA neighborhood. In particular, the scale of the Draft EIR Project in relationship to immediately adjacent structures (i.e., the mixed-use building located at 194-198 Fifth Street, also known as the Chieftain or McVeigh Building) is shown in **Figure II-7** of the Draft EIR, which depicts the Fifth Street (east) building elevations.

Furthermore, conceptual visual simulations of the Draft EIR Project (**Figures II-23 through II-26**, Draft EIR pages 61-64) illustrate the massing of the project as seen from various public vantage

points. As described on page 4 of the Draft EIR, the proposed project is subject to Public Resources Code section 21099(d)(1), which eliminates aesthetics as an impact that can be considered in determining the significance of physical environmental effects under CEQA for projects meeting certain criteria. Accordingly, this EIR does not contain a separate discussion of the topic of aesthetics and the simulations are provided for informational purposes only. These simulations depict conceptual building massing only and do not reflect specific architectural detailing. The Draft EIR depicts and evaluates a worst-case, conservative development concept for the Draft EIR Project's potential building form and massing. More specific design information is included in the project's D4D document⁴ that was made available for public review on July 9, 2015 and this level of detail was not required for purposes of environmental analysis.

As discussed on page 11 of the Draft EIR, detailed design standards and guidelines for project development would be established through the D4D document. Please also see **Response PD-5** on page RTC-103 regarding the proposed D4D Document and the status of the project design.

Given the above, the textual description and illustrations of the proposed project provided in Chapter II, Project Description of the Draft EIR are sufficient and provide an adequate level of detail necessary to evaluate the environmental impacts of the Draft EIR Project. Additional design details would be further developed and refined through the D4D process and would be reviewed for approval by the Planning Director prior to issuance of construction permits for the project.

Also refer to Chapter II of this document, which describes the Revised Project that would be considered by City decision-makers. This section also includes figures that illustrate the Revised Project (**Figures RTC II-1 through II-8**).

⁴ Forest City and Hearst Corporation, *5M Project/Design for Development (D4D) Document*, July 2015. A copy of this document is available for review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, as part of Case File No. 2011.0409E.

COMMENT PD-4: PROPOSED PROJECT VARIANCES AND BUILDING SETBACK

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

I-McVeigh2

The sought after variances stated in this DEIR are broadly written and only cursorily addressed. The 5M Project representatives in one of their public meetings could not state, in reference to one of their H-1 building representations, if there was a setback of any nature relative to our building. (*Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2]*)

RESPONSE PD-4

This comment requests additional information related to the proposed variances that are requested by the Draft EIR Project and the proposed building setback from the adjacent 198 Fifth Street building. Neither the Draft EIR Project nor the Revised Project includes “variances” under Planning Code Section 305. Variances are allowable deviations from adopted standards (within certain limitations) that may be permissible if an applicant demonstrates hardship based on site-specific conditions or infeasibility of meeting those standards. The Draft EIR Project approvals, including amendments to land use controls, are identified on pages 71 through 74 of the Draft EIR and these same approvals are generally applicable to the Revised Project, with some revisions as set forth in Chapter V, Draft EIR Revisions, of this RTC document; most revisions are clarifications related to consent to Development Agreement terms and are not driven by the Revised Project. An existing light well would preserve an approximately 5-foot separation between a portion of 198 Fifth Street and the H-1 Building.

The D4D requires the adjacent H-1 Building to respond architecturally to the 198 Fifth Street building, as discussed in **Impact CP-6**, Draft EIR pages 238 through 241. To the extent that the requested project

approvals, including proposed Zoning Map and Planning Code Amendments, could result in physical environmental impacts, these requested approvals are considered and evaluated in the Draft EIR analysis and in the analysis of the Revised Project in Chapter II of this RTC document. Also refer to **Response LU-2** on page RTC-139 regarding impacts related to light and air.

COMMENT PD-5: DESIGN FOR DEVELOPMENT AND SPECIAL USE DISTRICT CONTROLS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

A-CPC-Johnson
I-Abbott

And then, I just want to, again, go back to my comment that I presaged in the last presentation, that I would like to see at least a discussion of the boundaries of the D4D [Design for Development] in the EIR, because that is the envelope within which the Commission, the Department and the Mayor's office can work for negotiating what actually is in that envelope.

And if there're options for air rights parcel for that bridge, if there're other options for ingress and egress, and the various things that show up in a [D4D], that should at least be mentioned in the EIR so people feel, at least -- this is not me, per se, I get how these things work -- but I think when you start doing community discussions, you get yourself into trouble when you -- people feel like the EIR is way different than what the project is. When you already know from the beginning that there's going to be a [D4D], and there's going to be potential for changes at the administrative level.

(Commissioner Christine D. Johnson; Transcript; November 20, 2014 [A-CPC-Johnson])

Although this is a project EIR (DEIR p. 1), it is devoid of a meaningful description of the project, relying upon the to-be-developed SUD and a post approval D4D process to fill in the missing details, the latter process which takes place outside of the public review process, relying upon the planning

director to determine what in fact the buildings are to look like. (*William Abbott, Abbott & Kindermann, LLP; Letter; January 7, 2015 [I-Abbott]*)

RESPONSE PD-5

Commenters expressed a desire to see further discussion and explanation of the purpose of the Special Use District (SUD) and Design for Development (D4D) document, how these land use amendments might differ from the description of the project included in the Draft EIR, and the process by which the City would use these documents to guide the project's future design and development.

The Draft EIR Project includes two variants (the Office Scheme and the Residential Scheme), neither of which may be implemented under current Planning Code controls because both variants would exceed the maximum developable square footage permitted by the Planning Code. Therefore, changes to existing controls for the site (including increases in permitted height and bulk) are incorporated into the Draft EIR Project and these include the proposed amendments to the General Plan, Planning Code (SUD), and Zoning Map. Development controls established in the SUD, as described on Draft EIR pages 74 through 76, include amendments to existing code provisions at the project site relating to: active ground floor uses, building bulk; floor area ratio (FAR); dwelling unit density; upper level setback for buildings above 145 feet; rear yard setback and dwelling unit exposure; projections and canopies; open space requirements; off-street parking; off-street loading; ground-floor land uses; streetscape improvements; bicycle parking; ground-level wind limitations; artworks; signage; and transferrable development rights. The Revised Project, described in Chapter II of this RTC document and depicted in **Figures RTC II-1 through II-8**, would require minor changes to development controls set forth in the SUD identified and described for the Draft EIR Project on pages 74 through 76 of the Draft EIR, as identified in Chapter V.

As described in the Draft EIR on pages 76 through 77, the D4D establishes detailed design standards and guidelines related to open space and streetscape improvements; circulation and transportation;

building form and massing; architectural design; and systems and sustainability. These standards and guidelines would govern the type and intensity of improvements on the site in tandem with the provisions of the project's Development Agreement. The D4D addresses street width; location, amount and programming of open space; public amenities etc. for the Draft EIR Project (either scheme) as well as the Revised Project.

To ensure that the proposed buildings, uses and associated improvements on the site are designed in accordance with the D4D and are consistent with all applicable development controls, including the SUD, the Planning Commission would review and approve Conditional Use Authorizations for new development occurring on the project site. As discussed in the Draft EIR (page 74), the SUD would delegate review of subsequent individual/site building permit applications and detailed architectural plans to the Planning Director who would review and approve or disapprove them based on consistency with the SUD, D4D, and the Conditional Use Authorizations.

The project sponsor prepared draft SUD and D4D language for inclusion in the Draft EIR Project Description (see pages 57 through 58 and 74 through 77 of the Draft EIR) and the Draft EIR considered the provisions within these documents for potential environmental effects. Prior to conducting the impact analysis, the draft SUD and D4D were the subject of Planning staff review that included an analysis of and consistency with applicable Planning Code requirements and General Plan policies prior to the impact analysis. City staff also reviewed and considered the description of the Draft EIR Project in light of those requirements and policies to identify inconsistencies between the proposed project and existing regulations. As a result of this review, detailed development guidelines were prepared to articulate the physical characteristics of the Draft EIR Project in part and in whole and zoning amendments were drafted to accommodate the land use program, building envelopes, publicly-accessible open spaces and other features of the site that exceed or otherwise would conflict with existing regulations in order to provide decision-makers with a zoning mechanism that would allow for project approval. The zoning and policy amendments required to implement the proposed development analyzed in the Draft EIR (Draft EIR Project) or in this RTC

document (Revised Project) have been analyzed and adequately considered in the environmental analysis.

References to the D4D in the Draft EIR are to the draft language developed by the project sponsor and City staff. As noted above, the Draft EIR Project Description reflects the topical sections and key provisions of the D4D. For example, the D4D contains standards regarding a new building's relationships to the site's historic context, and guidelines on color and materials for all project buildings so that site structures would be harmonious, relate well, and not cause a substantial adverse change in the significance of existing historic buildings. These D4D standards and guidelines were considered by the City's preservation planners when analyzing the potential for impacts from new project buildings and their wall treatments and building materials on existing resources.

To address changes to the Draft EIR Project, which are described in detail in Chapter II, Revised Project of this RTC document, there have been minor modifications to both the D4D and SUD. However, the modifications to the D4D do not change the conclusions of the Draft EIR, which found that implementation of the SUD and the D4D, under either the Residential or Office Scheme, would not obviously conflict with the Planning Code or, in and of themselves, result in significant environmental impacts. Section IV.A, Land Use, of the Draft EIR, also found no adverse land use impacts associated with the proposed SUD and D4D. Furthermore, the Draft EIR evaluated the potential impacts of the Draft EIR Project compared to a Code Compliant Alternative (Draft EIR pages 598 through 609). The Code Compliant Alternative considers a land use program that is as similar as possible to the Draft EIR Project while being fully consistent with existing land use and development controls applicable to the project site. As discussed in the Draft EIR alternatives analysis, significant physical environmental impacts of the Draft EIR Project (of which the SUD and D4D are a part) would be similar under a Code Compliant Alternative, with the exception that the Draft EIR Project's significant unavoidable impact at one study intersection (**Impact TR-1**, Sixth/Bryant) would be avoided as well as the significant unavoidable impact related to air quality emissions (**Impact AQ-2**). Therefore, the effects of the SUD and D4D have been adequately analyzed in the Draft EIR and in and of themselves would not result in adverse environmental impacts.

In addition, the provisions that relate to plans and policies or otherwise have the potential to result in significant impacts are identified and analyzed in the Draft EIR (see Section IV.A, Land Use, of the Draft EIR). When the final documents, including the SUD and D4D, are proposed for approval by the decision-makers, in this case the Planning Commission, the Board of Supervisors and other City commissions and departments, the decision-makers would determine that the final documents as revised are within the scope of the analysis in the Final EIR, and would decide whether to adopt the documents as part of their consideration of the Revised Project as a whole. As discussed in Chapter II, Revised Project, the draft D4D document⁵ was made available for public review on July 9, 2015, in conjunction with an informational hearing on July 23, 2015, for the proposed project. The Revised Project is described herein and in responses, where appropriate, in order to allow decision-makers the opportunity to consider it in comparison to the full range of project alternatives.

One commenter also references the proposed bridge, or connector and the potential for granting of air rights in the D4D. The commenter is referring to the H-1/N-2 Connector included as part of the Draft EIR Project. As discussed on page 44 of the Draft EIR, access rights to the air space occupied by the connector above the public right-of-way were proposed to be obtained through subdivision, vacation, and transfer. However, the H-1/N-2 Connector would not be constructed under the Revised Project because Building N-2 would not be constructed as part of the revised development program. Therefore, transfer of air rights would not be required.

⁵ Forest City and Hearst Corporation, *5M Project/Design for Development (D4D) Document*, July 2015. A copy of this document is available for review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, as part of Case File No. 2011.0409E.

D. PLANS AND POLICIES

The comments and corresponding responses in this section cover topics in Chapter III, Plans and Policies of the Draft EIR. These include topics related to:

- PO-1: Existing Planning Context
- PO-2: Proposed Land Use Amendments and Project Consistency with Applicable Policies and Regulations
- PO-3: Policy Conflicts with Nearby Existing Residential Development
- PO-4: Provision of Open Space

COMMENT PO-1: EXISTING PLANNING CONTEXT

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

A-CPC-Richards
I-Hestor2

O-GL2
O-SOMCAN2

I would like to see an area plan maps and why -- where this fits in, and actually I have a question, why wasn't this in an area plan? I guess that's one. (*Commissioner Dennis Richards; Transcript; November 20, 2014 [A-CPC-Richards]*)

One is please use a map and superimpose it that shows all the area plans back to downtown -- downtown plan. Without lines that show downtown plan, Mission Bay, South of Market rezoning, Rincon Hill, eastern neighborhoods area plans, western SoMa, central SoMa, transit center. How close and what overlap is there on this plan? (*Sue Hestor; Transcript; November 20, 2014 [I-Hestor2]*)

In addition to its inadequate discussion of Area Plans applicable to the Project Site, the Draft EIR ignores numerous other plans and projects that are relevant to a discussion of the Project's impacts.

Specifically, the Draft EIR should be revised to analyze the Project's consistency with the following City documents:

- 4th and King Streets Railyards Study
- Better Market Street
- ENTrips Eastern Neighborhoods implementation plan
- Green Connections
- Historic Resources Survey Program
- Mission Street Study
- SB 375 & the Bay Area Sustainable Communities Strategy
- SoMa Streetscape Plan
- Sustainable Development Program
- Transportation Sustainability Program
- Western SoMa Community Plan
- Better Streets Plan
- East SoMa Plan
- Transit Center District Plan
- WalkFirst Project

(Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2] and Angelica Cabande, Organizational Director, and Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Letter; January 6, 2015 [O-SOMCAN2])

RESPONSE PO-1

These comments request clarification regarding adopted plans that establish the site and vicinity's policy context that applies to the project site and vicinity and request that this context be illustrated on a map. These comments further request that additional City-wide planning documents and projects be identified in the EIR and that the project be evaluated for consistency with these plans, projects, and programs. It should be noted that the purpose of the plans and policies review is to

identify potential policy conflicts that could lead to significant environmental impacts. The analysis in the Draft EIR does not make consistency findings; City decision-makers would consider the consistency of the proposed project with applicable policies when considering project approval.

Please see **Figure III-1: Existing Planning Context Map**, on page 81 of the Draft EIR for an illustration of the various area plans and other planning efforts that apply to the project site and vicinity. Boundaries for existing plans that are within the immediate vicinity of the project site are depicted on this figure. Specifically, the boundary lines for the Downtown, South of Market, Rincon Hill, Western SoMa, Central SoMa, and Transit Center planning areas are shown. The East SoMa Area Plan boundary, which is part of the Eastern Neighborhoods, is also shown. The Mission Bay and other Eastern Neighborhoods planning areas are further south of the project area and were not included because these planning documents do not apply to development within the project site nor do these area plans immediately border the site or its vicinity. The map is not intended to be comprehensive of all planning areas within San Francisco, but is instead intended to illustrate the overall planning context relevant to the project site.

As discussed in Chapter III, Plans and Policies of the Draft EIR, the project site is currently located within the Downtown Area Plan, SoMa Area Plan, and SoMa Redevelopment Plan boundaries. Applicable policies and land use regulations identified in these plans and potential conflicts with those policies are discussed on pages 86 through 91 of the Draft EIR. The project site was not included in the Eastern Neighborhoods Rezoning and Area Plan, principally because the majority of the parcels are on C-3 zoned sites and the proposed project was undergoing a site-specific review due to its location and unique opportunity for site assemblage. Similarly, the site is within the Central SoMa Plan area, but the Draft Plan states that the project is subject to an independent review process that would develop land use controls appropriate for the site (i.e., the rezoning, the SUD and the D4D document). See also **Response PO-2** on page RTC-119 regarding rezoning and site-specific policy context.

The analysis in the Draft EIR focuses on the area plans and other programs that guide planning and land use within and around the project site and therefore only those plans that either cover the site or

immediately border the site are discussed in Chapter III, Plans and Policies. These include the San Francisco General Plan (including the Downtown Area Plan and South of Market Area Plan), South of Market Redevelopment Plan, Draft Central SoMa Plan, San Francisco Planning Code, The Accountable Planning Initiative, Sustainability Plan, Climate Action Plan, Better Streets Plan, Transit First Policy, and Bicycle Plan. Other City-wide planning efforts, studies, projects, and programs may be considered in the appropriate topical sections of the Draft EIR, to the extent that these planning efforts apply to development of the site and policies that are in place for the purpose of mitigating an environmental effect would apply to or otherwise affect site development. For example, the Better Streets Plan is discussed in Section IV.D, Transportation and Circulation and in Chapter II, Plans and Policies, pages 112-113. See also the discussion of consistency of the project with the Sustainability Plan and Climate Action Plan on Draft EIR pages 109-113. Other planning efforts mentioned in the comments but not discussed in the Draft EIR are generally those that are specific to a geographic study area that does not include the project site (e.g., the Transit Center District Plan, Mission Street Study etc.). The commenter does not state why it is believed that these plans would be relevant to the project site or why the analysis is otherwise inadequate. The Draft EIR includes a comprehensive discussion of the applicable policy documents that govern development of the site and identifies potential conflicts that could result in physical environmental impacts. It should be noted that any potential policy conflicts would be considered by City decision-makers as part of project approval, and separate from the environmental review process. Also see **Response PO-2** on page RTC-119.

COMMENT PO-2: PROPOSED LAND USE AMENDMENTS AND PROJECT CONSISTENCY WITH APPLICABLE POLICIES AND REGULATIONS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

A-CPC-Johnson
O-AND
O-GL2

O-PMWG
O-SFH
O-SOMCAN2

O-SOMCAN3
O-YBNC2
O-YBNC5

And because we're not considering the 5M Project as part of the central SoMa plan, which presumably would at least touch on what happens when that happens, I think that there needs to be - - I don't know if there's some acknowledgement of it, I mean, there's nothing official, other than the fact we have been in discussions about that, but I was -- I'm going to make in my written comments...
(Commissioner Christine D. Johnson; Transcript; November 20, 2014 [A-CPC-Johnson])

There is a tremendous amount of development happening right now in SoMa. There are various plan areas and large scale developments such as: Central SoMa Plan, Youth Family and Senior Zone, Transbay, Moscone Expansion, etc. The 5M project as proposed makes no attempt to reconcile its Special Use District with all these other plans. To propose a General Plan amendment that ignores the cumulative impacts of all the planning and development all around and surrounding it is to promote development without planning. Developers should not be allowed to determine how land is developed based on their own business plan-the citizens of San Francisco demand a developments such as 5M to clearly explain and show thorough [sic] diagrams and drawings how they will be integrated into the larger context of planning and other major developments in the area, otherwise, this will be effectively be spot zoning and set a dangerous precedence for future developments to design whatever is best for them and ignore previous efforts developed for the benefit of all San Franciscans. *(Prescott Reavis; Asian Neighborhood Design; Letter; January 7, 2015 [O-AND])*

The Draft EIR fails to analyze the Project's compliance with existing codes and regulations. The Draft EIR claims that the Project would not result in a significant impact related to land use or shadows because the Project would be consistent with the General Plan, zoning codes, and shadow regulations despite the fact that the Project directly conflicts with the existing provisions of these codes and regulations. Instead of disclosing the impacts that would result if the Project were implemented under the currently-applicable codes and regulations, the Draft EIR analyzes the Project's impacts under proposed amendments to the City's codes and regulations - amendments that the Applicant has tailor-made for the Project so that the City may spot-zone the Project Site into compliance. The

Draft EIR's discussion obscures the fact that the Project requires multiple amendments to the General Plan and the zoning code to even be permissible, to say nothing of its inconsistency with the goals, policies, and programs of relevant City documents. The Draft EIR also leaves out a meaningful discussion of... the recently-enacted Proposition K, which was passed by San Francisco voters to ensure a balance of affordable housing.

It is prejudicial to the public to publish the Draft EIR with the claim that the Project is consistent with the City's land use regulations when significant amendments to the applicable regulations are required. If the Draft EIR wants to claim that it is consistent with applicable local laws, then the General Plan and zoning ordinance should be amended to permit the Project before processing the Applicant's request. Otherwise, the Draft EIR should disclose that it is inconsistent with existing law and discuss the impacts that result from changing the laws in a way that would permit the Project.

...

The Project as currently proposed is inconsistent with the South of Market Area Plan. Policy 7.1 of the South of Market Area Plan requires "height and building intensity limits for new developments which would preserve the existing scale." As currently proposed, the Project is requesting to be spot-zoned to increase the height and intensity on the Project Site from 160 feet to 455 feet (as measured for purposes of the City's zoning ordinance; the actual maximum proposed building height is even higher, 470 feet), with significant portions of the Project Site permitted to develop at heights of 180, 200, 420 and 455 feet, all well in excess of the current height limits. If new buildings develop at the heights proposed, the Project would dwarf the existing buildings between the Project Site and Sixth Street on Natoma Street, in violation of the policy to "preserve the existing scale" of SoMa. Similarly, Policy 7.4 of the South of Market Area Plan requires projects to "preserve individual architecturally and/or historically significant buildings which contribute to the area's identity, give visual orientation, and which impart a sense of continuity with San Francisco's past." Not only would the Project demolish historical buildings on the Project Site, but its eight-year construction period puts other nearby historical resources at risk. Despite these apparent inconsistencies, the Draft EIR concludes that the Project "would not obviously conflict with [the South of Market Area Plan's] policies and objectives." By concluding the Project is not inconsistent with applicable and proposed

land use plans, despite evidence to the contrary, the Draft EIR understates the Project's impacts and fails as an informational document under CEQA.

Similarly, the Draft EIR does not include any meaningful discussion of the Project's consistency with the City's Draft Central SoMa Plan, which is intended to serve as the City's guide to addressing issues related to land use, building size and heights, transportation, the public realm (including sidewalks and open space), preservation of historic buildings and environmental sustainability in the vicinity of the Project Site. Although the Central SoMa Plan includes a carve-out for the land use designations on the Project Site pending resolution of the application for the Project, the Draft EIR should not be excused from analyzing how the Project complies, or fails to comply, with the Central SoMa Plan's other regulations. The Project's Notice of Preparation ("NOP") claimed that the Draft EIR would review the Central SoMa Plan and "identify possible conflicts." The Draft EIR, however, concludes that the Project is "an independent project that would develop its own development controls" and declines to address how the Project relates to the policies and objectives of the Central So Ma Plan.

More specifically, the Draft EIR makes no mention of the expansion of the existing Youth, Family and Senior Zone contemplated in the Central SoMa Plan, nor does it discuss the Project's impact on the existing Youth, Family and Senior Zone in the vicinity of the Project Site. The Project's development intensity creates physical impacts disclosed in the Draft EIR-such as air quality impacts and increased traffic volumes -that pose physical health and safety risks to the children and seniors meant to benefit from the Youth, Family and Senior Zone, yet the Draft EIR is silent as to the Project's impacts in this area.

...

Because the Applicant is requesting that the Project Site be rezoned with special rules that apply only to the Project Site, the Draft EIR must inform the public and decision makers about the requested spot zoning's impact on the City's land use policies. The Draft EIR should be revised to include such a discussion, and then it should be recirculated. (*Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2]*)

The Draft EIR's land use analysis incorrectly claims that the Project is consistent with existing and proposed land use policies. The Draft EIR claims that the Project would not result in a significant impact related to land use because the Project would be consistent with the General Plan and zoning codes as they are proposed to be amended as part of the Project. This characterization obscures the fact that the Project requires multiple amendments to the General Plan and the zoning code to even be permissible, to say nothing of its consistency with the goals, policies, and programs of relevant City documents.

The Project as currently proposed is inconsistent with the South of Market Area Plan. Policy 7.1 of the South of Market Area Plan requires "height and building intensity limits for new developments which would preserve the existing scale." As currently proposed, the Project is requesting to be spot-zoned to increase the height and intensity on the Project Site from 160 feet to 455 feet, with significant portions of the Project Site permitted to develop at heights of 180, 200, 420 and 455 feet, all well in excess of the current requirements. If new buildings develop at the heights proposed, the Project would dwarf the existing buildings between the Project Site and Sixth Street on Natoma Street, in violation of the policy to "preserve the existing scale" of SoMa. Similarly, Policy 7.4 of the South of Market Area Plan requires projects to "preserve individual architecturally and/or historically significant buildings which contribute to the area's identity, give visual orientation, and which impart a sense of continuity with San Francisco's past." Not only would the Project demolish historical buildings on the Project Site, but its eight-year construction period puts other nearby historical resources, including the Property, at risk. Despite these apparent inconsistencies, the Draft EIR concludes that the Project "would not obviously conflict with [the South of Market Area Plan's] policies and objectives." By concluding the Project is not inconsistent with applicable and proposed land use plans, despite evidence to the contrary, the Draft EIR understates the Project's impacts and fails as an informational document under CEQA.

In addition, the Draft EIR does not include any meaningful discussion of the Project's consistency with the City's Draft Central SoMa Plan, which is intended to serve as the City's guide to addressing issues related to land use, building size and heights, transportation, the public realm (including

sidewalks and open space), preservation of historic buildings and environmental sustainability in the vicinity of the Project Site. Although the Central SoMa Plan includes a carve-out for the land use designations on the Project Site pending resolution of the application for the Project, the Draft EIR should not be excused from analyzing how the Project complies, or fails to comply, with the Central SoMa Plan's other regulations. The Project's Notice of Preparation ("NOP") claimed that the Draft EIR would review the Central SoMa Plan and "identify possible conflicts." The Draft EIR, however, concludes that the Project is "an independent project that would develop its own development controls" and declines to address how the Project relates to the policies and objectives of the Central SoMa Plan.

It is prejudicial to the public to publish the Draft EIR with the claim that the Project is consistent with the City's land use regulations. If the Draft EIR wants to claim that it is consistent with applicable local laws, then the General Plan and zoning ordinance should be amended to permit the Project before processing the Applicant's request. Otherwise, the Draft EIR should disclose that it is inconsistent with existing law and discuss the impacts that result from changing the laws in a way that would permit the Project. (*Carl Hall, Executive Officer, Pacific Media Workers Guild; Letter; January 6, 2015 [O-PMWG]*)

Finally, the DEIR does not address the project's apparent inconsistency with Policy 7.1 of the South of Market Area Plan, which requires "height and building intensity limits for new developments which would preserve the existing scale." (*Mike Buhler, Executive Director, San Francisco Heritage; Letter; January 7, 2015 [O-SFH]*)

Since the Project is proposing to rezone the Project Site to increase the intensity of development at a scale not previously considered by members of the community, we need to see a comparative analysis showing what other buildings in San Francisco have similar height and bulk as each of the towers being proposed, so we can understand in real terms what is being proposed by the Applicant.

What other buildings existing in San Francisco are as tall as those being proposed? What other buildings existing in San Francisco have similar size floor plates and total square footage? What other buildings in San Francisco have as many residential units and as much office space as are being proposed for this site?

...

We Reject All Attempts at Spot Zoning. The Applicant has presented this Draft EIR presuming that the City will approve a massive up-zoning of the site without regard to numerous regulatory documents that should control development on the Project Site, and without fully reconciling this proposed Project with other planning efforts, Area Plans, Special Use Districts and other major developments in the area of the Project Site.

The Applicant's request to change the rules for its site alone is effectively spot zoning - a practice the Planning Department had assured us was a thing of the past, especially with adoption of the Eastern Neighborhoods Plan. There is nothing more detrimental to our community than to let each developer create their own business plan and have those business plans drive re-zoning of individual development sites with willful disregard for communities and the Planning process.

The Project as currently proposed is inconsistent with the South of Market Area Plan. Policy 7.1 of the South of Market Area Plan requires "height and building intensity limits for new developments which would preserve the existing scale." As currently proposed, the Project is requesting to be spot-zoned to greatly increase the height and intensity over what is currently allowed, what is currently on this site, and over what is currently adjacent to and surrounding this site.

The Draft EIR does not include any meaningful discussion of the Project's consistency with the City's Draft Central SoMa Plan, which is intended to serve as the City's guide for addressing issues related to land use, building size and heights, transportation, the public realm (including sidewalks and open space), preservation of historic buildings and environmental sustainability in the vicinity of the Project Site. Although the Central SoMa Plan includes a carve-out for the land use designations on the Project Site pending resolution of the application for the Project, the Draft EIR should not be

excused from analyzing how the Project complies, or fails to comply, with the Central SoMa Plan's other regulations. The Project's Notice of Preparation ("NOP") claimed that the Draft EIR would review the Central SoMa Plan and "identify possible conflicts."

The Draft EIR, however, concludes that the Project is "an independent project that would develop its own development controls" and declines to address how the Project relates to the policies and objectives of the Central SoMa Plan. This is further evidence of spot zoning, which is dangerous and destructive for communities.

More specifically, the Draft EIR makes no mention of the expansion of the existing Youth, Family and Senior Zone contemplated in the Central SoMa Plan, nor does it discuss the Project's impact on the existing Youth, Family and Senior Zone in the vicinity of the Project Site.

The Project's development intensity creates physical impacts disclosed in the Draft EIR – such as air quality impacts and increased traffic volumes – that pose physical health and safety risks to the children and seniors meant to benefit from the Youth, Family and Senior Zone, yet the Draft EIR is silent as to the Project's impacts in this area.

...

Because the Applicant is requesting that the Project Site be rezoned with special rules that apply only to the Project Site, the Draft EIR must inform the public and decision makers about the requested spot zoning's impact on the City's land use policies. The Draft EIR should be revised to include such a discussion, and then it should be recirculated.

...

The Project Fails to Comply with Existing Codes and Regulations. Instead of disclosing the impacts that would result if the Project were implemented under the currently-applicable codes and regulations, the Draft EIR analyzes the Project's impacts under proposed amendments to the City's codes and regulations - amendments that the Applicant has tailor-made for the Project so that the City may spot-zone the Project Site into compliance.

The Draft EIR's discussion obscures the fact that the Project requires multiple amendments to the General Plan and the zoning code to even be permissible, to say nothing of its inconsistency with the goals, policies, and programs of relevant City documents.

...

It is prejudicial to the public to publish the Draft EIR with the claim that the Project is consistent with the City's land use regulations when significant amendments to the applicable regulations are required. If the Draft EIR wants to claim that it is consistent with applicable local laws, then the Applicant should attempt to amend the General Plan and zoning ordinance as part of actual, legitimate Planning efforts (as detailed above) to study an increase in the zoning in context and as part of community-engaged Planning efforts before processing the Applicant's request.

The Draft EIR must be honest and disclose that it is inconsistent with existing law. The Draft EIR must discuss the impacts that would result from changing the laws in a way that would permit the Project, including impacts to Area Plans in place and other Planning efforts currently in process. *(Angelica Cabande, Organizational Director, and Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Letter; January 6, 2015 [O-SOMCAN2])*

The Draft EIR also leaves out a meaningful discussion of the City's Central SoMa Plan.... *(Eric S. Phillips, Goldfarb & Lipman, LLP, Letter, January 2, 2015 [O-GL2], and Angelica Cabande, Organizational Director, and Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN), Letter, January 6, 2015 [O-SOMCAN2])*

Just a few comments on the adequacy of the EIR. Actually, I'm -- honestly, it just came out October 15th, and it's a 700-page document. It's a lot for us to review. But one of the things that we need to look at further, and we encourage further review on this, is something Commissioner Moore brought up, which is the relevance of the project of the Central SoMa plan. And one of the things that's dear to us at SOMCAN is the expansion of the youth and family and senior zone. Someone need to pay close

attention to that. (*Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Transcript; November 20, 2014 [O-SOMCAN3]*)

The DEIR totally fails to quantify the enormous physical building area increase allowed by this spot re-zoning for the three proposed alternatives – from 270% to 288% in total building area -compared to the existing zoning Alternative (see chart attached). It fails to document the enormous resulting increase in the site’s land value – from \$137 million to \$151 million (see chart on reverse) – an unbelievably enormous windfall profit to the current property owner. (*Unspecified Author, The Yerba Buena Neighborhood Consortium; Letter; November 20, 2014 [O-YBNC2]*)

The EIR itself needs, of course, as I presented earlier, to have a chart like our chart that documents the mass -- the scale of the upzoning compared to the existing zoning. We use the existing zoning alternative for our calculation. I assume that's the right way, but if there's some other way, they need to put it on paper. They need to get it out there. So that when the development agreement's negotiated in a transparent way, I hope we see the calculations of the value increase that we can tie it back to the zoning itself -- the zoning change itself. (*John Elberling, Yerba Buena Neighborhood Consortium [YBNC]; Transcript; November 20, 2014 [O-YBNC5]*)

RESPONSE PO-2

These comments generally state that the Draft EIR Project would substantially conflict with existing land use regulations and planning efforts that are underway in the SoMa area. As such, the commenters believe that policy conflicts associated with land use and shadow impacts of the project are not appropriately identified. In addition, commenters state that the description of the Central SoMa Plan and the analysis of the project’s consistency with the land use controls presented in the Plan are inadequate. Furthermore, comments state that the Draft EIR does not consider potential

impacts of the project on the "Youth and Family and Senior" zone, a portion of which is within the Draft Central SoMa Plan area. Commenters also state that the proposed project is inconsistent with certain policies outlined in the South of Market (SoMa) Area Plan.

Commenters also express concerns related to the potential for cumulative effects of the Draft EIR Project in combination with other large scale developments; the effects of requested changes to the zoning of RSD (Residential/Service District) parcels to C-3-S (Commercial Support) as well as amending existing floor-area-ratio (FAR) and height and bulk requirements to those proposed by the project; the change in the site's economic value with the requested zoning change; and the precedent that project approval could set for allowing development of this intensity to occur without regard for the planning context.

In general, these comments relate to the land use amendments that are proposed for the Draft EIR Project and are also needed, with some modifications, for the Revised Project, how the amendments are evaluated and addressed in the Draft EIR, and how the amendments would be considered by City decision-makers. This response generally addresses the concerns and themes presented in the comments. These comments also identify concerns related to other comments that also relate more specifically to physical environmental impacts that are addressed in the topical sections of the Draft EIR. Therefore, these comments also are located in the appropriate topical sections and responses to those comments are cross-referenced to this response as appropriate. Please refer to **Response GC-3** on page RTC-314 regarding why recirculation of the Draft EIR is not required.

Amendments to Development Control Documents

As described in Chapter II, Project Description of the Draft EIR, the project sponsor requests changes to existing development controls for the site (including increases in permitted height and bulk) through General Plan, Planning Code, and Zoning text and map amendments, including the proposed new Fifth and Mission Special Use District (SUD), together with detailed design standards and guidelines for project development established by a Design for Development (D4D) document. The Draft EIR's Project Description describes through text, graphics and charts the whole of the Draft

EIR Project including its height/bulk, mass, location and intensity in order to consider the potential impacts analyzed in the later topical sections. Where the land use regulations identified in the SUD or standards identified in the D4D would substantially differ from existing land use regulations that govern the site, the differences are described in the Draft EIR Project Description (e.g., see **Table III-1** on page 92), and in Chapter III, Plans and Policies, and are analyzed as applicable in the appropriate topical sections of the Draft EIR. The Project Description also provides visual simulations showing conceptual building massing in the context of surrounding development to depict visual conditions within the project vicinity after completion of the Draft EIR Project. Chapter II, Revised Project of this RTC document also describes and depicts changes to the Draft EIR Project that would be implemented as part of the Revised Project (**Figures RTC II-1 through RTC II-8**).

Plan and Policy Consistency Analyses

As discussed throughout Chapter III, Plans and Policies of the Draft EIR, the determination of whether a project is consistent with a specific plan or policy can be subjective, and is best made with a broad understanding of the often-competing policy objectives in a planning document. As a result, policy consistency determinations are ultimately made by the City's local decision-making body (i.e., Planning Commission, Board of Supervisors, and other City Commissions or Departments). Decision-makers determine whether the project would be, on balance, consistent with the General Plan. This consideration occurs independent of the environmental review process. Policy conflicts are considered significant pursuant to CEQA only when the conflict would result in a significant, adverse physical environmental impact. As such, potential conflicts with applicable policies are identified in the Draft EIR, to the extent that these impacts are tied to physical environmental effects (e.g., see Section IV.A, Land Use and Section IV.C, Cultural and Paleontological Resources). Within the individual topical sections, mitigation measures to reduce, avoid or eliminate project impacts are identified when feasible. For the Draft EIR Project no policy conflicts were identified that would result in a significant impact, with the exception of potential conflicts with policies related to the preservation of historic resources due to the demolition of the Camelline Building, which would no longer occur under the Revised Project. Please see **Response GC-9** on page RTC-356 for a discussion of the approach to analyzing the project's cumulative effects.

For a comparison of the impacts that would occur if the site were to be developed under existing development controls, the Code Compliant Alternative was analyzed (refer to Draft EIR Chapter V, Alternatives, pages 598 through 609). Implementation of the Code Compliant Alternative would not avoid or reduce any of the potential policy conflicts that are tied to physical environmental impacts identified in the Draft EIR. As such, potential policy conflicts identified for the Draft EIR Project (and Revised Project) would be similar to development that could occur under existing land use controls.

The staff report for the Planning Commission would contain the Planning Department's full analysis of the proposed project's potential conflicts with the General Plan and Planning Code and would discuss any exceptions requested or modifications needed. In addition, the project would be required to adhere to the final D4D which, with ultimate approval by the City, would ensure design consistency with the existing setting. One purpose of the EIR is to provide accurate information to decision-makers in regards to the environmental consequences of the proposed entitlements, including General Plan and zoning amendments. Any potential conflict not identified in the EIR as resulting in an adverse physical impact would be considered in that context and would not alter the analysis of physical environmental impacts found in the EIR. Aspects of the zoning amendment and other land use controls that are outside of the CEQA scope (e.g., merits of the project, potential changes in land value) would be considered by the decision-makers as part of the overall decision of whether to approve, approve with modification, or deny the project.

As stated above, the proposed amendments to the General Plan and Planning Code are part of the Draft EIR Project as modified for the Revised Project and these elements of the project are evaluated throughout the Draft EIR, including in Chapter III, Plans and Policies, and in Chapter II of this RTC document with respect to the Revised Project. Potential policy inconsistencies are identified in Chapter III of the Draft EIR. Because the Revised Project, described above, would retain the Camelline Building and would have less office space than the Draft EIR Project, the evaluation of consistency with plans and policies would be substantially similar, except that the Revised Project would not have potential conflicts with City plans and policies related to preservation of historic resources.

As described in Chapter II in the Draft EIR, the majority of the project site is located within the boundaries of the Downtown Area Plan. The portion of the project site that has an RSD use district designation is currently located within the boundaries of the SoMa Area Plan. Each of these area plans is part of the San Francisco General Plan. The project site is excluded from the boundaries of the proposed Central SoMa Plan Area because the site is subject to site-specific planning and is under separate review. Site development would be governed by the controls proposed as part of the Revised Project and associated D4D and SUD, the subject of this EIR.

As discussed on pages 145 and 146 of Section IV.A, Land Use, of the Draft EIR, the project would introduce to the area new mid- and high-rise buildings that would be generally taller and larger than other buildings in the vicinity. More specifically, while existing buildings in the immediate vicinity generally range from 45 to 160 feet in height, with one neighboring building at 340 feet, the proposed buildings would range in height from approximately 31 feet to 470 feet under the Revised Project (50 to 470 feet under the Draft EIR Project). The Draft EIR acknowledges on page 87 that this change may conflict with Policy 13.1 of the Downtown Area Plan. However, as stated in the Draft EIR, the Downtown Area Plan generally encourages taller building heights and increased densities as compared to the SoMa Area Plan. Further, rezoning of the RSD parcel would not obviously conflict with the Downtown Area Plan, and would provide a unified development site. As discussed in the Draft EIR, (page 145), the proposed height, bulk and mix of uses would be compatible with and would not adversely affect the existing, varied character of the surrounding area.

Planning, Controls and Context for Project Consistency

For informational purposes, and in response to comments related to individual zoning controls for the project site and project consistency with other planning efforts in the area, the following is an overview of the planning context for the Fifth and Mission SUD and height map amendments. The Planning Code authorizes Special Use Districts to provide specific standards for development within a defined geographic area where doing so would further purposes of the Planning Code. See Planning Code Section 235. The Planning Code currently contains more than 60 such Districts.

As described in the Draft EIR Project Description, the project site is composed of 22 parcels under single ownership, which cumulatively comprise approximately four acres. Of that, 1.7 acres are currently underutilized as surface parking, and 2.8 acres are within the C-3 (Downtown Commercial) District. The areas outside of the C-3 District that allow high density, workplace-oriented projects are limited, and the City has designated the C-3 District in its plans and policies as a location for these types of uses. A primary purpose of the Fifth and Mission SUD is to facilitate the reuse, as an integrated whole, of underutilized sites in the C-3 District for a high density, mixed-use project consistent with the purposes of the C-3 District.

Another primary purpose of the Fifth and Mission SUD is to unify zoning of the lots included therein under the C-3-S (Commercial Support) zoning. The majority of the project site and SUD – 13 parcels comprising 2.8 acres, plus three air rights parcels – is zoned C-3-S; the remaining six parcels (0.9 acres) are zoned RSD (Residential/Service District). The RSD District is one of several mixed-use districts created in tandem with the 1984 adoption of the South of Market Area Plan, which the City is replacing through the updated Eastern Neighborhoods planning effort; the project parcels are among the last remaining RSD parcels in the SoMa area. The RSD zoning serves as a transitional area between the higher-density, predominantly commercial Yerba Buena Center to the east and the predominantly service/industrial area west of Sixth Street. The SUD and D4D, respectively, provide development controls, standards, and guidelines to facilitate the transition of uses by proposing greater density at the east side of the site (towards the Yerba Buena Center area), and retaining lower density, including the Dempster Printing Building and the Mary Court open space to the west of the site (towards Sixth Street). As updated to reflect the Revised Project, the SUD and D4D also assume retention of the Camelline Building as a lower density building.

The uses proposed on the site would generally be compatible with the underlying C-3-S zoning. According to the Planning Department's summary of zoning districts in the Planning Code, the C-3 District is a center for City, regional, national and international commerce. Permissible uses in the C-3 District, including the C-3-S subdistrict, are office, residential, retail, entertainment and institutional uses as well as certain wholesale and light manufacturing uses. The C-3-S subdistrict encompasses

Yerba Buena Gardens, which includes San Francisco's Convention Center, hotels, museums and cultural facilities, housing, retail, and offices arranged around public gardens and plazas.

The uses proposed under the Draft EIR Project (and Revised Project), and permitted by the SUD, would not conflict with the existing and planned pattern of development in the C-3-S subdistrict as office, residential, retail and arts/cultural uses would encircle or surround new open space at the interior of the site and improved pedestrian-friendly alleyways and streets.

Land uses on the project site would be regulated by the proposed D4D and the SUD. The proposed amendments to the General Plan, Planning Code and Zoning Map are part of the Draft EIR Project and Revised Project and these elements of the project are evaluated throughout the EIR, including in the Project Description and Chapter III, Plans and Policies, of the Draft EIR and Chapter II of this RTC document. Where the land use regulations identified for the D4D and SUD would substantially differ from existing land use regulations that govern the site, the differences are identified (e.g., see **Table III-1** on page 92 of the Draft EIR). These elements are an integral part of the proposed project and cannot be approved separate from the proposed project or prior to completion of the environmental review process. City decision-makers would consider approval of the D4D and SUD as part of the project approval process. The environmental effects of these changes related to existing development controls are evaluated as part of the Draft EIR Project. For example, the analysis of shadow impacts considers the impacts that would occur with implementation of the increased building heights and bulk standards that would be allowed as part of the SUD and D4D and these impacts are identified as less than significant. Also refer to **Response PD-5** on page RTC-103 regarding the proposed SUD and D4D.

Central SoMa Plan

As discussed in the Draft EIR (pages 90 through 91), the project is independent from the Central SoMa Plan and would not be subject to, dependent or reliant on that Plan's adoption. The Draft Central SoMa Plan acknowledges that the 5M Project is of a scale and intensity that requires a more tailored approach than can be provided at the level of the Draft Central SoMa Plan. The Draft Central

SoMa Plan remains subject to the public review and approval process, and does not include zoning controls at this time. The project's planning process is more detailed and site-focused and has produced land use controls and design standards and guidelines specific to the project area (i.e., the SUD and D4D; see **Response PD-5** on page RTC-103), taking into account nearby planning areas and other project context, including the Downtown Plan.

Although the proposed project is not subject to the controls of the Draft Central SoMa Plan, the following is provided for informational purposes. Beginning in 2012, the project sponsor and City staff have worked together on developing the D4D and SUD for the proposed project within the context of the Draft Central SoMa Plan, which was released in 2013 after planning for the 5M Project had begun. Because the planning efforts were done in a parallel fashion, the proposed project generally implements the vision of the Central SoMa Plan and elaborates on the Plan's overarching goals in a site-specific context.

The Draft Central SoMa Plan does not currently include the expansion of the existing SoMa Youth and Family Special Use District (SUD), which overlays the area bounded by Natoma Street on the north, Fourth Street on the east, Harrison Street on the south, and Seventh Street on the west. The SoMa Youth and Family SUD was created to address youth and family concerns and expand affordable housing opportunities within the SoMa area. The two principal provisions of the District are a conditional use requirement for certain uses, and a policy statement related to expansion of affordable housing. A portion of the project site (the area currently zoned RSD at the southern border of the site and occupied by a surface parking lot and three commercial, light industrial/warehouse, and office buildings that comprise the footprint of Building H1) is within the SoMa Youth and Family SUD, but with the proposed rezoning, these parcels would be rezoned C-3-S and within the Fifth and Mission SUD, and removed from the Youth and Family SUD. However, of the uses subject to conditional use authorization in the Youth and Family SUD, the 5M Project only proposes restaurant uses, and Building H1 would be subject to conditional use review under the proposed development controls of the Fifth and Mission SUD. The project sponsor has indicated that the project would exceed the provision of the Code-required amount of affordable housing as part of the Development

Agreement commitments (see **Response PH-2** on page RTC-149). The Draft EIR Project and Revised Project would not result in physical impacts to the existing Youth and Family SUD area. Physical impacts of the project on sensitive receptors, such as children and seniors, are discussed in the appropriate topical sections of the Draft EIR. Potential land use-related conflicts are also discussed in Section IV.A, Land Use of the Draft EIR.

SoMa Area Plan

As discussed in the Draft EIR, the portion of the site located within the RSD use district designation is currently located within the boundaries of the SoMa Area Plan, which is part of the San Francisco General Plan. The SoMa Area Plan generally excludes areas zoned C-3, which include the majority of the project site. Furthermore, the SoMa Area Plan is currently reaching the outer limits of its study timeline (which ranged over a 20-year period from 1995 to 2015) and is being superseded by the East SoMa Plan, Western SoMa Community Plan, and the Central SoMa Plan, which will provide more timely guidance for development in the SoMa area. With implementation of the Draft EIR Project, the the SoMa Plan would not apply to any portion of the site; the Plan Area boundaries would be revised to reflect placement of these parcels within the Downtown Plan Area. Nevertheless, potential conflicts of the proposed Draft EIR Project with the SoMa Plan are evaluated in the Draft EIR (pages 87 through 88). The Draft EIR identifies two policies of the SoMa Area Plan that would apply to portions of the proposed project that are currently within the RSD use district: Policy 7.1 and Policy 7.4. These policies are similar to General Plan Urban Design Element Policy 2.4, Downtown Area Plan Policies 13.1 and 12.1, and SoMa Redevelopment Plan Goal E4, which are discussed in Chapter III, Plans and Policies of the Draft EIR. As discussed in the Draft EIR, the project is within the downtown area and within the Draft Central SoMa area, and taller building heights and increased densities are generally encouraged within these areas, as compared to the SoMa Area Plan (Policy 7.1). The Camelline Building is outside the boundaries of the SoMa Plan; therefore, Policy 7.4 would not apply. The Revised Project would retain the Camelline Building, thereby avoiding conflicts with Policy 7.4 of the SoMa Area Plan. Also refer to **Response PD-5** on page RTC-103 regarding the project's proposed D4D and SUD.

COMMENT PO-3: POLICY CONFLICTS WITH NEARBY EXISTING RESIDENTIAL DEVELOPMENT

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

I-Abbott

Consistent with CEQA practice, the DEIR draws a distinction between broader general plan policies and regulations and those adopted for the purpose of avoiding or mitigating an environmental effect. DEIR pp. 50, 125. Where the DEIR falls short are the failure to recognize the impacts of the proposed project on the residential units in the 198 Fifth Street building and the consequential conflicts with adopted City policies. The impacts outlined above create conflicts with policies designed to protect the existing physical environment. The conflict with these policies needs to be disclosed in a recirculated DEIR. These relevant policies include:

The General Plan's Priority Policy "that existing housing and neighborhood character be preserved and enhanced ..."

The provisions of the South of Market Area Plan which include "protect existing housing ..." (DEIR p. 52.) 12; Policy 1.2.2 ("Ensure that in-fill housing development is compatible with its surrounds"), Policy 3.1 .9 (".... promote the preservation of other buildings and features that provide continuity with past development").

More specific to the 198 Fifth Street building site, the East SOMA plan provides: Objective 2.2 ("Retain and improve existing housing affordable people of all incomes."), Policy 2.2.2 ("Preserve viability of existing rental units"), Policy 3 .1.6 ("New buildings should epitomize the best in contemporary architecture, but should do so with full awareness of, and respect for, the height, mass, articulation and material of the best of the older buildings that surround them."), Policy 3 .1. 9 (".... promote the preservation of other buildings and features that provide continuity with past development").

The City's Housing Element calls for accommodating new growth "without substantially impacting existing residential neighborhood character" (Policy 11.3). The Urban Design Element is more specific, with Policies 2.4, 2.6 and 3.1 all intended to protect existing buildings.

As documented above, the 5M project will generate impacts to the physical integrity of the McVeigh building and the inhabitability of the residential units. Individually and cumulatively, the foregoing policies are intended to avoid direct and indirect impacts generated by projects such as 5M, and are not the types of broader policies relegated only to a broader policy analysis in a staff report. The DEIR needs to be expanded to evaluate the potential physical impacts associated with the policy conflicts triggered by the 5M proposal. (*William Abbott, Abbott & Kindermann, LLP; Letter; January 7, 2015 [I-Abbott]*)

RESPONSE PO-3

These comments state that the proposed project would result in direct and indirect impacts to nearby residential uses, resulting in physical environmental impacts and related conflicts with adopted plans and policies.

First, it should be noted that the City's decision-makers make General Plan consistency findings "on balance" and not with respect to a single policy. See Draft EIR page 79 and **Response PO-2** on page RTC 119.

The project site is located in a mixed-use area within downtown San Francisco and not within a residential neighborhood, as is suggested by the citation of Housing Element Policy 11.3. The project site is surrounded by a mix of uses and building types with varying intensities in a dense urban area in downtown San Francisco, as described on pages 125 through 134 in Chapter IV.A, Land Use in the Draft EIR. No residential uses are located on the project site itself. To the extent that environmental impacts would result from development of the Draft EIR Project, these impacts are identified in the appropriate topical sections of the Draft EIR. For example, construction period noise and air quality-

related impacts to sensitive receptors, which include nearby residential uses, are discussed and evaluated in Sections IV.E, Noise and IV.F, Air Quality, respectively of the Draft EIR. These impacts were identified as less than significant with the implementation of standard construction-period measures and compliance with City regulations that require contractors to reduce noise and air quality emissions. In addition, these impacts would be limited to the construction period, are not unusual in a dense, urban environment, and would not adversely impact neighborhood character or the general health and welfare of surrounding neighbors. Draft EIR Project-related impacts to adjacent historic buildings are also discussed in Section IV.C, Cultural Resources. To the extent that physical environmental impacts were identified, corresponding policy conflicts were also identified (e.g., potential conflicts with Urban Design Policy 2.4 are identified due to demolition of the Camelline Building, although this potential conflict would not occur with implementation of the Revised Project). As discussed in **Response CP-3** on page RTC-173, there would be no significant unavoidable impacts to the 198 Fifth Street building from the project. Therefore, neither the Draft EIR Project nor the Revised Project would conflict with policies that are intended to preserve continuity with past development.

As further discussed in Section IV.A, Land Use, the Draft EIR Project would not result in a substantial impact upon the existing character of the site's vicinity (pages 145 through 147). As stated in the analysis, "The location of more intensely-developed uses on the site near lower-scale buildings would not inherently conflict with adjacent land uses and would not result in impacts beyond those physical impacts discussed in other topical sections of [the] EIR."

Please refer to **Response GC-3** on page RTC-314 regarding why recirculation of the Draft EIR is not required. Regarding the assertion that the proposed project would result in direct impacts to the physical integrity of the 198 Fifth Street Building, please see **Response LU-2** on page RTC-139, **Response NO-1** on page RTC-217, **Response AQ-2** on page RTC-235, **Response CP-3** on page RTC-173, and **Response OC-2** on page RTC-293.

COMMENT PO-4: PROVISION OF OPEN SPACE

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

A-CPC-Antonini
O-YBNC1

Another issue that came up, there's a question is there enough open space? This would be something that staff could answer, not right this moment, but there was question as to whether the open space provided is, in fact, compliant with what's required. And certainly while that is not necessarily an EIR question per se, but it is an important question to be brought up during the whole discussion. *(Commissioner Michael Antonini; Transcript; November 20, 2014 [A-CPC-Antonini])*

The Office Scheme and Residential Scheme analyzed in the DEIR fall woefully short of current code requirements for open space. The deficit ranges from 8,000 square feet to over 22,000, depending on the scheme (see chart #1). The Project must be held to the standards of current Planning Code by providing what it can on site and paying an In-Lieu fee for any open space deficit. Anything less is a giveaway and unacceptable for an upzoning of this scale.

...

The DEIR's Open Space Section fails to present a transparent analysis of the open space required by City code in the C3 and Mixed Use zoning districts. Nor does it clearly explain how the non-compliant open space numbers used in the Project are reached. *(Unspecified Author, The Yerba Buena Neighborhood Consortium; Letter; November 20, 2014 [O-YBNC1])*

RESPONSE PO-4

These comments also state that the Draft EIR Project would not comply with existing Planning Code requirements that regulate the amount and type of open space to be provided within new developments. The location, programming, and type of open space on the site would be governed by the SUD and D4D. The provision of open space as part of the Draft EIR Project is addressed on pages 98 through 103 of the Draft EIR. As discussed, the Draft EIR Project would provide a combination of private and public open space to meet the requirements of Planning Code Sections 135 and 138 as permitted under Planning Code Section 138(g). As stated on page 102 and 103, both the Office Scheme and the Residential Scheme would exceed the required open space provisions. In addition, the Planning Code requirement for the open space provision for the Revised Project is approximately 33,600 gsf; the Revised Project would provide 59,450 gsf of open space, including 3,200 gsf of pedestrian improvements, a total amount of open space that also exceeds the requirements for the residential and commercial uses under Planning Code Sections 135 and 138. See Chapter II, Revised Project for additional information. Also refer to **Response PD-2** and **Response PS-1**, on pages RTC-94 and RTC-255 respectively, which also address the provision of open space on the project site.

E. LAND USE

The comments and corresponding responses in this section cover the following topics in Section IV.A, Land Use of the Draft EIR:

- LU-1: Description of existing conditions within the project vicinity
- LU-2: Compatibility of the project with surrounding land uses

COMMENT LU-1: DESCRIPTION OF EXISTING CONDITIONS WITHIN THE PROJECT VICINITY

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

I-Abbott
I-McVeigh2

As noted above, the draft EIR largely ignores the McVeigh building. The collage of site photographs strategically omits any photographs of the McVeigh building (DEIR p. 94) and the graphics of surrounding parcels draws no distinction between an open street level parking lot and the 5 story McVeigh Family Building. (See DEIR pp. 14, 23, 24, 25, 34, 35, 36, 37, 45, 53-56). The McVeigh building is omitted from the remaining photographs (DEIR pp. 61-64 as well as the text.) The only references are shown graphically (DEIR pp. 26-27) with no explanation that this is a functioning mixed use building. No other existing structure is impacted in terms of light, vibration, shadow, massing like the McVeigh building. As Attachment B reflects, the McVeigh building is hemmed in on two sides, dwarfed by a 340 foot high tower on the north, and a building twice its size to the west (Attachment C). The decision makers, the public, and the McVeigh family deserve better in terms of full disclosure. (*William Abbott, Abbott & Kindermann, LLP; Letter; January 7, 2015 [I-Abbott]*)

The McVeigh Family Building at 198 5th Street is a five story full basement non-reinforced masonry building built in 1912 on a 2,099 square foot lot corner lot. The ground floor was remodeled

extensively in 1959-60 and again in 1999-01. The upper floors totally remodeled in 1979-80. Further improvements were made in 2013. The building was seismically upgraded in 1985.

The following illustration [Refer to Appendix A, DEIR Comment Letters and Emails] demonstrates our physical relationship with the project. We have placed an X on this graphic to mark our building. It is clear that we have a zero property line relationship with the project. Given this obvious adjacency we have some serious concerns regarding the 5M Project and its very real consequences for us. (*Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2]*)

RESPONSE LU-1

This comment details the location and use of the building at 194-198 Fifth Street (also known as the Chieftain or McVeigh Building), referred to in this document as “198 Fifth Street.” This building is located within the same block and immediately adjacent to the project site, at the northwest corner of the Fifth Street and Howard Street intersection.

In response to the comment that “graphics of surrounding parcels draws no distinction between an open street level parking lot and the 5 story 198 Fifth Street building (See Draft EIR pages 14, 23, 24, 25, 34, 35, 36, 37, 45, and 53 through 56),” these figures are not intended to depict existing uses or building massing or other characteristics of surrounding development. Rather, the Draft EIR figures illustrate various components of the proposed project (and not off-site uses on a parcel map), including the location of the project site, existing site conditions, and project site plans. Surrounding building forms are generally depicted on these figures. The 198 Fifth Street building can be seen in the illustrative massing plan shown in **Figure II-6** on page 26 of the Draft EIR. As further shown in **Figures II-7 and II-9** (pages 27 and 29, respectively), the building can also be seen in the proposed building elevations presented for the Draft EIR Project, immediately adjacent to the proposed H-1 Building. These particular figures are intended to illustrate proposed project elevations and building mass and include the 198 Fifth Street building because it is immediately adjacent to the site.

The commenter's reference to the photos on page 94 of the Draft EIR (assumed to actually be page 194 of the Draft EIR in Section IV.C, Cultural and Paleontological Resources) are noted. The photos in this section are intended to identify and depict existing historical resources on and within the vicinity of the site. As discussed further in **Response CP-3** on page RTC-173, the 198 Fifth Street building was not considered a historical resource for the purposes of CEQA; therefore, a photo of this building was appropriately not included in this section of the Draft EIR. However, since publication of the Draft EIR, this building has been identified as a Category 3CS (individually eligible for listing on the California Register); accordingly, this RTC document treats the 198 Fifth Street building as a resource for purposes of the cultural resources analysis and associated noise and vibration analysis and mitigation measures. See **Response CP-3** on page RTC-173 and **Response NO-3** on page RTC-225. The analysis in this RTC Document confirms that there are no significant, unavoidable cultural resources, noise or vibration impacts on the 198 Fifth Street building as a result of the project. Also refer to **Response CP-3** on page RTC-173 for a description of the potential impacts to two nearby contributors to the Mint-Mission Historic District (959-965 Mission Street and 66 Mint Street) and the Kearny-Market-Mason-Sutter Conservation District (85-89 Fifth Street).

In addition, the visual simulations referred to in the comment (**Figures II-23 through II-26** on pages 61 through 64 of the Draft EIR) depict long-range views of the project site from various public vantage points. The commenter is correct that the 198 Fifth Street building is not visible from these distances, similar to many other nearby structures.

The Draft EIR acknowledges that residential uses are located within the immediate vicinity of the site (most often within mixed-use buildings with ground floor commercial uses, similar to the 198 Fifth Street building). Prominent buildings, which generally include landmark structures or other major buildings are specifically identified in the Draft EIR's discussion of surrounding land uses. The Draft EIR is modified as follows, beginning on page 68, to further acknowledge the presence of the 198 Fifth Street building, due to its immediate proximity to the project site:

Land uses in the vicinity of the site include hotel, retail, office, residential, convention, parking, and public facilities uses that typify Downtown San Francisco and its immediate surroundings in the SoMa neighborhood. North of the site, across Mission Street, land uses include those associated with the Old U.S. Mint Building (a National Historic landmark that is listed on the National Register of Historic Places) and Mint Plaza (Fifth and Mission Streets and 88 Fifth Street), including a pedestrian plaza, restaurants, cafes, and a multi-use performance venue, and the two-story S.F. Provident Loan Association building (66 Mint Street) (considered a historical resource for environmental review purposes).¹ The area surrounding the Mint, between Mission and Stevenson, and Fifth and Sixth streets includes the proposed Mint-Mission Article 11 Conservation District. East of the project site, across Fifth Street, land uses include a seven-story parking garage, an office building, and the 32-story Intercontinental San Francisco Hotel (888 Howard Street). This area contains the proposed addition to the Kearny-Market-Mason-Sutter (KMMS) Article 11 Conservation District. Immediately adjacent to the project site's southern boundary and within the same City block is a five-story mixed-use residential building with a ground-floor restaurant (194-198 Fifth Street). South of the project site, across Howard Street, land uses include one- to three-story mixed-use buildings and a project currently under construction. West of the site, adjacent to the Dempster Printing Building, land uses include one-to two-story light industrial-type buildings.

Page 130 of the Draft EIR is similarly revised as follows:

North of the site, across Mission Street, land uses include those associated with the Old U.S. Mint Building (a National Historic landmark that is listed on the National Register of Historic Places) and Mint Plaza, including a pedestrian plaza, restaurants, cafes, and a multi-use performance venue, the two-story S.F. Provident Loan Association building (considered a historical resource for environmental review purposes), and a 15-story, 152-foot-tall hotel project under construction at 942 Mission Street. East of the project site, across Fifth Street, buildings include a seven-story parking garage, an office building, and the 32-story, 340-foot tall Intercontinental San Francisco Hotel. Immediately adjacent to the project site's southern boundary and within the same City block is a five-story mixed-use residential building with a

ground-floor restaurant (194-198 Fifth Street). South of the project site, across Howard Street, buildings include one- to three-story mixed-use buildings and a two-tower, 85-foot-tall mixed-use/residential project currently under construction at 260 Fifth Street. West of the site, adjacent to the Dempster Printing Building, buildings include one-to two-story light industrial-type buildings.

Refer to **Response LU-2** on page RTC-139, **Response CP-3** on page RTC-173, **Response NO-1**, on page RTC-217 **Response NO-2** on page RTC-220, **Response NO-3** on page RTC-225, and **Response OC-2** on page RTC-294 which address the commenter's more specific concerns related to the proximity of this building to the project site and related environmental impacts, which are less than significant. Also refer to **Response PO-2** on page RTC-119.

COMMENT LU-2: COMPATIBILITY OF THE PROJECT WITH SURROUNDING LAND USES

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

I-Abbott
I-McVeigh2
I-McVeigh3

The McVeigh Family Building was constructed in 1912, and seismically upgraded in 1985. Ground floor uses are devoted to retail (the Chiefta[i]n) and the upper floor units have been upgraded as fully appointed residential units. The residential units enjoy views to the south, east and north. The residential tenants include professionals as well as aspiring app developers in a live/work setting. What the City seeks for SOMA is already embodied in the McVeigh building: a mixed use building which respects San Francisco's history while housing working professionals. It is no small irony that the 5M proposal stands to significantly degrade an existing mixed use site which already possesses the characteristics of what the City desires SOMA to become tomorrow. (*William Abbott, Abbott & Kindermann, LLP; Letter; January 7, 2015 [I-Abbott]*)

The DEIR relies upon the NOP for the proposition that the 5M project will not have direct impacts on housing since there is no housing onsite. However, the building will dramatically affect the inhabitability of the existing residential units in the McVeigh Family Building. As noted above, the DEIR omits any meaningful discussion of the McVeigh building, much less disclosure that one-half of the residential units draw their light from northern views. Attachment D [Refer to Appendix A, DEIR Comment Letters and Emails] reflects the effect of Building H-1 on the north facing residential units. The 5M proposal allows for a setback of 4' 9" and 2' 4" respectively for the northside bedroom and bathroom windows. None of these effects are disclosed by the DEIR. *(William Abbott, Abbott & Kindermann, LLP; Letter; January 7, 2015 [I-Abbott])*

The proposed massive design of the Project also raises concerns regarding the ongoing use and physical integrity of the property. The concerns cluster around the massive bulk of the project with the ensuing traffic, noise and vibration. The design of our building has the light well setback common to similar construction during the 1912 era. The H1 buildings, with no discernable setback and at zero lot line, are planned to soar 120 to 340 plus feet up, which will effectively plunge our north side apartments into darkness. Our tenants' fresh air and light will be severely compromised. *(Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2])*

The apartments do not have centralized HVAC. The north side (facing the proposed towers) bedrooms and bathrooms will have their air and light severely impacted. *(Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2])*

With a massive active underground parking structure directly next door and a major parking and delivery entrance on the West side of our building, the negative knock on effects are considerable. Again the X marks our building. *(Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2])*

Thus our position is simply given the greater bulk of H-1 regardless of the other buildings; we must seek the maximum mitigation and protection possible. (*Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2]*)

Our building has a setback. The windows for the bedrooms and the window for the bathroom now look out. Five stories is pretty tall right now on the corner of 5th and Howard. Five stories ain't going to be nothing once 5M is in place.

So, half of those apartments will look out onto, we're really not sure what, because it doesn't show any setback, and we've had no discussions or information on that. (*Sharon McVeigh Pettigrew; Transcript; November 20, 2014 [I-McVeigh3]*)

The bulk of the project is of concern... (*Sharon McVeigh Pettigrew; Transcript; November 20, 2014 [I-McVeigh3]*)

So, I'm worried about the eight people in the apartment. I'm worried about the ground floor and all the people that go to the Chiefta[i]n, and I'm also worried about the handicapped people and pedestrians that use Howard Street. (*Sharon McVeigh Pettigrew; Transcript; November 20, 2014 [I-McVeigh3]*)

RESPONSE LU-2

These comments relate to the Draft EIR Project's impact on the existing character and viability of the adjacent 198 Fifth Street building uses. Comments express concerns about the mass and bulk of the

Draft EIR Project compared to the adjacent structure, the setback between the project and the 198 Fifth Street building and the potential for the Draft EIR Project to cause land-use related conflicts.

The height and bulk of the Draft EIR Project is discussed on pages 95 through 97 of the Draft EIR and the project's land use mix and density in relation to adjacent land uses and the existing character of the site and vicinity is addressed on pages 145 through 147 of the Draft EIR. As discussed, the proposed land use mix and intensity of development on the site would create a mixed-use community on the site, the non-residential components of which are similar to existing uses on the project site, and which is similar to existing uses within the broader vicinity, and would not adversely affect the existing character of surrounding land uses, such that physical impacts would result. San Francisco, and the downtown area in particular, is characterized by a wide variety of building types, heights, and land use densities all within close proximity to one another. A recent example of high-rise construction occurring adjacent to smaller, older structures is the 480-foot-tall St. Regis Towers/Museum of the African Diaspora which is adjacent to 4- and 8-story buildings of older construction. In addition, the 706 Mission Street Project, which includes development of a 550-foot story tower adjacent and physically connected to an existing 10-story historic structure, will soon be under construction. Construction of taller, denser building types adjacent to smaller buildings of older construction would not inherently result in land use conflicts unless physical impacts would result. Physical impacts that could result due to construction or operation of the proposed project are addressed in the appropriate topical sections of the Draft EIR. Also see **Response CP-3** on page RTC-173, **Response NO-1** on page RTC-217, **Response NO-2** on page RTC-220, **Response NO-3** on page RTC-225, **Response NO-5** on page RTC-230, **Response AQ-3** on page RTC-239, and **Response OC-2** on page RTC-293 which further address these types of issues. Also refer to **Response PD-4** on page RTC-101 regarding proposed setbacks from adjacent property lines and structures. Refer to **Response TR-3** on page RTC-193 regarding impacts to pedestrians. There are no material changes under the Revised Project that impact this analysis.

Some of these comments express concerns that adjacent building occupants would have less access to air, light, and views from their residential units. In determining whether an environmental impact is

significant, the question is whether a project would affect the environment of persons in general, not whether a project would affect particular persons. Therefore, impacts related to access to light and air and private views affecting some occupants of one adjacent building are not considered to be significant impacts under CEQA. Moreover, as explained on page 4 of the Draft EIR, the proposed project is subject to Public Resources Code section 21099(d)(1), which eliminates aesthetics as an impact that can be considered in determining the significance of physical environmental effects under CEQA for projects meeting certain criteria. Therefore, these issues are not addressed in the Draft EIR. These issues would instead be addressed through project compliance with Planning Code and Building Code requirements related to building design (e.g., building setbacks and light, heat, and ventilation standards). The commenter's concerns regarding these issues would be forwarded to City decision-makers for consideration.

F. POPULATION AND HOUSING

The comments and corresponding responses in this section cover topics in Section IV.B, Population and Housing of the Draft EIR. These include topics related to:

- PH-1: Jobs-to Housing Balance
- PH-2: Affordable Housing

COMMENT PH-1: JOBS-TO-HOUSING BALANCE

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

A-CPC-Johnson
A-CPC-Wu
I-Cohen

I-Welch
O-FADF2

But what I will say is I'm not sure, based on my reading of the analysis that supports the EIR, that we can really say that there's a less than significant impact on the housing unit demand, given that 70 percent of the units in the proposed residential alternative are studios and one bedrooms.

I think that there should be clearer outlining of the analysis that supports the housing unit demand. And I think I tried to find it, and I really couldn't -- within again, the boundaries of the analysis, of course, of the EIR, not the other stuff that I would get to -- what is going to be the demand for larger unit sizes, and will that be spread out to the rest of the city, county and the region? I'd like to see that be clarified a little bit more at least in the housing impact analysis, if not in the EIR itself.

(Commissioner Christine D. Johnson; Transcript; November 20, 2014 [A-CPC-Johnson])

And with respect to how much housing costs or how much jobs are paying, those may not be environmental issues in and of themselves, but clearly the transportation impacts are. And so, again, I

would ask that that be explored. (*Commission President Cindy Wu; Transcript; November 20, 2014 [A-CPC-Wu]*)

So, I think it would be valuable for this EIR to look much more carefully at what really is the need generated by this project at income levels, and whether this project is fully mitigating, half mitigating, 33 percent mitigating, whatever it is, and that is something the EIR can do. (*Peter Cohen; Transcript; November 20, 2014 [I-Cohen]*)

First is there is not any real discussion in the public policy section of the passage of Proposition K and how it applies or if it applies. That should be included.

...

Finally, the easy and quick assumption of Commissioner Antonini that this is good mixed-use development because the workers are going to be living next to where they work, is without substance in this EIR.

It is a practice of this department never to look at how much workers make and how much they have to pay for housing. It is an absurdity to assume, minus data, on the price -- projected price of the market rate units, and the projected income of the workers to make the easy assumption that Commissioner Antonori (sic) makes.

That if you want to make that assumption, you're going to have to have the data that is not in this EIR that shows there's a reasonable nexus between what people earn working in that office building, and what they will pay in the housing immediately adjacent to it.

You don't have that data, you need it before you make easy assumptions, Commissioner. (*Calvin Welch; Transcript; November 20, 2014 [I-Welch]*)

We need an economic analysis that shows what the price of the housing will be and what the jobs in the office and retail spaces will be paying. If the people who will be working in these new office buildings will not be making enough money to be able to afford the rents or purchase prices of these new units, then this is inherently creating an environmental impact because employees will have to commute from somewhere-- perhaps from quite far away. (*Bernadette Sy, Executive Director, Filipino-American Development Foundation; Letter; January 6, 2015 [O-FADF2]*)

RESPONSE PH-1

The commenters request an additional economic analysis comparing housing costs to local job wages, a mismatch of which they contend would cause a significant impact related to increased trip generation and greenhouse gas ("GHG") emissions. The comments cite the potential for and request additional information concerning whether the project would cause disparities between the price of housing and job salaries.

Jobs-to-Housing Balance

Because housing-related issues are regional and Citywide in nature the Draft EIR's analysis of population and housing and other environmental impact topics do not assume that an individual project (such as the Draft EIR Project) would or would be required to provide a balance of housing costs and job wages. The Draft EIR Project (and Revised Project) would not displace any existing housing or people and no mitigation measures would be required to address population growth on the site because the threshold of significance is not whether a project itself provides a balance of housing costs and wages on an individual site but rather whether or not the project would induce substantial growth that cannot be accommodated or that exceeds growth projections such that physical impacts would result. Therefore, statements that the project would result in housing-related issues are outside of the scope of environmental review.

The Draft EIR addressed the issue of the provision of housing in relation to employment in the Project Description and in Section IV.B., Population and Housing, and did not identify any significant impacts associated with the Draft EIR Project as evaluated against existing conditions and the thresholds of significance. This issue is also evaluated for the Revised Project in Chapter II, Revised Project of this RTC document. As explained in the discussion of **Impact C-PH-1** on pages 175 to 177 of the Draft EIR, while the project would increase the number of jobs at the project site, it would not create demand for additional housing that exceeds the available supply, nor would it substantially contribute to the chronic shortage of housing in San Francisco and the San Francisco Bay Area. Transportation impacts related to the project were evaluated in Chapter IV.D, Transportation and Circulation, of the Draft EIR.

With respect to GHG emissions, as explained on page 646 of the Draft EIR, the Draft EIR Project (and Revised Project) would be required to comply with applicable ordinances that reduce greenhouse gas emissions as summarized in **Table 10** of the Greenhouse Gas Emissions Section of the Initial Study (page 88), and would comply with the City's Greenhouse Gas Reduction Strategy. As such, the Draft EIR Project would not result in any significant impacts with respect to GHG emissions. The conclusions of the Initial Study and Draft EIR remain applicable to the Revised Project, as discussed in Chapter II, Revised Project.

Request for Additional Analysis

As previously discussed, the analysis of population and housing-related impacts in the Draft EIR is adequate and no mitigation measures are required because no significant impacts related to population growth or the displacement of housing or people would result. The following is therefore provided for informational purposes in response to the above comments. In response to the request for additional analysis concerning proposed housing costs and jobs, as stated on page 51 of the Draft EIR, the number of employees and residents was generated in a population and employment analysis conducted by

Economic & Planning Systems that is based on assumptions related to the expected employee density of the site's proposed commercial space and average household size.⁶ The Revised Project would allow the following unit mix and levels of affordable housing:

- M-2 Building: 288 units. Approximately 74 percent of the units would be studios and one-bedrooms, and 26 percent would be two-bedroom units;
- N-1 Building: 414 units. Approximately 40 percent of the units would be studios and one-bedrooms, and 60 percent would be two-bedroom units;
- 20 percent of the on-site units in the M-2 building would be affordable units;
- The applicant would provide an in-lieu payment for units within the N-1 building, in satisfaction of the City's in-lieu requirement of 20 percent.

With respect to the comment that the Draft EIR Project could create an environmental impact because employees would have to commute to the project site from somewhere else "going against the fundamentals of SB 375 and AB 32," implementation of the Revised Project and inclusion of new housing and jobs would support SB 375 for a Sustainable Communities Strategy to reduce per-capita greenhouse-gas emissions. As described on page 167 in Section IV.B, Population and Housing in the Draft EIR, the northern portion of the project site (between Natoma and Mission Streets) and areas to the north and west are part of the Downtown Neighborhoods and Transit Infill Priority Development Area (PDA) recognized by ABAG, the Metropolitan Transportation Commission (MTC), and the Bay Area Air Quality Management District (BAAQMD). A PDA is an infill location of at least 100 acres served by transit that is designated for compact land development, along with investments in community improvements and infrastructure. The Downtown Neighborhoods and Transit Infill PDA is one of several PDAs in the City where 80 percent of new housing production and population growth in the City are expected to take place. In addition, the City's General Plan Housing Element

⁶ Economic & Planning Systems, Population and Employment Projections for the 5M Development, August 20, 2013. A copy of this document is available for review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, as part of Case File No. 2011.0409E.

identifies this area as an appropriate location for high-density housing near transit and jobs to meet the City's short- and longer-term housing production goals. The proposed residential and office development associated with the Draft EIR Project and Revised Project would not be considered to have a substantial adverse impact in and of itself because the site is located in close proximity to major transit corridors and employment centers in an area identified for increased growth and density under the proposed Central SoMa Plan. Planning for and investing in infrastructure and services to accommodate more intensive new development on the few remaining underutilized blocks in downtown San Francisco is one of the means by which San Francisco can potentially meet State mandates under SB 375 and reduce per-capita greenhouse-gas emissions.

COMMENT PH-2: AFFORDABLE HOUSING

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

A-CPC-Richards
I-Welch
O-AND

O-FADF2
O-GL2
O-SOMCAN2

O-VEC-Antonio
O-YBNC2

I like the fact that Prop K should be mentioned in this being that that probably happened after this was written. (*Commissioner Dennis Richards; Transcript; November 20, 2014 [A-CPC-Richards]*)

First is there is not any real discussion in the public policy section of the passage of Proposition K and how it applies or if it applies. That should be included.

...

Finally, the easy and quick assumption of Commissioner Antonini that this is good mixed-use development because the workers are going to be living next to where they work, is without substance in this EIR.

It is a practice of this department never to look at how much workers make and how much they have to pay for housing. It is an absurdity to assume, minus data, on the price -- projected price of the market rate units, and the projected income of the workers to make the easy assumption that Commissioner Antonori (sic) makes.

That if you want to make that assumption, you're going to have to have the data that is not in this EIR that shows there's a reasonable nexus between what people earn working in that office building, and what they will pay in the housing immediately adjacent to it.

You don't have that data, you need it before you make easy assumptions, Commissioner. (*Calvin Welch; Transcript; November 20, 2014 [I-Welch]*)

This project does not meet the needs for affordable housing as stated in the City's Housing Element of the General Plan. This project also does not meet the standards set for a minimum of 33% affordable housing established by Prop K passed by SF voters November, 2014. The City will not be able to meet its Prop K goals without large projects like these providing at least 33% of the units as affordable housing. (*Prescott Reavis, Asian Neighborhood Design, Letter, January 7, 2015 [O-AND]; and Bernadette Sy, Executive Director, Filipino-American Development Foundation, Letter, January 6, 2015 [O-FADF2]*)

The Draft EIR should be revised to address the impact of the Project's non-compliance with the City's affordable housing goals and policies, or, preferably, the Project should be modified to comply. (*Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2]*)

The Draft EIR also leaves out a meaningful discussion of... the recently-enacted Proposition K, which was passed by San Francisco voters to ensure a balance of affordable housing. (*Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2]*) AND (*Angelica Cabande, Organizational*

Director, and Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Letter; January 6, 2015 [O-SOMCAN2])

If approved, the project seeks an addition of 914 dwelling units with 663 parking spaces and 1,209 dwelling units with 756 parking spaces under the office scheme and residential scheme, respectively. The lack of affordable housing was an overwhelming concern voiced by our consumers and residents; disproportionately high demands are not fully addressed by the proposed project. Specifically, many reiterated the ongoing need for significantly more 1) affordable housing and 2) family and senior housing with an emphasis on suitable dwelling spaces of at least one to two bedroom units, with less of a need for studio apartments.

Accordingly, affordability of at least 33% of the new housing units proposed under the project are sought. Also, the type, size and income levels related to such affordable housing units remain crucial to our consumers and residents. *(Luisa M. Antonio, Executive Director, Veterans Equity Center; Letter; January 7, 2015 [O-VEC-Antonio])*

The DEIR does not assess the Project's compliance with Proposition K's 33% affordable housing City policy approved by the voters on November 4th (see chart on reverse). *(Unspecified Author, The Yerba Buena Neighborhood Consortium; Letter; November 20, 2014 [O-YBNC2])*

RESPONSE PH-2

The affordability of housing is primarily an economic and social concern that may result from an imbalance of housing types serving a range of income levels and, as such, is only relevant under CEQA insofar as it (1) serves to connect the proposed project to a physical adverse effect such as would occur if the affordable housing demand generated by the project would necessitate the

construction of additional housing to meet the demand, resulting in physical changes that created a significant indirect impact on the environment, or (2) is used as part of the measure of the significance of a physical environmental impact. Please see **Response ES-1** on page RTC-81 regarding the appropriate consideration of social and economic impacts under CEQA. In response to comments on this issue, the following information regarding the City's overall housing programs and regulations and the passage of 2014 Proposition K are provided for informational purposes.

The City of San Francisco does not generate an affordable housing demand calculation for individual project EIRs. Rather, in the General Plan, the City takes a comprehensive, citywide approach to meeting the demand for housing, and specifically affordable housing. One of the eight priority policies in the General Plan is that the City's supply of affordable housing should be preserved and enhanced. The discussion on pages 166-167 of the Draft EIR states that the Association of Bay Area Governments (ABAG) estimates that San Francisco will build 28,869 new housing units between 2014 and 2022, and that the project site and surrounding areas are identified as suitable for population and employment growth in various planning documents, including the General Plan, as described in Chapter III, Plans and Policies, of the Draft EIR. In addition, refer to the discussion on pages 173 through 175 of the Draft EIR related to employment on the site and resulting increase in the demand for housing.

To guide policy development, the City's adopted 2014 Housing Element provides detail regarding existing and forecasted conditions.⁷ The Housing Element analyzes San Francisco's population and employment trends, existing household characteristics, overall housing needs, and the capacity for new housing based on land supply and site opportunities. The City's analysis concludes that under the Housing Element, there are sufficient sites, available capacity, and sufficient policy and program support to accommodate the low- and moderate-income units that are needed to meet San Francisco's

⁷ The Draft EIR evaluated the Draft EIR Project for potential conflicts with the 2009 Housing Element, as the 2014 Housing Element was not yet adopted at the time the Draft EIR was published. However, the conclusions are the same.

regional allocation. The Housing Element contains specific objectives related to affordable housing. Of the 12 objectives in the Housing Element, more than half are directly related to the preservation and enhancement of the City's supply of affordable housing. The Housing Element analyzes the physical capacity for affordable housing development on in-fill sites, but it recognizes that such capacity does not create a legal requirement to develop the sites with affordable housing or assess their marketability. The Housing Element further recognizes that funding programs and subsidies are often required to facilitate creation of units affordable to households in the low- and moderate-income categories. The critical element to achieve that goal is ensuring the physical capacity to provide the housing.

The City's Housing Element, in accordance with State law, identifies existing and future programs and policies to facilitate the creation of units in all affordability categories. The Housing Element is implemented in part through various City policies, funding mechanisms, and programs to create affordable housing throughout the City. These include the Inclusionary Housing Ordinance, Surplus Property Ordinance, HOPE SF Program, and the Jobs-Housing Linkage Program. San Francisco's Inclusionary Housing Ordinance generally requires that residential developments of 10 or more units pay a fee according to a predetermined rate schedule, or provide a certain percentage of housing units either on-or off-site as affordable to low- and moderate-income households.

In November 2014, subsequent to the publication of the Draft EIR in October 2014, the City's voters passed 2014 Proposition K, which established the following as City policy:

- By 2020, the City will help construct or rehabilitate at least 30,000 homes, more than 50 percent of which will be affordable for middle class households, with at least 33 percent affordable for low- and moderate-income households;
- The City will attempt to ensure that 33 percent of new housing in areas that are rezoned to provide more residential development is affordable to low- and moderate-income households;

- The Mayor and Board of Supervisors will create a funding strategy to build new affordable housing, to purchase land for affordable housing, to preserve existing rental units, and to fund public housing rehabilitation;
- By January 1, 2015, the Mayor and the Board of Supervisors will introduce legislation requiring a regular review of the ratio of affordable to market-rate housing production; and
- The Board of Supervisors will hold an annual hearing on progress toward the City's housing goals and work with the Mayor to accomplish them.

While 2014 Proposition K is intended to address the City's housing needs by increasing housing production at all income levels on a City-wide basis, it does not set a requirement of reserving at least 33 percent of each new residential development for affordable housing. Rather, it attempts to help the City meet its affordable housing needs by requiring that at least 33 percent of the 30,000 homes that the City will help construct or rehabilitate be affordable to low- and moderate-income households. Therefore, the project does not fail to comply with 2014 Proposition K.

While the Housing Element generally promotes the creation and retention of affordable housing, it does not enumerate specific affordable housing requirements associated with proposed development. Such requirements are specified in the City's Residential Inclusionary Affordable Housing Program, which is aligned with both 2014 Proposition K and the General Plan Housing Element. Contained in Planning Code Section 415, the Inclusionary Housing Program requires the provision of affordable units and/or the payment of in-lieu fees for the development of affordable housing. More specifically, all projects involving 10 or more new dwelling units can pay an Affordable Housing Fee, or project sponsors may apply for an alternative to the fee in the form of providing on- or off-site affordable units.

As noted in the Chapter II, Project Description, the Draft EIR Project (and Revised Project) would be subject to compliance with the Inclusionary Housing requirements of Planning Code Section 415. Under the Revised Project, 20 percent of the residential units in building M-2 would be affordable,

exceeding the City's requirement for 12 percent on-site affordable units (refer to San Francisco Planning Code Table 415.3). Similarly, an in lieu payment would be made for Building N-1, in satisfaction of the City's in-lieu requirement of 20 percent. In addition, as part of the negotiations with the City regarding the proposed Development Agreement, and in response to community input, the sponsor has indicated that it would make affordable housing contributions in excess of the Code requirement. Specific details of how the Revised Project would comply with the above requirements, policies, and programs would be considered by City decision-makers.

G. CULTURAL AND PALEONTOLOGICAL RESOURCES

The comments and corresponding responses in this section cover the following topics in Section IV.C, Cultural and Paleontological Resources of the Draft EIR.

- CP-1: Completeness and adequacy of cultural resources analysis
- CP-2: Direct and indirect impacts on historical resources
- CP-3: 194-198 Fifth Street Building
- CP-4: Nomination of historical resources to City Landmark/National Register

COMMENT CP-1: COMPLETENESS AND ADEQUACY OF CULTURAL RESOURCES ANALYSIS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

A-HPC
A-CPC-Moore
O-SFH

The HPC noted that more attention should be paid to the revitalization of alleyways on the project block and broadly supports types of project alternatives that are protective of all historic resources in the project area. (*Karl Hasz, President, Historic Preservation Commission, Letter, November 18, 2014 [A-HPC]*)

I'd also like to express -- recognize my support for the comments made by [P]reservation. They sent a letter to us. All points raised in that letter are issues, which I considered also as deficient in the document, and I'd like to see them elevated. I will summarize with a little bit more time, the rest of my observations in writing. (*Commissioner Kathrin Moore; Transcript; November 20, 2014 [A-CPC-Moore]*)

As explained below, Heritage concurs with and amplifies concerns raised by the Historic Preservation Commission (HPC) regarding deficiencies in the DEIR and the project's direct and indirect impacts on historic and cultural resources.

The HPC's comment letter to the Planning Department, dated November 18, 2014, states that: (1) the DEIR's discussion of preservation alternatives is "unsatisfying" and lacks basic "information related to the retention and preservation of historic resources"; (2) more information is needed regarding 430 Natoma Street (the Camelline Building), an individually-eligible historic resource slated for demolition; (3) the project team should "work harder" to craft an alternative that would incorporate the Camelline Building, either in place or relocated; and... *(Mike Buhler, Executive Director, San Francisco Heritage; Letter; January 7, 2015 [O-SFH])*

RESPONSE CP-1

The comments addressed in this section request additional information with respect to historical resources (e.g., the Camelline Building, 430 Natoma Street) and/or raise concerns regarding the adequacy of analysis presented in Section IV.C, Cultural and Paleontological Resources of the Draft EIR.

The comments provided by the Historic Preservation Commission (HPC), and repeated by O-SFH-1 and A-CPC-Moore-3, do not specify what additional information regarding a Preservation Alternative and the Camelline Building is desired. Furthermore, under CEQA the discussion of feasible alternatives does not require the same detailed analysis as the proposed project.

A Preservation Alternative is presented in the Draft EIR (pages 620 through 631) that would retain all three historical resources within the project site, including the Camelline Building, which would be demolished by the Draft EIR Project but would be retained by the Revised Project. The Preservation Alternative has been identified as the Environmentally Superior alternative (pages 634 through 635)

and would achieve most of the project's objectives. To the extent that commenters are requesting a scheme that incorporates the Camelline Building into the proposed project, please see Chapter II, Revised Project of this document regarding the Revised Project. The Revised Project would be substantially similar to the Preservation Alternative, would retain the Camelline Building, and would be the project considered by City decision-makers as part of the project approval process. Also refer to **Response AL-3** on page RTC-272, for a description of how the Preservation Alternative was developed.

A thorough evaluation of the Camelline Building was completed for the project. It included background research and a field survey to identify building permits, previous occupants and uses of the building, and character-defining features. Department of Parks and Recreation (DPR) 523 series forms were prepared for the Camelline Building that include a physical description of the property, a description of the property's history, and an assessment of the property's historic significance and integrity. This information is summarized in Section IV.C, Cultural and Paleontological Resources in the Draft EIR and a technical study was prepared for the project by Architectural Resources Group.⁸ As stated in the Draft EIR, impacts related to the demolition of the Camelline Building were identified as significant and unavoidable; however, this impact would be avoided with implementation of the Revised Project that would entail, among other things, preserving this building *in situ*.

Since the Revised Project would retain the Camelline Building, **Impact CP-3** and associated **Mitigation Measure M-CP-3** has been revised to reflect the fact that the Camelline Building would not be demolished and to establish requirements that would apply in the event modification of the Camelline Building exterior is proposed in the future (text of the revised **Mitigation Measure M-CP-3** is provided in Chapter V, Draft EIR Revisions of this RTC document). The description of **Impact**

⁸ Architectural Resources Group, *5M Development Project Area Historical Resources Evaluation Report (HRE)*, San Francisco, California, September 2014. A copy of this document is available for review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, as part of Case File No. 2011.0409E.

CP-3 and the language of **Mitigation Measure M-CP-3** as set forth in the Draft EIR described and were intended to partially mitigate significant and unavoidable impacts related to demolition of the Camelline Building. With the exception of the Camelline Building's retention, the Revised Project does not materially change the analysis of potential impacts to cultural and paleontological resources as compared to the Draft EIR Project. Potential impacts and mitigation measures identified in the Draft EIR that are applicable to historical resources are extended to the Camelline Building, as appropriate, and include the revisions to **Mitigation Measure M-CP-3**. Therefore, the following text from pages 232 through 234 of the Draft EIR is revised as follows:

Impact CP-3: The Office Scheme or Residential Scheme Project wouldcould cause a substantial adverse change in the significance of a historical resource due to the potential for future exterior modifications to demolition of the Camelline Building (430 Natoma Street), a historical resource under CEQA. (Less Than Significant with MitigationSignificant and Unavoidable with Mitigation)

The Camelline Building at 430 Natoma Street would be demolished as part of the project to allow for construction of Building N 2. The Camelline Building is a historical resource under CEQA due to its eligibility for listing in the California Register under Criterion 3 (architecture) as a well-preserved example of the type of multi-purpose, loft-style light industrial building that characterized much of the SoMa area's rebuilding in the 1920s. Demolition of this building would result in a significant impact to a historical resource as it would result in the material impairment of the building's significance through the loss of historic fabric that conveys its significance and justifies its California Register eligibility. Relocation of this building would potentially mitigate project impacts to a less than significant level if the orientation, setting, and general environment of the relocated building are comparable to those of its historic location and compatible with the resource's significance. The San Francisco Planning Department's online Property Information Map, along with Google Maps aerial and street views of the South of Market area were reviewed in an effort to identify unimproved lots that satisfy all of the following criteria:

- ~~Single lot of similar size to the Camelline Building parcel 3725-042 (approximately 80' x 40');~~
- ~~Lot outside the 5M project site;~~
- ~~Lot with southeasterly orientation, like parcel 3725-042;~~
- ~~Lot within 1/4 mile of parcel 3725-042;~~
- ~~Lot that would allow for ongoing exposure of Camelline Building's west wall; and Lot with buildings in the immediate vicinity similar to the Camelline Building in age or size.~~

~~No suitable relocation sites within a 1/4 mile of the project site that satisfy the above criteria were identified, and as a result, relocation as a possible mitigation to project demolition of the Camelline Building is not proposed.~~

Unlike the Draft EIR Project, the Revised Project would not demolish the Camelline Building (430 Natoma Street), which is a historical resource under CEQA due to its eligibility for listing in the California Register under Criterion 3 (architecture) as a well-preserved example of the type of multi-purpose, loft-style light industrial building that characterized much of the SoMa area's rebuilding in the 1920s. Instead, the existing Camelline Building would be retained and continue to be used as a 9,600 square foot office building.

While the building has undergone some alteration to the interior and entrance, its form and ornamentation is largely intact and it retains a high degree of integrity, design, materials, and workmanship to convey its significance under Criterion 3.⁹ No renovation of the Camelline Building is proposed as part of the Revised Project. However, in the event modification of the Camelline Building exterior is proposed in the future, inappropriate renovation would have the potential to cause a substantial adverse change in the building's historical significance by

⁹ Architectural Resources Group, *5M Development Project Area Historical Resources Evaluation Report (HRE)*, San Francisco, California, September 2014. A copy of this document is available for review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, as part of Case File No. 2011.0409E.

materially altering in an adverse manner those character-defining features that convey its historical significance. Therefore, care and oversight would be needed to ensure that any such future exterior modification does not compromise the building's historical integrity.

Mitigation Measure M-CP-3: Any future modification of the exterior of the Camelline Building shall be subject to the following: prior to issuance of site or construction permits related directly to the Camelline Building, proposed plans for the modification of the exterior of the Camelline Building shall be submitted to the Planning Department Preservation Technical Specialist for review and approval. Any work that affects the character-defining features of the exterior of the Camelline Building shall be conducted in accordance with the *Secretary of the Interior's Standards for Rehabilitation* and undertaken with the assistance of a historic preservation architect meeting the *Secretary of the Interior's Professional Qualifications Standards*. The historic preservation architect shall evaluate any such proposed exterior modification to assess the treatment of the building's character-defining features and for conformance with the *Secretary of the Interior's Standards for Rehabilitation*. The historic preservation architect shall regularly evaluate any such ongoing renovation to ensure it continues to satisfy the Standards and will submit status reports to the Planning Department Preservation Technical Specialist according to a schedule agreed upon prior to the commencement of the work. ~~Prior to issuance of demolition or site permits related directly to the Camelline Building, the project applicant shall undertake Historic American Building Survey (HABS) documentation of the Camelline Building at 430 Natoma Street. The documentation shall be undertaken by a qualified professional who meets, at a minimum, the Secretary of the Interior's Professional Qualifications Standards for architectural history or historic architecture. Documentation shall be conducted in consultation with a Planning Department Preservation Technical Specialist and will be submitted for review and approval by the Department's Preservation Technical Specialist. The documentation shall consist of the following:~~

- ~~• Measured Drawings: Existing drawings of the Camelline Building, if available, shall be photographed with large format negatives or photographically reproduced on Mylar. In~~

~~the absence of existing drawings, full measured drawings of the building's plan and primary (south and west) elevations shall be prepared.~~

- ~~• HABS Level Photographs: Digital photographs of the interior and the exterior of the subject property. Large format negatives are not required. The scope of the digital photographs shall be reviewed by Planning Department Preservation Technical Specialist for concurrence. The photography shall be undertaken by a qualified professional with demonstrated experience in HABS photography; and~~
- ~~• Historical Overview: In consultation with a Planning Department Preservation Technical Specialist, a qualified historian or architectural historian shall assemble historical background information relevant to the Camelline Building and its setting. Much, if not all, of this information may be drawn from the Historical Resource Evaluation Report (HRE) for the project. To ensure its public accessibility, the documentation shall be filed with the Planning Department, San Francisco History Center at the Main Library, the Northwest Information Center of the California Historical Resources Information System, and San Francisco Architectural Heritage.~~
- ~~• Interpretive Display: A permanent interpretative display shall be installed on the project site, within a lobby or other public area proximate to the footprint of the Camelline Building, and of sufficient size to present a photograph and text discussing the building.~~

Implementation of **Mitigation Measure M-CP-3** will reduce Impact CP-3, ~~but not~~ to a less-than-significant level. ~~Therefore, the impact will be significant and unavoidable.~~

COMMENT CP-2: DIRECT AND INDIRECT IMPACTS ON HISTORICAL RESOURCES

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

A-HPC
O-SFH

The HPC is concerned about the project's scale and its overall combined effect on historical resources in the area. (*Karl Hasz, President, Historic Preservation Commission, Letter, November 18, 2014 [A-HPC]*)

The DEIR fails to acknowledge significant adverse impacts on historic resources related to the height, bulk and massing of new construction. A fundamental tenet of the Secretary of the Interior's Standards provides that new construction within a historic context must be "differentiated from the old and ... compatible with the historic materials, features, size, scale and proportion, and massing to protect the integrity of the property and its environment."⁵ This concept is intended to be broad enough to accommodate contemporary architectural expressions, designs that more closely adhere to the relevant historical style or styles, or something in between.

The scale and massing of the 5M Project threatens to overwhelm the Chronicle Building and surrounding historic buildings in the SoMa neighborhood. The project proposes to construct a 470-foot residential tower immediately behind the three-story Chronicle Building.⁶ It would also abut and envelop 194-198 5th Street, located at 5th and Howard, which is individually eligible for the California Register of Historic Resources.

The DEIR states that the proposed project would "incorporate several design elements that would address project compatibility to adjacent historical resources related to scale and massing."⁷ Thoughtful design can mediate the transition between old and new, but the size and scale of the 5M Project would radically change views to and from — and the relationships between — historic buildings in the vicinity and irrevocably alter the smallscale character of the neighborhood. The Historical Resource Evaluation Report (HRER) prepared by Architectural Resources Group acknowledges that, "the new buildings run the risk of visually overwhelming those resources."⁸ Although the HRER recommends several design elements intended to reduce this risk, Heritage believes that the visual impact of the project — based on its currently proposed size and scale — cannot be mitigated to a less than significant level. (*Mike Buhler, Executive Director, San Francisco Heritage; Letter; January 7, 2015 [O-SFH]*)

Heritage is also deeply concerned about the growth-inducing impacts that would flow from such a dramatic increase in density on the Project Site. Although the DEIR recognizes that demolition of the Camelline Building, “in combination with demolition or removal of historical resources by past, present, and reasonably foreseeable future projects, would make a cumulatively considerable contribution to a significant impact,”⁹ it fails to address the likelihood of upzoning in the area around the Project Site. Nor does the DEIR prescribe any mitigation measures to safeguard the prevailing density, uses, and character of the neighborhood (e.g., through formal designation of identified historic districts and/or the proposed SoMa Filipinas Social Heritage District). *(Mike Buhler, Executive Director, San Francisco Heritage; Letter; January 7, 2015 [O-SFH])*

Require the project sponsor to purchase Transferable Development Rights to exceed existing FAR limits. Additional measures should be imposed to mitigate potential adverse impacts on adjacent historic resources, especially the Old Mint — inarguably the most significant historic resource in the shadow of 5M...

In order to assure some benefit accrues to the Mint, Heritage suggests enlarging the SUD boundaries to include the footprint of the Mint...

A secondary approach after, or in tandem with, pursuing the expansion of TDR supply would be to create an in-lieu TDR credit where project sponsors pay into the City’s existing Historic Preservation Fund or fund specific preservation projects in the immediate vicinity. As a recent example, the Intercontinental Hotel project at 5th and Howard partially funded the creation of new public open space at Mint Plaza in 2002. *(Mike Buhler, Executive Director, San Francisco Heritage; Letter; January 7, 2015 [O-SFH])*

The HPC's comment letter to the Planning Department, dated November 18, 2014, states that... and (4) the HPC is concerned about the project's scale and its overall combined effect on historic resources in the area. (*Mike Buhler, Executive Director, San Francisco Heritage; Letter; January 7, 2015 [O-SFH]*)

RESPONSE CP-2

The comments addressed in this section assert that the Draft EIR: 1) does not adequately address the effects of the Draft EIR Project's scale and massing on historical resources; 2) does not address the impacts related to the increase in density area around the project site as the result of likely "upzoning;" and 3) does not provide mitigation measures to safeguard the prevailing density, uses, and character of the neighborhood (e.g., through formal designation of identified historic districts). One comment also recommends purchase of Transferable Development Rights (TDR) by the project sponsor.

The commenter's statement that the HRE "acknowledges that... 'the new buildings run the risk of visually overwhelming [nearby historical] resources'" omits the full discussion from the HRE, as follows:

"Because the height and scale of the proposed new construction is much greater than that of nearby historic resources, the new buildings run the risk of visually overwhelming those resources. Based on the project drawings, the proposed project incorporates several design elements that counter this risk and serve to reduce the project's impact on historical resources." [Emphasis in italics]

As indicated in the full excerpt, the statement that "the new buildings run the risk of visually overwhelming those resources," including the Chronicle Building and 194-198 Fifth Street, was simply an acknowledgement that the design of the new buildings, given their size, needs to be handled carefully to ensure compatibility with their surroundings.

Both the HRE and Draft EIR (page 239) identify design elements that reduce the Draft EIR Project's impacts on historical resources, including: 1) restricting the area of new building footprints to not exceed that of the Chronicle Building; 2) no proposed above-ground direct connections between new and historic buildings; 3) use of streetscaping, landscaping and open space elements; and 4) variable building heights to differentiate between existing and proposed buildings.

The comments do not reference the CEQA significance standard, which is whether the project would cause a "substantial adverse change in the significance of a historical resource." The HRE and Draft EIR analyze the Draft EIR Project, including the required design elements, and conclude that the project would be consistent with the CEQA significance standard and impacts would be less than significant, based in part of the design elements of the project that would ensure compatibility of resources with their surroundings.

With respect to the prevailing density and character of the neighborhood, the area surrounding the project site is characterized by a wide variety of densities, uses and character. The east side of Fifth Street in the vicinity of the project site, for example, is characterized by several large-scale, non-historic buildings, including the Intercontinental Hotel. The nearby Western SoMa Light Industrial and Residential Historic District is an expansive area, and the project site and area around it do not possess the prevailing density, use and character that characterize the Historic District. The District does not include the project site, and instead, it terminates just west of Sixth Street, approximately a block away from the project area.

Extensive research conducted in preparation of the HRE revealed no "identified historic districts" in the project vicinity that are awaiting formal designation. Subsequent to publication of the HRE and Draft EIR, however, the City proposed the Mint-Mission Historic District and an addition to the

Kearny-Market-Mason-Sutter Conservation District.¹⁰ These districts are near the project area along with the aforementioned Western SoMa Light Industrial and Residential Historic District, and the Sixth Street Lodginghouse Historic District. None of the buildings within the project site contribute to any of these districts. Potential impacts to two nearby contributors to the Mint-Mission Historic District (959-965 Mission Street and 66 Mint Street) and the Kearny-Market-Mason-Sutter Conservation District (85-89 Fifth Street) are assessed in the Draft EIR. Mitigation of potential impacts to reduce impacts to a less-than-significant level is proposed for 959-965 Mission Street and 66 Mint Street in **Mitigation Measure M-CP-2a**.

To address potential impacts to those newly proposed historical resources that are closest to the project site, four additional historical buildings have been added to **Mitigation Measure M-CP-2a** (see Chapter V, Draft EIR Revisions). These resources include the Camelline Building and two contributors to the Mint-Mission Historic District—the Land Hotel/Chronicle Hotel at 936 Mission Street and the Ford Apartments at 951-957 Mission Street, also known as the Mint Mall. These resources have been assigned status codes of “3CD,” indicating eligibility for listing in the California Register of Historical resources as contributors to a district. As explained in Response CP-3 below, the 194-198 Fifth Street building has also been added to **Mitigation Measure M-CP-2a**.

Regarding the proposed Filipino Social Heritage District, this proposed Special Use District (SUD) was identified as part of the Western SoMa Community Plan planning process. The commenter does not identify what potential impacts the Draft EIR Project would have on the proposed SUD. A full description of the proposed SUD, including identification of associated “community assets,” is included in a document available on the San Francisco Planning Department website (“Recognizing, Protecting and Memorializing South of Market Filipino Social Heritage Neighborhood Resources,” July 13, 2011, PDF available at <http://www.sf-planning.org/index.aspx?page=3545>). This proposed

¹⁰ San Francisco Planning Department, *Draft Central SoMa Historic Context Statement and Historic Resource Survey*. Website: http://www.sfplanning.org/ftp/files/Preservation/central_soma_hrs/HP_CentralSoma_Historic_Context_Statement_Draft.pdf, March 16, 2015.

SUD extends beyond the boundaries of the Western SoMa Plan Area and includes the 5M Project area. No identified community assets associated with the proposed SUD are located within the project site.

Three community assets are identified as part of the proposed Filipino Social Heritage District SUD and are in the vicinity of the project site:

- A monument in the Old Mint (88 Fifth Street), which monument is not specified;
- The California Casket Building (959-965 Mission St), which houses the Filipino American Arts Exposition; and
- The building at 951-957 Mission Street, which houses the Filipino Senior Resource Center, the Mint Hall Residence, and the Mint Mall.

Potential impacts to the Old Mint and California Casket Building are already considered in the Draft EIR, and no additional impacts are anticipated related to the proposed SUD. The building at 951-957 Mission Street (built in 1916) is identified in the HRE as a Category B building and is a contributor to the proposed Mint-Mission Historic District. Following completion of the HRE, the Planning Department revised the property's Property Information Map listing (propertymap.sfplanning.org/?dept=planning) and now classifies the building as Category A – Known Historic Resource.

To address the Revised Project's potential impacts to 951-957 Mission Street, the following text from **Mitigation Measure M-CP-2a** on page 229 of the Draft EIR is modified. Note that the modified text also incorporates the Camelline Building (430 Natoma Street), which would be preserved by the Revised Project, as well as 194-198 Fifth Street and 936 Mission Street. None of these changes would materially affect the Draft EIR analysis. (Please see **Response CP-3** on page RTC-173 for additional discussion regarding 194-198 Fifth Street). The following text from page 229 of the Draft EIR is modified as follows:

Mitigation Measure M-CP-2a: Prior to demolition and construction of any building, a historic preservation architect and a structural engineer shall undertake an existing condition study of the following nine ~~five~~ buildings:

- 936 Mission Street;
- 951-957 Mission Street;
- 194-198 Fifth Street;
- 430 Natoma Street;
- 901-933 Mission Street;
- 447-449 Minna Street;
- 88 Fifth Street;
- 66 Mint Street; and
- 959-965 Mission Street.

The following text from pages 238 to 241 (**Impact CP-6**) of the Draft EIR is modified to account for the building at 951-957 Mission Street and the Camelline Building (430 Natoma Street), which would be retained by the Revised Project with the elimination of Building N-2, as follows (none of these changes would materially affect the Draft EIR analysis):

Project design-related impacts to adjacent Category A historical resources, and Category B potential historical resources, are assessed in the HRE. The assessment considers the massing, size, and scale of proposed buildings H-1, M-2, and N-1, ~~and N-2~~ and their potential to result in a significant impact (material damage) by visually overwhelming nearby historical resources, including the Chronicle Building, Dempster Printing Building, Camelline Building, The Old Mint, California Casket Company Building, Provident Loan Association Building, and Pickwick Hotel. The analysis considers whether the size and massing of the proposed buildings on parcels H-1, M-2, and N-1, ~~and N-2~~ could indirectly alter or in some way impair the

attributes of the existing historic buildings that the historic integrity of those historic buildings could be substantially compromised or diminished.

The proposed project would incorporate several design elements that would address project compatibility to adjacent historical resources related to scale and massing. These design elements and principles include:

- Introducing uses into multiple new buildings that would be accommodated in buildings with footprints similar in size to, or smaller than, the footprint of the Chronicle Building.
- Setting apart the new construction from the historic buildings on site to prevent obscuring the physical extent of the historic buildings. In particular, there would be no above-ground direct connections between new-construction buildings and historical resources.
- Employing streetscaping, landscaping and open space elements, including the ~~proposed relocation of Mary Street between Minna and Natoma Streets, as well as the proposed new plaza,~~ to significantly separate the proposed construction from the historic Dempster Printing Building at 447-449 Minna Street. Additional open space would be provided surrounding the Camelline Building for the Revised Project.
- Distributing heights variably on the site to differentiate between existing buildings and proposed, old and new. ~~The proposed height of the building immediately east of 447-449 Minna Street, Building N 2, is 174 feet, significantly lower than the height of Building N 1 to the east. Building N 2 thus eases the transition between 447-449 Minna Street and the 400-foot high Building N 1 by “stepping down” the new development. For example,~~ the proposed location for Building H-1, along Fifth Street in the southwest corner of the project site, is away from the Chronicle Building, 447-449 Minna Street, and nearby Category A resources. This location is also directly across Fifth Street from the tallest building in the vicinity of the 5M Development project Area: the 340-foot-tall Intercontinental Hotel at 888 Howard Street.

- Avoiding physical alterations to existing or eligible buildings to accommodate parking, by designing vehicle entrances to the project's underground parking garage at buildings M-2, N-1, and H-1. Neither the Chronicle Building nor 447-449 Minna Street would be impacted by the proposed parking garage entrances.

The design features and siting of the proposed project would not adversely affect the setting of the Chronicle Building, Dempster Printing Building, Camelline Building, The Old Mint, California Casket Company Building, Provident Loan Association Building, Pickwick Hotel, and adjacent Category B buildings at 194-198 Fifth Street and 934 Howard Street ~~would~~ such that the integrity of the resources would be substantially compromised. Furthermore, although specific design details regarding the project's proposed building materials and wall treatments have not been finalized, the project Design for Development document identifies design standards and guidelines related to:

- Streetwall setbacks;
- Upper level setbacks;
- Streetwall variations;
- Ground floor articulation;
- Ground floor entries;
- Building façade articulation;
- Façade proportions;
- Preferred materiality;
- Preferred color palettes
- Tower completion strategies;
- Building ornamentation; and
- Existing structures.

Under the Fifth and Mission SUD, site and/or building permits for each new building within the Project would be subject to City review to confirm consistency with the standards and guidelines set forth in the D4D. As part of this review, Planning Department Preservation staff would review proposed building materials and wall treatments to ensure compatibility and consistency with the above-listed standards and guidelines for new construction are reflected in specific building plans, including a review of those specific locations where new construction is proposed immediately adjacent to known or potential historical resources:

- the Fifth Street façades of Building N-1 and the Chronicle Building (901-933 Mission Street);
- the Mission Street façades of Building M-2 and the Chronicle Building (901-933 Mission Street);
- the Fifth Street façades of Building H-1 and 194- 198 Fifth Street; ~~and~~
- the Howard Street façades of Building H-1, 194-198 Fifth Street, and 934 Howard Street; ~~;~~
- the Natoma and Mary Street facades of Building H-1 and the Camelline Building (430 Natoma Street); and
- the Mission Street facades of Building M-2 and the building at 951-957 Mission Street.

In addition, the Draft EIR has identified a potential impact (**Impact CP-2**) from groundborne vibrations to the Old Mint that would be mitigated to less than significant with implementation of **Mitigation Measure M-CP-2a and M-CP-2b**. The commenter does not state how purchase or transfer of TDR rights or other TDR mechanism would mitigate a specific impact to the Old Mint that is not otherwise addressed at **M-CP-2a and M-CP-2b**.

COMMENT CP-3: 194-198 FIFTH STREET BUILDING

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below:

O-SFH
I-Abbott
I-McVeigh2

The DEIR relies on an outdated status code for 194-198 5th Street and, therefore, does not consider potential adverse impacts caused by incompatible and out-sized new construction immediately adjacent. Built in 1912 as the Hotel George, the ground floor of 194-198 5th Street was once occupied by the legendary M&M Tavern, continuously operated by the McVeigh family from 1934 to 1989. New photographic evidence showing “exceptional physical integrity” on the upper floors has led the Planning Department to recommend a new status code of 3CS (individually eligible for the California Register) in the draft Central SoMa Historic Resources Survey. (*Mike Buhler, Executive Director, San Francisco Heritage; Letter; January 7, 2015 [O-SFH]*)

Finally, the mitigation analysis and strategy is predicated on a false legal assumption. It assumes that 5M has the right to commit trespass with significant vibration impacts to adjacent parcels. Additionally, the DEIR assumes that the City and/or developer holds the legal right to enter and repair an adversely impacted building not under the control of the City or applicant. On what factual or legal basis does the City conclude that necessary repairs can be undertaken by 5M on property it does not own or control, a necessary predicate fact to supporting a conclusion of less than significant impact?

...

The DEIR includes sections relating to cultural resources, which include historical resources under CEQA. In paraphrasing Impact CP-2, "the Project could cause a substantial adverse change in historical resources in the immediate vicinity of the Project area due to below-grade excavation and foundation work, the demolition of six buildings, possible pile driving, and associated ground-borne

vibrations." The DEIR goes on to describe five historic structures located between 25 and 115 feet from the proposed construction; the McVeigh Family Building, which is over 100 years old and closer to the Project, is not listed. The DEIR identifies that there is a potentially significant impact to the five historic structures. Mitigation Measure M-CP-2c relates to a determination of the potential for settlement such that shoring or underpinning is needed at the five historic structures.

...

Apparently, the reason that the McVeigh Family Building is not included in this section of the DEIR is that it does not meet various thresholds to be considered a historic structure. Nonetheless, all of the associated construction- and excavation-induced settlement impacts have the potential to damage the McVeigh Family Building to a greater degree than the listed structures because it is closer to the Project.

...

The DEIR describes five historic structures located between 25 and 115 feet from the proposed construction and identifies that there is a potentially significant impact to these structures due to ground-borne vibrations. Mitigation Measure M-CP-2a prescribes that a historic preservation architect and a structural engineer perform an existing condition study of the structures to document cracks or spalls with continued monitoring during construction to assess adverse impacts from construction. Mitigation Measure M-CP-2b calls for an assessment of potential construction-related vibrations and possible monitoring of vibrations. The McVeigh Family Building, which is over 100 years old, is not included in this section of the DEIR because it does not meet various thresholds to be considered a historic structure. Nonetheless, all of the associated ground-borne vibration impacts have the potential to damage the McVeigh Family Building to a greater degree than the listed structures because it is closer to the Project.

...

As a minimum, we recommend that the McVeigh Family Building be afforded the same protections as provided in Mitigation Measures M-CP-2a and M-CP-2b. However, given the lack of consideration given to the McVeigh Family Building, the DEIR requires revision to address these potential impacts to the building since they will be more significant at the McVeigh Family Building in comparison to the more-distant other buildings. Ideally, the site-specific vibration studies identified in Mitigation

Measures M-CP-2a and M-CP-2b should be performed prior to approval of the DEIR. These studies should include consideration of the potential for the underlying geologic materials to amplify or attenuate vibrations. (*William Abbott, Abbott & Kindermann, LLP; Letter; January 7, 2015 [I-Abbott]*)

We are not historic, just old, but subject to the same dynamic forces the report cites as a potential for causing severe damage. Page 390 states: "Pile driving would most adversely affect the sensitive residential uses that are 75 feet from the project boundary". We are zero feet from the H-1 boundary and we are an apartment house.

Those properties are afforded protections cited in Mitigation Measures M-CP-2a and M-CP-2b as described in Section IV.C., Cultural Resources. We are at ZERO distance and must be afforded the same protections. Given the real potential of damage and litigation, we must also be free to choose the engineering firm as well. (*Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2]*)

RESPONSE CP-3

The comments addressed in this section (1) request that protections from project impacts to historical resources described in **Mitigation Measures M-CP-2a and M-CP-2b** be extended to the building at 194-198 Fifth Street; and (2) perceive that the project would have "the right to commit trespass with significant vibration impacts to adjacent parcels". In addition, comments also indicate that the status code of the 194-198 Fifth Street building as identified in the Draft EIR and accompanying HRE may be outdated.

The HRE prepared for the project identified Category A and B resources in the vicinity of the project site. At the time the HRE was completed, the building at 194-198 Fifth Street was identified as a Category B building on the San Francisco Planning Department's Planning Information Map webpage. Following completion of the HRE, the *Draft SoMa Historic Context Statement & Historic*

Resource Survey (March 16, 2015) indicated that the Planning Department recommends a status of “3CS” for 194-198 Fifth Street, indicating that the building is eligible for listing in the California Register of Historical Resources.

As such, the 198 Fifth Street building is evaluated in this RTC Document in order to avoid impacts to this resource. It is acknowledged that groundborne vibrations have the potential to impact the property at 194-198 Fifth Street as well as the building at 430 Natoma Street (the Camilline Building, which would be retained under the Revised Project) due to the proximity and age of both buildings. Therefore, the Mitigation Measures outlined in **M-CP-2a, 2c, and 2d** are modified to include the buildings at 194-198 Fifth Street and 430 Natoma Street. **Mitigation Measure M-CP-2a** has been revised under **Response CP-2** above (see page RTC 163) to include 194-198 Fifth Street. Because of the distance of the 959-965 Mission Street building from the project site, it is determined that this building does not need to be included in the below mitigation measure and instead would be monitored for cracking and other damage during construction activities (and this building is identified and covered under Mitigation Measure CP-2a).

The following text from page 231 (**Impact CP-2**) of the Draft EIR is therefore modified to account for the buildings at 194-198 Fifth Street and 430 Natoma Street and to remove the 959-965 Mission Street building. Note that the text for **M-CP-2a** (above, under **Response CP-2** on page RTC-163) and below at **M-CP-2d** is also revised to account for the Camelline Building (430 Natoma Street), which would be preserved by the Revised Project.:

Mitigation Measure M-CP-2c: Prior to demolition and construction, a registered structural engineer with experience in the rehabilitation and restoration of historic buildings shall determine whether, due to the nature of the site’s soils, the proposed method of soil removal, and the existing foundations of the historic buildings, project-related excavations have the potential to cause settlement such that underpinning and/or shoring of 901-933 Mission Street, 194-198 Fifth Street, and/or, 430 Natoma Street~~959-965 Mission Street~~, and/or 447 Minna Street will be required. If underpinning or shoring is determined to be necessary, appropriate designs

shall be prepared and implemented. All documents prepared in accordance with this Measure will be provided to the Preservation Technical Specialist assigned to the project and reviewed and approved by the appropriate permitting Department.

Mitigation Measure M-CP-2d: Prior to demolition and construction, a historic preservation architect shall establish a training program that emphasizes the importance of protecting historical resources for construction workers who are anticipated to work directly with potentially sensitive areas, such as workers involved in excavation or demolition. This program shall include information on recognizing historic fabric and materials, and directions on how to exercise care when working around and operating equipment near 901-933 Mission Street, 959-965 Mission Street, 194-198 Fifth Street, 430 Natoma Street, and 447-449 Minna Street, including storage of materials away from the historic buildings. The training will also include information on means to reduce vibrations from demolition and construction, and monitoring and reporting any potential problems that could affect historical resources. A provision for establishing this training program shall be incorporated into the project sponsor's contract(s) with its construction contractor(s), and the contract provisions related to this training program will be reviewed and approved by the Planning Department Preservation Technical Specialist.

Regarding access to the buildings that may be affected by project construction, the Draft EIR does not assume that implementation of **Mitigation Measures M-CP-2a and M-CP-2b** would require trespass. The measure assumes that reasonable and customary coordination and a license to enter the land would occur before on-site activities are conducted. While it is appropriate to assume that reasonable and customary access would be granted, in the absence of such access, an adequate program for protecting a resource can also be conducted and implemented without an on-site survey or access. While access for repair is contemplated as an additional protective measure, an appropriate protective plan would avoid damage to resources. Privately-owned historic properties identified in these mitigation measures would not be required to implement the proposed mitigations for groundborne vibrations, although it would be beneficial to allow access if necessary.

COMMENT CP-4: NOMINATION OF HISTORICAL RESOURCES TO CITY LANDMARK/NATIONAL REGISTER

This response addresses a comment from the comment listed below; the comment on this topic is quoted in full below:

O-SFH

Nominate historic resources in the Project Site for City Landmark and/or National Register designation. A straightforward yet meaningful mitigation measure that should be included in the FEIR is formal designation of the three historic resources located within the Project Site: the Chronicle Building, the Dempster Building, and the Camelline Building. This mitigation measure would be low-cost with high impact for the preservation community, providing official recognition and long-term protection for important sites in San Francisco history. Listing in the National Register would qualify rehabilitation projects for benefits under the federal Historic Tax Credit (HTC) program, including a 20% income tax credit for qualified rehabilitation expenses. Given the high standards maintained by the HTC program, participation by the project sponsor would not only be financially beneficial, but would also assure the most sensitive treatment of historic resources. *(Mike Buhler, Executive Director, San Francisco Heritage; Letter; January 7, 2015 [O-SFH])*

RESPONSE CP-4

The comment requests a mitigation measure that would provide formal designation (i.e., as a City Landmark and/or listing in the National Register of Historic Places) for the three historical resources on the project site. The City is generally supportive of efforts to formally designate properties that appear to be eligible for listing as historical resources. However, because such listing would not avoid or reduce any specific impact to historical resources associated with the Draft EIR Project, formal nomination was not identified, and is not required, as a mitigation measure. The role of CEQA review is to avoid material damage to historical resources; formal designation is not required and project implementation would neither preclude nor hinder listing of buildings in the future. In

addition, please note that as described under the Revised Project in Chapter II of this document, the significant unavoidable impact associated with demolition of the Camelline Building (**Impact CP-3**) would be avoided with implementation of the Revised Project.

H. TRANSPORTATION AND CIRCULATION

The comments and corresponding responses in this section cover the following topics in Section IV.D, Transportation and Circulation of the Draft EIR.

- TR-1: Traffic Impacts
- TR-2: Transit Impacts
- TR-3: Pedestrian Impacts
- TR-4: Project Garage Operations
- TR-5: Loading Impacts
- TR-6: Construction-related Transportation Impacts
- TR-7: Cumulative Methodology
- TR-8: Cumulative Pedestrian and Bicycle Conditions

Refer to Chapter II, Revised Project for an analysis of the Revised Project's impacts related to transportation and circulation. As discussed in more detail in Chapter II, the Revised Project would result in many of the same significant and unavoidable transportation-related impacts as the Draft EIR Project, including **Impact TR-1** for level of service impacts at four of the study intersections (the intersections of Fourth/Howard, Sixth/Folsom, Sixth/Brannan, and Sixth/Bryant); **Impact TR-10** for construction-period transportation impacts; and **Impact C-TR-1** for cumulative level of service impacts at six study intersections (i.e., at Fourth/Howard, Fourth/Folsom, Fifth/Howard, Sixth/Folsom, Sixth/Bryant and Sixth/Brannan); however, fewer intersections would be affected, as compared to the Draft EIR Project, and one significant pedestrian impact of the Draft EIR Project would not occur.

COMMENT TR-1: TRAFFIC IMPACTS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

O-AND
O-FADF2
O-GL2

O-PMWG
O-SOMCAN2
O-VEC-Antonio

I-McVeigh3
I-Nagle

The impacts on traffic and pedestrian safety and surrounding businesses is significant and unacceptable, and according to the DEIR cannot be mitigated. What is the real proposed plan for developing a comprehensive document which details how traffic will be mitigated to provide pedestrian safety the highest level? (*Prescott Reavis; Asian Neighborhood Design; Letter; January 7, 2015 [O-AND]*)

The impacts on traffic and pedestrian safety and surrounding businesses is significant and unacceptable, and according to the DEIR cannot be mitigated. (*Bernadette Sy, Executive Director, Filipino-American Development Foundation; Letter; January 6, 2015 [O-FADF-Sy]*)

The Draft EIR does not fully disclose the Project's traffic impacts. As discussed in more detail below, the Draft EIR discloses the fact that the Project would result in significant and unavoidable impacts with respect to traffic, however, the Draft EIR fails to provide a complete analysis of the Project's full traffic impacts and it fails to mitigate the impacts that it does disclose.

The Draft EIR discloses that the Project will result in significant impacts at four intersections in the vicinity of the Project Site and claims that such significant impacts are unavoidable. There are two issues with this claim. (*Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2]*)

First, the Draft EIR likely understates the Project's significant impacts because it uses an artificially small study area for its traffic analysis. The Draft EIR only analyzes impacts to 21 intersections. Although the Draft EIR discloses a significant impact to the intersection of Fourth Street and Howard Street, it does not analyze impacts to the next intersection to the east at Third Street and Howard Street. Similarly, the Draft EIR discloses impacts at three intersections along Sixth Street, at Folsom Street, Bryant Street, and Brannan Street without analyzing impacts to Seventh Street along Folsom Street, Bryant Street, or Brannan Street and without analyzing impacts to the I-280 on-and off-ramps. When a

significant impact occurs at the edge of a project's study area, the study area should be expanded to determine if other adjacent intersections are significantly impacted. Without this information, the Draft EIR fails to provide substantial evidence that it has disclosed the true extent of the Project's significant impacts. (*Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2]*)

Second, the Draft EIR includes no mitigation measures to reduce the severity of the significant traffic impacts that are disclosed and simply states the conclusion that "no feasible mitigation measures were found to mitigate significant impacts for the affected intersections." The Draft EIR discusses why providing additional travel lane capacity is not feasible, but it does not address other potential strategies for reducing the Project's impact, such as reducing the amount of trip-generating uses, providing funds to enhance public transportation service in the area, or implementing a Transportation Demand Management ("TDM") Plan that is specific to the Project. The Draft EIR discusses a TDM Plan in the context of reducing trips to alleviate the Project's significant air quality impact, yet it does not include any analysis in the transportation section of such a Plan's ability to reduce trips or mitigate the Project's significant traffic impact. This flaw demonstrates that the Draft EIR's analysis is incomplete, and the Draft EIR should be recirculated after such omissions are corrected to properly inform the public and decision-makers about the Project's potential to result in impacts. (*Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2]*)

The Draft EIR discloses that the Project will result in significant impacts at four intersections in the vicinity of the Project Site and claims that such significant impacts are unavoidable. There are two issues with this claim.

First, the Draft EIR likely understates the Project's significant impacts because it uses an artificially small study area for its traffic analysis. The Draft EIR only analyzes impacts to 21 intersections. Although the Draft EIR discloses a significant impact to the intersection of Fourth Street and Howard Street, it does not analyze impacts to the next intersection to the east at Third Street and Howard

Street. Similarly, the Draft EIR discloses impacts at three intersections along Sixth Street, at Folsom Street, Bryant Street, and Brannan Street without analyzing impacts to Seventh Street along Folsom Street, Bryant Street, or Brannan Street and without analyzing impacts to the I-280 on- and off-ramps. When a significant impact occurs at the edge of a project's study area, the study area should be expanded to determine if other adjacent intersections are significantly impacted. Without this information, the Draft EIR fails to provide substantial evidence that it has disclosed the true extent of the Project's significant impacts. (*Carl Hall, Executive Officer, Pacific Media Workers Guild; Letter; January 6, 2015 [O-PMWG]*)

Second, the Draft EIR includes no mitigation measures to reduce the severity of the significant traffic impacts that are disclosed and simply states the conclusion that "no feasible mitigation measures were found to mitigate significant impacts for the affected intersections." The Draft EIR discusses why providing additional travel lane capacity is not feasible, but it does not address other potential strategies for reducing the Project's impact, such as reducing the amount of trip-generating uses, providing funds to enhance public transportation service in the area, or implementing a TDM Plan that is specific to the Project. The Draft EIR discusses a TDM Plan in the context of reducing trips to alleviate the Project's significant air quality impact, yet it does not include any analysis in the transportation section of such a Plan's ability to reduce trips or mitigate the Project's significant traffic impact. This flaw demonstrates that the Draft EIR's analysis is incomplete, and the Draft EIR should be recirculated after such omissions are corrected to properly inform the public and decision-makers about the Project's potential to result in impacts. (*Carl Hall, Executive Officer, Pacific Media Workers Guild; Letter; January 6, 2015 [O-PMWG]*)

The Project Creates Dangerous Traffic Impacts for Families, Youth and Seniors. As discussed in more detail below, the Draft EIR discloses the fact that the Project would result in significant and unavoidable impacts with respect to traffic, however, the Draft EIR fails to provide a complete analysis of the Project's full traffic impacts and it fails to mitigate the impacts that it does disclose.

The Draft EIR discloses that the Project will result in significant impacts at four intersections in the vicinity of the Project Site and claims that such significant impacts are unavoidable. There are two issues with this claim. (*Angelica Cabande, Organizational Director, and Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Letter; January 6, 2015 [O-SOMCAN2]*)

First, the Draft EIR likely understates the Project's significant impacts because it uses an artificially small study area for its traffic analysis. The Draft EIR only analyzes impacts to 21 intersections. Although the Draft EIR discloses a significant impact to the intersection of Fourth Street and Howard Street, it does not analyze impacts to the next intersection to the east at Third Street and Howard Street. Similarly, the Draft EIR discloses impacts at three intersections along Sixth Street, at Folsom Street, Bryant Street, and Brannan Street without analyzing impacts to Seventh Street along Folsom Street, Bryant Street, or Brannan Street and without analyzing impacts to the I-280 on- and off-ramps. When a significant impact occurs at the edge of a project's study area, the study area should be expanded to determine if other adjacent intersections are significantly impacted. (*Angelica Cabande, Organizational Director, and Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Letter; January 6, 2015 [O-SOMCAN2]*)

Second, the Draft EIR includes no mitigation measures to reduce the severity of the significant traffic impacts that are disclosed and simply states the conclusion that "no feasible mitigation measures were found to mitigate significant impacts for the affected intersections." The Draft EIR discusses a TDM Plan in the context of reducing trips to alleviate the Project's significant air quality impact, yet it does not include any analysis in the transportation section of such a Plan's ability to reduce trips or mitigate the Project's significant traffic impact. This flaw demonstrates that the Draft EIR's analysis is incomplete, and the Draft EIR should be recirculated after such omissions are corrected to properly inform the public and decision-makers about the Project's potential to result in impacts. (*Angelica Cabande, Organizational Director, and Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Letter; January 6, 2015 [O-SOMCAN2]*)

Also, as the DEIR points out, the traffic gridlock on nearly every major and minor intersection surrounding the project will have a failing grade of E or F. This means that with idling cars, more particulate matter is released in the vicinity, creating unmitigated health risks for pedestrians on a daily basis. With increased E and F level congestion, more violence occurs along the streets, due to upset bus riders, frustrated pedestrians, risky-navigating bikeriders and angry drivers. The DEIR's findings that these issues cannot be mitigated falls short in addressing an increase of fatalities, through violence or health impacts. At the minimum, a comprehensive pedestrian and multi-modal design plan should be required before such an increase of density is approved within an already high risk pedestrian environment. *(Luisa M. Antonio, Executive Director, Veterans Equity Center; Letter; January 7, 2015 [O-VEC-Antonio])*

When you go to the Howard Street side, Mary is the closest street. There's two buildings -- you walked there yesterday -- there's two buildings that are next to it. The proposed driveway with hundreds of trucks and hundreds of cars a day, is going to be immediately next to our building. *(Sharon McVeigh Pettigrew; Transcript; November 20, 2014 [I-McVeigh3])*

RESPONSE TR-1

The comments raise concerns that the Draft EIR did not provide a complete analysis of the traffic impacts and fails to mitigate the identified impacts, and provide strategies for reducing project impacts such as reducing the amount of trip-generating uses, providing funds to enhance public transportation service in the area, or implement a TDM Plan that is specific to the project. Other comments raise concerns related to the increase in vehicle trips accessing the project site and an increase in intersection LOS E and LOS F conditions that could result in health risks to pedestrians from emissions or a decrease in safety on the streets, while another requests that a plan to improve pedestrian conditions in the area be required.

The intersections included for analysis of the Draft EIR Project's traffic impacts were identified based on criteria developed by the Planning Department, and represent a reasonable representation of the probable impacts of the Draft EIR Project (and Revised Project). Further from the project site, traffic is dispersed among numerous streets and the project vehicle contributions to the intersections further away are decreased. The intersections selected for analysis include the intersections adjacent to the project site, the intersections used for access to and from the Fifth and Mission Garage, and key intersections to the south providing access to and from the nearby I-80 and I-280 freeways (the study intersection of Sixth/Brannan includes the I-280 ramp operations). Seventh Street would not serve as a primary access route to or from the project site because Fourth, Fifth, and Sixth Streets provide more direct access to the project site and the nearby Fifth and Mission Garage. Therefore, the Draft EIR Project (and Revised Project) would not substantially affect intersection conditions along Seventh Street.

In response to the comment that indicated that the Draft EIR did not analyze the impact of the proposed project on operating conditions at the intersection of Third/Howard, a supplemental analysis was conducted, reflecting the vehicle trip generation associated with the Revised Project.¹¹ Weekday PM peak hour intersection LOS operating conditions at the intersection of Third/Howard were analyzed as part of the Transportation Impact Study for the Moscone Center Expansion Project EIR,¹² and were identified to be LOS E conditions. The Revised Project would generate 465 vehicle trips during the PM peak hour, of which 77 vehicles would travel through this intersection during the PM peak hour. Under Existing plus Revised Project conditions, with the addition of the project vehicle trips, the intersection would continue to operate at LOS E conditions. Per the San Francisco Planning Department's methodology, the contribution of the proposed project at the critical

¹¹ *5M Project – Revised Project Assessment Memorandum*, April 27, 2015. A copy of this document is available for review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, as part of Case File No. 2011.0409E.

¹² City and County of San Francisco, *Moscone Center Expansion Project Transportation Impact Study, Final Report*, April 2014. A copy of this document is available for review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, as part of Case File No. 2013.0154E.

movements at the intersection was reviewed to determine whether the increases would contribute considerably to the critical movements. At the intersection of Third/Howard, the northbound left turn and the northbound through movement operate at LOS F conditions; however, only the northbound left turn is considered a critical movement in the traffic impact analysis. The Revised Project would add 17 vehicle trips to the northbound left turn movement, which represents 4.5 percent of the total PM peak hour northbound left turn volume of 382 vehicles. The project contribution of trips to this movement that operates at LOS F would be less than 5 percent, which would not be considered a considerable contribution. Therefore, the Revised Project's contribution to the overall intersection LOS E conditions would not be considered significant, and the Revised Project impacts at this intersection would be less than significant.

Regarding the comments that suggest strategies for reducing project impacts such as reducing the amount of trip-generating uses, providing funds to enhance public transportation service in the area, or implement a TDM Plan that is specific to the project, the issues raised have been considered as part of the Draft EIR analysis. Specifically, the potential for reducing traffic impacts at intersections by reducing the amount of trip-generating uses is addressed via the impact analysis of project alternatives in Draft EIR Chapter V on pages 583 to 635. Alternatives to the Draft EIR Project considered in the EIR include a Code Compliant Alternative, a Unified Zoning Alternative, and a Preservation Alternative, all of which would generate fewer vehicle trips than the Draft EIR Project. The analysis of the alternatives found that the Preservation Alternative would result in the same significant traffic impacts as the Draft EIR Project (i.e., the four intersections of Fourth/Howard, Sixth/Folsom, Sixth/Brannan, and Sixth/Bryant), while the Code Compliant Alternative and the Unified Zoning Alternative would result in similar impacts at three of the intersections (Fourth/Howard, Sixth/Folsom, Sixth/Brannan), but would not contribute considerably to the existing poor operating conditions at the intersection of Sixth/Bryant, and therefore would not result in a significant impact at the intersection of Sixth/Bryant.

In addition to the three project alternatives, the Revised Project would reduce trip-generating uses as compared to the Draft EIR Project, although not to a degree that would alter the significance conclusion.¹³

Providing funds to enhance public transportation in the area is not proposed as a mitigation measure because the project does not result in significant transit impacts. As described on Draft EIR pages 257 to 263 in the Environmental Setting section, and in **Impact TR-4** on pages 315 to 319, the project site is well served by public transit, and available capacity exists to accommodate the additional transit trips generated by the proposed project. Because of the availability of both local and regional transit routes in the project vicinity with available capacity, a substantial increase in transit service would be needed to shift mode of travel from auto to transit. In addition, providing additional funds for transit is not usually considered a feasible mitigation measure in San Francisco, as the ability of the SFMTA and/or regional transit operators to provide additional transit vehicles and operators needed to reduce transit impacts to less than significant levels is uncertain and the City imposes transit-related exactions through its existing Transit Impact Development Fee (TIDF). The TIDF would apply to the project's office, retail and restaurant uses, and the funds may be used to increase revenue service hours to reduce the impact of non-residential development on public transit.

As indicated in the comments, **Mitigation Measure M-AQ-2: Reactive Organic Gases (ROG) Emission Reduction Measures** requires the preparation of a TDM Plan to reduce the number of vehicle trips generated by the proposed project by 20 percent in order to reduce the ROG emission generated by the proposed project to less than significant. As indicated on EIR page 441, the project sponsor cannot require participation in all proposed measures in the TDM Plan, the trip reduction number is stated as a goal and not as an absolute requirement, and it is uncertain that the reduction of 20 percent can be achieved through implementation of the TDM Plan. As noted above, under

¹³ *5M Project – Revised Project Assessment Memorandum*, April 27, 2015. A copy of this document is available for review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, as part of Case File No. 2011.0409E.

Existing plus Project conditions, all three alternatives to the Draft EIR Project would reduce project-generated vehicle trips; however, similar to the Draft EIR Project, the Preservation Alternative and the Revised Project would have the same significant traffic impacts at four study intersections (i.e., at the intersections of Fourth/Howard, Sixth/Folsom, Sixth/Brannan, and Sixth/Bryant), while the Code Compliant Alternative and Unified Zoning Alternative would result in significant impacts at three of the four study intersections (i.e., at the intersections of Fourth/Howard, Sixth/Folsom, and Sixth/Brannan). Although the TDM Plan is not required for the Revised Project as a mitigation measure because the Revised Project would not result in the Draft EIR Project's significant ROG emissions impact, the project sponsor is including preparation of a TDM plan as part of the Revised Project and as part of the project's Development Agreement. The list of measures included in the proposed TDM plan was made available to the public as part of the July 9, 2015, Planning Department staff report for the Planning Commission's July 23, 2015, informational hearing regarding the project.

In response to comments that the Draft EIR simply states that no feasible mitigation measures were found to mitigate significant traffic impacts at the affected intersections, Draft EIR page 311 states that a detailed discussion of the feasibility of mitigation measures for each intersection where the project would result in a significant impact is provided in the proposed project's TIS. In general, at the four intersections where significant traffic impacts were identified, in order to mitigate the poor operating conditions at these intersections, additional travel lanes would be required at one or more approaches to the intersection. At these intersections, travel lane capacity is currently maximized during the PM peak hour, and tow-away restrictions are in effect, where feasible, and thus the provision of additional lanes would require narrowing of the sidewalks to substandard widths, and/or removal of a bicycle lane. These changes would be inconsistent with the transit, bicycle, and pedestrian environment encouraged by the City's Transit First Policy by removing space dedicated to pedestrians and by removal of a dedicated bicycle facility without providing a comparable or upgraded facility on a parallel roadway, and by increasing the distances required for pedestrians to cross the street. The existing signal timing has been optimized, and therefore, additional

improvements, such as changes to the signal cycle length and/or green time allocations are not feasible, and no other measures have been identified.

In response to the comment that raises concerns that the increase in project-generated vehicles and the increase in LOS E and LOS F conditions at study intersections would result in “more violence along the streets, due to upset bus riders, frustrated pedestrians, risky-navigating bike riders and angry drivers,” no documentation of such conditions have been identified, the conclusion is speculative, and the commenter does not raise an associated CEQA impact. The comment does not provide substantial evidence related to the concerns of increased violence. Also, please refer to **Response TR-3** on page RTC-193 regarding proposed project pedestrian improvements, and proposed pedestrian improvements in the project vicinity as part of the Central SoMa Plan.

COMMENT TR-2: TRANSIT IMPACTS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

I-Hestor2

The second thing is I want you to pay attention to transit and traffic. What mechanisms happened last night? There was a major backup in the entire South of Market and in the Financial District on transit, going to the bridge, blocking all the intersections all the way around.

Whenever those kind of backups happen, the first thing that is a victim is transit circulation. Is there any proposal or any mechanism right now that there is a debriefing of what happened when traffic comes to a grinding halt?

MUNI lost runs. That's -- I understand it. The area around this project has been totally bonkers, because of a combination of the Salesforce and Oracle stopping of traffic on Howard Street, as well as a big dig on 4th Street.

What mechanism do we have and should we have to correct traffic studies and projections? All of the traffic things that are in this EIR and every other EIR are fantasies, because they're not real.

The real world of 5th and Market, which is my experience, that's where our SFRG office has been, and 5th and Mission is -- it's gridlocked.

So, we need to have real transit information that is based in the world. Not airy-fairy people -- the Planning Department doesn't usually have anything, because they're in an isolated area of the City.

If your office was down in the middle of this mess, you would be paying attention. So, area plans, superimpose them, layer them on. You can -- and give us more traffic information that's real. (*Sue Hestor; Transcript; November 20, 2014 [I-Hestor2]*)

RESPONSE TR-2

The comments raise concerns regarding existing transit conditions in the project vicinity, particularly due to traffic congestion associated with very large events at the nearby Moscone Center that close Howard Street between Third and Fourth Streets, and the ongoing construction of the Central Subway along Fourth Street, and requests information on plans or proposals developed to address the impacts of traffic congestion on transit.

In addition to the Central Subway project, which would enhance transit access to the project vicinity via an underground subway, the SFMTA's TEP¹⁴ project includes numerous improvements to transit service and roadway configuration changes to facilitate transit travel on streets in the project vicinity. As described on Draft EIR pages 305 and 306, and further detailed in the Draft EIR Project's TIS, the SFMTA's TEP (i.e., Muni Forward) includes service improvements to the F Market & Wharves, J Church, K Ingleside, L Taraval, M Ocean View, N Judah, 8AX/8BX Bayshore Express, 10 Townsend, 14X Mission Express, 16X Noriega Express, and 30 Stockton, and a new 11 Downtown Connector route would be initiated. In the vicinity of the project site, the TEP Travel Time Reduction Proposal (TTRP) TTRP.14 Moderate Alternative would extend the existing transit-only lane hours on Mission Street from 4 to 6 PM in both directions and 7 to 9 AM in the inbound direction to full-time for the segment of Mission Street between Fourth and 11th streets. In addition, the existing 7 AM to 6 PM hours of the Mission Street transit-only lanes between Fourth and Main streets in the outbound direction and between Fourth and Beale streets in the inbound direction would be extended to full-time. The TEP TTRP.14 Expanded Alternative would relocate the existing side-running transit-only lanes between Fifth and First streets in the outbound direction and between Sixth and First streets in the inbound direction, so that these roadways become center-running transit-only lanes, and transition the outbound transit-only lane back to its existing curbside configuration and rescind the inbound transit-only lane from Seventh to Sixth Streets. These improvements would protect the transit right-of-way and reduce conflicts/congestion associated with transit travel adjacent to a mixed-flow travel lane.

The Draft Central SoMa Plan, currently undergoing environmental review, also proposes a number of street network improvements to enhance transit travel times and reliability. New dedicated transit-only lanes are proposed on Fourth, Folsom, Harrison, and Bryant Streets, and existing transit-only

¹⁴ City and County of San Francisco, *Transit Effectiveness Project Draft EIR*, July 2013. A copy of this document is available for review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, as part of Case File No. 2011.0558E. Also, SFMTA Transit Effectiveness Project, available online at www.sfmta.com/projects-planning/projects/tep-transit-effectiveness-project (accessed April 7, 2015).

lanes would be upgraded with self-enforcing mechanism such as curbs, channelizers, and colored or textured pavements to discourage or prevent use by unauthorized private vehicles.

The planned and proposed transportation network improvements included in the analysis of 2040 cumulative conditions are presented on Draft EIR pages 300 to 307. As described in the Draft EIR, the Central Subway project, SFMTA's TEP project (including service improvements and TTRP improvements on Mission Street), and the Draft Central SoMa Plan improvements were included in the 2040 cumulative impact analysis for the proposed project.

The Draft EIR and Revised Project design – with respect to vehicle access, improvements and changes to Minna, Natoma, and Mary Streets, and proposed changes to on-street curb regulations – was reviewed with the SFMTA during project development. This coordination was conducted to ensure that the Draft EIR Project and Revised Project would not conflict with or preclude the planned and proposed improvements, and to minimize potential conflicts between vehicles, pedestrians, transit, and bicycles on streets adjacent to the project site.

Traffic and transit conditions during large events at the Moscone Center are managed via a street permit. These conditions occur twice a year for the Salesforce and Oracle conventions, and additional large events that involve closing of Howard Street between Third and Fourth Streets are not anticipated as part of the Moscone Center expansion project. While these events generally can place a larger burden on transportation infrastructure when they occur, those instances are limited and do not represent typical or frequent conditions. The Central Subway construction along Fourth Street is anticipated to be completed in 2018, and the Central Subway will be operational in 2019.

COMMENT TR-3: PEDESTRIAN IMPACTS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

O-SOMCAN3
O-VEC-Antonio

I-McVeigh2
I-McVeigh3

At SOMCAN we're also very interested in pedestrian safety. We just got a crosswalk, crossing signal installed at 6th and Minna, and with the amount of cars that will be brought in by the proposed project, we're concerned that there be further pedestrian safety issues in the area. (*Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Transcript; November 20, 2014 [O-SOMCAN3e]*)

The pedestrian experience around the project area is already difficult to navigate. Our consumers share our concern that with an increase of over 5,000 combined residents and employees, the pedestrian walkways will become very dangerous. Residents, especially seniors, have expressed their fear of increased crime and litter on the sidewalk due to this proposed development. (*Luisa M. Antonio, Executive Director, Veterans Equity Center; Letter; January 7, 2015 [O-VEC-Antonio]*)

The volume of traffic crossing the sidewalk into the building poses an additional hazard to not only pedestrians, but our apartment tenants and Chieftain customers. The extended delivery service time of 12 hours lengthens the time period of exposure as well. (*Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2]*)

...and we've already had speakers speak about pedestrian safety. (*Sharon McVeigh Pettigrew; Transcript; November 20, 2014 [I-McVeigh3]*)

RESPONSE TR-3

The comments raise concerns that the existing pedestrian experience is difficult, and that the additional pedestrians and vehicle traffic generated by the Draft EIR Project would result in hazards, and an increase in crime and litter.

Pedestrian impact analysis for the Draft EIR Project is included in **Impact TR-7** on Draft EIR pages 321 to 332, and there are no significant, unavoidable pedestrian impacts. The modest changes to the pedestrian circulation scheme under the Revised Project are described in Chapter II, Revised Project. The proposed project includes a number of pedestrian improvements that would enhance the pedestrian environment, including the widening the west side of Fifth Street between Mission and Howard Streets and closing Mary Street between Minna and Mission Streets to vehicular traffic. With the proposed improvements, the sidewalks would meet or exceed the minimum sidewalk widths included in the *Better Streets Plan* and the *Downtown Streetscape Plan*, as applicable. As noted on Draft EIR page 327, the Draft EIR Project would improve conditions for pedestrians walking adjacent to the project site by facilitating safe pedestrian circulation and crossings, by providing safe spaces for pedestrians, and by increasing pedestrian visibility to drivers. The Revised Project would include similar improvements. With implementation of these improvements, the adjacent sidewalks, crosswalks, and corners would operate at acceptable pedestrian LOS conditions.

The exception would be the southeast corner of the intersection of Fifth/Mission (i.e., across the street from the project site adjacent to the Fifth and Mission Garage), which currently operates poorly and would worsen with the additional pedestrian trips generated by the project. **Mitigation Measure M-TR-7:** Widen the east sidewalk on Fifth Street between Minna and Mission Streets and widen the east crosswalk at the intersection of Fifth/Mission Streets, would improve pedestrian conditions at this

corner location, and would reduce project impacts to less than significant. With the proposed project, the number of pedestrians and level of pedestrian congestion in the area would increase. However, because the sidewalks, crosswalks, and pedestrian signal timing would continue to operate at LOS D or better with implementation of **Mitigation Measure M-TR-7**, the proposed project's pedestrian impacts would be less than significant with mitigation. The overall level of pedestrian trips would also be reduced under the Revised Project.

In response to SFMTA review of pedestrians crossing Mission Street at Mint/Mary Streets, considering the planned transit improvements on Mission Street, the following improvement measure is added to **Impact TR-7**:

Improvement Measure I-TR-D: New Signalized Crosswalk across Mission Street at Mary/Mint Streets

As an improvement measure to improve pedestrian crossings across Mission Street, the project sponsor shall fund SFMTA's cost of the design and implementation of a signalized crosswalk across Mission Street at Mary/Mint Streets.

The impact of the new signalized crosswalk on traffic and transit operations on Mission Street was assessed by the SFMTA based on a conceptual traffic signal design developed by the SFMTA. The new traffic signal at Mary/Mint Streets would be coordinated with the adjacent traffic signal at the intersection of Fifth/Mission, and would have more green time available for eastbound and westbound vehicle traffic on Mission Street than at the adjacent signal at the intersection of Fifth/Mission. Intersection LOS analysis of existing plus project conditions for the weekday PM peak hour indicates that the intersection would operate at LOS A, with an average vehicle delay of less than 10 seconds per vehicle. Furthermore, delay to transit vehicles on Mission Street would be less than the average 10 seconds per vehicle due to the inclusion of transit signal priority features on the new signal, which can hold the green indication for eastbound/westbound movement, as well as shorten the red indication for an approaching bus. In addition to intersection LOS conditions, SFMTA staff reviewed the new signal against the Mission Street improvements planned as part of the SFMTA's TEP. The TEP will implement an eastbound center-running transit-only lane on this

segment of Mission Street, including an eastbound transit island about 126 feet in length at the approach to Fifth Street. Because the distance between Fifth and Mint Streets is about 200 feet, the new signalized crosswalk at Mint/Mary Streets could be accommodated without conflicting with the planned transit island at the eastbound approach to Fifth Street. Under the planned TEP improvements, the westbound transit lane on Mission Street will be in the curb lane with a curbside stop between Fifth and Mint Streets (similar to existing conditions), and therefore, the new signalized crosswalk would not conflict with the westbound transit stop. Thus, the implementation of **Improvement Measure I-TR-D** would facilitate pedestrian crossings across Mission Street and would not result in any secondary transportation-related impacts.

In response to concerns related to additional vehicles crossing the sidewalk, the Draft EIR Project's (and Revised Project's) parking garage would primarily serve residents and office workers of the project, and would not be a public parking garage. Therefore, the frequent inbound and outbound vehicle flows associated with public parking garages that serve retail districts and have a high turnover of parking spaces, such as the Fifth and Mission Garage would not occur. Parking garage access would be distributed between the proposed driveways on Minna Street in Building M-2, driveway on Minna Street in Building N-1, and the driveway on Howard Street in Building H-1. These access points would disperse vehicles and minimize the potential for pedestrian-vehicle conflicts at the driveway locations and would not substantially affect pedestrian flows, create hazardous conditions for pedestrians or otherwise interfere with pedestrian accessibility to the site or adjoining areas. A garage queuing analysis was conducted at the garage driveways, and the maximum vehicle queue accessing the garage would be four vehicles (a distance of about 80 feet), and would be accommodated within all the proposed project driveways, and would not spill back onto the sidewalk.

As noted in a comment, the intersection of Sixth/Minna has recently been signalized, which would facilitate vehicle egress from Minna Street westbound, as well as enhance pedestrian safety at this location by decreasing the propensity to jaywalk across the multi-lane Sixth Street. The traffic analysis

was conducted for conditions without and with the implementation of the traffic signal, and with the new traffic signal intersection operations during the PM peak hour would be acceptable (i.e., LOS C).

See **Response TR-5** on page RTC-201 for discussion of loading impacts.

COMMENT TR-4: PROJECT GARAGE OPERATIONS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

O-GL2-28
O-PMWG-12

Improvement Measure I-TR-A in the Draft EIR gives the owner/operator of the Project the responsibility to "ensure that recurring vehicle queues do not occur on Minna or Howard Streets adjacent to the site." For purposes of the Draft EIR, a vehicle queue occurs when one or more vehicles destined for the Project Site block the sidewalk or travel lanes for "a consecutive period of three minutes or longer on a daily and/or weekly basis." However, this Improvement Measure is illusory and includes no practical requirement with which the Applicant must comply to reduce the Project's impacts. If such a queue occurs, the Planning Department must notify the Applicant in writing and request that the Project's owner/operator hire a transportation consultant to evaluate conditions at the Project Site "for no less than seven days." Following preparation of a monitoring report -for which no timeline is required by the Improvement Measure -the Planning Department must determine that a "recurring queue" exists -which is an undefined term -before giving the Project owner/operator 90 more days from the date of the determination to abate the queue. The Improvement Measure fails to include any measures that the Applicant shall take to abate the queue, and it includes no consequences should the queue continue.

An Improvement Measure without definite standards, actions, or consequences is insufficient to reduce a project's potential impact. (See Federation of Hillside & Canyon Associations, 83 Cal. App.

4th at 1261.) Here, should a vehicle queue occur, the Improvement Measure merely requires the Applicant to monitor conditions that would constitute a significant impact to traffic, transit, bicycle, and pedestrian operations in the vicinity of the Project Site, but the Draft EIR fails to include any definite steps to reduce the significance of this impact. Therefore, Improvement Measure I-TR-A should be revised with definite standards and requirements to prevent a significant impact to traffic, transit, bicycle, and pedestrian operations. (*Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2]*)

Improvement Measure I-TR-A in the Draft EIR gives the owner/operator of the Project the responsibility to "ensure that recurring vehicle queues do not occur on Minna or Howard Streets adjacent to the site." For purposes of the Draft EIR, a vehicle queue occurs when one or more vehicles destined for the Project Site block the sidewalk or travel lanes for "a consecutive period of three minutes or longer on a daily and/or weekly basis." However, this Improvement Measure is illusory and includes no practical requirement with which the Applicant must comply to reduce the Project's impacts. If such a queue occurs, the Planning Department must notify the Applicant in writing and request that the Project's owner/operator hire a transportation consultant to evaluate conditions at the Project Site "for no less than seven days." Following preparation of a monitoring report - for which no timeline is required by the Improvement Measure - the Planning Department must determine that a "recurring queue" exists- which is an undefined term- before giving the Project owner/operator 90 more days from the date of the determination to abate the queue. The Improvement Measure fails to include any measures that the Applicant shall take to abate the queue, and it includes no consequences should the queue continue.

An Improvement Measure without definite standards, actions, or consequences is insufficient to reduce a project's potential impact. (See Federation of Hillside & Canyon Associations, 83 Cal. App. 4th at 1261.) Here, should a vehicle queue occur, the Improvement Measure merely requires the Applicant to monitor conditions that would constitute a significant impact to traffic, transit, bicycle, and pedestrian operations in the vicinity of the Project Site, but the Draft EIR fails to include any

definite steps to reduce the significance of this impact. Therefore, Improvement Measure 1-TR-A should be revised with definite standards and requirements to prevent a significant impact to traffic, transit, bicycle, and pedestrian operations.

In addition, as currently written, the Improvement Measure would place a burden on Planning Department staff to oversee Project operations and enforce compliance. Accordingly, the Applicant or the Project's owner/operator should be required to pay for the Planning Department staff time that will be required to monitor vehicle queuing conditions, draft written notice to the Applicant, review the transportation monitoring report, and prepare a written determination finding that vehicle queue conditions exist. (*Carl Hall, Executive Officer, Pacific Media Workers Guild; Letter; January 6, 2015 [O-PMWG]*)

RESPONSE TR-4

The comments question the ability of Improvement Measure I-TR-A: Monitoring and Abatement of Queues to reduce the proposed project's potential impacts.

CEQA does not require or authorize measures when impacts are determined not to be significant. Nevertheless, as appropriate, the Planning Department identifies proposals that could improve conditions in the project vicinity and often suggests these as improvement measures. The City, various users and property owners in the area, or the project sponsor could elect to implement these improvement measures, but are not required to do so under CEQA. As indicated on page 313 of the Draft EIR, the proposed project's impacts related to garage operations would be less than significant. Improvement Measure I-TR-A is recommended for consideration by the City decision-makers to further reduce the Draft EIR Project's less-than-significant impacts related to potential conflicts between project-generated vehicle trips and pedestrians, transit, bicyclists and autos. This measure also applies to the Revised Project. Because the impact related to garage operations would be less than significant, a mitigation measure is not required.

The improvement measure related to monitoring and abatement of queues was developed by the Planning Department and is generally applicable to all development projects that provide on-site parking, to allow for review of garage operations by the Planning Department, at its discretion. As noted above, because the measure is not a mitigation measure, the details in the comment related to requirements to reduce significant impacts, or requirements to pay for Planning Department staff to conduct the monitoring, are not applicable. However, if the Planning Commission imposes the improvement measure, it would be a condition of approval and would be subject to the standard monitoring and enforcement provisions specified in the approval documents.

COMMENT TR-5: LOADING IMPACTS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

I-Hong
I-McVeigh2
I-Nagle

IV. Take a look at the projects loading dock and garage entry at 5th and Mina and Natoma Streets both entry and exit as it impacts the busy 6th street corridor. (*Dennis J. Hong; Email; January 7, 2015 [I-Hong]*)

The H1 building garage provides a shared freight center for the entire complex of H-1 buildings and three subterranean floors of parking. The DEIR estimates traffic for the Howard St. entrance at 230 to 280 truck deliveries and 190 private vehicle trips per day.

...

Additionally heavier traffic patterns surrounding our building will directly and negatively impact the use and access. Drop off for the tenants, deliveries for the retail space will be constrained. Though the project has the curb yellow zoned for delivery, the additional traffic by sheer volume may require a red zone to provide a curb lane access to the garage. Howard Street traffic with the 5th St. right turn

feeding in will create a choke point. That same curb lane is the loading point for the Chieftain's sidewalk basement doors. Compromising the Chieftain's ability to ensure timely supplies will adversely impact the business. The irony is the 5M Project touts creating exciting attractive ground level spaces yet it may strangle an entity that has been providing the same for years. (*Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2]*)

I have some serious concerns regarding the plans, as they currently are presented, which I'd like to outline for your consideration.

First and foremost, I'm very concerned that the location of the Howard Street parking entrance for the H1 building.

As you've mentioned, Commissioner, it's a nightmare just trying to drive down that street alone, without all this additional traffic, which is significant. It's just too close to the sidewalk outside our business and basement delivery doors. We require those delivery doors in order for us to operate our business. We get our beer, our liquor, our dry goods, our produce, our meats, you name it. Without those, we're done.

I'm very concerned about this impact. We're often at the mercy of our vending companies. They give us a four-hour window between 8:00 and noon. We don't know, they could show up at five to noon or they could show up at 8:00 a.m., but if we've got traffic coming around that corner 5th Street, backing things up, what are we going to do? We're going to be in serious, serious doo doo. I'm very concerned about it.

We're looking at 280 trucks and vans are trying to get into the docks, which are only a stone's throw from where our business is. It just doesn't make sense. Plus an additional 190 private vehicles, they're looking to come around that street, where you've got up and down on 5th Street, and Howard Street

is one way. I just don't see environmentally how this makes sense. I really believe this has to change.
(Mark Nagle; Transcript; November 20, 2014 [I-Nagle])

RESPONSE TR-5

The comments raise concerns regarding the impact of the project garage and loading area within the H-1 building on the operations of the adjacent building at 198 Fifth Street, and impacts of the proposed project garage and truck and service vehicle trips on Minna, Natoma and Sixth Streets.

It is not anticipated that the proposed project would substantially affect loading conditions for 198 Fifth Street. The existing on-street commercial loading space adjacent to 198 Fifth Street would remain under project conditions. To address the existing concerns related to 198 Fifth Street's loading operations, particularly beverage trucks, the 198 Fifth Street property owner could request that the SFMTA convert the standard on-street parking space adjacent to the 198 Fifth Street building on Howard Street to a commercial loading space. The queuing analysis conducted for the proposed project's garage driveways indicated that the maximum queue accessing the garage would be accommodated within the project driveways and would not spill back onto the sidewalk or travel lanes, and therefore would not result in backups along Howard or Fifth Streets. Thus, a red zone between the project driveway on Howard Street and Fifth Street is not proposed, or anticipated to be needed. In addition, it should be noted that all loading/unloading operations are proposed to occur within the H-1 building, and not at a traditional loading dock that opens directly onto the sidewalk, and therefore, conflicts between loading operations and pedestrians along Howard Street would be minimized.

The loading demand for the Draft EIR Project and for the Revised Project for the H-1 building would be 127 daily truck and service vehicles, and not the 280 trucks and service vehicles generated by all project uses as noted in a comment. The loading demand would be accommodated within the proposed off-street loading spaces in the H-1 building within the three loading spaces within the

street-level loading area and six service vehicle spaces in the first below-grade level. Only trucks accessing the loading spaces would enter the building via Howard Street, and trucks leaving the building would exit via Natoma Street. The Draft EIR identified **Improvement Measure I-TR-C: Driveway and Loading Operations Plan** that, if implemented, would further reduce the magnitude of the less-than-significant impacts between driveway operation and loading activities, and pedestrians, vehicles and bicycles.

In response to the comment regarding impacts of loading access on conditions on Minna, Natoma and the Sixth Street corridor, the intersection of Sixth/Minna has recently been signalized, which would facilitate vehicle egress from Minna Street westbound. The traffic analysis, which includes the truck and service vehicle trips, was conducted for conditions without and with the implementation of the traffic signal, and with the new traffic signal, intersection operations during the PM peak hour would be acceptable (i.e., LOS C). Vehicle access to the off-street loading facilities would be via Howard or Fifth Streets, and not Natoma Street or from Sixth Street. Vehicles exiting the H-1 building onto Natoma Street would continue eastbound to Fifth Street.

COMMENT TR-6: CONSTRUCTION-RELATED TRANSPORTATION IMPACTS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

O-GL2
O-PMWG

The Draft EIR discloses that Project construction will result in significant and unavoidable impacts to streets, transit service, and pedestrian and bicycle circulation throughout the eight year construction period. It is, however, impossible to fully evaluate the Project's impacts with the information presented in the Draft EIR. For example, the Draft EIR says that "there would be an average of about 200 construction workers per day at the project site, with a greater number during peak periods of

construction." The Draft EIR does not disclose how many construction workers constitute a "greater number," nor does the Draft EIR disclose how often or how long "peak periods of construction" would occur. Despite this lack of information, the Draft EIR concludes that construction workers commuting to the Project Site on public transit would not impact transit facilities and that workers driving to the Project Site could be accommodated "without substantially affecting area wide parking conditions." The Draft EIR does not provide substantial evidence, or any evidence at all, to support this conclusion. Accordingly, the Draft EIR's analysis of this issue is inadequate. (See *Environmental Council of Sacramento v. Board of Supervisors* [1982] 135 Cal. App. 3d 428 [a decision-maker cannot conclude that an impact is less than significant without substantial evidence in the record to support such a finding.]) Similarly, the Draft EIR provides inadequate mitigation for this impact, claiming in Mitigation Measure M-TR-10 simply that "the construction contractor shall include methods to encourage carpooling and transit access" without disclosing what methods may be used or if such methods result in secondary impacts that must be mitigated. (*Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2]*)

The Draft EIR says that construction traffic, including haul trucks and commuting construction workers, would use I-80/U.S. 101, Third Street, Howard Street, and Fourth Street to approach and depart the Project Site. These streets are already highly congested throughout the day, and especially during peak hours. The Draft EIR's only tangible mitigation provided to reduce this impact is provided in Mitigation Measure M-TR-10, which requires the construction contractor to retain traffic control officers during peak construction periods. At a minimum, the Project should be conditioned to prohibit construction vehicle movement to and from the Project Site during morning and afternoon peak traffic hours. This is especially important given the length of time that the construction period is expected to last. The Draft EIR should incorporate additional mitigation measures that limit the length of the construction period to a more reasonable time. (*Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2]*)

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length of the construction period to a more reasonable time (*Carl Hall, Executive Officer, Pacific Media Workers Guild; Letter; January 6, 2015 [O-PMWG]*)

RESPONSE TR-6

The comments raise concerns regarding the construction impact analysis, including the uncertainty in the number of construction workers, and the duration of construction. The comments also suggest that the EIR include measures that prohibit construction traffic from traveling to and from the project site during the morning and afternoon peak traffic hours.

Construction-related transportation impacts are described in **Impact TR-10** on Draft EIR pages 339 through 344. The construction impact assessment is based on preliminary information provided by the project sponsor on the construction program, including construction duration, truck trips, site staging, and construction plans, and the City's understanding of similar construction projects throughout the City. The project sponsor indicates that project phasing would be dictated by the market and demand for spaces, and would likely consist of concurrent construction of multiple buildings; however, details related to construction have not been developed. As is standard practice in San Francisco, prior to construction, as part of the construction application phase, the project sponsor and construction contractor(s) would be required to meet with the San Francisco Department of Public Works (DPW) and the San Francisco Municipal Transportation Agency (SFMTA) staff to develop and review truck routing plans for demolition, disposal of excavated materials, materials delivery and storage, as well as staging for construction vehicles. The construction contractor would be required to meet the *City of San Francisco's Regulations for Working in San Francisco Streets* ("the Blue Book"), including those regarding sidewalk and lane closures, and would meet with SFMTA staff to determine if any special traffic permits would be required. Prior to construction, the project contractor would coordinate with Muni's Street Operations and Special Events Office to coordinate construction activities and reduce any impacts to transit operations on Mission, Howard, and Fifth Streets. In addition to the regulations in the Blue Book, the contractor would be responsible for

complying with all City, State and federal codes, rules and regulations. In general, construction-related transportation impacts are not considered significant due to their temporary and limited duration. However, as noted on Draft EIR page 343, due to the concurrent construction of multiple buildings on the project site, expected intensity, the prolonged construction period, and likely impacts to traffic, transit, and pedestrian circulation, construction of the project was determined to result in significant construction-related transportation impacts.

As stated on Draft EIR page 342, construction workers who drive to the site would be able to park in the Fifth and Mission Garage, which currently has availability throughout the day (see **Table IV.D-5** on page 275), thus, the parking demand associated with the construction workers would be accommodated nearby without substantially affecting the area-wide parking conditions. Even with construction of multiple buildings on the project site, the increase in construction workers who take transit to the site would be less than the transit demand generated by the proposed project uses, which, as identified in **Impact TR-4** on Draft EIR pages 315 through 318, would not result in a significant increase in the capacity utilization standard of 85 percent on the downtown screenlines or 100 percent for the regional screenlines. Furthermore, these trips would not likely occur during the PM peak hour as most construction sites typically close each day prior to this time. Thus, transit conditions would not be substantially affected as a result of the additional transit trips generated by the project construction workers.

Draft EIR page 344 states that the **Mitigation Measure M-TR-10** would not result in secondary transportation related impacts. Methods to encourage carpool and transit access could include providing transit subsidies to construction workers, participating in free-to-employee ride matching program from www.511.org, participating in emergency rider home program through the City of San Francisco (www.sferh.org), and providing transit information to construction workers.

In response to the comments, examples of measures to encourage carpool and transit access have been added to the text on page 344 of the Draft EIR as follows:

Carpool and Transit Access for Construction Workers – To minimize parking demand and vehicle trips associated with construction workers, the construction contractor shall include methods (such as providing transit subsidies to construction workers, participating in free-to-employee ride matching program from www.511.org, participating in emergency rides home program through the City of San Francisco (www.sferh.org), and providing transit information to construction workers) to encourage carpooling and transit access to the project site by construction workers in the Construction Management Plan.

The comment also states that the project should be required to prohibit construction vehicle movements to and from the project site during morning and afternoon periods. As stated above, and on Draft EIR page 339, prior to construction as part of the construction application phase, the project sponsor and construction contractor(s) would be required to meet with DPW and SFMTA staff to develop and review truck routing plans for demolition, disposal of excavated materials, materials delivery and off-hauling, as well as staging for construction vehicles. Specifying blanket restrictions for construction traffic movement proposed in the future could overly constrain construction activities and may not be the most effective plan. Instead, as is standard procedure, for each construction phase, construction traffic restrictions should be determined by the SFMTA taking into account the adjacent traffic conditions, project construction activities (e.g., one building or multiple buildings under construction), as well as nearby construction activities (e.g., Moscone Center Expansion). In addition, the Blue Book specifies a holiday moratorium, where no work is allowed in the public right-of-way (e.g., sidewalk or travel lane closures) within the area roughly bounded by Fremont/Front, Pine, Taylor, Eighth, Folsom Streets, from the day after Thanksgiving to January 1, inclusive, during the hours of 7:00 a.m. and 10:00 p.m. Construction work is generally permitted between the hours of 10:00 p.m. and 7:00 a.m. as long as the proper night noise permit is obtained. The proposed project would be subject to these standard review procedures and holiday moratorium restrictions.

The Revised Project would include construction of one less building than the Draft EIR Project, but is also expected to result in significant, unavoidable construction period transportation impacts, and the same revised mitigation measure would apply.

COMMENT TR-7: CUMULATIVE TRANSPORTATION METHODOLOGY

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

O-SFRG1

The traffic and transportation section uses a 2040 time line for its environmental impact analyses. This section should therefore analyze the cumulative impacts of new office workers over the next twenty-five years. The draft EIR references CEQA requirements when it states "The cumulative impact from several projects is the change in the environment which results from the incremental impact of the project when added to other closely related past, present, and reasonably foreseeable probable future projects." In the case of an office building project, other "closely related" projects would be other office construction or rehabilitation projects in the great downtown area of San Francisco. The draft EIR states that it analyses the 2040 cumulative "long-term impacts of the proposed project in combination with other reasonably foreseeable future development and transportation network changes." However, there is no list of projects or projections for office space in San Francisco on which this analysis is based.

In order to comply with the CEQA cumulative impact analysis requirement, the 2040 cumulative impact analysis should:

- a. Presume a 25 year time frame for the cumulative impact analysis.
- b. Include all projects under construction and approved
- c. Assume that the office development annual limit will be fully utilized over the next 25 years.

- d. Assume that the gross square feet per office worker is 160 square feet e. Include an estimate of the number of additional office workers that will be working in downtown San Francisco as a large percentage of the existing 75 million square feet of office space in Greater Downtown San Francisco is reconfigured over the next 25 years from 275 to 160 gross square feet per employee.
- e. Include an estimate or San Francisco Port and San Francisco Redevelopment agency projects over the next 15 years.

This is the same methodology outlined in comment 11.4 above, except that a time frame of 25 years instead of 15 years is used because of the 2040 time frame. The calculations for the number of additional downtown workers will be the same as comment II.5 above except that there will be ten more years of new office construction under the 950,000 square feet per year annual limit. This means there will be 9.5 million more square feet of office space in the 25 year time frame. This would result in 59,375 additional workers (assuming 160 gsf per worker). The total number of new office workers in the greater downtown area can therefore expected to be in the range of 244,000 additional office workers by 2040. (*David B. Jones, San Franciscans for Reasonable Growth; Letter; November 20, 2014 [O-SFRG1]*)

RESPONSE TR-7

The comment raises concerns regarding the methodology used to analyze cumulative transportation impacts, and specifies that in order to comply with CEQA, the cumulative impact analysis must presume a 25 year time frame, include all projects under construction and approved, assume that the office development annual limit would be fully utilized over the next 25 years, assume a reduction in the amount of square feet per office employee, and provide estimates of projects for the Port of San Francisco and the Office of Community Investment and Infrastructure.

The commenter's opinions regarding the cumulative transportation methodology are noted. The Planning Department's standard methodology for assessing cumulative conditions was used in the transportation impact analysis of the proposed project. Year 2040 was selected as the future analysis

year because 2040 is the latest year for which travel demand forecasts were available from the San Francisco County Transportation Authority (SFCTA) SF-CHAMP travel demand forecasting model, and, as lead agency, the Planning Department determined year 2040 as the appropriate analysis year for understanding cumulative impacts.

The cumulative transportation analysis is based on a summary of projections approach, and is also refined and validated to reflect major known projects. The SF-CHAMP travel demand model land use inputs for year 2040 were developed by the Planning Department and accounts for major anticipated projects such as the Draft Central SoMa Plan rezoning, Moscone Center Expansion, San Francisco Giants project at Seawall Lot 337, Pier 70 development, and the Warriors event center project, as well as other residential and non-residential development projects in downtown (e.g., 706 Mission Street, 250 Fourth Street, 260 Fifth Street, 397 Fifth Street) and throughout San Francisco. Therefore, it is not necessary to provide a list of planned and proposed housing and office development, nor is it required to assume full buildout of all potential development in the area. The SF-CHAMP model inputs for future growth within the Central SoMa area were developed using a square footage per office worker of 200 square feet per employee based on Planning Department information on employee density trends. Therefore, the 2040 cumulative analysis provided in this EIR reasonably represents the future cumulative conditions in the project vicinity, given the economic forecasts for San Francisco and the Bay Area. Also, see **Response GC-9** on page RTC-356 regarding additional information on cumulative methodology, including a more detailed discussion on cumulative transportation methodology.

COMMENT TR-8: CUMULATIVE PEDESTRIAN AND BICYCLE CONDITIONS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

A-CPC-Johnson

The second thing I wanted to mention was the transit impacts. Now, again, this is one of those things where it's an order of operations problem. So there was no mention of the fact that there's really strong discussion right now about Howard Street, and potentially Folsom Street being two ways, at least to probably 6th Street or so. So that would have a huge impact on -- either good or bad, I actually can't tell right now -- on the 5M Project.

...

...and I would like some response to the possibility of Howard and Folsom Street being two ways, and what that does to the pedestrian and bicycling circulation. (*Commissioner Christine D. Johnson; Transcript; November 20, 2014 [A-CPC-Johnson]*)

And then the last -- or not last thing, I had a couple more things. The other thing is, I also was a little bit -- the analysis again, that supported the EIR, I'm not sure that I agreed that there were less than significant impacts on pedestrian transit and bicycling circulation, with the cumulative impacts of the buildings in that area, but yet, there is a significant impact with just construction.

Because I feel like when there's construction, people know about it, and they -- they work their way around it, like for example, they're tearing up 9th Street right now, so I go up 7th. And I think people tend to do that -- that tends to be part of the transit impact study.

But I can't -- on a regular basis, people aren't going to avoid the area. And I definitely see, especially with a central subway coming online, that there's going to be cumulative impacts, so I would like to see more discussion around that, and at least a response to the written comments. We'll see if it needs to be incorporated into the final EIR. (*Commissioner Christine D. Johnson; Transcript; November 20, 2014 [A-CPC-Johnson]*)

RESPONSE TR-8

The comments raise concerns regarding cumulative pedestrian and bicycle conditions in the project vicinity, and request information on conditions with the proposed improvements currently being evaluated as part of the Central SoMa Plan environmental analysis. In particular, a comment requests information on the proposed Central SoMa Plan improvements that would convert Howard and Folsom Streets from one-way to two-way in the Central SoMa area.

Cumulative bicycle conditions are described in **Impact C-TR-5** on Draft EIR page 357, and cumulative pedestrian conditions are described in **Impact C-TR-6** on Draft EIR pages 357 to 359. As discussed in **Impact TR-5**, the proposed project would result in less-than-significant cumulative bicycle impacts. The proposed project includes sidewalk improvements adjacent to the project site, as well as **Mitigation Measure M-TR-7** that would improve a corner location currently operating unacceptably, and reduce project-specific impacts to a less-than-significant level. See RTC TR-3: Pedestrian Impacts for a discussion of the proposed project's pedestrian impacts.

The Central SoMa Plan is in draft form, an environmental impact assessment of that document is currently ongoing, and the transportation network changes associated with the Central SoMa Plan are summarized on Draft EIR pages 301 to 304. The Central SoMa Plan includes rezoning to remove land use restrictions to support a greater mix of uses, increasing height limits, as well as modifying the system of streets and circulation to meet the needs and goals of a dense transit-oriented district, and buildout would occur over a long period of time. The Central SoMa Plan includes two different options for the couplet of Howard and Folsom Streets (i.e., the Howard/Folsom One-way Option and the Howard/Folsom Two-way Option) and, as indicated on Draft EIR page 302, the analysis of 2040 Cumulative transportation conditions was conducted assuming implementation of the Howard/Folsom One-way Option. For projects within and in the vicinity of the Central SoMa Plan area, the San Francisco Planning Department selected the Howard/Folsom One-Way Option for inclusion in the 2040 Cumulative analysis, as this option represents the more conservative assessment of future conditions in SoMa. The Howard/Folsom One-way Option would generally reduce the number of

mixed-flow travel lanes on Howard and Folsom Streets over the Howard/Folsom Two-way Option: the Howard/Folsom One-way Option would provide two mixed-flow travel lanes in each direction (i.e., two travel lanes on Howard Street westbound and two travel lanes on Folsom Street eastbound), while the Howard/Folsom Two-way Option would provide one to two travel lanes in each direction on both Howard and Folsom Streets, for a total of three to four mixed-flow travel lanes in each direction. The Central SoMa Plan also includes upgrading sidewalks to meet the standards in the Better Streets Plan, where possible, providing corner sidewalk extensions to enhance pedestrian safety at crosswalks, and adding street trees and furnishing whenever possible. Sidewalks are proposed to be widened generally to 15 feet, and would be widened on Third, Fourth, Howard, Folsom, Harrison, Bryant, and Brannan Streets. On both Howard and Folsom Streets under the Howard/Folsom One-way Option, sidewalks would be widened on one side of the street, from 10 to 12 feet at present, to a minimum of 15 feet. On Howard Street under the Howard/Folsom Two-way Option, sidewalks on Howard Street would remain 12 feet west of Sixth Street, and would be widened to 15 feet east of Sixth Street. On Folsom Street, sidewalks would be widened to between 15 and 8 feet, and to 25 feet on the north side of the street east of Second Street. In addition, the Plan includes installing 23 additional signalized midblock crosswalks across major streets, including on Howard Street between Fifth and Sixth Streets, and opening three currently-closed crosswalks along Third Street. Some of the proposed street network changes would necessitate changes to signal timing at certain intersections to, variously, provide priority to transit vehicles, allow buses to make certain turning movements on their own signal cycle, separate bicyclists from vehicles turning across cycle tracks, and protect pedestrians from turning vehicles. Pedestrian signal timing at the study intersections meet the required standards within the *California Manual of Uniform Traffic Control Devices*.¹⁵

¹⁵ California Manual of Uniform Traffic Control Devices. Can be reviewed on California Department of Transportation (Caltrans) website California MUTCD 2012 http://www.dot.ca.gov/hq/traffops/signtech/mutcdsupp/ca_mutcd2012.htm

In the project vicinity, the Central SoMa Plan circulation improvements assumed for the 2040 Cumulative analysis include enhanced bicycle facilities on a number of streets in the project vicinity as described in the bullet points below. These improvements would be in addition to the planned bicycle lanes on Fifth Street that would be made consistent in the Central SoMa Plan with the adopted *Bicycle Plan* (the design of the facility on Fifth Street is being developed by the SFMTA), and also assumed for the 2040 Cumulative analysis.

- Howard and Folsom Streets. Under the One-Way Option, both Howard and Folsom Streets would be generally converted from four travel lanes with parking on both sides and a bicycle lane to two travel lanes, with a third lane that would provide parking in off-peak hours and serve as a peak-hour travel lane (Howard Street)/transit lane (Folsom Street). Wider two-way cycle tracks would be separated from travel lanes by a physical barrier. Parking would be provided on one side, adjacent to the cycle track, except where turn pockets would be provided at the approaches to certain intersections. Under the Two-Way Option, Howard Street would have two travel lanes in each direction east of Sixth Street, a bicycle lane in each direction, and mid-block parking on one side of the street, with turn pockets approaching selected intersections. West of Sixth Street, Howard Street would have parking on both sides of the street during off-peak hours, with one travel lane and one bicycle in each direction; elimination of parking during peak hours would create a second travel lane in each direction. Under the Two-way Option, Folsom Street would have one travel lane and a protected cycle track in each direction between 11th Street and The Embarcadero, with an additional eastbound transit-only lane between Fourth and Second streets, along with peak-period traffic restrictions that would require westbound right turns onto Third Street and eastbound right turns onto Fourth Street. As described above, the analysis of 2040 Cumulative transportation conditions was conducted assuming implementation of the Howard/Folsom One-way Option street network improvements.
- Brannan Street. Brannan Street would be altered from two lanes in each direction to one lane in each direction, with protected one-way cycle tracks in each direction, widened sidewalks, and on-street parking on one side only in mid-block locations.

- Third Street. Third Street, which generally has three travel lanes and a transit lane at present (with an additional peak-hour lane), would have three travel lanes, a protected cycle track, and wider sidewalks. There would be no on-street parking on either street, but some loading bays would be provided.
- Fourth Street. Fourth Street would be reduced to two southbound lanes between Market and Howard Streets and three southbound mixed-flow lanes between Howard and Harrison Streets, with a transit-only lane for all four blocks. There would be a two-way cycle track between Market and Folsom Streets and a southbound-only cycle track from Folsom to Harrison Streets. There would be no on-street parking on either street, but some loading bays would be provided.

Overall, the bicycle improvements would generally enhance cycling conditions in the study area. Provision of cycle tracks, reduction in the number of mixed-flow lanes, and removal of on-street parking along many of these streets would reduce the potential for injury to bicyclists as a result of “dooring”, as the lanes would provide dedicated space for bicyclists and reduce the incidence of a blocked bicycle lane due to double-parking and loading vehicles.

Thus, with implementation of the proposed Central SoMa Plan sidewalk improvements, the sidewalk on Howard Street adjacent to the project site would be widened to 15 feet under the Howard/Folsom One-way Option, and would remain at 12 feet under the Howard/Folsom Two-way Option. The Howard/Folsom One-way Option would provide for a protected cycle track on the south side of Howard Street across from the project site, while under the Howard/Folsom Two-way Option a bicycle lane would be located adjacent to the curb.

I. NOISE

The comments and corresponding responses in this section cover the following topics in Section IV.E, Noise of the Draft EIR.

- NO-1: Construction-Period Noise Impacts
- NO-2: Operation-Period Noise Impacts
- NO-3: Construction-Period Vibration Impacts
- NO-4: Increases in Noise from Existing Off-Site Uses
- NO-5: Construction and Operation Period Traffic Noise and Vibration Impacts

COMMENT NO-1: CONSTRUCTION-PERIOD NOISE IMPACTS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

O-PMWG
I-Abbott

The Draft EIR fails to adequately analyze or mitigate the noise and vibration impacts that could occur during the construction period. The Draft EIR concludes that construction of the Project would result in a significant impact related to noise, but that such impact could be reduced to a less than significant level with the implementation of mitigation. Specifically, the Draft EIR claims that implementation of **Mitigation Measure M-NO-1** will reduce noise impacts to less than significant levels at a distance of 100 feet from the Project Site; however, the analysis does not address uses that are closer than 100 feet. The Property faces the Project Site on two sides, separated from the proposed construction by Natoma Street and Mary Street, and is less than 100 feet from construction activity proposed for the Project Site. In addition to failing to address the impact to uses within 100 feet of the Project Site, the Draft EIR does not include information about what type of construction equipment will be used closest to the Property or the duration that such equipment will be used, so it is not possible to assess if the Property would be significantly impacted by noise during the eight-year construction period proposed for the Project. Construction noise is likely to be disruptive to occupants of the Property, which include a ground-floor bar and restaurant and upper floor office

uses. The Property occupants rely on their ability to keep their windows open because the Property has no air conditioning, and the noise created from Project construction will likely impact these occupants. Therefore, the Draft EIR should be revised to include adequate analysis of noise generated during the construction period so that any potential impacts to the Property are disclosed and can be mitigated accordingly. Specifically, the analysis should consider the building material, age, and use the Property and other buildings in the vicinity of the Project Site before concluding that the Project's construction does or does not result in a significant impact. (*Carl Hall, Executive Officer, Pacific Media Workers Guild; Letter; January 6, 2015 [O-PMWG]*)

The DEIR identifies the McVeigh building as a building potentially impacted by construction noise, (DEIR p. 385) and identifies the impacts as potentially significant. However, the mitigation requirements are (a) nothing more than impermissible deferred mitigation and (b) those that can result in increased impacts, but are not analyzed by the DEIR.

Moreover, the noise analysis is based upon general noise standards and practices. The proposed H-1 building, shown on the common property line to the McVeigh Building, will result in high rise construction taking place approximately 2-4 feet from the exterior windows of the residential units on the north side. The DEIR is inadequate in that it fails to include any meaningful analysis of construction activities that close to residential units. (*William Abbott, Abbott & Kindermann, LLP; Letter; January 7, 2015 [I-Abbott]*)

RESPONSE NO-1

These comments relate to construction-period noise concerns, particularly impacts that may occur at nearby locations and structures. As discussed in Section IV.E, Noise of the Draft EIR, the City of San Francisco regulates construction noise by the San Francisco Noise Ordinance (Article 29 of the Police Code). The ordinance requires that noise levels from individual pieces of construction equipment,

other than impact tools, not exceed 80 dBA at a distance of 100 feet from the source. The ordinance also prohibits construction work between 8:00 p.m. and 7:00 a.m. if the noise would exceed the ambient noise level by 5 dBA at the project property line, unless a special permit is authorized by the Director of Public Works or the Director of Building Inspection. This is the City's established threshold and performance standard.

Page 385 of the Draft EIR concludes that the closest sensitive receptors are those located immediately adjacent to the project boundaries, and that construction activities would occur within 5 feet of adjacent structures (including the building at 198 Fifth Street). Construction of the Draft EIR Project (and Revised Project) would be phased over a period of 9 years; therefore, for purposes of the EIR, the precise mix of construction equipment to be used at any one time (i.e., daily and hourly usage and combinations of equipment usage) is currently unknown. Therefore, the project sponsor would be required to prepare a construction noise reduction program, prior to issuance of project-specific demolition, grading, and construction-related permits. The construction work within the structural frame and interior spaces would attenuate spillover noise; therefore, the noise analysis in the Draft EIR possibly overstates impacts by assuming multiple pieces of equipment would operate at locations closest to sensitive receptors.

As shown on page 389 of the Draft EIR, reductions in construction noise generated by the Draft EIR Project (and Revised Project) are based on evidence collected by FHA and can be achieved with measures that would be included in the construction noise reduction program to meet the City's 80 dBA L_{max} standard at 100 feet. The City recognizes that sensitive receptor locations may be located closer than 100 feet to project construction areas; however, the maximum noise specifications are based on a distance of 100 feet and the analysis in the Draft EIR is consistent with the City's requirements. Where there is a receptor closer than 100 feet to a construction area, as is the case here, the analysis adjusts for noise attenuation or intensification associated with distance from the site in analyzing the impacts on the receptor.

As described on page 364 of the Draft EIR, as noise spreads from a source, it loses energy so that the farther away the noise receiver is from the noise source, the lower the perceived noise level. Noise levels diminish or attenuate as distance from the source increases based on an inverse square rule, depending on how the noise source is physically configured. The noise level from a single-point source, such as a single piece of construction equipment at ground level, attenuates at a rate of 6 dB for each doubling of distance (between the single-point source of noise and the noise – sensitive receptor of concern). Using this methodology, the City’s standard is equivalent to 86 dBA L_{max} at 50 feet (or, the noise level would be 80 dBA at 100 feet which, when adjusted for distance attenuation would be 86 dBA at 50 feet) or 106 dBA L_{max} at 5 feet.¹⁶ The reference to 100 feet is used to provide a consistent distance reference location for evaluation and monitoring purposes.

As noted on page 385 of the Draft EIR, existing building façades within 5 feet of construction noise would have noise levels ranging up to 105 dBA L_{max} , which is below the City’s threshold of 106 dBA L_{max} at 5 feet, taking into account the equivalency adjustment. Therefore the analysis evaluated impacts for receptors within 5 feet and determined impacts would be less than significant. Measures to reduce noise impacts would include temporary plywood noise barriers along the boundaries of the project site, which could limit light or air flow through windows; however, these would not be considered significant CEQA impacts as these impacts would be limited to the temporary construction period. As noted on page 386 of the Draft EIR, construction work between 8:00 p.m. and 7:00 a.m. is prohibited; therefore, project construction would not result in sleep impacts to sensitive receptors. The City may revoke or hold construction permits if substantive limits aren’t met to satisfaction of the Director of the DPH. Construction noise would be intermittent and temporary and the project would be required to implement best management practices. Under the Revised Project, construction of the project would not require pile driving, and pile driving would not be permitted as part of the project. Implementation of best management practices recommended in the Draft EIR would continue to ensure that construction-period noise impacts would be less than significant.

¹⁶ This is calculated by using the formula: decibels of change = $20 \times \log(\text{distance } 1 / \text{distance } 2)$.

Finally, the mitigation measures identified to reduce construction-period noise impacts are consistent with City regulations and requirements that are implemented for most construction projects of this scale and within close proximity to sensitive receptors. Preparation and implementation of a noise reduction program, as required by **Mitigation Measure N-NO-1** (pages 386 through 388 of the Draft EIR) would ensure that quantifiable reductions of construction noise levels are achieved resulting in a less-than-significant impact. Because this measure sets forth measurable performance standards for a reduction in noise levels, it would not constitute deferred mitigation.

COMMENT NO-2: OPERATION-PERIOD NOISE IMPACTS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

I-Abbott

Additionally, the primary driveway for H-1 is located immediately to the west of the McVeigh building. To the extent the City requires a pedestrian notification system (buzzer or bell) or it is reasonably foreseeable the development will include an audible signal for pedestrian safety, the noise analysis needs to address the impact to residents in the McVeigh building. The DEIR fails to contain sufficient data or analysis to conclude that the project's impacts will be less than significant. (*William Abbott, Abbott & Kindermann, LLP; Letter; January 7, 2015 [I-Abbott]*)

RESPONSE NO-2

These comments relate to potential operation-period noise impacts associated with potential installation of pedestrian safety signals at garage entrances. Page 392 of the Draft EIR indicates the Draft EIR Project (and Revised Project) would introduce additional noise sources to the project area. These sources include emergency generators, building heating, ventilation, and air conditioning

systems (HVAC) systems, and fire pumps as well as project-related deliveries and activities within the parking structures. Any audible signal for pedestrian safety installed on the project site would be subject to Section 2909 of the City's Noise Ordinance which regulates noise from mechanical equipment and other noise sources and prohibits equipment operating on residential property from producing a noise level more than 5 dBA above the ambient noise level at the property boundary and prohibits fixed noise sources which would cause the noise level inside any sleeping or living room in a dwelling unit on residential property to exceed 45 dBA between 10:00 p.m. and 7:00 a.m. or 55 dBA between 7:00 a.m. and 10:00 p.m. when windows are open. As discussed in the Draft EIR, compliance with the Noise Ordinance would result in a less-than-significant impact associated with operation-period noise sources on sensitive receptors.

Additionally, the proposed D4D requires sightlines at garage exit points in order to improve visibility, and reduce potential conflicts between pedestrians and vehicles. This design feature would reduce the need for audible pedestrian safety systems.

COMMENT NO-3: CONSTRUCTION-PERIOD VIBRATION IMPACTS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

O-PMWG
I-Abbott
I-McVeigh2
I-McVeigh3

The Draft EIR's discussion of vibration impacts generated during the eight-year construction window is similarly incomplete. The analysis claims that the buildings most likely to be impacted by vibration from construction activities are uses on Mission Street that are 75 feet from the Project Site. The Property is closer to the Project Site than 75 feet, yet no discussion of the vibration impacts on our existing building and the occupants of the Property is included in the Draft EIR. This is of particular

concern, because the building on the Property is approximately 100 years old and could easily be damaged by construction vibration. To mitigate the impact associated with vibration, the Draft EIR relies on Mitigation Measures M-NO-1, MCP- 2a, and M-CP-2b. As discussed above, the Draft EIR does not include sufficient information to determine if Mitigation Measure M-NO-1 would reduce impacts to the Property. Mitigation Measures M-CP-2a and M-CP-2b only apply to five properties in the vicinity of the Project Site: 901-933 Mission Street; 44 7-449 Minna Street; 88 Fifth Street; 66 Mint Street; and 959-965 Mission Street. Therefore, the Draft EIR does not protect the Property from impacts related to vibration, and the building and its occupants may be harmed during the project's eight-year construction period. Accordingly, the mitigation program should be revised to include the Property. (*Carl Hall, Executive Officer, Pacific Media Workers Guild; Letter; January 6, 2015 [O-PMWG]*)

The vibration analysis completely ignores the McVeigh building (which is indisputably the existing building which is closest to the construction site), and refers to the reader to other more remote buildings. (DEIR page 391, referring the reader to Figure IV.C-1, buildings located considerably to the west of the project site.) This omission of an existing sensitive resource does not meet FTA's standards for an inventory of existing sensitive uses and buildings in the FTA report (p. 13-2), which methodology this DEIR relies upon. To the extent that the DEIR relies upon the FTA methodology, it needs to follow these protocols in full or explain the basis for deviation.

As discussed in this section, the DEIR's conclusion that impacts can be mitigated to less than significant level is not based upon substantial credible evidence, but upon an incomplete inventory, erroneously cited standards, and vague mitigation requirements. The DEIR requires mitigation to FTA's standards for historical buildings as mitigation. Neither the DEIR, nor the FTA report publishes a "historical" standard (see DEIR p. 374). Since no "historical" standard exists, what standard applies? The factual accuracy of the vibration analysis is undercut when it declares "pile driving would most adversely affect the sensitive residential uses that are 75 feet from the project site boundary (951-953 Mission Street) DEIR p. 390. The DEIR must disclose what the impacts are for existing residential uses which are located zero feet from the site boundary.

For mitigation purposes, the vibration analysis relies upon the same flawed methodology as the noise analysis as discussed above (use of "quiet" insertion techniques, ... "where feasible" a "standard" which results in no reasonably predictable mitigation level). The DEIR's conclusion that impacts would be less than significant relies on mitigation measures that include unenforceable, meaningless "standards" such as: "The project sponsor shall require the construction contractor limit pile driving activity to result in the least disturbance to neighboring uses." What level of exposure equates to "least disturbance"? The mitigation analysis is also flawed in that it relies on mitigation measures developed for protecting buildings identified in the cultural resource chapter (**Table IV.C-4**), which list does not include the McVeigh building and only protects buildings located further away from the point of construction.

...

The DEIR states that "pile driving has the potential to generate high ground vibration levels that can cause structural damage to buildings within 200 feet" and "construction-related ground-borne vibration impacts on buildings are generally assessed in terms of Peak Particle Velocity (PPV), which is a measure of the maximum speed at which a particle in the ground is moving relative to its inactive state." As noted in the DEIR, the Federal Transit Administration (FTA, 2006) has established vibration criteria for buildings that are susceptible to building damage.

As identified in the DEIR, vibrations have the potential to impact the McVeigh Family Building in various ways. High levels of ground shaking vibration, such as from nearby pile driving, have the potential to be very disruptive to building occupants and can lead to settlement and structural damage to the existing building and its equipment. Other construction-related vibrations from sources such as heavy machinery movement may also be disruptive to occupants.

Publications on vibration effects indicate that most construction equipment generates small vibrations (typically less than 0.3 inch per second (in/sec) PPV). Human sensitivity to vibrations is well established; humans can feel vibrations with a PPV less than 0.1 in/sec, and vibrations between 0.1 and 0.8 in/sec are considered annoying by some people. Human response to vibration is not usually significant unless the vibration exceeds 70 VdB. Buses and trucks rarely create vibrations that

exceed 70 V dB unless there are bumps in the travel surface. If there is an unusually rough travel surface, geologic conditions that promote efficient propagation of vibrations, or vehicles with very stiff suspension systems, the vibration levels from any source can be 10 decibels higher than typical (PTA, 2006).

Caltrans provides some guidance concerning vibration levels for construction projects recommending an "upper level of 0.08 in/sec for continuous vibrations to which 'ruins and ancient monuments' should be subjected. This criterion level may also be used for historical buildings, or buildings that are in poor condition." Similarly, FTA provides a construction vibration PPV limit of 0.12 in/sec for "buildings extremely susceptible to vibration damage."

...

The topic of ground-borne vibrations is raised again in the Noise section of the DEIR where, paraphrased, it states "pile driving and associated ground-borne vibrations would be most likely to adversely affect the sensitive residential uses adjacent to the site, and specifically, the five buildings described in the Cultural Resources section. Due to the scope of construction and the proximity of the five historical resources, there is a potentially significant impact due to ground-borne vibrations from construction, especially if pile driving is used as a construction method." As noted above, this impact would be greater at the McVeigh Family Building than at the five historic structures due to its closer proximity to the Project. (*William Abbott, Abbott & Kindermann, LLP; Letter; January 7, 2015 [I-Abbott]*)

Our concerns are warranted. The DEIR identifies properties as vulnerable and states; "the scope of the construction and proximity (of the named locations) there is significant impact due to ground borne vibrations, especially if pile driving is used as a construction method. Even if pile driving is not used as a construction method...may still be significantly impacted". None of the above named properties have a zero distance from construction. No other properties, historic or non-historic have a zero distance to the proposed construction. We do. (*Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2]*)

The -- based on the documents in the EIR, the McVeigh Family Building looks as if it's zero feet from the H1 boundary.

We are concerned that vibration, noise, debris and dust could considerably impact the commercial tenant, as well as the eight apartments above it.

Focusing specifically on the DEIR, the report, the 5M project states, "Significant impact due to ground-borne vibrations, especially if pile driving is used as a construction method, could have significant impact."

Again, it's a 1912 building, and it probably will have significant impact.

We're looking to have some form of mitigation to protect the building and to protect the integrity of the building.

When we get down to looking at the tenants, there's a risk that the north side of the building which looks as if it abuts immediately on the largest of those buildings, will have a zero clearance. So, special dust and noise and vibration control is something that we would look for. (*Sharon McVeigh Pettigrew; Transcript; November 20, 2014 [I-McVeigh3]*)

RESPONSE NO-3

These comments address construction-period groundborne vibration impacts that could occur with implementation of the proposed project. These impacts are addressed on pages 389 through 391 of the Draft EIR. This issue is also discussed on page RTC-45 of this RTC Document; pile driving is not proposed as part of the Revised Project; therefore, construction-period vibration impacts identified in the Draft EIR for the Draft EIR Project would be less with implementation of the Revised Project.

Page 391 of the Draft EIR states that groundborne vibration would adversely affect the sensitive residential uses adjacent to the project site, which would include the 198 Fifth Street building. To clarify, page 385 of the Draft EIR is revised as follows:

The closest off-site sensitive receptors are those land uses located immediately adjacent to the project boundaries. During demolition and construction activities, if multiple pieces of heavy construction equipment operate simultaneously within 5 feet of off-site structures, these façades could be exposed to noise levels ranging up to 105 dBA L_{max} . When measured at a distance of 100 feet this noise level would be 79 dBA L_{max} , which would be below the City's Noise Ordinance standard. Such structures would include the mixed-use building at 198 Fifth Street, the residential building at 453 Minna Street, and the mixed-use building at 951-953 Mission Street. In addition, Building M-2, which would be constructed as part of the first construction phase, would contain sensitive receptors that would be exposed to project-related construction noise if the building is occupied at that time.

The nearest façade of the building (198 Fifth Street) located immediately south of and adjacent to the project site (south of the proposed H-1 building and at the northwest corner of the Fifth Street and Howard Street intersection), and approximately 5 feet from the nearest project border, could be exposed to noise levels ranging up to 105 dBA L_{max} (when adjusted for distance). The nearest façades of buildings located north of Mission Street, approximately 75 feet from the ~~nearest~~ project border, could be exposed to noise levels ranging up to 87.5 dBA L_{max} when demolition and construction activities occur at the nearest project border at Mission Street. Similarly, buildings located on the east side of Fifth Street across from the project site, also approximately 75 feet from the nearest project border at Fifth Street, could also be exposed to noise levels ranging up to 87.5 dBA L_{max} when multiple pieces of heavy construction equipment operate near the project boundary. The closest buildings south of Howard Street are located approximately 80 feet from the nearest project border, and would therefore be exposed to noise levels ranging up to 87 dBA L_{max} when multiple pieces of heavy construction equipment operate near the project boundary.

As described on page 385 and 386 of the Draft EIR, construction noise is regulated by the San Francisco Noise Ordinance (Article 29 of the Police Code), amended in November 2008. The ordinance requires that noise levels from individual pieces of construction equipment, other than impact tools, not exceed 80 dBA at a distance of 100 feet from the source. Impact tools (e.g., jackhammers, pile drivers, and impact wrenches) must have intake and exhaust mufflers and be equipped with acoustically attenuating shields or shrouds to the satisfaction of the director of Public Works or the Director of Building Inspection. Section 2908 of the Ordinance prohibits construction work between 8:00 p.m. and 7:00 a.m. if the noise would exceed the ambient noise level by 5 dBA at the project property line, unless a special permit is authorized by the Director of Public Works or the Director of Building Inspection. The Revised Project must comply with regulations set forth in the Noise Ordinance.

Because of the close proximity of nearby off-site sensitive receptors including the 198 Fifth Street building, general construction noise control measures must be implemented to reduce potential construction noise impacts to a less-than-significant level. Although the 198 Fifth Street building is not specifically listed in **Table IV.C-4** of the Draft EIR, **Mitigation Measure M-NO-1** would also reduce impacts at the 198 Fifth Street building by requiring a set of site-specific noise attenuation measures that would reduce construction noise impacts for the entire construction project duration equal to the reduction of impacts at buildings that were specifically identified and discussed in the Draft EIR. Additionally, as shown under **Response CP-2** on page RTC-163, **Mitigation Measure CP-2a and M-CP-2b** have been revised to specifically incorporate provisions for addressing the 198 Fifth Street building during construction. These measures also include the performance standards, such as reducing vibration impacts to 0.12 PPV (inches/second) or 90 VdB for buildings that are extremely susceptible to vibration damage. As revised, the Draft EIR would require vibration levels at both CEQA-identified historic resources and nearby older non-CEQA historic buildings such as the 198 Fifth Street building to meet the FTA's construction vibration impact criteria, which are categorized by building type (e.g., reinforced, engineered, non-engineered, or extremely susceptible to vibration damage). The category for each building type would be determined during the inspection process

required by **Mitigation Measure M-CP-2a**. These conclusions would not change with the Revised Project.

COMMENT NO-4: INCREASES IN NOISE FROM EXISTING OFF-SITE USES

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

I-McVeigh2

Further there is an energy reducing cooler with fan sitting in that space at the 2nd floor level. The unit substantially reduces the electrical energy needs of the Chieftain's refrigeration units. The noise now dissipates into the open air. With the H-1 tower, the noise will reverberate up, concentrating its effect on all the north side units. (*Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2]*)

RESPONSE NO-4

Page 394 of the Draft EIR identifies that both the Draft EIR Project's Office Scheme and Residential Scheme would introduce new noise sensitive receptors to a densely developed urban area with elevated ambient noise levels. The cooler and fan on the 198 Fifth Street building contributes to the existing noise environment. Construction of the H-1 Building would absorb some sound energy but would also reflect a portion of that noise back to the 198 Fifth Street building; however, noise reflection from the new building surface would be mostly back to the cooler and fan area with a small portion, anticipated to be approximately 1 dBA, that would potentially add to the existing ambient noise in the vicinity of the cooler and fan. This addition would not result in a perceptible change in the ambient noise levels to existing residents that are adjacent to the existing cooler and fan on the

198 Fifth Street building. A perceptible change in an outdoor environment is considered to be 3 dBA or more.¹⁷ Additionally, fans are regulated under Section 2909, Noise Limits of the City's Noise Ordinance which requires that any equipment operating on residential property must not produce a noise level more than 5 dBA above the ambient noise level at the property boundary.

Implementation of **Mitigation Measure M-NO-4** would reduce ambient noise impacts to future residents of the project site by requiring residential units to meet the interior standard of 45 dBA. Additionally, the cooler and fan within the 198 Fifth Street building is subject to the Noise Ordinance Section 2909 which regulates noise from mechanical equipment.

COMMENT NO-5: CONSTRUCTION AND OPERATION PERIOD TRAFFIC NOISE AND VIBRATION IMPACTS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

I-Abbott
I-McVeigh2

Lastly, traffic within the completed parking levels at the 5M project may lead to perceptible vibrations for the occupants of the McVeigh Family Building. (*William Abbott, Abbott & Kindermann, LLP; Letter; January 7, 2015 [I-Abbott]*)

¹⁷ California Department of Transportation, 2013. *Technical Noise Supplement to the Caltrans Traffic Noise Analysis Protocol*. September. Available online at: www.dot.ca.gov/hq/env/noise/pub/TeNS_Sept_2013B.pdf (accessed June 18, 2015).

The H1 building garage provides a shared freight center for the entire complex of H-1 buildings and three subterranean floors of parking. The DEIR estimates traffic for the Howard St. entrance at 230 to 280 truck deliveries and 190 private vehicle trips per day.

Figure 4a displays the entrance/exit. The east wall of vehicle entry is immediately next to the entrance to our apartment house, elevator shaft and staircase. Noise and vibration from the traffic will travel up and through the building. Ground vibration may have an adverse impact on the elevator machinery increasing wear and decreasing service.

...

Figure 4b illustrates that all three levels of parking extend up to the property line. Three subterranean floors of truck and automobile movement will radiate noise/vibration into basement of the Chieftain and apartments. (*Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2]*)

RESPONSE NO-5

Daily operations of the Draft EIR Project (and Revised Project) are not anticipated to generate excessive levels of groundborne vibration, as described on Draft EIR pages 398 through 391. Because the rubber tires and suspension systems of on-road vehicles provide vibration isolation, it is unusual for on-road vehicles to cause groundborne noise or vibration problems. When roadways are smooth, vibration from traffic, even heavy trucks, is rarely perceptible. When on-road vehicles cause effects such as rattling of windows, the source is almost always airborne noise. Most problems with on-road vehicle-related vibration can be directly related to a pothole, bump, expansion joint, or other discontinuity in the road surface. The parking areas and driveways associated with the project would be smooth, paved surfaces. The parking garage would be subterranean and therefore would not be a source of vibration to adjacent properties once constructed. Therefore, the elevator machinery would not be subject to excessive levels of groundborne vibration.

J. AIR QUALITY

The comments and corresponding responses in this section cover the following topics in Section IV.F, Air Quality of the Draft EIR.

- AQ-1: Required Air Quality Permits and Approvals
- AQ-2: Construction-Related Health Air Quality Impacts
- AQ-3: Construction-Related Dust and Air Quality Impacts to Adjacent Residential Uses
- AQ-4: Project Operation-Related Air Quality Impacts
- AQ-5: Project Compliance with Air Quality and Greenhouse Gas Emissions Reduction Regulations
- AQ-6: Project Construction Schedule and Related Air Quality Impacts
- AQ-7: Project Transportation Demand Management Plan

COMMENT AQ-1: REQUIRED AIR QUALITY PERMITS AND APPROVALS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

A-BAAQMD

The BAAQMD has not yet received a permit application for the new diesel generators and fire pumps associated with the project. Please remind the project applicant that the proposed equipment cannot be installed, modified, altered, operated, or tested without the required BAAQMD permits. (*Barry G. Young, Senior Advanced Projects Advisor, Bay Area Air Quality Management District, Engineering Division, Email, November 7, 2014 [A-BAAQMD]*)

On Page 421, the DEIR states, “The BAAQMD regulates backup emergency generators, fire pumps and other sources of TACs through its New Source Review (Regulation 2, Rule 5) permitting process.”

To provide a more complete description of the BAAQMD permitting process, the DEIR should replace the above sentence with the following, “The BAAQMD regulates backup emergency generators, fire pumps and other sources of TACs through its New Source Review (Regulation 2, Rule 2 and Regulation 2, Rule 5) permitting process. The backup emergency generators and fire pumps must also comply with the applicable control, monitoring, and recordkeeping requirements in BAAQMD Regulation 9, Rule 8 (Nitrogen Oxides and Carbon Monoxide from Stationary Internal Combustion Engines).” (*Barry G. Young, Senior Advanced Projects Advisor, Bay Area Air Quality Management District, Engineering Division, Email, November 7, 2014 [A-BAAQMD]*)

RESPONSE AQ-1

These comments relate to BAAQMD’s approval and permitting authority over the 5M Project. The project sponsor would apply for the appropriate permits from regulatory agencies, including the BAAQMD, after certification of the Final EIR and City approval of the Revised Project. These include, but are not limited to, permits for diesel generators and fire pumps, which would be applied for and obtained prior to equipment installation.

In response to these comments, page 421 of the Draft EIR is modified as follows:

The BAAQMD regulates backup emergency generators, fire pumps and other sources of TACs through its New Source Review (Regulation 2, Rule 2 and Regulation 2, Rule 5) permitting process. The backup emergency generators and fire pumps must also comply with the applicable control, monitoring, and recordkeeping requirements in BAAQMD Regulation 9, Rule 8 (Nitrogen Oxides and Carbon Monoxide from Stationary Internal Combustion Engines).

COMMENT AQ-2: CONSTRUCTION-RELATED HEALTH RISK AIR QUALITY IMPACTS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

O-GL2
O-PMWG
O-SOMCAN2

The Project must mitigate the significant construction impacts disclosed in the Draft EIR. In addition to the construction traffic impacts that are likely to occur, Project construction would result in significant impacts related to air quality. SoMa is home to many children and seniors, who are particularly vulnerable to dust and other pollutants that will enter the air as a result of Project construction.

The Draft EIR proposes Mitigation Measure M-AQ-3a to reduce the health risks associated with the emission of toxic chemicals during the eight-year construction period, and concludes that with implementation of mitigation, the Project's construction emissions would not result in a significant impact related to air quality. Unfortunately, Mitigation Measure M-AQ-3a includes numerous exceptions to the requirements proposed to mitigate the air quality impact. While Mitigation Measure M-AQ-3a may reduce the air quality impact to less than significant levels if implemented without the exceptions, the inclusion of such exceptions undermines the effectiveness of the mitigation program. Any mitigation measures included in an EIR must be "fully enforceable through permit conditions, agreements, or other measures" to reduce the significance of an impact. (*Federation of Hillside & Canyon Associations v. City of Los Angeles* (2000) 83 Cal. App. 4th 1252, 1261.) Because Mitigation Measure M-AQ-3a is not fully enforceable, it cannot reduce the Project's air quality impact to a less than significant level, and it is misleading for the Draft EIR to conclude that the Project would not result in a significant impact to air quality as a result of construction emissions. Accordingly, Mitigation Measure M-AQ-3a should be revised to remove the exceptions so that the Project's potential air quality impact is truly mitigated. The most effective mitigation measure would be to

reduce the Project's scale so that less construction is required and a significant impact related to air quality does not occur. Because the Draft EIR requires additional mitigation measures to reduce the Project's impacts, the Draft EIR should be revised and recirculated. (*Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2]*)

Finally, the Draft EIR proposes Mitigation Measure M-AQ-3a to reduce the health risks associated with the emission of toxic chemicals during the eight-year construction period, and concludes that with implementation of mitigation, the Project's construction emissions would not result in a significant impact related to air quality. Unfortunately, Mitigation Measure M-AQ-3a includes numerous exceptions to the requirements proposed that would mitigate the air quality impact. While Mitigation Measure M-AQ-3a may reduce the air quality impact to less than significant levels if implemented without the exceptions, the inclusion of such exceptions undermines the effectiveness of the mitigation program. Any mitigation measures included in an EIR must be "fully enforceable through permit conditions, agreements, or other measures" to reduce the significance of an impact. (*Federation of Hillside & Canyon Associations v. City of Los Angeles (2000) 83 Cal. App. 4th 1252, 1261.*) Because Mitigation Measure M-AQ-3a is not fully enforceable, it cannot reduce the Project's air quality impact to a less than significant level, and it is misleading for the Draft EIR to conclude that the Project would not result in a significant impact to air quality as a result of construction emissions. A significant air quality impact over the proposed eight-year construction period poses a potential health risk to occupants of the Property who, as described above, rely on their ability to keep their windows open because the Property has no air conditioning. Therefore, hazardous material emitted into the air during Project construction will not be filtered before drifting onto the Property. Accordingly, Mitigation Measure M-AQ-3a should be revised to remove the exceptions so that the Project's potential air quality impact is truly mitigated. (*Carl Hall, Executive Officer, Pacific Media Workers Guild; Letter; January 6, 2015 [O-PMWG]*)

Project Construction Has Significant and Unavoidable Impacts. In addition to the construction traffic impacts that are likely to occur, Project construction would result in significant impacts related to air quality. SoMa is home to many children and seniors, who are particularly vulnerable to dust and other pollutants that will enter the air as a result of Project construction.

The Draft EIR proposes Mitigation Measure M-AQ-3a to reduce the health risks associated with the emission of toxic chemicals during the eight-year construction period, and concludes that with implementation of mitigation, the Project's construction emissions would not result in a significant impact related to air quality. Unfortunately, Mitigation Measure M-AQ-3a includes numerous exceptions to the requirements proposed to mitigate the air quality impact. While Mitigation Measure M-AQ-3a may reduce the air quality impact to less than significant levels if implemented without the exceptions, the inclusion of such exceptions undermines the effectiveness of the mitigation program. Any mitigation measures included in an EIR must be "fully enforceable through permit conditions, agreements, or other measures" to reduce the significance of an impact. (*Federation of Hillside & Canyon Associations v. City of Los Angeles* (2000) 83 Cal. App. 4th 1252, 1261.) Because Mitigation Measure M-AQ-3a is not fully enforceable, it cannot reduce the Project's air quality impact to a less than significant level, and it is misleading for the Draft EIR to conclude that the Project would not result in a significant impact to air quality as a result of construction emissions. Accordingly, Mitigation Measure M-AQ-3a should be revised to remove the exceptions so that the Project's potential air quality impact is truly mitigated. (*Angelica Cabande, Organizational Director, and Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Letter; January 6, 2015 [O-SOMCAN2]*)

RESPONSE AQ-2

These comments address construction-period air quality impacts and request revisions to **Mitigation Measure M-AQ-3a**. The exceptions included in **Mitigation Measure M-AQ-3a** are related to the type of equipment that must be used during project construction. The exceptions under the measure

would be allowed under certain scenarios if the project sponsor is able to provide evidence to the satisfaction of the Environmental Review Officer that the exception is necessary. Approvals of exceptions are discretionary, not mandatory, and the Environmental Review Officer would not be required to grant an exception that would cause the significance threshold to be exceeded.

The exceptions provided in **Mitigation Measure M-AQ-3a** are intended to allow for alternatives in the event that certain equipment isn't available or feasible at the time of construction. Any exceptions would require authorization and enforcement by the City's Environmental Review Officer. To further clarify the requirements of this mitigation measure, the text of **Mitigation Measure M-AQ-3a** on page 445 through 446 of the Draft EIR is revised as follows:

- c) Exceptions:
- i. Exceptions to A(1)(a) may be granted if the project sponsor has submitted information providing evidence to the satisfaction of the ERO that an alternative source of power is limited or infeasible at the project site and that the requirements of this exception provision apply. Under this circumstance, the sponsor shall submit documentation of compliance with A(1)(b) for onsite power generation.
 - ii. Exceptions to A(1)(b)(ii) *may* be granted if the project sponsor has submitted information providing evidence to the satisfaction of the ERO that a particular piece of off-road equipment with an ARB Level 3 VDECS is: (1) technically not feasible, (2) would not produce desired emissions reductions due to expected operating modes, (3) installing the control device would create a safety hazard or impaired visibility for the operator, or (4) there is a compelling emergency need to use off-road equipment that are not retrofitted with an ARB Level 3 VDECS and the sponsor has submitted documentation to the ERO that the requirements of this exception provision apply. In addition, if seeking an exception, the project sponsor shall be required to demonstrate to the Environmental Review Officer's satisfaction that the resulting construction emissions would not exceed thresholds of significance identified within the EIR for exposing sensitive receptors to substantial pollutant concentrations. ~~If granted an~~

exception to A(1)(b)(ii), the project sponsor must comply with the requirements of A(1)(c)(iii).

iii. If an exception is granted pursuant to A(1)(c)(ii), the project sponsor shall provide the next cleanest piece of off road equipment as provided by the step down schedules in Table A.

Table A – Off Road Equipment Compliance Step-down Schedule

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

How to use the table: If the requirements of (A)(1)(b) cannot be met, then the project sponsor would need to meet Compliance Alternative 1. Should the project sponsor not be able to supply off road equipment meeting Compliance Alternative 1, then Compliance Alternative 2 would need to be met. Should the project sponsor not be able to supply off road equipment meeting Compliance Alternative 2, then Compliance Alternative 3 would need to be met.

* Alternative fuels are not a VDECS.

Also refer to **Response GC-3** on page RTC-314 regarding the request to recirculate the Draft EIR.

COMMENT AQ-3: CONSTRUCTION-RELATED DUST AND AIR QUALITY IMPACTS TO ADJACENT RESIDENTIAL USES

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

O-AND
 I-McVeigh2
 I-McVeigh3

We are concerned about impacts during the eight year construction period especially to youth and seniors. We are also concerned about the construction period noise and dust for local businesses and their patrons. On page 76 of the EIR is states "The proposed project would increase traffic volumes, which contribute to regional air pollution. Air pollutant emissions could also occur over the short term in association with construction activities. Construction vehicle traffic, the use of construction

equipment, and wind blowing over exposed earth could emit exhaust and dust that affect local and regional air quality. (*Prescott Reavis; Asian Neighborhood Design; Letter; January 7, 2015 [O-AND]*)

Also evident is that our tenants on the north side are totally exposed to the hazards of airborne Particulate Matter and Fugitive Dust as direct results from H-1 construction work. A Dust Control Plan must be spelled with specificity to the McVeigh Family Building. Again we request prior review before approvals or permits are given. The adequacy of such plans is essential to the safety and wellbeing of our tenants given the proximity. (*Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2]*)

The -- based on the documents in the EIR, the McVeigh Family Building looks as if it's zero feet from the H1 boundary.

We are concerned that vibration, noise, debris and dust could considerably impact the commercial tenant, as well as the eight apartments above it.

Focusing specifically on the DEIR, the report, the 5M project states, "Significant impact due to ground-borne vibrations, especially if pile driving is used as a construction method, could have significant impact."

Again, it's a 1912 building, and it probably will have significant impact.

We're looking to have some form of mitigation to protect the building and to protect the integrity of the building.

When we get down to looking at the tenants, there's a risk that the north side of the building which looks as if it abuts immediately on the largest of those buildings, will have a zero clearance. So, special dust and noise and vibration control is something that we would look for. (*Sharon McVeigh Pettigrew; Transcript; November 20, 2014 [I-McVeigh3]*)

RESPONSE AQ-3

As described on pages 431 through 433 of the Draft EIR, the project would be required to comply with the San Francisco Building and Health Codes, Construction Dust Control Ordinance which substantially reduces the quantity of dust generated during the construction period. The project sponsor would be required to prepare a site-specific Dust Control Plan which would show all the sensitive receptors within 1,000 feet of the project site, including residents of the 198 Fifth Street building. The plan would include standard dust mitigation measures including the watering down of soil at least three times per day, installation of dust monitors, third-party inspections, and many other additional measures, which would be submitted to the San Francisco Department of Public Health. Compliance with the regulations and procedures set forth in the San Francisco Dust Control Ordinance would ensure that potential dust-related construction air quality impacts would be reduced to a less-than-significant level. Toxic air contaminants associated with project construction, including construction vehicle trips, are discussed on pages 442 through 449 of the Draft EIR. As indicated in the analysis, with implementation of **Mitigation Measure M-AQ-3** construction emission impacts would be reduced to a less-than-significant level. These conclusions and required measures would not change with implementation of the Revised Project.

COMMENT AQ-4: PROJECT OPERATION-RELATED AIR QUALITY IMPACTS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

O-PMWG

The Project would result in significant and unavoidable air quality impacts, which may be more severe than disclosed in the Draft EIR because of indefinite mitigation measures. The Draft EIR discloses that Project operations would result in a significant and unavoidable impact with regard to air quality, specifically reactive organic gasses ("ROG"). ROG emissions during Project operations would exceed the threshold for significance by 1.1 tons per year, which could result in negative effects on the respiratory system, especially on lung function, of people in the vicinity of the Project Site. Mitigation Measure M-AQ-2 in the Draft EIR requires the Applicant to develop educational material for residential and commercial tenants of the Project encouraging them to use consumer products that emit less volatile organic compounds ("VOC"), thereby lowering emissions from the Project. The Applicant should be required to share these educational materials with residential and commercial tenants in the vicinity of the Project Site, such as those that occupy the Property, to reduce the cumulative impact of VOC emissions in the area and reducing the health risks from ROG emissions from the Project.

Mitigation Measure M-AQ-2 also requires the Applicant to prepare and implement a Transportation Demand Management ("TDM") Plan with a "goal" of reducing trips by 20 percent as compared to the transportation demand projected in the Project's traffic study. While this is a commendable goal, it is insufficiently definite to mitigate the Project's impacts and should be made more robust. The TDM Plan's "goal" of a 20 percent trip reduction should be a mandatory benchmark for the Applicant to achieve. If the Applicant fails to reduce trips in accordance with the TDM Plan, alternative mitigation measures, such as financial contributions to improve public transportation in the vicinity of the Project Site, should be required so that the mitigation measure still results in a reduction to the Project's significant air quality impact. (*Carl Hall, Executive Officer, Pacific Media Workers Guild; Letter; January 6, 2015 [O-PMWG]*)

RESPONSE AQ-4

With respect to effects on the respiratory system of people in the vicinity of the project site, ROG is of concern because it is an ozone precursor. Although the main health concern related to ground-level

ozone is the respiratory system, the impacts related to ozone emissions are regional. As described on page 437 of the Draft EIR the impacts related to the threshold exceedance would not be localized to the project vicinity.

Mitigation Measure M-AQ-2 includes a monitoring function, but as noted on page 441 of the Draft EIR, the project sponsor cannot require participation in all proposed measures in the TDM plan, and therefore the trip reduction number is stated as a goal and not an absolute requirement. As such, this impact is considered significant and unavoidable for the Draft EIR Project.

The Revised Project would, however, have less than significant ROG emissions and the above measures would not be required. The project sponsor is including preparation of a TDM plan as part of the Revised Project and as part of the project's Development Agreement, and would include measures tailored to this specific project, taking into account the proposed mix of uses, location, etc. The list of measures included in the proposed TDM plan was made available to the public as part of the July 9, 2015, Planning Department staff report for the Planning Commission's July 23, 2015, informational hearing regarding the project.

COMMENT AQ-5: PROJECT COMPLIANCE WITH AIR QUALITY AND GREENHOUSE GAS EMISSIONS REDUCTION REGULATIONS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

O-AND

On page 76 of the EIR it states "The proposed project would increase traffic volumes, which contribute to regional air pollution." How can this project be in compliance with SB375 & AB 32?
(Prescott Reavis; Asian Neighborhood Design; Letter; January 7, 2015 [O-AND])

RESPONSE AQ-5

This comment addresses project compliance with regional air pollution reduction strategies, specifically, Senate Bill (SB) 375 and Assembly Bill (AB) 32. SB 375 aims to reduce GHG emissions from vehicles through efficient land use patterns and improved transportation. Under SB 375 Metropolitan Planning Organizations (MPOs) must meet emission targets allocated by the Air Resources Board. AB 32, the California Global Warming Solutions Act, is California's major initiative for reducing GHG emissions. AB 32 aims to reduce GHG emissions to 1990 levels by 2020.

The Draft EIR Project is generally consistent with SB 375 and AB 32 because it locates a dense, mixed-use project in an urban infill area in close proximity to jobs and transit. Specifically with respect to greenhouse gas (GHG) emissions, the project's consistency with AB 32 was discussed in Section 8 on page 101 of the Initial Study prepared for the proposed project (see Appendix A of the Draft EIR). The AB 32 Scoping Plan and the City's Greenhouse Gas Reduction Strategy are intended to reduce GHG emissions below current levels. Given that the City's local GHG reduction targets are more aggressive than the State's 2020 GHG reduction targets and consistent with the long-term 2050 reduction targets outlined in AB 32, the City's Greenhouse Gas Reduction Strategy is consistent with the goals of AB 32. Therefore, projects that are consistent with the City's Greenhouse Gas Reduction Strategy would be consistent with the goals of AB 32 and would not conflict with either plan. In accordance with San Francisco's Strategies to Address Greenhouse Gas Emissions, the proposed project would be required to comply with the applicable ordinances that reduce greenhouse gas emissions, as shown in **Table 10** of the Initial Study. The Draft EIR Project would be required to comply with the requirements and was determined to be consistent with San Francisco's Strategies to Address Greenhouse Gas Emissions. As such, the Draft EIR Project would result in a less-than-significant impact with respect to GHG emissions and would be in compliance with AB 32. SB 375 requires metropolitan planning organizations to develop a Sustainable Community Strategy and is not specifically applicable to the Draft EIR Project. No mitigation measures are necessary to address this issue. The Revised Project is also a dense, mixed use project in an urban infill area in close proximity to jobs and transit, and similarly is consistent with SB 375 and AB 32.

Also refer to **Response PH-1** on page RTC-144, which also addresses this issue.

COMMENT AQ-6: PROJECT CONSTRUCTION SCHEDULE AND RELATED AIR QUALITY IMPACTS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

O-SOMCAN2

The most effective mitigation measure would be to reduce the Project's scale so that less construction is required and a significant impact related to air quality does not occur. Since the construction period for the Proposed Project is estimated to be eight years, we demand to see an estimate schedule for demolition and construction of all the Proposed Project's various features. We also demand to see how the construction schedule might be different for each of the Project Alternatives especially for the Community Alternative (detailed below). (*Angelica Cabande, Organizational Director, and Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Letter; January 6, 2015 [O-SOMCAN2]*)

RESPONSE AQ-6

The Draft EIR identifies the Code Compliant Alternative as an alternative that would reduce the project's scale. See **Responses PO-2** and **AL-2** on pages RTC-119 and RTC-268, respectively. As discussed on page 600 of the Draft EIR, that alternative would not meet many of the project objectives, particularly related to locating density in close proximity to jobs and transit. Furthermore, as indicated in the Draft EIR, compliance with the San Francisco Construction Dust Control Ordinance and implementation of **Mitigation Measure M-AQ-3**, air quality construction impacts associated with the Draft EIR Project would be reduced to a less-than-significant level. As shown in Table IV.F-5 of the Draft EIR, the City and the BAAQMD have determined that the significance threshold for fugitive dust would not be exceeded with implementation of the Construction Dust

Ordinance or other Best Management Practices. The construction schedule has not been determined; however, the schedule will be developed and approved by the Environmental Review Officer, consistent with the requirements of **Mitigation Measure M-AQ-3**, prior to issuance of a construction permit. The discussion of alternatives provides information for each alternative with respect to construction impacts, and the level of information requested by the commenter is not necessary to evaluate impacts under CEQA. The Revised Project would have reduced construction air quality impacts as compared to the Draft EIR Project, and would be substantially similar to the Preservation Alternative, as discussed in Chapter II, Revised Project.

The health risk assumptions were analyzed based on the number and type of equipment estimated for the project in addition to the cumulative duration. The multiplier is based on actual duration.

COMMENT AQ-7: PROJECT TRANSPORTATION DEMAND MANAGEMENT PLAN

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

O-PMWG

In addition, the Draft EIR should be revised to disclose the components of the TDM Plan. Under CEQA, the environmental effects of mitigation measures are required to be analyzed to determine if their [implementation] results in secondary impacts. (See *Save Our Peninsula Committee v. Monterey County Bd. of Supervisors* (2001) 87 Cal. App. 4th 99.) Accordingly, the Draft EIR must analyze the components of the TDM Plan to identify their potential to result in significant impacts. (*Carl Hall, Executive Officer, Pacific Media Workers Guild; Letter; January 6, 2015 [O-PMWG]*)

RESPONSE AQ-7

As described on page 439 of the Draft EIR, **Mitigation Measure M-AQ-2** could include education and marketing of transportation options; on-site safety strategies; subsidies for transportation options other than the single occupancy vehicle; providing additional car-share or bicycle parking; reducing the amount or restricting access to vehicular parking; unbundling vehicular parking from commercial tenants occupancy; and increasing the cost of vehicular parking. The TDM is focused on measures that would reduce single occupancy vehicle trips, would not include physical improvements, and therefore could not result in secondary impacts. Specifically, additional transit riders are already accounted for as part of the Draft EIR Project's transportation analysis. Although this mitigation measure is not required for the Revised Project (see Chapter II, Revised Project), the project sponsor is including a TDM Plan as part of the Revised Project and as part of the project's Development Agreement, and would include measures tailored to this specific project, taking into account the proposed mix of uses, location, etc. The list of measures included in the proposed TDM was made available to the public as part of the July 9, 2015, Planning Department staff report for the Planning Commission's July 23, 2015, informational hearing regarding the project.

K. WIND AND SHADOW

The comments and corresponding responses in this section cover the following topics in Section IV.G, Wind and Shadow of the Draft EIR.

- WS-1: Wind and shadow impacts on off-site open space
- WS-2: Wind and shadow impacts on on-site open space

COMMENT WS-1: WIND AND SHADOW IMPACTS ON OFF-SITE OPEN SPACE

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

O-AND
O-FADF2
O-GL2
O-SOMCAN2

O-SOMCAN3
O-VEC-Antonio
I-Abbott

We are concerned about uncomfortable levels of wind and/ or shadow on Boeddeker Park, UN Plaza, Hallidie Plaza, Jessie Square and Yerba Buena Park, Gene Friend Park, and other public open spaces named in the DEIR. We are also concerned about whether the publicly accessible open spaces provided by the proposed development will have excessive shadow and wind impacts-- these are not studied in the DEIR. (*Prescott Reavis; Asian Neighborhood Design; Letter; January 7, 2015 [O-AND]*)

We are concerned about uncomfortable levels of wind and/ or shadow on Boeddeker Park, UN Plaza, Hallidie Plaza, Jessie Square and Yerba Buena Park, Gene Friend Park, and other public open spaces named in the DEIR. (*Bernadette Sy, Executive Director, Filipino-American Development Foundation; Letter; January 6, 2015 [O-FADF2]*)

The Draft EIR acknowledges that the Applicant is requesting that the Planning Commission raise the threshold for cumulative shadow limits for Boeddeker Park, but it fails to disclose that without this special approval, the Project would result in a significant impact related to shadows cast on this public space.

The Draft EIR also omits several open spaces that are heavily used by the public – including UN Plaza, Hallidie Plaza, Jessie Square and Yerba Buena Park -from its analysis, simply because these spaces are not under the jurisdiction of the City's Recreation and Parks Department. The Draft EIR also fails to include shadow diagrams that illustrate the extent of the Project's impact on these publicly-accessible open spaces. Although the Project is likely to create significantly uncomfortable conditions in each of these open spaces, the Draft EIR incorrectly concludes that the Project would not result in a significant impact as a result of shadows cast on parks and recreational facilities. The impact to these publically-accessible open spaces is relevant, regardless of who owns and operates the amenity. (*Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2]*)

The Draft EIR acknowledges that the Applicant is requesting that the Planning Commission raise the threshold for cumulative shadow limits for Boeddeker Park, but it fails to disclose that without this special approval, the Project would result in a significant impact related to shadows cast on this public space.

The Draft EIR also omits several open spaces that are heavily used by the public – including UN Plaza, Hallidie Plaza, Jessie Square and Yerba Buena Park – from its analysis, simply because these spaces are not under the jurisdiction of the City's Recreation and Parks Department.

The Draft EIR fails to include shadow diagrams that illustrate the extent of the Project's impact on these publicly-accessible open spaces. Although the Project is likely to create significantly uncomfortable conditions in each of these open spaces, the Draft EIR incorrectly concludes that the Project would not result in a significant impact as a result of shadows cast on parks and recreational

facilities. The impact to these publicly-accessible open spaces is relevant, regardless of who owns and operates the amenity. (*Angelica Cabande, Organizational Director, and Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Letter; January 6, 2015 [O-SOMCAN2]*)

We're also concerned about shadow impacts, something we haven't been able to study enough. We have to be able to bring comments to this hearing right now, but it's something that we'll be looking at during the comment period. (*Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Transcript; November 20, 2014 [O-SOMCAN3]*)

The proposed project would involve building heights ranging from 50 to 470 feet. Consumers have raised concerns related to the shadows, including those that would impact the use of the space in the neighborhood. Moreover, cumulatively, the shadow impacts could drastically affect the residents and neighborhood. In particular, concerns expressed by seniors included questions involving the amount of sunshine that would be effected by the proposed new construction. There was a general tenor that the proposed heights of the new construction be limited to follow the heights of buildings that are typical to the existing neighborhood, as to avoid any outliers.

Similarly, impacts to wind, including creating wind tunnels around the surrounding properties and at walkways. Residents have raised legitimate concerns about such wind tunnels resulting from the proposed construction.

Further assessment and proper resolutions are sought to be included in the EIR which resolves potential impacts to wind and shadows. (*Luisa M. Antonio, Executive Director, Veterans Equity Center; Letter; January 7, 2015 [O-VEC-Antonio]*)

While the DEIR includes a shadow analysis, the analysis fails to describe the likely impacts due to the non-disclosure of the existence of the existing north facing residential units in the McVeigh building and needs to be recirculated to address these impacts. (*William Abbott, Abbott & Kindermann, LLP; Letter; January 7, 2015 [I-Abbott]*)

RESPONSE WS-1

These comments generally express concerns related to the Draft EIR Project's wind- and shadow-related impacts to off-site areas, including nearby public open spaces. These impacts are addressed in Section IV.G, Wind and Shadow of the Draft EIR. The Draft EIR determined that these impacts would be less than significant and no mitigation measures are required.

A shadow analysis was prepared for the Draft EIR Project, consistent with Planning Code Section 295 and at the direction of Planning Department staff.¹⁸ Shadow-related impacts to Boeddeker Park are summarized on pages 501 through 502 of the Draft EIR and the discussion is based on the Boeddeker Park Shadow Analysis technical study prepared for the Draft EIR Project.¹⁹ Although the Draft EIR Project would necessitate an increase to the absolute cumulative shadow limits for Boeddeker Park pursuant to Planning Code Section 295 to permit shadow from the Draft EIR Project's building heights, as discussed in the Draft EIR, on the worst-case shadow day, a maximum of 742 square feet of new shadow would be cast only before 8:15 a.m. in and around the northern entry gate to the park. The analysis of shadow impacts under CEQA is required to determine if the use of the open space area would be adversely affected by increased shadows – the City's threshold under CEQA

¹⁸ Environmental Vision, *Generalized Shadow Analysis for Affected Open Space, 5M Project, San Francisco*, September 2, 2014. A copy of this document is available for review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, as part of Case File No. 2011.0409E.

¹⁹ Environmental Vision, *Boeddeker Park Shadow Analysis, 5M Project, San Francisco*, September 2, 2014. A copy of this document is available for review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, as part of Case File No. 2011.0409E.

specifically states that the Draft EIR Project would have a significant impact related to shadow if it would “create new shadow in a manner that substantially affects outdoor recreation facilities or other public areas” (Draft EIR page 476).

As summarized in the Draft EIR and further detailed in the technical study, implementation of the Draft EIR Project’s Office Scheme would result in a very small increase in shadow (about 0.004 percent) cast onto Boeddeker Park resulting in no discernable increase to the existing total shadow load of 41.59 percent. Therefore, the Draft EIR determined that this minor increase would not adversely affect the use of Boeddeker Park. Similarly, the increase in absolute shadow limits would also not affect the use of the park. Shadows cast by the Revised Project onto Boeddeker Park would be slightly greater on the worst-case shadow day (1,129 gsf, or 387 gsf more than the Draft EIR Project); however, similar to the Draft EIR Project’s Office Scheme, the total overall increase would be 0.004 percent and this impact would also be less than significant under the Revised Project. See discussion in Chapter II, Revised Project (page RTC-51). The Recreation and Park Commission and Planning Commission would consider the requested increase in allowed cumulative shadow levels on this open space area, the less than significant impact identified in the Draft EIR and this RTC document, and the total public benefits provided by the proposed project (see the Addendum to the Boeddeker Park Shadow Analysis) as part of the project approval process.

Shadow-related impacts to other off-site open space areas that are not under the jurisdiction of the Recreation and Park Commission (e.g., U.N. Plaza, Hallidie Plaza, Jessie Square, Yerba Buena facilities etc.) as well as public sidewalks are evaluated on pages 502 through 516 of the Draft EIR. Shadow diagrams depict potential shadows cast onto all of these open space areas (see pages 503 through 511 of the Draft EIR, **Figures IV.G-18 through IV.G-26**). The Draft EIR includes a detailed analysis of the impacts of shadow on each open space, and describes in each case the basis for why the Draft EIR Project's impacts would be less than significant under the cited CEQA criterion (for example, time of day, limited duration, nature of the space, etc.), and Chapter II of this RTC document describes the basis or why the Revised Project's impacts similarly would be less than significant. This analysis is supported by the Generalized Shadow Analysis for Affected Open Space

technical study prepared for the Draft EIR Project and the Addendum prepared to address the Revised Project (see Chapter II, Revised Project, page RTC-51). Shadows cast onto private properties, including residential buildings, are not considered to be an adverse environmental impact under CEQA; therefore, impacts related to increased shadow on nearby buildings are not required to be discussed or evaluated in the Draft EIR.

Regarding wind impacts to public open space areas, this issue is addressed on pages 478 through 499 of the Draft EIR. As discussed, although implementation of the Draft EIR Project's Office Scheme would alter wind patterns in the vicinity of the site, wind patterns would not be altered in a way that would substantially diminish the use of public areas. Although the Draft EIR Project would result in exceedance of the pedestrian comfort criterion at several locations, it would not create net new or exacerbate existing hazardous wind conditions; therefore, wind-related impacts would be less than significant. Further, although the Revised Project varies slightly from the analysis provided in the Draft EIR because the 195-foot tall Building N-2 would not be developed, allowing for a break in tall buildings across the site, wind impacts associated with the Revised Project would also be less than significant (see Chapter II, Revised Project, page RTC-48). The project's D4D document would require the implementation of additional design features to further minimize the impact of wind speeds within the vicinity of the site to address areas where exceedances of comfort criteria occur.

COMMENT WS-2: WIND AND SHADOW IMPACTS ON ON-SITE OPEN SPACE

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

O-FADF2
O-GL2
O-SOMCAN2

We are also concerned about whether the publicly accessible open spaces provided by the Proposed development will have excessive shadow and wind impacts--these are not studied in the DEIR.

(Bernadette Sy, Executive Director, Filipino-American Development Foundation; Letter; January 6, 2015 [O-FADF2])

The Draft EIR also fails to disclose the wind and shadow impacts from the Project on the open space that it proposes to provide. If the proposed public open space is cold or inhospitable, then the Applicant should not be permitted to claim credit for providing a public benefit. *(Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2])*

The Draft EIR also fails to disclose the wind and shadow impacts from the Project on the open space that it proposes to provide. If the proposed public open space is cold or inhospitable, then the Applicant should not be permitted to claim credit for providing a public benefit. *(Angelica Cabande, Organizational Director, and Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Letter; January 6, 2015 [O-SOMCAN2])*

RESPONSE WS-2

These comments relate to the shadow and wind related impacts to on-site open space areas that would be developed by the Draft EIR Project. Pursuant to CEQA, the analysis in the Draft EIR focuses on potential impacts that could occur to existing public spaces, rather than spaces that would be created by the Draft EIR Project or the Revised Project. Protection from the prevailing winds and access to sunlight would be considered as part of the design process, particularly within the D4D document. In particular, the D4D includes guidelines for architectural and landscape strategies and elements that can provide comfort within the project's open space areas, including strategies for wind baffling and solar access opportunities.

L. PUBLIC SERVICES AND RECREATION

The comments and corresponding responses in this section cover topics in Section IV.H, Public Service and Recreation of the Draft EIR. These include topics related to:

- PS-1: Provision of On-Site Open Space and Related Impacts
- PS-2: Construction-Period Impacts to Existing Off-Site Open Space
- PS-3: Impact Fees for Public Services

COMMENT PS-1: PROVISION OF ON-SITE OPEN SPACE AND RELATED IMPACTS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

O-GL2
O-SOMCAN2

The Draft EIR fails to analyze the Project's significant impacts on open space. Under the Office Scheme, the Project would introduce 2,084 new residents to SoMa and provide only 44,600 gross square feet (or slightly less than half an acre per 1,000 residents) of open space. Under the Residential Scheme, the Project would introduce 2,757 new residents and provide only 62,100 gross square feet (or slightly more than half an acre per 1,000 residents) of open space. According to the Recreation and Open Space Element of the City's General Plan, there is an average of 5.5 acres of open space per 1,000 residents in San Francisco, which is well below the 10 acres of open space per 1,000 residents in cities called for by the National Park and Recreation Association. Policy 2.1 of the General Plan calls for the City to "increase the per capita supply of public open space within the City," which means that projects should provide more than the existing 5.5 acres of open space per 1,000 residents where feasible. Although the population density and development intensity of SoMa may reasonably preclude 5.5 acres of open space per 1,000 residents, the half-acre of open space proposed by the Project is woefully inadequate. Because the Project is providing so little open space on the Project Site, it is reasonably foreseeable that the Project will increase the use of existing neighborhood and regional parks or other recreational facilities such that substantial physical deterioration of the

facilities would occur or be accelerated, which is a significant impact that the Draft EIR fails to disclose or mitigate. (*Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2]*)

As discussed above, the open space proposed as part of the Project is inadequate, both in terms of its quality and with regard to the amount proposed to be provided. Accordingly, existing and new residents and workers will rely on the existing open spaces in the vicinity of the Project Site. Therefore, the quality of these open spaces is even more important than it would be otherwise, and the impact is especially significant. (*Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2]*)

The Project would have Significant Impacts on Public Open Space. The Project will introduce more than 2,084 new residents to SoMa and will provide only around half an acre of open space per 1,000 residents. According to the Recreation and Open Space Element of the City's General Plan, there is an average of 5.5 acres of open space per 1,000 residents in San Francisco, which is well below the 10 acres of open space per 1,000 residents in cities called for by the National Park and Recreation Association. Policy 2.1 of the General Plan calls for the City to "increase the per capita supply of public open space within the City," which means that projects should provide more than the existing 5.5 acres of open space per 1,000 residents where feasible. The half-acre of open space proposed by the Project is woefully inadequate. (*Angelica Cabande, Organizational Director, and Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Letter; January 6, 2015 [O-SOMCAN2]*)

The Project also ignores the Healthy Development Measurement Tool established during the Eastern Neighborhoods Rezoning by both Planning and SF Department of Public Health. This tool and its guidelines for the development of healthy communities is extremely important to the South of Market community that participated in the Eastern Neighborhoods rezoning efforts. (*Angelica*

Cabande, Organizational Director, and Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Letter; January 6, 2015 [O-SOMCAN2])

The open space proposed as part of the Project is inadequate, both in terms of its quality and with regard to the amount proposed to be provided. Accordingly, existing and new residents and workers will rely on the existing open spaces in the vicinity of the Project Site. Therefore, the quality of these open spaces is even more important than it would be otherwise, and the impact is especially significant. *(Angelica Cabande, Organizational Director, and Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Letter; January 6, 2015 [O-SOMCAN2])*

RESPONSE PS-1

These comments generally state that the amount of on-site open space to be provided would not be adequate to serve the needs of the new employee and residential population generated by the Draft EIR Project and, as a result, the project would likely increase the use of neighborhood and regional parks or other recreational facilities such that a physical impact would occur.

As discussed under **Response PO-4** on page RTC-132, both the Draft EIR Project and the Revised Project would exceed the open space requirements set forth by the San Francisco Planning Code. The National Park and Recreation Association (NPRA) provides guidelines for the provision of open space that can be generally applied to jurisdictions across the country, including rural, suburban, and urban communities. Although the Healthy Development Measurement Tool (HDMT) Development Checklist includes this ratio as a benchmark, the 10 acres per 1,000 residents recommendation is not a standard that is implemented by or required in San Francisco (see Draft EIR page 534). Furthermore, as stated on page 534 of the Draft EIR, the NPRA no longer recommends a single absolute average or park acreage per population. Other indicators, such as accessibility, safety, park maintenance, and usability, are also appropriate measures for measuring open space needs. Because the Draft EIR

Project and Revised Project meet Planning Code requirements for the provision of on-site open space, additional on- or off-site open space is not required to serve the open space needs of the project.

Table V-1 in the Alternatives chapter of the Draft EIR (page 589) also shows the open space allocations for the Draft EIR Project and for the project alternatives, and **Table RTC II-1** on page RTC-14 shows the open space allocation for the Revised Project.

Impacts to off-site open space areas and recreational facilities are addressed in Section IV.H, Public Services of the Draft EIR (pages 548 through 553). As discussed under **Impacts PS-3a, PS-3b, PS-4a, PS-4b, PS-6a, and PS-6b** the Draft EIR Project would not increase the demand for parks and open space services, neighborhood parks or other recreational facilities such that substantial physical deterioration or other adverse physical impacts would occur. Existing facilities within the vicinity of the site were found to be adequate to serve the demand for off-site recreational opportunities that would be sought by project workers and residents (the parkland to resident ratio would decrease by less than one tenth of one percent with implementation of the Office Scheme as stated on page 550 of the Draft EIR).

Based on the foregoing and the fact that the Revised Project would include less gsf of development and provide more open space than the Draft EIR Project, the analysis and information provided in the Draft EIR supports the conclusion that impacts to open space and recreational facilities would be less than significant.

COMMENT PS-2: CONSTRUCTION-PERIOD IMPACTS TO EXISTING OFF-SITE OPEN SPACE

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

O-GL2
O-SOMCAN2

Similarly, the Draft EIR does not fully discuss the impacts during construction with regard to air quality and noise on open spaces in the vicinity of the Project Site. Because the Draft EIR does not fully analyze the Project's impacts on open space resources or mitigate the Project's impacts, the Draft EIR fails in its purpose as an informational document. Therefore, the Draft EIR should be revised and recirculated. (*Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2]*)

Similarly, the Draft EIR does not fully discuss the impacts during construction with regard to air quality and noise on open spaces in the vicinity of the Project Site. (*Angelica Cabande, Organizational Director, and Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Letter; January 6, 2015 [O-SOMCAN2]*)

RESPONSE PS-2

These comments assert that the Draft EIR does not adequately analyze construction-period impacts to off-site open space areas. As discussed in the Draft EIR, the project site is located in an urban and densely developed area of San Francisco and is surrounded by a mix of uses. Although there are nearby recreation areas in the vicinity of the site, these areas primarily consist of plazas with minimal landscaping and seating space that are typically used for passive recreation (e.g., Mint Plaza and Hallidie Plaza). While these areas would be affected by construction-period noise, as discussed in Section IV.E, Noise of the Draft EIR, impacts to off-site sensitive receptors would be less than significant with implementation of the recommended mitigation measures (see **Impacts NO-1 and NO-2** on pages 383 through 391 of the Draft EIR; also see **Response NO-1** on page RTC-217 of this RTC document). Therefore, no significant impacts to open space would occur during project construction.

Open space areas that are used for active recreational activities would be considered sensitive receptors that could be affected by dust generated by construction activities. However, the nearest open space area that is used for active recreation is Boeddeker Park, which is 0.4 miles northwest of the project site. Furthermore, the Draft EIR concludes that compliance with the City's Construction

Dust Control Ordinance would ensure that construction-period air quality impacts, including impacts related to construction dust, would be less than significant (see **Impact AQ-1** on pages 430 through 434 of the Draft EIR). As explained in Chapter II, Revised Project, of this RTC document, no changes in these impact determinations would result with the Revised Project.

COMMENT PS-3: IMPACT FEES FOR PUBLIC SERVICES

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

O-YBNC2

The DEIR's Public Services section fails to discuss and calculate the application of the Eastern Neighborhoods Community Benefit Fee as potential mitigation for its Impacts, even though a portion of the site is located in the current Eastern Neighborhoods district. All of the Project must be required to pay the EN CBF to mitigate its huge impacts on these services - \$23-\$24 million at current rates (see chart on reverse). (*Unspecified Author, The Yerba Buena Neighborhood Consortium; Letter; November 20, 2014 [O-YBNC2]*)

RESPONSE PS-3

This comment relates to fees that may be required of the Draft EIR Project (and Revised Project) to support public services. The Draft EIR does not identify any significant impacts to public services that would require mitigation. The Eastern Neighborhoods Public Benefits Program contributes to the acquisition and development of new parkland in the City and requires payment of \$9.25 per gsf of new residential use and \$6.93 per gsf of non-residential use. However, the project site is not within the Eastern Neighborhoods Plan Area and is not required to contribute to this program. As stated in the Draft EIR, the project would be subject to the Downtown Park Fee (see Draft EIR page 550). The

requirement that a project proponent pay fees to support public services is a policy compliance issue, not an issue under CEQA; therefore, required fees would be identified as part of the land use entitlement process. As discussed in **Response PO-4** on page RTC-132 and **Response PS-1** on page RTC-255, the Revised Project would provide more open space than the Draft EIR Project and would exceed the Planning Code-required open space.

M. UTILITIES AND SERVICE SYSTEMS

The comments and corresponding responses in this section cover the following topic in Section IV.I, Utilities and Service Systems of the Draft EIR.

- UT-1: Capacity of the Existing Sewer System

COMMENT UT-1: CAPACITY OF THE EXISTING SEWER SYSTEM

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

I-McVeigh2

Ours and other properties on Howard Street have experienced storm water / sewer backups into our basements even in these drought years. Given the projected population densities of the 5M Project, we are fearful of even more occurrences. The troubling citation in section UT-3a of a new 8 inch line feeding into the Howard Street pipes that; "age and capacity of the collections system is not known at this time...", is not comforting. (*Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2]*)

RESPONSE UT-1

This comment expresses concerns related to the age and capacity of the existing stormwater system that serves the project area. This issue is addressed on pages 576 through 579 of the Draft EIR (**Impacts UT-3a and UT-3b**) and impacts related to the City's combined stormwater/wastewater system were determined to be less than significant, although it is acknowledged that street level flooding currently occurs at times during wet weather events. As discussed in the Draft EIR, as part of the standard permit review process, a sewer flow projection study would be required to ensure that the existing sewer system is properly sized to meet the projected increase in wastewater generated by the project. If necessary, the system would be modified to accommodate flows

generated by the Revised Project. In addition, the Revised Project would be required to comply with the City's Stormwater Design Guidelines and the proposed D4D includes measures to reduce stormwater runoff from the site.

N. ALTERNATIVES

The comments and corresponding responses in this section cover the following topics in Chapter V, Alternatives of the Draft EIR.

- AL-1: Support for the Preservation Alternative
- AL-2: Support for Community-Identified Alternatives
- AL-3: Alternatives Considered but Rejected From Further Analysis
- AL-4: Support for a Community-Identified Alternative

COMMENT AL-1: SUPPORT FOR THE PRESERVATION ALTERNATIVE

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

A-HPC	O-YBNC1
A-CPC-Antonini	O-YBNC2
O-SOMCAN3	O-YBNC5
O-TODCO-Light	

The HPC would like to see additional information related to 430 Natoma Street, aka The Camelline Building, an historical resource evaluated in the EIR.

The HPC questioned why a project that retained the Camelline building as opposed to demolishing it could not meet all the sponsor's objectives? The Commission noted that the project needs to "work harder" to preserve the Camelline building and that the EIR should include more detail and alternatives that would retain and preserve 430 Natoma Street, either in its place or through relocation to another part of the 5M site. (*Karl Hasz, President, Historic Preservation Commission, Letter, November 18, 2014 [A-HPC]*)

The HPC noted that more attention should be paid to the revitalization of alleyways on the project block and broadly supports types of project alternatives that are protective of all historic resources in the project area. (*Karl Hasz, President, Historic Preservation Commission, Letter, November 18, 2014 [A-HPC]*)

And a few things that came up in the discussion, that was brought up and came to my attention when I read it was the Camelline Building, and there was a lot of interest in this possibility of that being retrofitted, and possibly being part of the development, as opposed to being torn down and replaced by the new building as planned.

I'm not saying that that is a recommendation, but I think there is an analysis of preservation alternative is in there, which does allot for this, but it sort of allows for other things to be preserved which may not necessarily need to be preserved.

So, that's something that would be addressed in the responses to comments as to whether that's a possibility or a hybrid between the preservation alternative and the alternative as presented as it was favored. (*Commissioner Michael Antonini; Transcript; November 20, 2014 [A-CPC-Antonini]*)

We're also interested, as is noted in the presentation by Planning, about the preservation project alternative, and looking at the impact of the project as presented on the historic resources. (*Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Transcript; November 20, 2014 [O-SOMCAN3]*)

The one project alternative that does come close is the preservation alternative, and this is one of the reasons we think this project should become the preferred alternative. (*Alice Light, Director of Community Planning, TODCO Group; Transcript; November 20, 2014 [O-TODCO-Light]*)

Finally, the preservation alternative preserves one building, and it provides more ground-level open space. If this is an atrium, it could be well-used by the neighborhood, and in inclement weather and evenings. *(Alice Light, Director of Community Planning, TODCO Group; Transcript; November 20, 2014 [O-TODCO-Light])*

Only one of the three alternatives comes even close to meeting what is required by code, the Preservation Project Alternative. The Preservation Alternative must become the "proposed project" because it comes the closest to reaching the City's open space requirements. *(Unspecified Author, The Yerba Buena Neighborhood Consortium; Letter; November 20, 2014 [O-YBNC1])*

Rooftop open space is challenging for the general public to access, but for residents and workers quiet open space is a great amenity. For this reason, the rooftop of the Chronicle building is the preferred location for dog and toddler activities. The Preservation Alternative must become the "proposed project" because it provides direct bridge access to the rooftop from the adjacent residential building (see graphic).

(Unspecified Author, The Yerba Buena Neighborhood Consortium; Letter; November 20, 2014 [O-YBNC1])

The Preservation Alternative provides 11,540 sf of street-level open space on Natoma Street that is not provided in the other schemes. The area is in shadow most of the day, but as a closed atrium space it would be an excellent Neighborhood amenity and could be used for evening or winter month activities (see graphic). *(Unspecified Author, The Yerba Buena Neighborhood Consortium; Letter; November 20, 2014 [O-YBNC1])*

The Preservation Project Alternative must become the "proposed project" instead because it is identified as the DEIR's "environmentally superior alternative." (see further comments regarding this

alternative in TODCO Comments #2 and #3) (*Unspecified Author, The Yerba Buena Neighborhood Consortium; Letter; November 20, 2014 [O-YBNC2]*)

The document does identify the preservation alternative as the environmentally superior alternative, and we concur. It does it because of historic building preservation, but also as you'll hear, that's the only alternative that comes close or actually meets the open space requirements in the current code. The others are badly deficient in open space. That alternative is not.

It is also the alternative, because it has the least housing, that makes it the easiest to achieve the 33 percent Prop K balance. We believe that alternative should, in fact, be the preferred alternative, not the one in the back of the book, way in the back of the EIR, as it is now. It should be up in the front on an equal footing with the other two. (*John Elberling, Yerba Buena Neighborhood Consortium [YBNC]; Transcript; November 20, 2014 [O-YBNC5]*)

RESPONSE AL-1

These comments generally express support for the Preservation Alternative identified and analyzed on pages 620 through 631 in Chapter V, Alternatives of the Draft EIR and express support for design alternatives that would support retention of the Camelline Building, a historic resource. The Preservation Alternative was also identified as the environmentally superior alternative in the Draft EIR because it would retain the Camelline Building and avoid direct impacts to historic resources, which was identified as a significant and unavoidable project impact. In addition, as a result of the slightly lower trip generation and reduced residential uses, this alternative would not result in significant and unavoidable air quality impacts related to generation of reactive organic gases, a regional pollutant. The traffic-related impacts identified for the Draft EIR Project would still occur under the Preservation Alternative, although to a lesser extent due to the avoidance of some traffic-related level of service impacts and a pedestrian-related impact (see pages 634 through 635 of the

Draft EIR). The comments that express support for the Preservation Alternative are noted and would be forwarded to City decision-makers as part of the project approval process.

The project sponsor is pursuing a Revised Project that is substantially similar to the Preservation Alternative (see Chapter II, Revised Project). Similar to the Preservation Alternative, the Revised Project would retain the Camelline Building, reducing the Draft EIR Project's significant unavoidable impact associated with its demolition to a less-than-significant level, and would reduce the Draft EIR Project's significant and unavoidable air quality impact related to reactive organic gas (ROG) emissions and significant and unavoidable cumulative transportation impacts at certain intersections to a less-than-significant level, and would avoid one significant pedestrian safety impact. Also refer to **Responses ES-1** on page RTC-81 regarding the Revised Project's provision of affordable housing.

COMMENT AL-2: SUPPORT FOR THE CODE COMPLIANT ALTERNATIVE

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

O-PMWG
I-Bates
I-Corvo
I-GianolaA

I-GianolaM
I-Kilmer
I-Koc
I-Rockman

I-Swenson
I-Weil

The Draft EIR includes insufficient alternatives analysis. Under CEQA, the Draft EIR must evaluate a reasonable range of alternatives that could feasibly attain the basic objectives of the Project and are capable of eliminating any significant adverse environmental effects or reducing them to a less than significant level. (*CEQA Guidelines*, § 15126.6). The Draft EIR includes an alternative, dubbed the "Code Compliant Alternative" that reduces the number of intersections with a significant impact as compared with the Project, eliminates the Project's significant air quality impacts, and reduces the Project's scale so that it complies with existing and proposed land use regulations. A smaller Project would also result in a reduced construction period, so that the Project's significant impacts during

construction occur for a shorter duration. The Code Compliant Alternative reduces the severity of the Project's impacts, while satisfying or partially satisfying the Project's key objectives, yet Draft EIR fails to provide an explanation of why this alternative is infeasible. This alternative, or another alternative that similarly reduces impacts while satisfying Project objectives, should replace the Project as the proposed development for the Project Site. (*Carl Hall, Executive Officer, Pacific Media Workers Guild; Letter; January 6, 2015 [O-PMWG]*)

What is acceptable is the “Code Compliant Alternative” included in Draft EIR of the Planning Department Study, which states:

The proposal “amends multiple zoning limits including, but not limited to, land use, density, height and bulk, tower separation, shadow, tree removal, demolition of historic buildings.”

“There will be significant and unavoidable impacts ..including considerable contribution to the cumulative loss of historic buildings in SOMA, traffic, disruption to nearby streets, transit services, pedestrian and bicycle circulation during construction, and emission of substantial amounts of pollutants”

The Code Compliant Alternative would allow “the project site to be developed with a mix of land uses, consistent with the existing Zoning and Planning Code regulations”. (*Megan Bates, Email, January 7, 2015 [I-Bates]; and Sabrina Corvo, Email, December 20, 2014 [I-Corvo]; and Arianna Gianola, Email, December 20, 2014 [I-GianolaA]; and Maurizio Gianola, Email, December 19, 2014 [I-GianolaM]; and Jeff Kilmer, Email, December 20, 2014 [I-Kilmer]; and Aydin-Hulya Koc, Email, December 25, 2014 [I-Koc]; and Saul Rockman, Email, December 8, 2014 [I-Rockman]; and Frank Swenson; Email; December 17, 2014 [I-Swenson]; and Jane Weil, Email, December 4, 2014 [I-Weil]*)

RESPONSE AL-2

These comments generally express support for the Code Compliant Alternative identified and analyzed on pages 598 through 609 in Chapter V, Alternatives of the Draft EIR. As discussed on page 600 of the Draft EIR, this alternative would reduce some of the significant and unavoidable traffic and air quality related impacts identified for the Draft EIR Project but would not meet the sponsor's objectives to the same extent as the project, particularly regarding promoting density near jobs and transit. The Revised Project would also reduce some of these impacts, although not to the same extent as the Code Compliant Alternative. These comments would be forwarded to City decision-makers for consideration as part of the project approval process. Also refer to **Response AL-1** on page RTC-265 and **Response AL-3** on page RTC-272.

COMMENT AL-3: REASONABLE RANGE OF ALTERNATIVES AND STANDARDS FOR ANALYSIS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

A-HPC

A-CPC-Antonini

O-GL2

O-SFH

I-Abbott

I-McVeigh2

The HPC felt the discussion of the DEIR's Preservation Alternatives was unsatisfying. (*Karl Hasz, President, Historic Preservation Commission, Letter, November 18, 2014 [A-HPC]*)

The EIR's Alternatives section included a single graphic and lacked information related to the retention and preservation of historic resources. (*Karl Hasz, President, Historic Preservation Commission, Letter, November 18, 2014 [A-HPC]*)

You know, the alternative, if there is one, for the entrance into one of the parking facilities for the new project, as opposed to being directly adjacent to the Chieftain [sic], whether that is worthy of an additional alternative is something to be discussed. (*Commissioner Michael Antonini; Transcript; November 20, 2014 [A-CPC-Antonini]*)

The Draft EIR fails to consider a reasonable range of alternatives. Under CEQA, the Draft EIR must evaluate a reasonable range of alternatives that could feasibly attain the basic objectives of the Project and are capable of eliminating any significant adverse environmental effects or reducing them to a less than significant level. (*CEQA Guidelines, § 15126.6.*) However, despite the fact that the Project would result in numerous significant and unavoidable impacts, the Draft EIR fails to include a reasonable alternative that the Applicant believes is feasible to implement and would satisfy community goals and objectives (the "Community Alternative"). The Draft EIR also continues the pattern of obscuring the Project's impacts by including a so-called "Preservation Alternative" as the environmentally superior alternative, despite the fact that the Preservation Alternative permits almost the same level of development as the Project, only slightly reduces the Project's impacts, and fails to include measures to preserve the scale or character of SoMa. (*Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2]*)

The Draft EIR identifies the Preservation Alternative as the environmentally superior alternative because it would maintain the Camelline Building on the Project Site, which eliminates the Project's significant impact regarding the demolition of historic resources. To compensate for the reduced lot area with which to build, however, the Preservation Alternative further intensifies development on the remainder of the Project Site. This means that the Preservation Alternative would continue to have significant and unavoidable impacts related to traffic, and it would generate regional pollutants at levels in excess of established thresholds. Furthermore, the Preservation Alternative includes no measures to preserve the existing character, mix of uses, or physical conditions within So Ma, all of which are likely to be altered by development at the scale proposed by the Preservation Alternative.

By including an alternative that does little to reduce the Project's impacts, maintains most of the Project's proposed program, and threatens the existing character of SoMa yet is called the "Preservation Alternative" -the Draft EIR obscures the fact that it does not include a reasonable range of alternatives. (*Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2]*)

The DEIR fails to include a reasonable range of potentially-feasible preservation alternatives. A key policy under the California Environmental Quality Act (CEQA) is the lead agency's duty to "take all action necessary to provide the people of this state with... historic environmental qualities...and preserve for future generations...examples of major periods of California history."¹⁰ To this end, CEQA "requires public agencies to deny approval of a project with significant adverse effects when feasible alternatives or feasible mitigation measures can substantially lessen such effects."¹¹ Courts often refer to the EIR as "the heart" of CEQA, providing decision makers with an in-depth review of projects with potentially significant environmental impacts and analyzing alternatives that would reduce or avoid those impacts.¹² *CEQA Guidelines* require a range of alternatives to be considered in the EIR, with an emphasis on options capable of "substantially lessening" the project's significant adverse environmental effects.

The DEIR does not include an in-depth discussion of potentially feasible, less harmful preservation alternatives. The sole "Preservation Alternative" to be analyzed would retain the Camelline Building and a portion of the non-historic Examiner annex, eliminating its footprint as developable land and reducing the total project size by 120,000 square feet. To compensate for the reduced buildable lot area, the Preservation Alternative intensifies development on the remainder of the site, exacerbating impacts related to incompatible adjacencies between old and new construction. Nor does the DEIR consider a reduced-scale alternative that would both retain the Camelline Building and lessen impacts related to out-size new construction.

The DEIR should be revised to include a more nuanced analysis of alternatives, examine alternative designs, and revisit the possibility of relocating the Camelline Building. The revised document should be recirculated to allow the public a meaningful opportunity to comment on significant new

information related to project impacts and potentially feasible, environmentally-superior alternatives not analyzed in the current document. (*Mike Buhler, Executive Director, San Francisco Heritage; Letter; January 7, 2015 [O-SFH]*)

Section V of the DEIR discusses alternatives. Inasmuch as the DEIR fails to recognize the impacts to the McVeigh Family Building, all of the alternatives suffer the same flaw in that all alternatives will generate similar impacts to the McVeigh building save the no-project alternative. The alternatives chapter should be expanded to include an alternative which provides effective mitigation for the McVeigh building consistent with the information to be developed as outlined above. (*William Abbott, Abbott & Kindermann, LLP; Letter; January 7, 2015 [I-Abbott]*)

In reviewing the alternatives posited in the DEIR, we used the narrow lens of what is the impact on our property, tenants and business vs the proposed plan alternates. We are primarily concerned with the buildings on adjacent property termed H-1.

No Alternative or Doing Nothing is simply that. It does nothing for anybody and is truly not an alternative. We want and welcome thoughtful development. In another ironic touch, when Al McVeigh successfully applied for permits to convert the run down SRO upper floors into apartments, the Hearst Corporation opposed those improvements and unsuccessfully tried to have the permits denied!

From No Alternative we see the risk to ourselves on a curve from low to extremely high, a geometric progression given the bulk that the H-1 gains as you move up the alternatives.

What has been outlined earlier as risks to us run in these alternatives too, it is the severity of the impact that varies to the point of no difference between the Proposed and Preservation alternatives. Other than a lower height in the Code alternative, we see no setbacks, separation, corridor and or

feature that provide a visual or physical relief to noise, vibration, or traffic. (*Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2]*)

RESPONSE AL-3

These comments generally state that the range of alternatives described and analyzed in Chapter V, Alternatives of the Draft EIR is inadequate and that the description of some of the alternatives is not detailed enough to inform the analysis. Other comments state that additional alternatives that would preserve historic resources on the site should be identified and analyzed.

As summarized on page 583 of the Draft EIR, *CEQA Guidelines* Section 15126.6 states that "An EIR shall describe a range of reasonable alternatives to the project, or to the location of the project, which would feasibly attain most of the basic objectives of the project but would avoid or substantially lessen any of the significant effects of the project ... An EIR need not consider every conceivable alternative to a project. Rather it must consider a reasonable range of potentially feasible alternatives that will foster informed decision-making and public participation (emphasis added)." Feasible is defined as "capable of being accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, legal, social, and technological factors," *CEQA Guidelines* § 15364.

In addition to the two development schemes that are fully evaluated in the Draft EIR as part of the Draft EIR Project, the Draft EIR identified and analyzed four alternatives to the Draft EIR Project, including: 1) the CEQA-required No Project Alternative; 2) the Code Compliant Alternative; 3) the Unified Zoning Alternative; and 4) the Preservation Alternative. The Draft EIR also discusses the range of both on- and off-site alternatives that were considered for analysis, and explains why these additional alternatives were ultimately rejected for further analysis.

Project alternatives were developed with the intention of reducing the Draft EIR Project's significant and unavoidable impacts while still meeting most of the project's basic objectives. The Draft EIR Project's (and similarly the Revised Project's) significant and unavoidable impacts are generally tied to the project's overall density (and resulting trip generation) and, in the case of the Draft EIR Project, the demolition of historic resources. While some project alternatives may also secondarily reduce the severity of other already less-than-significant impacts identified in the Draft EIR, CEQA only requires the analysis of alternatives that would reduce or avoid the project's significant impacts. Localized impacts to adjacent uses and structures, such as the 198 Fifth Street building, were identified as less than significant or less than significant with mitigation in the Draft EIR. Similarly, impacts related to neighborhood character were determined to be less than significant (See Draft EIR pages 145 through 147 and **Response LU-2** on page RTC-139) and therefore further variations on the Preservation Alternative to address such impacts are not required. This conclusion is further supported by the responses to comments in the appropriate topical sections of this document.

Because the Draft EIR Project would result in an increase in the permitted density on the site, two reduced density alternatives were contemplated in order to study the potential for a reduction in significant and unavoidable impacts related to trip generation (traffic and air quality impacts). These include the Code Compliant Alternative and the Unified Zoning Alternative. As shown in the analysis, both the Code Compliant Alternative and the Unified Zoning Alternative would avoid one of the four significant and unavoidable traffic-related impacts identified for the Draft EIR Project as well as the significant and unavoidable impact related to air quality. However, the Preservation Alternative was identified as the environmentally superior alternative because, compared to the Draft EIR Project and the other project alternatives, although it would result in significant and unavoidable transportation impacts, it would avoid four significant and unavoidable impacts of the Draft EIR Project (related to historical resources and air quality), including one irreversible impact (demolition of an historic resource), while still meeting most of the basic project objectives. None of the project alternatives, even those which comply with existing land use controls, would completely avoid the significant and unavoidable traffic-related impacts of the Draft EIR Project.

The Preservation Alternative focuses on retention of the Camelline Building because demolition of this building would result in the significant and unavoidable historic resources impact identified for the Draft EIR Project. The program and design of the Preservation Alternative is based on the general program and design of the Draft EIR Project, in particular the Office Scheme, with a focus on identifying a preservation approach that was most feasible and consistent with the project's objectives, including retaining density at a transit-rich location. To preserve the Camelline Building, the Draft EIR Project's proposed N-2 Building and H-1/N-2 Connector (used to further enlarge the open floorplan of connected buildings) would be eliminated from the proposed development program. Other variations on development schemes that preserved the Camelline Building were considered but not analyzed further because the Preservation Alternative was deemed the most feasible alternative that best met the project objectives. The project sponsor is pursuing a Revised Project that is substantially similar to the Preservation Alternative and would result in environmental impacts similar to those identified for the Preservation Alternative. See Chapter II, Revised Project and **Response AL-1** and page RTC-265 of this chapter for additional discussion.

Finally, the alternatives described in Chapter V, Alternatives include sufficient detail to compare and contrast the impacts that would occur relative to the Draft EIR Project and the Revised Project. According to CEQA, "the EIR shall include sufficient information about each alternative to allow meaningful evaluation, analysis, and comparison with the proposed project" (*CEQA Guidelines* § 15126.6(d)). The analysis of project alternatives is mostly qualitative, with the exception of traffic and air quality related impacts. These impacts were quantified for each of the project alternatives to provide a meaningful comparison to the impacts of the Draft EIR Project and the Revised Project.

In summary, the Draft EIR examines a reasonable range of alternatives to the Draft EIR Project and provides sufficient detail about these alternatives to identify the potential impacts that would result. Also refer to **Response GC-3** on page RTC-314 regarding the adequacy of the Draft EIR.

COMMENT AL-4: SUPPORT FOR A COMMUNITY-IDENTIFIED ALTERNATIVE

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

O-AND
O-FADF2

O-GL2
O-SOMCAN2

None of the project alternatives proposed in the DEIR reflects the actual needs of the community. The following describes the Community Preferred Project Alternative and reasons we think that this is an environmentally superior alternative that demands study as part of the Final EIR.

- a. Zoning: The zoning of the site should remain as it is. Although the intensity of development allowed under current zoning will create significant neighborhood and environmental impacts, we as organizations that work with residents, workers, and shop owners in this area are willing to consider and prefer a project alternative that maintains the current zoning, while maximizing the positive impact for existing and new residents of SOMA.
- b. Affordable Housing: To start to work toward restoring some balance of affordable housing in SoMa, we require that all large scale developments such as 5M provide 33% affordable housing units. This would also help this project bring the city's production goals to being more consistent with the Housing Element of its General Plan, and compliance with Prop K.
- c. Housing: The code compliant alternative has only 188 units of housing. The alternative we prefer would have more housing and less office space than are detailed in the code compliant alternative. None of the new housing should be able to be second homes or pied-a-terres.
- d. Shadow and Wind Impacts: The "Code Compliant Alternative" allows new buildings to range in height from 40 to 114 feet. While these are large buildings, it's possible that there

would no longer be significant shadow or wind impacts on surrounding public open spaces. The community needs to see and understand the full shadow impacts of the 5M project through drawings and diagrams of shadows for each proposed option.

- e. Traffic: Although the Code Compliant alternative still causes cumulative impacts from the increased intensity of use of this site, this alternative shows a reduction in the number of parking spaces which is a significant improvement over the proposed project.
- f. Pedestrian Safety: We have data from Walk SF about pedestrian I automobile collisions and fatalities already occurring at 6th and Howard. Even this Project Alternative will worsen the chances for these tragic incidents to take place. Therefore, this Project Alternative must develop and present in the EIR a comprehensive set of mitigations to provide adequate safety for pedestrians.
- g. Nonprofit and Artists Space: Escalation in market office rents has driven nonprofit organizations and artists out of San Francisco. It has also threatened the stability of nonprofit organizations upon which the SoMa community depends. We want 20% of the ground floor and 20% of the upper stories to be "inclusionary" space for nonprofits (including childcare) and artists. The concept of "inclusionary" here incorporates the following principles: 1) permanently affordable as established by a survey of what nonprofits and artists are currently able to pay (per SF Arts Commission and SF MOHCD) with adjustments over time that ensure permanent affordability; 2) space physically located in desirable areas of the building.
- h. Open Space: Our community alternative demands a much higher amount of publicly accessible open space with active spaces like playgrounds for children-and no rooftop open space. (*Prescott Reavis; Asian Neighborhood Design; Letter; January 7, 2015 [O-AND]*)

None of the project alternatives proposed in the DEIR reflects the actual needs of the community. The following describes the Community Preferred Project Alternative and reasons we think that this is an environmentally superior alternative that demands study as part of the Final EIR.

- a. Zoning: The zoning of the site should remain as it is. Although the intensity of development allowed under current zoning will create significant neighborhood and environmental impacts, we as organizations that work with residents, workers, and shop owners in this area are willing to consider and prefer a project alternative that maintains the current zoning.
- b. Affordable Housing: To start to work toward restoring some balance of affordable housing in SoMa, we require that all large scale developments such as this one provide 33% affordable housing units. This would also help this project bring the city's production goals to being more consistent with the Housing Element of its General Plan, and compliance with Prop K.
- c. Housing: The code compliant alternative has only 188 units of housing. The alternative we prefer would have more housing and less office space than are detailed in the code compliant alternative. None of the new housing should be able to be second homes or pied-a-terres.
- d. Shadow and Wind Impacts: The "Code Compliant Alternative" allows new buildings to range in height from 40 to 114 feet. While these are large buildings, it's possible that there would no longer be significant shadow or wind impacts on surrounding public open spaces. We need to see these impacts studies thoroughly.
- e. Traffic: Although the Code Compliant alternative still causes cumulative impacts from the increased intensity of use of this site, this alternative shows a reduction in the number of parking spaces which is a significant improvement over the proposed project.
- f. Pedestrian Safety: We have data from Walk SF about pedestrian / automobile collisions and fatalities already occurring at 6th and Howard. Even this Project Alternative will worsen the chances for these tragic incidents to take place. Therefore, this Project Alternative must develop a comprehensive set of mitigations to provide adequate safety for pedestrians.
- g. Nonprofit and Artists Space: Escalation in market office rents has driven nonprofit organizations and artists out of San Francisco. It has also threatened the stability of nonprofit organizations upon which the SoMa community depends. We want 20% of the ground floor and 20% of the upper stories to be "inclusionary" space for nonprofits

(including childcare) and artists. The concept of "inclusionary" here incorporates the following principles: 1) permanently affordable as established by a survey of what nonprofits and artists are currently able to pay (per SF Arts Commission and SF MOHCD) with adjustments over time that ensure permanent affordability; 2) space physically located in desirable areas of the building.

- h. Open Space: Our community alternative demands a much higher amount of publicly accessible open space with active spaces like playgrounds for children-- and no rooftop open space. (*Bernadette Sy, Executive Director, Filipino-American Development Foundation; Letter; January 6, 2015 [O-FADF2]*)

The Draft EIR should be revised to include an alternative similar to the Community Alternative, discussed below, which preserves existing housing and businesses, and minimizes displacement of surrounding uses, while reducing the Project's environmental impacts.

The Community Alternative would maintain the existing zoning on the Project Site, similar to the "Code Compliant Alternative" included in the Draft EIR. The current zoning was enacted for the site recently-in 2009 -as part of the City's comprehensive rezoning plan for the Eastern Neighborhoods. By changing the zoning for the Project Site without examining this context – and apart from the City's ongoing Central SoMa Plan effort-would amount to spot-zoning and create a significant land use impact, as discussed above. The Community Alternative would remove this impact. As disclosed in the Draft EIR, the Code Compliant Alternative, which would reduce the size of the Project in the same way the Community Alternative does, reduces the number of intersections with a significant impact as compared with the Project, eliminates the Project's significant air quality impacts, and reduces the Project's scale so that it complies with existing and proposed land use regulations. Capping buildings at their current heights would also likely eliminate the wind and shadow impact that would result from implementing the Project as currently proposed. A smaller Project would also result in a reduced construction period, so that the Project's significant impacts during construction occur for a shorter duration. Although the intensity of development allowed under current zoning

would still result in some significant impacts, SOMCAN and area stakeholders would consider supporting a project that maintains the current zoning.

The Community Alternative would comply with Proposition K and reserve at least 33% of the total residential units on the Project Site as affordable housing. Increasing the supply of affordable housing would bring the Project into compliance not only with the goals of Proposition K, but also with the General Plan. Creating more opportunities for Project workers to live on-site would also contribute to a reduction in vehicle and transit trips, further reducing the Project's significant impacts. This impact could be further reduced by increasing the ratio of housing to office space so that housing is a significant component of the Community Alternative. In addition to affordable housing, the Community Alternative would dedicate 20% of the ground floor retail uses and 20% of the upper story office uses to affordable space for non-profits, childcare providers, or artists for the life of the Project.

The Community Alternative would feature more robust mitigation measures to reduce the risk of pedestrian and automobile collisions caused by the Project's increased traffic and modified pedestrian routes.

Finally, the Community Alternative would include publically-available open space in much higher quantities than the Project as currently proposed with active spaces like playgrounds for children.

The Community Alternative would mitigate the many of the Project's impacts to the same or greater extent than the Code Compliant Alternative included in the Draft EIR. As disclosed in the Draft EIR, the Code Compliant Alternative still manages to satisfy or partially satisfy the Project's key objectives, which the Community Alternative would also do. The Community Alternative would also have increased community and political support as compared to the Project. Therefore, the Community Alternative should replace the Project as the proposed development for the Project Site. *(Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2])*

The Draft EIR Fails to Consider a Reasonable Range of Alternatives. Despite the fact that the proposed Project would result in numerous significant and unavoidable impacts, the Draft EIR fails to include a reasonable alternative that the Applicant believes is feasible to implement and would satisfy community goals and objectives (the "Community Alternative").

The Draft EIR should be revised to include an alternative similar to the Community Alternative, discussed below, which preserves existing housing and businesses, and minimizes displacement of surrounding uses, while reducing the Project's environmental impacts.

The Community Alternative would maintain the existing zoning on the Project Site, similar to the "Code Compliant Alternative" included in the Draft EIR. The current zoning was enacted for the site in 2009 as part of the City's comprehensive rezoning plan for the Eastern Neighborhoods. By changing the zoning for the Project Site without examining this context - and apart from the City's ongoing Central SoMa Plan effort - is spot-zoning, which creates a significant land use impact.

The Community Alternative would reduce this impact. As disclosed in the Draft EIR, the Code Compliant Alternative, which would reduce the size of the Project in the same way the Community Alternative does, reduces the number of intersections with a significant impact as compared with the Project, avoids the Project's significant air quality impacts, and reduces the Project's scale so that it complies with existing and proposed land use regulations. Capping buildings at their current heights would also likely avoid the wind and shadow impact that would result from implementing the Project as currently proposed.

A smaller Project would result in a reduced construction period, so that the Project's significant impacts during construction occur for a shorter duration. Although the intensity of development allowed under current zoning would still result in some significant impacts, SOMCAN and area stakeholders would be open to considering a project that maintains the current zoning.

The Community Alternative would comply with Proposition K and reserve at least 33% of the total residential units on the Project Site as affordable housing. Increasing the supply of affordable housing would bring the Project into compliance not only with the goals of Proposition K, but also with the General Plan. Creating more opportunities for Project workers to live on-site would also contribute to a reduction in vehicle and transit trips, further reducing the Project's significant impacts.

This impact could be further reduced by increasing the ratio of housing to office space so that housing is a significant component of the Community Alternative. In addition to affordable housing, the Community Alternative would dedicate 20% of the ground floor retail uses and 20% of the upper story office uses to affordable space for non-profits, childcare providers, or artists for the life of the Project.

The Community Alternative would feature more robust mitigation measures to reduce the risk of pedestrian and automobile collisions caused by the Project's increased traffic and modified pedestrian routes.

Finally, the Community Alternative would include publicly-available open space in much higher quantities than the Project as currently proposed with active spaces like playgrounds for children.

The Community Alternative would mitigate the many of the Project's impacts to the same or greater extent than the Code Compliant Alternative included in the Draft EIR. As disclosed in the Draft EIR, the Code Compliant Alternative still manages to satisfy or partially satisfy the Project's key objectives, which the Community Alternative would also do. The Community Alternative would also have increased community and political support as compared to the Project. Therefore, the Community Alternative should replace the Project as the proposed development for the Project Site. *(Angelica Cabande, Organizational Director, and Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Letter; January 6, 2015 [O-SOMCAN2])*

SOMCAN further demands that the Applicant and the City consider revising the Project to incorporate all features of the Community Alternative, as described above, to reduce the Project's significant impacts and gain community support, and provide a comparative study using the Community Alternative as one of the Project Alternatives so the public can understand how the environmental impacts of the Community Alternative compare to the Proposed Project. (*Angelica Cabande, Organizational Director, and Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Letter; January 6, 2015 [O-SOMCAN2]*)

RESPONSE AL-4

These comments generally express support for an alternative that was not considered in the Draft EIR, referred to by the commenters as the "Community Alternative." According to the commenters, this alternative would be similar to the Code Compliant Alternative but would contain a different mix of residential and office units, including more affordable housing units, as well as additional open space. The commenters do not specify the overall development program that is considered under such an alternative or how these elements would be achieved. The commenters assert that this alternative would result in fewer impacts than the proposed project, presumably based on the density and mix of uses, although detail is not provided. Furthermore, it is unclear how such an alternative would be considerably different from the alternatives already analyzed in the Draft EIR or if such an alternative would be feasible or meet the project sponsor's basic objectives. These comments are noted.

Per the *CEQA Guidelines*, an EIR must address a range of reasonable alternatives to the project which feasibly attain most of the project objectives but would avoid or substantially lessen any significant effects of the project (*CEQA Guidelines* Section 15126.6). An EIR need not consider every conceivable alternative to a project. As discussed in **Response AL-3** on page RTC-272, the Draft EIR analyzes a reasonable range of alternatives, including other reduced density alternatives, which meet most of the project sponsor's objectives and reduce significant transportation and air quality impacts. Other impacts cited by the commenters, such as impacts to land use, housing, and open space, were not

identified in the Draft EIR as significant. These comments would be forwarded to City decision-makers to review as part of the approval process. See also **Response GC-7** on page RTC-340 regarding the Revised Project's community benefits, including open space.

Also refer to **Response PO-2** on page RTC-119.

O. OTHER CEQA CONSIDERATIONS

The comments and corresponding responses in this section cover the following topics in Chapter VI, Other CEQA Considerations of the Draft EIR.

- OC-1: Growth-Inducing Impacts
- OC-2: Comments related to the analysis of impacts related to geology and soils

COMMENT OC-1: GROWTH INDUCING IMPACTS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

O-GL2
O-PMWG
O-YBNC2

The Draft EIR ignores the Project's reasonably foreseeable growth-inducing impacts and understates the Project's cumulative impacts. If approved, the Applicant's request that the Project Site be rezoned to increase the height and intensity of development permitted on the Project Site by two-and-one-half times without regard to the numerous regulatory documents that would otherwise control development on the Project Site would set a precedent for spot zoning land in SoMa to allow dramatic increases in development. This precedent, combined with the economic pressure to redevelop existing uses that the Project would contribute to, amounts to a growth-inducing impact that the Draft EIR does not discuss.

In *Stanislaus Audubon Society, Inc. v. County of Stanislaus*, 33 Cal. App. 4th 144, the Court of Appeal rejected the lead agency's claim that development of a golf course would not induce substantial growth because agricultural zoning would prevent the conversion into residential uses of adjacent land. The court required an EIR to analyze growth inducing impacts, reasoning that "zoning is subject to change ... rezoning and general plan amendments could be approved by the planning commission and board. [T]he record before us contains no assurances that the area surrounding the project will

not one day be rezoned ... thus permitting the residential development. ..." (Id. at 157). Similarly, the Project's Draft EIR includes no assurances that the area surrounding the Project Site -area that currently includes rent controlled and affordable housing, office space for nonprofits and community organizations, and production, distribution, and repair ("PDR") jobs -will not be rezoned to permit redevelopment and displacement of existing residents and uses. Despite this reasonable foreseeable growth-inducing impact, the Draft EIR fails to adequately address this issue or provide mitigation to alleviate the Project's potential growth-inducing impacts. (*Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2]*)

If the Project displaces rent controlled and affordable housing and PDR jobs, it would run counter to the City's stated goals of preserving such resources via the recent Eastern Neighborhoods rezoning effort. Such displacement could foreseeably result in environmental impacts, because affordable housing and PDR jobs displaced by the Project would relocate to less expensive, and less developed, areas further from the Project Site. This would result in increased environmental impacts by inducing growth in less developed areas and creating the need for additional commuters as the displaced residents and workers travel back to SoMa as part of their daily routines. However, the Draft EIR does not address these indirect impacts caused by the Project. (*Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2]*)

The Draft EIR does not address the growth-inducing impacts that are likely to result from approving the land use changes required to support the Project. The requested land use changes would permit up to 871,900 gross square feet of development on the Project Site, an increase of more than 2.5 times what is allowed under the current zoning or the remainder of the block under the Central SoMa Plan. Rather than proceed with the level of development otherwise permitted on the Project Site, the Applicant has proposed to amend the zoning for the Project Site, separate from the Central SoMa Plan process. The Draft EIR fails to analyze the significant growth inducing impact on the entire SoMa area, despite the fact that CEQA requires an EIR to evaluate growth-inducing impacts that

could occur, either directly or indirectly, as a result of a project. (CEQA § 21100(b)(5), *CEQA Guidelines* §§ 15126(d), 15126.2(d).) Inducement of growth could occur by removing an obstacle to growth, such as a "characteristic of [a] project, which may encourage and facilitate other activities that could significantly affect the environment, either individually or cumulatively." (*CEQA Guidelines* § 15126(d).) The required discussion of growth-inducing impacts is not limited to population growth, but also includes "activities that may foster economic ... growth." (*Id.*, § 15126.2(d).) Examples of growth inducement have included changes to land use policies that set precedent for future approvals. (See, e.g., *St. Vincent School v. City of San Rafael* (2008) 161 Cal. App. 4th 989 (analysis of growth inducing impacts properly included proposed changes in development intensities or patterns).) If the City permits spot-rezoning that more than doubles the amount of development the Applicant can build on the Project Site, the economic incentive for other property owners to follow suit will likely be enormous, increasing the pressure to redevelop and intensify uses within SoMa. Therefore, the Draft EIR needs to address this growth-inducing impact. (*Carl Hall, Executive Officer, Pacific Media Workers Guild; Letter; January 6, 2015 [O-PMWG]*)

The DEIR's conclusion in the Growth Inducement discussion (pg 638) that the Office Scheme's induced demand for 1,927 new San Francisco housing units is not a "substantial imbalance" with only 914 units proposed as part of that project alternative is plainly false on its face. In fact this Office alternative provides only 47% of its induced City housing demand on-site – less than half – which 1,013 unit (53%) shortfall cannot possibly be termed to be "in balance" by any honest use of those words. (*Unspecified Author, The Yerba Buena Neighborhood Consortium; Letter; November 20, 2014 [O-YBNC2-4]*)

RESPONSE OC-1

These comments generally state that the potential growth-inducing impacts of the Draft EIR Project are not adequately analyzed or identified in the Draft EIR. An analysis of the Draft EIR Project's

potential growth-inducing impacts is provided on pages 170 through 173 and 637 through 638 of the Draft EIR. The analysis is based on the potential for the project to directly or indirectly induce population growth within San Francisco beyond previously anticipated levels. Some of these comments suggest that the proposed land use amendments would result in similar requests for changes in permitted land use densities on surrounding parcels, resulting in population growth that is not already anticipated by the City. As discussed in **Response PO-2** on page RTC-119, and **Response PO-3** on page RTC-129, the project site is uniquely positioned at the edge of several planning areas and although it is within the Draft Central SoMa Plan's boundaries, it is subject to its own development controls. Therefore, the planning context for the Draft EIR Project (and Revised Project) warrants site specific development controls that would be implemented through the proposed project's D4D and SUD.

The comments above do not provide any evidence that the Draft EIR Project (or Revised Project) would result in additional requests for similar land uses amendments nor that such development proposals would be approved. Such proposals would be evaluated on an individual basis by Planning Department staff, the Planning Commission and other decision-makers. In this context, it would be speculative to assume that the proposed land use amendments would indirectly generate growth in the area beyond that assumed and already planned for. Also refer to **Response PO-2** on page RTC-119 and **Response ES-1** on page RTC-81 which address the land use amendments proposed for the site and the potential for existing uses in the vicinity of the site to be displaced.

Further, the Draft EIR Project and Revised Project are not required to balance housing and employment on site in order to ensure that growth-inducing impacts would not occur. Rather, the issue of jobs-to-housing balance is considered on a City-wide basis, as most on-site residents are not necessarily expected to be employed on-site, regardless of how balanced the mix of on-site uses may be. As discussed on page 638 of the Draft EIR, direct and indirect growth generated by the proposed project would represent a very small fraction of anticipated growth in the City, and the potential for the project to increase demand for jobs or housing beyond that already planned for, and to create

additional environmental impacts not already identified in the Draft EIR, would be less than significant (also refer to **Response PH-1** on page RTC-144).

COMMENT OC-2: COMMENTS RELATED TO THE ANALYSIS OF IMPACTS RELATED TO GEOLOGY AND SOILS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

I-Abbott
I-McVeigh2

The DEIR is devoid of analysis for the potential of impacts to the McVeigh Building from the loss of lateral support from excavation, or subsidence due to dewatering the site or compression resulting from the adjacent proposed construction. Despite the acknowledged risk, the Initial Study dismissed issues of geology and soils from further review. This risk of impact is addressed in the attached report from ENGEO. This potential impact needs to be studied and disclosed to the public in a recirculated DEIR.

At the initial stages of the CEQA review, the City relies upon the Treadwell & Rollo (T&R) report to support its conclusions of no impact (Initial Study, pages 123-128). This upfront exclusion is flawed for several reasons. First, and as noted in the ENGEO report (Attachment A), the T&R report is incomplete. The initial study describes the onsite soil conditions in unequivocal terms: "Based on soil borings collected on the project site" (IS, page 123). There are in fact, only two borings (1978, of unknown depth) none of which underlie the buildings proposed for the greatest loads or near the McVeigh Family Building. Given that existing conditions on the development site include street level parking lots, physical access for onsite borings is readily available. Second, the T&R report was not written for purposes of providing an engineering or CEQA analysis of impacts and mitigation measures. Rather, by its express terms of limitation, this 2008 report provides: "The conclusions and recommendations presented herein are preliminary and may be used to estimate costs and for

preliminary schematic drawings." Third, the report only discusses conditions to 43 feet below grade, when the EIR acknowledges that depths may reach 45 feet. Fourth, there is no discussion of the location of historic buildings or the McVeigh Family Building so there has been no evaluation of impacts to nearby structures. As there has been no evaluation, no licensed professional has assessed the potential impacts or the engineering solutions. Fifth and finally, the Initial Study's conclusion that geologic conditions warrant no further investigation fails to recognize that the T&R report contains a series of recommendations designed to avoid structural failures onsite and offsite, none of which are identified as mitigation measures, conditions of approval or as part of the project. (Initial Study pages 125, 126, T&R pages 5-12). The T&R report, by itself, is substantial credible evidence to potentially significant impacts necessitating fully disclosure and mitigation of potential risks in a DEIR.

...

The DEIR relies upon the geotechnical feasibility assessment prepared by Treadwell & Rollo (T&R) in 2008. It is based on their knowledge of regional soil conditions in the vicinity of the 5M site and includes a site plan showing 16 test boring locations that were conducted for other nearby projects. One boring location is situated across Fifth Street from the McVeigh Family Building, while others are more distant and up to 900 feet away. The T&R report includes strict language of limitation providing that the conclusions and recommendations "are preliminary and may be used to estimate costs and for preliminary schematic drawings." The report does not attempt to quantify potential impacts to surrounding structures, nor does it specify mitigation measures for impacts to surrounding structures.

The T&R report must be considered preliminary at best. It concludes that "during final design, a detailed geotechnical investigation should be performed. The study should include test borings and the results should be evaluated to develop geotechnical design parameters for foundations, basement walls and shoring specific to this site."

In order to accurately characterize the potential geotechnical impacts that the 5M project will impart to the McVeigh Family Building, it is necessary for a Geotechnical Engineer to identify the geotechnical conditions underlying the building and in close proximity to the building on the 5M site.

Since this work has not been performed, it is impossible to accurately evaluate the geotechnical impacts that the 5M project will create for the McVeigh Family Building.

Based on the subsurface conditions in this general region of San Francisco, as assumed and generalized by T&R, it is likely that ground settlement at the McVeigh Family Building will occur as a result of the construction at the 5M project. Our experience on projects of this nature clearly identify that ground settlement may occur as a result of a variety of factors such as: high loads imposed by the large 5M structure on the underlying soils; vertical and lateral displacement of soil adjacent to excavation shoring; consolidation of the underlying soils caused by dewatering; densification of loose sands caused by vibrations during construction; and loss of materials during shoring installation and other construction activities. As such, a site-specific design study adjacent to the McVeigh Family Building is necessary to define and address potential geologic and geotechnical hazards for the development, an analysis that is not reflected in the DEIR. A design-level geotechnical study may determine that the proposed project poses unavoidable impacts or possibly requires special mitigation; the DEIR inadequately addresses this important issue. (*William Abbott, Abbott & Kindermann, LLP; Letter; January 7, 2015 [I-Abbott]*)

The DEIR is silent regarding the potential settlement mechanisms described below for the McVeigh Family Building. It is our opinion that the DEIR should be revised to consider and to provide verifiable mitigation for:

- Load-induced settlement - The 5M project includes a high-rise structure that will extend nearly 350 feet above street levels with virtually zero clearance from the McVeigh Family Building. The loads imparted by the high rise will result in quantifiable settlement at the McVeigh Family Building.
- Shoring-related settlement - Shoring is expected to extend to a depth of approximately 40 feet adjacent to the McVeigh Family Building in order to construct underground parking for the 5M project. Movements of shoring systems and the adjacent ground depend on the

type of soil, the excavation depth, the type of shoring, and quality of workmanship. Settlement magnitudes of one percent or more of the depth of excavation are not uncommon.

- Consolidation settlement - The adjacent excavation is expected to extend below the level of groundwater. Lowering of the groundwater outside of the excavation will result in quantifiable settlement below the McVeigh Family Building.
- Vibration-induced settlement - The preliminary geotechnical report by Treadwell & Rollo suggests that loose granular fill and dune sand underlie the 5M project at relatively shallow depths. Ground-borne vibrations from construction could result in settlement of these materials below the McVeigh Family Building.
- Settlement caused by loss of ground - Shoring activities such as installation of lagging, tiebacks, etc. can result in loss of soil materials and associated settlement. This is most likely to occur in granular soils such as the sand fill and dune sand expected at the site.

To further address these concerns, we recommend performing a settlement survey of the McVeigh Family Building due to its proximity immediately adjacent to the proposed construction. Such a survey is common practice in situations where deep excavations are made adjacent to existing buildings. This would include settlement markers established on fixed points on the McVeigh Family Building with surveying of the points prior to and periodically during construction. In our experience and based on the size of the building, we would recommend approximately 12 points on the excavation side of the building: 4 near the ground surface, 4 at the top of the building, and 4 more in between. On the Howard Street frontage, we suggest 4 additional points: two at ground level at corners and two more above them at the top of the building.

Monitoring would be expected to occur once or twice prior to any construction (to set a baseline) and weekly thereafter as a minimum. Surveys are typically performed through construction, and at least until below-grade levels are completed, and surveys may continue until no significant survey

changes or movements are recorded. If any acceleration of observed movement is detected, then there typically is a reason and need for more frequent monitoring (daily, twice daily, etc.).

The settlement monitoring program would also include actions to be taken in the event that settlement exceeds pre-determined amounts. It is possible that the McVeigh Family Building could be damaged to some degree if it is subjected to any significant settlement. However, it is common practice to consider that minor movements would not result in structural damage to a structurally sound building; therefore, we believe that it would be appropriate for the DEIR to consider that ground movement from 5M induced settlements must be carefully and regularly monitored and that threshold values of movement be limited to 1/2 inch total and 1/4 inch between adjacent points. If movements exceeding the threshold limits are indicated, then appropriate mitigation and protections should be engaged. A Structural Engineer who evaluates the McVeigh Family Building could specify these limits with more accuracy based on an evaluation of the existing building. *(William Abbott, Abbott & Kindermann, LLP; Letter; January 7, 2015 [I-Abbott])*

As native San Franciscans, we are very aware of the original shoreline of the bay and subsequent fill conditions in the Downtown and SoMa areas. Yet the DEIR report rests on a geotechnical report that essentially is of a very preliminary nature, lacks sufficient sampling at the actual construction site and states that further study is needed before any extensive work is undertaken. *(Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2])*

The DEIR is totally silent on any mitigation regarding the McVeigh building as to the hazards posed by the deep excavation adjacent on two sides of the building. The excavation as suggested in the DEIR extends 2 stories beneath the building basement. Other construction activities such as dewatering, vibration from heavy equipment may cause ground settlement under the foundation piers and walls. No mention of this is contained in the draft.

Given the notorious soil conditions in the entire downtown area, this is no insignificant matter. We must be apprised of any planned construction methodologies prior to any approvals allowing us to assess adequacy. (*Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2]*)

Again with the soil types found in this area, additional settlement of the soil underneath us is a very real concern that must be assessed and mitigated. (*Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2]*)

RESPONSE OC-2

These comments express concerns related to the geologic conditions on and within the vicinity of the site and the potential for project construction to adversely affect nearby and adjacent buildings, particularly the building located immediately adjacent to the site at 194-198 Fifth Street (also known as the Chieftain or McVeigh Building). These comments generally claim that the analysis provided in the Initial Study prepared for the project (see pages 122 through 128, Draft EIR Appendix A) is not adequate to identify potential geology and soils related impacts of the project and that additional studies should be performed as part of the Draft EIR analysis. The analysis in the Initial Study concluded that impacts related to geology and soils would be less than significant with implementation of standard engineering and design protocols that would be further specified as part of the building and construction permit review process and in compliance with the San Francisco Building Code and State Seismic Hazards Mapping Act. This same conclusion applies to the Revised Project.

First, it should be noted that the preliminary geotechnical study relied upon for the Initial Study analysis is not an engineering or design level study as is acknowledged in the analysis. This study was prepared to identify existing geologic and soils conditions at the site and vicinity and to inform the design of the Draft EIR Project at a conceptual level because design level details would be further

developed after project approval. Therefore it is not practical to prepare a design-level analysis as part of the Draft EIR. The geotechnical study relied upon in the Initial Study analysis did not identify any geologic or soils conditions that would prohibit development of the site with the anticipated building types. As is standard practice as part of the building permit review process, the study recommended general engineering and design standards for foundation types that may be employed and protocols for building construction to prevent damage to surrounding areas. Specifically, the preliminary assessment recommends that a monitoring program be established to evaluate the effects of the construction on adjacent streets and other improvements. Final soils reports required for the proposed project may also be required to address potential settlement and subsidence at the discretion of San Francisco Department of Building Inspection and other agencies. The report would contain a determination as to whether or not a lateral movement and settlement survey should be prepared to monitor any movement or settlement of surrounding buildings, adjacent sewers, or adjacent streets.

Although a design-level geotechnical investigation and other required studies would be performed for the Revised Project as part of the permit review process, as is customary in San Francisco, additional design details and responses to specific comments that question the adequacy of the Draft EIR analysis are provided below to provide additional information and to address some of the statements included in the comments.

According to the project sponsor's geotechnical consultant, an excavation on the order of 40 feet is envisioned to construct basements beneath portions of the project's buildings. For this depth of excavation, it is the standard of practice to perform pre-construction surveys of all improvements, including buildings, within 50 feet of the project site. Pre-construction surveys are performed to document the conditions of the improvements prior to start of construction and as a baseline to compare the conditions at the completion of construction. In addition, survey points are established on buildings and streets adjacent to the site so that horizontal and vertical measurements can be made to detect any movement as the construction proceeds. Instrumentation, including inclinometers (to detect lateral movement of the sides of the excavation) and piezometers (to monitor groundwater)

is typically installed. During dewatering, installation of shoring and underpinning, and excavation, frequent surveys are conducted and readings taken in the inclinometers and piezometers. If excessive movement or groundwater drawdown is noted then corrective steps would be taken. However, all of these conditions are considered in the design and installation of the shoring, underpinning and dewatering with the intent of avoiding damage to adjacent and nearby improvements. Also refer to **Response CP-3** on page RTC-173 and **Response NO-3** on page RTC-225 regarding construction-period vibration impacts to adjacent older structures.

Excavations of the nature proposed for the Draft EIR Project (and Revised Project), and deeper, have been successfully completed in the vicinity of the project site without incident: most notably, the excavation for the Intercontinental Hotel, which is directly across Fifth Street from the 198 Fifth Street building. The Intercontinental Hotel directly abuts the Moscone West Convention Center and building at 155 Third Street. Neither structure was adversely affected by the Intercontinental Hotel construction. Excavation depth and dewatering requirements were very similar to that which would be required for the proposed project and these measures would be identified in the design-level geotechnical reports that are required as part of the building permit review process.

The statement that “settlement magnitudes on the order of one percent or more of the depth of excavation are not uncommon” is erroneous. Settlements of that magnitude would not be tolerated for excavations in excess of a few feet. Targeted maximum settlements and deflections for the excavation and surrounding ground would be less than 1.0 inch and are obtainable with proper design and construction techniques.

Shoring and dewatering related settlements are controllable phenomena. Movements of shoring and underpinning can be controlled by using appropriate design parameters, selection of the appropriate structural elements and proper construction techniques. There are various means of controlling groundwater withdrawal and settlement, including cut-off walls and minimizing the pumping to that absolutely necessary to dewater the site. There are numerous examples of successful excavations in

built-up areas of San Francisco with similar subsurface conditions that have not resulted in settlement damage to adjacent buildings.

Although the proposed building foundation systems have not yet been designed, it is the professional opinion of the sponsor's geotechnical expert that driven piles are unnecessary for the Revised Project in light of site conditions and the proposed construction on the site (see Chapter II, Revised Project). Low-noise, low-vibration auger-cast piles would be the likely foundations. Therefore, construction-related noise and vibration impacts would be reduced with the Revised Project and would continue to be less than significant with implementation of required mitigation measures and compliance with standard City requirements.

Given the above, the analysis of geology and soils related conditions and impacts provided in the Initial Study is adequate for the purposes of CEQA. Consistent with standard City practice and requirements, specific requirements to address geologic conditions at the site and to prevent impacts to adjacent structures would be identified as part of the permit review process. The commenter does not raise comments that meet the legal standard for recirculation. See **Response GC-3** on page RTC-314 regarding recirculation of the Draft EIR.

P. GENERAL COMMENTS

The comments and corresponding responses in this section cover topics in Chapter VI, Other CEQA Considerations of the Draft EIR, topics regarding social and economic issues not discussed in the Draft EIR because CEQA does not require such a discussion, and other miscellaneous general comments. These include topics related to:

- GC-1: Comments Related to Dog Ownership and Childcare
- GC-2: Development Fees
- GC-3: Adequacy of the Draft EIR
- GC-4: Project Merits
- GC-5: General Concerns Related to the Project's Impacts
- GC-6: Environmental Review and Community Outreach Process
- GC-7: Development Agreement or Other Community Benefit Agreements
- GC-8: General Construction-Period Impacts
- GC-9: Cumulative Analysis
- GC-10: Terms and Acronyms Used in the Draft EIR
- GC-11: Request for Additional Review by The HPC

The comments and corresponding responses in this section cover general subjects not directly related to a specific section of the EIR, although in some cases the comments address a number of interrelated topics discussed in various sections of the EIR. Portions of some of the comments addressed in this section also relate to other resource topics and are therefore responded to in those sections, as indicated below.

COMMENT GC-1: COMMENTS RELATED TO DOG OWNERSHIP AND CHILDCARE

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

A-CPC-Antonini
A-CPC-Richards
O-TODCO-Light

O-YBNC1
O-YBNC3

And the same is true of issues regarding dogs and child care. Design for Development would probably be the proper place where this would be presented and/or part of the development agreement obviously, but the design for development. (*Commissioner Michael Antonini; Transcript; November 20, 2014 [A-CPC-Antonini]*)

I do agree about the dogs and the child care, that is a concern.
(*Commissioner Dennis Richards; Transcript; November 20, 2014 [A-CPC-Richards]*)

The other reasons the preservation alternative is -- should be prioritized, are kids, dogs, and accessible open space. From our experience in this SoMa neighborhood with projects of this type, ten percent of households can be expected to have children, young children, like daycare-age children, ten percent can be expected to have dogs.

And yet, and there are employees who have daycare needs and enjoy perks like bringing their dogs to work. And yet, there is literally no mention of dogs or children in this EIR.

Dogs have a direct environmental impact on the City. They are great when they have a place to go, but it becomes an environmental hazard if their waste isn't managed. So, provision for the -- for dogs, and also facilities for these new children in the neighborhood must be provided in the project. For children, that should be in the form of play areas, as well as onsite child care.

And the preservation alternative is great for those uses, because there's a direct connection from the residential tower to the Chronicle building open space, the Chronicle rooftop open space that would allow for users to -- residents to go directly to that space. And we know that rooftop open space can be challenging for the general public to reach. (*Alice Light, Director of Community Planning, TODCO Group; Transcript; November 20, 2014 [O-TODCO-Light]*)

The 5M Project will generate between 750-1,209 new residential units. Based on our experience with similar projects in SOMA, 10% of households can be expected to have young children and 10% have dogs. That's 75-121 households with children and 75-121 with dogs, and yet there is literally no mention of dogs or children in the DEIR (see chart #2).

Additionally, some of the 3,000-4,000 new employees on the site will need childcare and many will bring their dogs to work. The issue of dog waste management is a real and measurable impact, which must be analyzed, and appropriate mitigations must be proposed. Almost all the children in the project will be preschoolers if it follows the historic pattern in the neighborhood. The open space must include facilities for children and dogs, and the project must provide on-site childcare facilities.

Rooftop open space is challenging for the general public to access, but for residents and workers quiet open space is a great amenity. For this reason, the rooftop of the Chronicle building is the preferred location for dog and toddler activities...

(Unspecified Author, The Yerba Buena Neighborhood Consortium; Letter; November 20, 2014 [O-YBNC1])

Commissioner's Antonini's remark at yesterday's DEIR Hearing that dog waste "is not worth evaluating in an EIR" could not have been more blind to real life environmental neighborhood impacts of new development. Perhaps when he "steps in it" someday he may reconsider.

Based on observed rates of dog ownership in recently built SOMA housing, it is reasonable to expect one dog per every 10 households living in the 5M project. Dog owners must walk their dogs on the sidewalks of the blocks surrounding their residence to urinate/defecate at least twice daily.

Assuming a single dog defecation weighs and average of 0.75 lbs, this totals about 10 to 16.5 tons of dog poop per year that will be generated by the 5M project:

Scheme	Proposed Households	Households with Dogs*	Pounds of Solid Waste per Day**	Total Pounds of Solid Dog Waste per Year	Tons of Solid Dog Waste per Year
OFFICE SCHEME	914 Units	91	68.55	25,020.75	12.51
RESIDENTIAL SCHEME	1,209 Units	121	90.675	33,096.38	16.55
PRESERVATION ALTERNATIVE	750 Units	75	56.25	20,531.25	10.27

* Assumes 10% of households have dogs, based on other typical large SOMA projects

** Assumes .75 lbs of fecal matter per dog per day, per Dr. Stanley Coren in Psychology Today

Most dog owners can be expected pick up and dispose of this waste, but inevitably some do not. The remaining waste on the sidewalks is hazardous, unsanitary, odorful, and generally offensive.

Likewise these dogs must urinate at least twice daily, typically on street furniture and fixtures. This liquid waste cannot be cleaned up by the owners and is unsanitary and generally offensive. It can also harm, even kill, street trees and other sidewalk plantings.

Further, if the 5M Project's street level open spaces include unfenced lawn areas, some of these dogs will inevitably use those lawns for defecation and urination. That in turn makes lawns unsanitary and renders those lawn areas unusable for their intend[ed] human recreational uses. This is undeniably a very common problem throughout the City in public parks and open spaces.

Mitigation Measures:

The 5M Project's open space can include a specific dog relief zone that is maintained and cleaned routinely by 5M management with appropriate design and facilities for dog defecation/urination for resident dog owners to utilize when walking their dog, instead of using the public sidewalks. The most appropriate location would be the proposed open space on the roof of the Chronicle Building since it will not be heavily used by the general public due to the difficult in accessing it, and its use can be restricted to residents only at nighttime for security.

The 5M Project can join the Central Market Community Benefit District which can then provide sidewalk cleaning services "on call" whenever [there] is dog excrement on a sidewalk, and which will

also provide routine sidewalk cleaning on a regular schedule that removes the accumulated dog urine.

The 5M Project's street level open space lawn areas – if any – can be attractively fenced to prevent dogs from using them as bathrooms. (*Unspecified Author, The Yerba Buena Neighborhood Consortium; Letter; November 21, 2014 [O-YBNC3]*)

RESPONSE GC-1

The above comments primarily relate to the provision of facilities to accommodate on-site childcare for office workers and the needs of dog owners that would be generated by the proposed project. The comments also refer to the difficulty for the general public of accessing rooftop open space but note that this space may be a beneficial location for child care and dog facilities. These comments do not relate to an environmental impact pursuant to CEQA and are noted. These facilities are not required by any City regulations. Because no significant impact related to childcare and dog facilities would occur, no mitigation would be required.

The Planning Code's requirements for childcare fees for office projects in the C-3 District would apply to the Revised Project. These fees would be applied based on the number of square feet of commercial space. The Revised Project would develop 393,600 gsf of net new office space above the ground floor and up to 189,100 gsf of office space at or below the ground floor, and would be required to contribute the appropriate fees based on this amount of space.

Solid waste generated by the proposed project, which is assumed to include all waste generated by site employees and residents, is discussed on pages 109 to 110 of the Initial Study (Appendix A of the Draft EIR). Dog waste is regulated by the San Francisco Health and Safety Code Sections 40(a) and (b). Dog owners are required to properly dispose of their waste and are subject to fines if they fail to comply.

COMMENT GC-2: DEVELOPMENT FEES

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

O-SFRG1

The measures proposed to mitigate the cumulative impacts of office high rise development and the impacts of the 5M project are insufficient. The transit, housing, and open space fees for office projects should be raise by 72% to be consistent with current city requirements.

The environmental and social impacts on housing and transit from an office development project are directly proportional to the number of workers from an office project. The number of office workers in a building are directly proportional to the number of workers per square foot. The transit development fee was based on the impact of 275 gsf per worker, or 3,636 workers per million square feet. If the office worker density is 160 gsf per worker, as suggested by the comments above, there would be 6,250 workers per million square feet. This is an increase of 72%.

The office high rise development fees are based on mitigating the adverse impacts on the city's housing prices, transit system, and open space to accommodate additional workers. If current trends in office space occupancy show that there are 72% more workers in a given space than there were in the early 1980s when the development fees were established, then these fees must be raised by 72% to provide the same level of mitigation that has been historically required by the city as a mitigation measure. (*David B. Jones, San Franciscans for Reasonable Growth; Letter; November 20, 2014 [O-SFRG1]*)

RESPONSE GC-2

This comment relates to development fees that may be applied to the Draft EIR Project (and Revised Project) and the commenter requests that current fees be raised or expanded. City fees are established based on detailed nexus studies and through deliberations on project approval by the Planning Commission and Board of Supervisors. There is no substantial evidence presented here supporting a different nexus (i.e., an expansion of fees). This comment does not relate to the adequacy of the information or analysis in the Draft EIR and is therefore noted.

Furthermore, as stated on page 51 of the Draft EIR, the number of employees on the site was calculated by Economic and Planning Systems, Inc. and is based on assumptions related to the expected employee density of the site's proposed commercial space. The count reflects a weighted average employee density across different types of collaborative and independent work spaces. The average density was calculated to be 210 square feet per employee, or a total of 4,627 employees with the Draft EIR Project's Office Scheme and 4,289 employees under the Revised Project. Also refer to **Response PS-3** on page RTC-258 and **Response GC-7** on page RTC-340 regarding project fees and **Response GC-9** on page RTC-356 regarding cumulative impacts.

COMMENT GC-3: ADEQUACY OF THE DRAFT EIR

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

A-CPC-Antonini
O-AND
O-FADF2
O-GL2
O-GL3
O-PMWG

O-SOMCAN2
O-SPUR
O-VEC-Antonio
O-WBPMSC1
O-YBNC5
I-Abbott

I-Hestor1
I-Hong
I-McVeigh2
I-Phillips
I-Welch

Yeah, in terms of the many EIRs I've read, I think this one ranks among some of the most complete and accurate as alternatives. But because this is a very large project, and it's a hybrid between an individual project and an area plan in many ways, we certainly need to have comments and responses to comments as we always do. (*Commissioner Michael Antonini; Transcript; November 20, 2014 [A-CPC-Antonini]*)

The Draft EIR is deficient in numerous ways: it is misleading, it fails to fully disclose the full impacts of the Project, it includes inadequate mitigation, and it does not include a reasonable range of alternatives. At a minimum, the Draft EIR must be revised to correct these deficiencies and be recirculated. (*Prescott Reavis; Asian Neighborhood Design; Letter; January 7, 2015 [O-AND]*)

FADF would like to submit comments relating to the 5M Project's Draft Environmental Impact Report. The comments stem from meetings and focus groups with South of Market residents and nonprofit leaders, also serving low-income families within close proximity to the 5M Project. There are many concerns related to this DEIR that have been discussed, however FADF will list the areas of priority to the clients we serve and support at the Bayanihan Community Center.

...

With that, the Draft EIR is deficient in numerous ways: it is misleading, it fails to fully disclose the full impacts of the Project, it includes inadequate mitigation, and it does not include a reasonable range of alternatives. At a minimum, the Draft EIR must be revised to correct these deficiencies and be recirculated. With that, the Filipino-American Development Foundation further requests that the Applicant and the City consider revising the Project to reduce the Project's significant impacts.

(*Bernadette Sy, Executive Director, Filipino-American Development Foundation; Letter; January 6, 2015 [O-FADF2]*)

SOMCAN does not oppose development on the Project Site, but it has serious, significant and legitimate concerns regarding the increase in heights and the developable floor area permitted on the Project Site by more than two-and-one-half times what is currently permitted on the Project Site under existing codes and regulations. Such a dramatic increase in development potential would result in significant and unavoidable impacts throughout the SoMa community that are not fully disclosed, analyzed or mitigated in the Draft EIR. In addition, the Project fails to meet the City's standards for open space, affordable housing, and the Youth and Family Zone expansion planned under the City's Central SoMa Plan, and such deficiencies and inconsistencies are not addressed in the Draft EIR. Furthermore, the Draft EIR fails to contemplate a reasonable range of alternatives to the Project, neglecting to include analysis of an alternative that is feasible to develop while meeting the needs of existing and future SoMa community residents and workers.

The following pages describe the above deficiencies in more detail. Because the Draft EIR contains such serious and significant errors and omissions, it must be revised to include significant new information or it will fail in its purpose as an informational document under CEQA. When "significant new information" is added to a CEQA document, the document must be re-circulated or the public will be deprived of a meaningful opportunity to comment upon the substantial adverse environmental effects of the Project or a feasible way to mitigate or avoid such an effect that the Applicant has declined to implement. (See CEQA §21092.1; *CEQA Guidelines* §15088.5 (a).) Therefore, the Draft EIR must be revised to adequately evaluate and fully disclose the Project's impacts, and then it must be recirculated.

...

Because the Project Description (a) uses misleading terms to describe the Project's potential development schemes, (b) fails to include a finite definition of the Project, and (c) uses unclear and undefined terms, the Draft EIR cannot fully serve its purpose to foster intelligent discussion about the Project's impacts. Therefore, the Draft EIR should be revised and recirculated.

...

A cumulative impact analysis that understates the severity and significance of cumulative impacts "impedes meaningful public discussion and skews the decision-maker's perspective concerning environmental consequences of a project, the necessity for mitigation measures, and the

appropriateness of project approval." (Citizens to Preserve the Ojai v. County of Ventura (1985) 176 Cal. App. 3d 421, 431-32.) The Draft EIR's cumulative impacts analysis makes this very mistake. As a result, the Draft EIR should be revised and recirculated so that the public and decision-makers are informed about the growth-inducing and cumulative impacts that would result from the Project's development.

...

Because the Draft EIR ignores the City's affordable housing policies, land use regulatory documents, and shadow regulations, it does not give readers the ability to assess the Project's impacts on land use in SoMa or if such impacts are adequately reduced by the proposed mitigation program. Therefore, the Draft EIR should be revised and recirculated.

...

Because the Draft EIR does not disclose the Project's full traffic impacts and requires additional mitigation measures related to traffic and circulation, the Draft EIR should be revised and recirculated.

...

As discussed above, the Draft EIR is deficient in numerous ways: it is misleading, it fails to fully disclose the full impacts of the Project, it includes inadequate mitigation, and it does not include a reasonable range of alternatives. At a minimum, the Draft EIR must be revised to correct these deficiencies and be recirculated. SOMCAN further requests that the Applicant and the City consider revising the Project to incorporate all features of the Community Alternative, as described above, to reduce the Project's significant impacts and gain community support, and provide a comparative study using the Community Alternative as one of the Project Alternatives so the public can understand how the environmental impacts of the Community Alternative compare to the Proposed Project. (*Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2]*)

In addition, the Project's Draft EIR contains serious and significant errors and omissions; it must be revised to adequately evaluate and fully disclose the Project's impacts, and then it must be recirculated.

As discussed in detail in the attached comment letter, the Draft EIR is deficient in numerous ways: it is misleading, it fails to fully disclose the full impacts of the Project, it includes inadequate mitigation, and it does not include a reasonable range of alternatives. At a minimum, the Draft EIR must be revised to correct these deficiencies and be recirculated. SOMCAN further requests that the Applicant and the City consider revising the Project to reduce the Project's significant impacts and gain community support. Each of these concerns are described in detail in the attached letter, a hard copy of which has also been transmitted to the City. (*Eric S. Phillips, Goldfarb & Lipman, LLP; Email; January 6, 2015 [O-GL3]*)

Accordingly, I write to share my concerns in response to the Draft Environmental Impact Report ("Draft EIR") for the Project located at 925-967 Mission Street (the "Project Site") by Forest City Enterprises, Inc. (the "Applicant") in compliance with the California Environmental Quality Act ("CEQA"). Despite the Property's location directly across Mary Street and Natoma Street from the Project Site, the Draft EIR's analysis fails to: (i) meaningfully discuss the Project's potential effects on the Property; (ii) fully disclose the Project's significant environmental impacts; or (iii) provide adequate mitigation measures or alternatives that would reduce the Project's significant impacts.

Although the Guild and the Corporation are not generally opposed to the development of the Project Site, we cannot support the Project as currently presented, without the inclusion of additional mitigation measures to address the Project's potential to cause significant and avoidable impacts to the environment and the Property. For these and other reasons described below, the Draft EIR must be revised to adequately evaluate and fully disclose the Project's impacts, and then it must be recirculated. (*Carl Hall, Executive Officer, Pacific Media Workers Guild; Letter; January 6, 2015 [O-PMWG]*)

SOMCAN does not oppose development on the Project Site, but we do have serious concerns regarding the Project as proposed by the Applicant. First, if approved, the proposed massive rezoning to enable the Project would cause significant and unavoidable impacts throughout the SoMa

community that are not fully disclosed, analyzed or mitigated in the Draft EIR. Second, the Project fails to meet the City's standards for open space, affordable housing, and the Youth and Family Zone expansion planned under the City's Central SoMa Plan, and such deficiencies and inconsistencies are not addressed in the Draft EIR. Third, the Draft EIR fails to study a reasonable range of alternatives to the Project. None of the alternatives presented meets the needs of existing and future SoMa community residents and workers. We have, therefore, presented aspects of what could be a Community Alternative that fits much better into what could be sustainable growth for the South of Market community.

Because the Draft EIR contains such serious and significant errors and omissions, it must be revised to include significant new information. As it is, the Draft EIR fails in its purpose as an informational document under CEQA. We understand that when "significant new information" is added to a CEQA document, the document must be re-circulated. (See CEQA § 21092.1; *CEQA Guidelines* § 15088.5 (a).) If the Draft EIR is not revised and recirculated, the public will be deprived of a meaningful opportunity to comment upon either the substantial adverse environmental effects of the Project or a feasible way to mitigate or avoid such an effect that the Applicant has declined to implement. Therefore, the Draft EIR must be revised to adequately evaluate and fully disclose the Project's impacts, and then it must be recirculated.

...

Because the Draft EIR does not fully analyze the Project's impacts on open space resources or mitigate the Project's impacts, the Draft EIR fails in its purpose as an informational document. Therefore, the Draft EIR should be revised and recirculated.

...

Because the Draft EIR ignores the City's affordable housing policies, land use regulatory documents, and shadow regulations, it does not give readers the ability to assess the Project's impacts on land use in SoMa or if such impacts are adequately reduced by the proposed mitigation program. Therefore, the Draft EIR should be revised and recirculated.

...

Because the Draft EIR requires additional significant mitigation measures to reduce the Project's impacts (and full disclosure if it's impossible to adequately mitigate these impacts), the Draft EIR should be revised and recirculated.

...

As discussed above, the Draft EIR is deficient in numerous ways: it is misleading, it fails to fully disclose the full impacts of the Project, it includes inadequate mitigation, and it does not include a reasonable range of alternatives. At a minimum, the Draft EIR must be revised to correct these deficiencies and be recirculated. (*Angelica Cabande, Organizational Director, and Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Letter; January 6, 2015 [O-SOMCAN2]*)

My name is Jennifer Warburg, I'm the special projects manager at SPUR, and I'm here today to express SPUR's support for the draft EIR of the 5M Project.

We think this is an important project for the City, and we find the DEIR to be clear, organized and describe a reasonable range of alternatives.

The summary has a clear roadmap to impacts, mitigation and improvement measures for a complex project.

This transit-rich location is the right place for density and height and for office and housing. SPUR is excited by the project's provision of space for arts and community organizations, and its proposal to provide significant new public open space. And we commend the plan to retain two important historic buildings.

We find the EIR to be adequate and support its certification. The stated impacts on traffic circulation and air quality are a result of legacy metrics that are currently being reevaluated by the state.

SPUR believes that dense, well-designed in fill like this project proposes will support the City's goals to create better pedestrian environments, encourage sustainable transportation options and reduce our environmental impact.

We encourage the Commission to move this project forward. (*Jennifer Warburg, Special Projects Manager, SPUR; Transcript; November 20, 2014 [O-SPUR]*)

After review of said DEIR and conversations with our consumers (including a general meeting providing an open forum to residents), VEC finds that the 5M Project DEIR has certain inadequacies requiring further assessment, analysis, or measures to ensure that following matters are properly addressed. (*Luisa M. Antonio, Executive Director, Veterans Equity Center; Letter; January 7, 2015 [O-VEC-Antonio]*)

We request that these areas raised here be addressed with proper mitigation measures, identified in the DEIR. We look forward to working together to reach an amenable resolution, in the most efficient and timely manner. Please feel free to contact us, if you seek further discussion or comments. (*Luisa M. Antonio, Executive Director, Veterans Equity Center; Letter; January 7, 2015 [O-VEC-Antonio]*)

The cost to a nonprofit of analyzing from a comprehensive technical point of view the impact of the proposed 5M project is estimated to cost a minimum of between \$250,000 to \$500,000. Our nonprofit and none of the other affected nonprofits have the financial resources to confront many of the weaknesses within the 5M project. However, we view it as our responsibility to the communities we serve in South of Market, a traditional enclave of newly-arrived Filipino immigrants, that we play a crucial role in this project and in other projects affecting the short- and long-term wellbeing of a community soon to become invisible—South of Market residents.

...

The proposed project provides for the development of office, retail, residential, cultural, educational and open space usage in the southwest quadrant of Fifth and Mission Streets.

A review of the 700-page draft environmental impact report (DEIR) prepared by the San Francisco Planning Department demonstrates on its face, that this project has been approved without any significant study of the consequences of this project on the future development of South of Market. *(Vivian Zalvidea Araullo, Executive Director, West Bay Pilipino Multi Service Center; Letter; December 16, 2014 [O-WBPMSC1])*

I found this EIR very difficult to work through and navigate through, and perhaps because there was so much missing. *(John Elberling, Yerba Buena Neighborhood Consortium [YBNC]; Transcript; November 20, 2014 [O-YBNC5])*

The McVeigh family is surprised that the DEIR, despite its length, largely ignores the McVeigh Family Building and the impacts of the proposed 5M project on the McVeigh building even though: (1) the McVeigh building is the closest building to future construction; (2) 5M proposes to build to the common property line, excavating up to 45 feet below grade and using pile drivers for future foundation support; (3) the 5M proposal blocks nearly all light and air to the existing north facing residential units; and (4) the disproportionate scale as between adjacent buildings. The owner's concern as to the DEIR's omissions is compounded by the applicant's failure to contact the McVeigh owners (contact was eventually initiated by the McVeigh family reaching out to the applicant). The disregard of the McVeigh building is significant to the issue of whether or not the DEIR adequately discloses to the decision makers and the public the consequences of going forward with the 5M project as desired by the applicant. As the DEIR itself notes, the standard for adequacy included "completeness, and a good faith effort at full disclosure." DEIR page 6. The DEIR's virtual disregard of a 100 year old mixed use building which is physically embraced on two sides cannot be characterized as a good faith effort at full disclosure.

The areas in the DEIR which must be remedied include the environmental setting, project description, land use, noise and vibration, lateral support/subsidence, secondary physical impacts and alternatives. It is likely that the DEIR will require recirculation so to meet the transparency and public review elements mandated by CEQA. Each of these points is discussed below. In addition, the McVeigh family has retained engineering experts at ENGE0 who prepared an analysis of the DEIR as it relates to the McVeigh building. ENGE0's report is included as Attachment A.

...

There is no evidence in the DEIR which supports the conclusion that the impacts to the McVeigh Family Building are less than significant. As reflected in the report by ENGE0 (Attachment A), there exists the potential for significant impacts from construction vibration to the McVeigh building. These potential impacts need to be studied and disclosed to the public in a recirculated DEIR.

...

In conclusion, the McVeigh family looks forward to (a) the City's consideration of the comments, and as may be mandated by CEQA, recirculation of the DEIR so that the public and the decision makers can understand and fully appreciate the full ramifications of 5M and (b) consideration of and protection for the McVeigh Family Building as an existing, desirable mixed use project in its own right. (*William Abbott, Abbott & Kindermann, LLP; Letter; January 7, 2015 [I-Abbott]*)

Thank you for providing this.

That this information is NOT part of the EIR is one of the problems with the DEIR. (*Sue Hestor; Email; November 25, 2014 [I-Hestor1]*)

I have been a resident of San Francisco all my life – Sixty years-plus. Currently retired. Thank you for letting me review and comment on this Project and several others in the past. It's always a pleasure reviewing and commenting on these professional done EIR's. I did these way back when cut and paste was done. I appreciate all the professional efforts that are made in producing these documents. My following comments are based on the above Draft Environmental Impact Report. I understand

the due date for submitting my comments are (today) January 7, 2015 at 5pm and trust I did not miss a deadline to submit my comments. And my email format works. I found several other important points that may have not been addressed in the DEIR or I may had missed. *(Dennis J. Hong; Email; January 7, 2015 [I-Hong])*

... I have concluded there is sufficient information and I fully support this Project and DEIR. I request that my comments be included in the Final EIR and sent a copy of the "Comments and Responses. Thanks to you, the Planning Department and the Board of Supervisors for working so hard on these projects. I will continue to review and comment of future projects as needed/requested. Thank you for your consideration of my comments as part of the DEIR. *(Dennis J. Hong; Email; January 7, 2015 [I-Hong])*

Concurrently, our attorney, William Abbott of Abbott & Kindermann, LLP., will provide his legal analysis of the DEIR. This letter is written to provide the perspective of the McVeigh family and our concern that the proposed 5M Project, without significant attention and modifications, will significantly impact our property and the usefulness of that property to us, our existing tenants and the larger SoMa community.

We were so shocked by the total indifference to our property by this DEIR, that we felt compelled to voice our concerns directly. From inception all design, engineering, socio-economic planning and studies saw our building and had to account for it in their work. Assessing the real physical impact on the McVeigh Family Building was somehow overlooked. That is the deep running flaw in this DEIR. *(Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2])*

How is it then possible to really determine the true impact of the 5M Project given the dazzling yet substantially vague descriptions of properties and construction techniques that are adjacent to the 5M Project? How is it possible to determine whether mitigations cited are really viable?

The purpose of the EIR is to inform the public and you, the decision makers, of the project's potential impacts. This Draft EIR (DEIR) fails as a CEQA document because it fails to fully appreciate the impacts on the building and tenants at 198 5th Street. (*Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2]*)

Good afternoon. My name is Heather Phillips, and I just wanted to speak on behalf of somebody who doesn't know very much about EIRs, but I actually took a crack at the 740-page document, at least the summary portions, and I was really, as a resident, impressed with the way that the concerns that were brought forth the most, which were pedestrian safety, open space, how are you going to mitigate construction noise? What about traffic? The things that people on the ground talk about, were all thoroughly discussed in this EIR, for what are the measures that are going to be taken?

And I know there are a lot of complex issues that need to be dealt with in this process, but I can speak just on that behalf saying I really feel like the draft EIR really does address pretty thoroughly the concerns that folks have in the neighborhood. It seems as though For City has really done its due diligence in the document. It's well thought out, and I think it reflects the community dialogue. (*Heather Phillips; Transcript; November 20, 2014 [I-Phillips]*)

The draft EIR is insufficient in three specific areas. (*Calvin Welch; Transcript; November 20, 2014 [I-Welch]*)

RESPONSE GC-3

These comments generally relate to the overall adequacy of the Draft EIR, without specificity. Some comments make a general claim that the Draft EIR is inadequate and must be recirculated because it does not meet the CEQA standard for adequacy. Some of these comments also make general statements regarding the evaluation of environmental impacts, but are not specific enough to be

included in the responses that address the environmental issue topics above on pages RTC-88 through RTC-296 of this document. Other comments state that the Draft EIR appears to be adequate.

The Draft EIR identifies the potential impacts of the Draft EIR Project. As discussed in the Draft EIR and in Chapter II, Revised Project of this RTC document, most of the project's impacts would be reduced to a less than significant level with implementation of the recommended mitigation measures. As discussed in Chapter II, Revised Project, significant and unavoidable Draft EIR Project impacts to historic resources and air quality, and significant and unavoidable cumulative transportation impacts at certain intersections, would be reduced to a less than significant level with the Revised Project, and one significant transportation and circulation impact to pedestrians would be avoided. However, as under the Draft EIR Project, significant and unavoidable operation and construction period transportation and circulation impacts were identified for the Revised Project. As required by CEQA, project alternatives were developed to reduce or avoid significant impacts while still meeting most of the project objectives.

CEQA Guidelines Section 15151 contains the standards used to determine whether an EIR is adequate: "An EIR should be prepared with a sufficient degree of analysis to provide decision makers with information which enables them to make a decision which intelligently takes account of environmental consequences. An evaluation of the environmental effects of a proposed project need not be exhaustive, but the sufficiency of an EIR is to be reviewed in light of what is reasonably feasible. Disagreement among experts does not make an EIR inadequate, but the EIR should summarize the main points of disagreement among the experts. The courts have looked not for perfection but for adequacy, completeness, and a good faith effort at full disclosure." The Draft EIR meets this standard for adequacy.

More specific comments that address specific environmental issue topics or identify specific concerns related to the analysis in the Draft EIR are addressed in more detail in the appropriate topical sections of this chapter of the RTC document. For instance, some comments stipulate that the project would fail to meet the City's standards for open space, affordable housing, and the Central SoMa Youth and

Family Zone, and that the Draft EIR fails to address these deficiencies. As described on page 72 of the Draft EIR, and discussed below under **Response GC-7** on page RTC-340, the Revised Project includes Planning Commission approval of a Development Agreement under Administrative Code Chapter 56, which would address issues such as project vesting, phasing, fees and exactions and other public benefits. These would be incorporated into the conditions of approval for the Revised Project. Compliance with project conditions of approval would address the commenter's concerns, and no new or more severe impacts that cannot be mitigated to a less than significant level have been identified in responding to comments submitted on the Draft EIR beyond those impacts already identified in the Draft EIR.

For similar reasons, recirculation of the Draft EIR is not required. Per *CEQA Guidelines* Section 15088.5, recirculation of a Draft EIR prior to certification is required only when "significant new information is added to the EIR after public notice is given of the availability of the draft EIR for public review under Section 15087 but before certification." "Significant new information" is defined as:

1. A new significant environmental impact would result from the project or from a new mitigation measure proposed to be implemented.
2. A substantial increase in the severity of an environmental impact would result unless mitigation measures are adopted that reduce the impact to a level of insignificance.
3. A feasible project alternative or mitigation measure considerably different from others previously analyzed would clearly lessen the environmental impacts of the project, but the project's proponents decline to adopt it.
4. The draft EIR was so fundamentally and basically inadequate and conclusory in nature that meaningful public review and comment were precluded.

None of these conditions are triggered, as no significant new information as defined in *CEQA Guidelines* Section 15088.5 has been added to the Draft EIR after publication of the Notice of Availability. As described in Chapter II of this document, the Revised Project is an alternative design scheme that is substantially similar to the Preservation Alternative described and evaluated in the

Draft EIR, and its implementation would result in fewer significant and unavoidable impacts as compared to the Draft EIR project and would not result in any new significant impacts or a substantial increase in the severity of previously identified significant impacts. Therefore, recirculation of the Draft EIR is not required.

COMMENT GC-4: PROJECT MERITS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

A-CPC-Richards	O-WBPMSC1	I-Goodman	I-McVeigh2
O-AND	I-Abbott	I-Graham	I-McVeigh1
O-GL3-Phillips	I-Bates	I-Gruen	I-Rockman
O-IFTA-Rollison	I-Corvo	I-Hong	I-Swenson
O-PMWG	I-GianolaA	I-Kilmer	I-Weil
O-VEC-Antonio	I-GianolaM	I-Koc	

I've got a concern about the folks that own the Chieftain in the building next door. I find it really hard to believe that just last week that they heard about this project.

I go back and I looked, and I thought to myself where else have we seen something like this, since I've been here, it's only been since September. But at 1445 Pine Street, where we had a little teenie-weenie hot dog stand next to the big True Market development. And they were very sensitive about how they treated it. They actually sloped the project, I think two or three lots over and then they actually started building the project up to respect the building next door. I would actually look at that being considered project costs wherever you're we're at. Something we -- that we might need to consider. It does look kind of out place. (*Commissioner Dennis Richards; Transcript; November 20, 2014 [A-CPC-Richards]*)

The 5M applicant seeks a broad range of discretionary approvals including the development of site specific development standards. In this context, the Planning Commission works from a broad, blank canvas in evaluating and responding to the 5M's request. Although the applicant may have ignored the McVeigh building, the Commission should exercise its expertise and authority to fashion a plan which provides for desired economic growth without sacrificing the physical integrity, habitability and functionality of existing mixed use buildings, like the McVeigh Family Building.

...

The 5M project would potentially place a 400 foot high structure on the common property line 2-4 feet from the existing windows of the residential units which face north from the McVeigh building, effectively cutting off the view, light and air, and seriously reducing the inhabitability of those units. Ironically, the 5M project itself recognizes the need for open space as reflected on Attachment E. The Commission should direct that the site plan be modified such that open spaces serve not only the future residents and tenants of the 5M project, but the existing residents as well by pulling back the massing of the H-1 building and including open space immediately north of the McVeigh building. This strategy would still permit the developer to construct street level commercial uses on Fifth as currently exist and are desired by the City's planning documents.

The current plan locates the H-1 driveway immediately west of the McVeigh building. (Attachment F). The plan reflects that all of the inbound H-1 vehicle traffic will use this entrance, as well all of the outbound non-truck traffic. This has the effect of isolating the McVeigh building. Rather the design should encourage a seamless transition and integration of the McVeigh building facade with that of its future neighbor. This can be accomplished by amending the site plan to relocate the H-1 driveway further west including possible consolidation with the Mary Street access. This would improve the pedestrian experience for all pedestrians on Howard Street. (*William Abbott, Abbott & Kindermann, LLP; Letter; January 7, 2015 [I-Abbott]*)

The densification of the core of San Francisco around current transit hubs is needed to comply with the SB 375 and AB 32 for the reduction of Greenhouse Gas. The proposed 5M Development by Forest City Enterprises, Inc. has the skeleton of being a project which can be used as a model for developing positive urban development for all citizens in San Francisco.

Unfortunately, the proposed 5M project does not fulfill its goal of creating a project "with People first." The project has not fully embraced designing for the existing residents and business of SOMA. The EIR reports twelve areas which will have significant impact to the people and environment of SOMA. Critical areas which are already issues in SOMA which have not been clearly addressed in the EIR are Population and Housing, Transportation and Circulation, Noise, Air Quality, Wind and Shadow, Recreation and Public Services. (*Prescott Reavis; Asian Neighborhood Design; Letter; January 7, 2015 [O-AND]*)

SOMCAN does not oppose development on the Project Site, but it has serious, significant and legitimate concerns regarding the increase in heights and the developable floor area permitted on the Project Site by more than two-and-one-half times what is currently permitted on the Project Site under existing codes and regulations. (*Eric S. Phillips, Goldfarb & Lipman, LLP; Email; January 6, 2015 [O-GL3-Phillips]*)

We're part of the 5M Project, and we're excited to know they're committed to a collaboration with the arts. They actually invited the arts in first on this project, which is very refreshing and not heard that often. And it informs the culture of the project and the environment. Cultural spaces, open cultural spaces that are proposed can do a lot for that.

Like the previous speaker, I don't know a lot about an EIR, but I lived in Manhattan for over three decades, and when I thought of this project, and I'm on the ground there a lot, I thought, "What is this

going to do to the human experience on the ground here? What is it going to do to my commute to work?"

And I was really impressed with -- I sat down with one of the staffers, and I said, "Tell me about this. How is this going to do it?" And I think the EIR, it has a robust commitment to transit and to solving the problems here.

Like the previous speaker said, "This is handling a lot." And like all these comments in the prior section, it's not going to answer everything, but I'm really convinced, as somebody who's been on the ground with this development since we were first invited in, that they're making meaningful progress, and they're very intentional, and very transparent in what they're trying to do. (*Randy Rollison, Program Director-Artist Resources/Interim Executive Director, Intersection for the Arts; Transcript; November 20, 2014 [O-IFTA-Rollison]*)

Our specific concerns are as follows, and each issue is addressed in more detail in Attachment A:

- The Project proposes an eight-year construction period, and the Draft EIR fails to adequately analyze or mitigate the noise and vibration impacts that could occur during this time.
- The Project would result in significant and unavoidable air quality impacts, which may be more severe than disclosed in the Draft EIR because of indefinite mitigation measures.
- The Draft EIR discloses some of the Project's significant traffic impacts, but, due to flawed methodology, the Draft EIR likely understates the Project's actual traffic impacts.
- The Draft EIR does not include mitigation measures to reduce the significant traffic impacts that it does disclose, even though there may be feasible ways of reducing the Project's impacts.

- The Draft EIR's land use analysis claims that the Project is consistent with existing and proposed land use policies, despite the fact the Project requires General Plan amendments and spot-rezoning to develop as proposed.
- The Draft EIR does not address the growth-inducing impacts that are likely to result from approving the land use changes required to support the Project.
- The Draft EIR does not adequately explain why an alternative that reduces the Project's significant impacts and accomplishes most of its objectives would be infeasible to implement.

Although we support the broad vision for the redevelopment of the Project Site, as outlined above, the Guild and the Corporation have significant concerns regarding the impacts of the eight-year construction period that is required to develop the Project as currently proposed and the scale of the Project once it is complete. The Draft EIR fails to adequately disclose or mitigate impacts related to land use, noise, traffic, and air quality, each of which may have serious negative effects on the Property and the greater SoMa community. I hope that the Project can be revised to address these concerns and reintroduced with a revised Draft EIR so that decision-makers and the public can understand the true impacts of the Project before deciding to support its approval. *(Carl Hall, Executive Officer, Pacific Media Workers Guild; Letter; January 6, 2015 [O-PMWG])*

We, at the VEC, have watched our neighborhood change during the past several years and we are deeply concerned about the rapid changes and significant impacts proposed by a multitude of projects including the 5M Project proposed for 925-967 Mission Street by the Forest City Enterprises, Inc., as outlined in the DEIR. *(Luisa M. Antonio, Executive Director, Veterans Equity Center; Letter; January 7, 2015 [O-VEC-Antonio])*

Our agency's mission demands that we focus in significant part on the dwindling Filipino community in a city that once had a vibrant and influential Filipino American presence. West Bay Pilipino Multi Service Center formally opposes the proposed development at this time, unless there are substantial mitigating factors agreed to by the 5M project and approved by the San Francisco Planning Department related to the 5M project (the 5th and Mission to Howard Street project), Planning Department case number 2011.0409E. (*Vivian Zalvidea Araullo, Executive Director, West Bay Pilipino Multi Service Center; Letter; December 16, 2014 [O-WBPMSC1-Araullo]*)

We propose mitigating public interest factors that could allow for

- Expedited Approval;
- Widespread Community Support; and
- Provide a Blueprint for Future South of Market and Market Street Development

For a variety of reasons that are not adequately explained by 5M or by the San Francisco Planning Department, and appear to be more technical than substantive, artificially low height limits have been set that have not been set in other parts of South of Market or North of Market locations.

It is therefore our suggestion that the Planning Department delay a decision on mitigating factors for 90 days, and during this period, bring all the parties together, including the affected community parties relating to the 5M project and, if possible, other South of Market and Market Street proposals to discuss both short-term and long-term mitigating public interest provisions. (*Vivian Zalvidea Araullo, Executive Director, West Bay Pilipino Multi Service Center; Letter; December 16, 2014 [O-WBPMSC1-Araullo]*)

I am a homeowner and mother of two living at Tehama between 5th and 6th Streets, and I would like to register my opposition to the granting of the requested Special Use District to the 5M Project for the Chronicle Building site.

While I am appreciative of many aspects of this plan, I am not in favor of allowing the developer to break current zoning regulations for this neighborhood. Although we are often overlooked, those of us who live between Mission and Folsom and 5th and 7th do in fact form a community of families and individuals – many of us low or middle income – who actually live in the area (as opposed to coming just to shop or work). Buildings of the scale proposed by 5M would cast many of our homes, businesses and open spaces in permanent shadow, and would be completely out of proportion of the neighborhood's current diverse makeup of low-height historic warehouses and storefronts, detracting from the really wonderful, unique architectural character of all the other buildings on Mission and Howard. The current height restrictions and zoning for this neighborhood take its current residents into account; please don't leave us out of future plans!

...

Whether or not the city of San Francisco can formulate a cohesive and forward-thinking civic plan that takes into account unique (i.e. middle/low income) families and neighborhoods like ours will be a significant deciding factor in our choice whether to stay or leave. I am in favor of the redevelopment of the parcel at 5th and Mission, however I implore the city of SF and the 5M developers to come up with a plan that will authentically complement and improve the neighborhood and cityscape of this area, as opposed to a plan that will literally put the city's richest (anticipated) residents on a higher ground than those of us who have been here for a while, trying to make a go of it in this challenging, vibrant, amazing community. A successful plan for this parcel will unite old and new San Franciscans, not divide us or wall off certain privileged folks in glitzy towers, forcing the rest of us to live in their shadows.

The request for the site to be up-zoned to allow the developer to break every zoning regulation on the books is literally 3X what is allowed and is an audacious request.

The proposal would create a wall of 40 story buildings along 5th Street between Mission and Howard, a solid wall across the middle of the city, totally out of scale with the rest of the neighborhood, a “City within the City”. It would be too tall, too dense, have less than the required open space, cast shadows on a park and tear down an historic building. Why would we consider allowing this? (*Megan Bates; Email; January 7, 2015 [I-Bates]*)

Mid Market is not the Financial District. It is not Rincon Hill. It is not Downtown. It is a mixed use, vibrant residential neighborhood, with small scale historic structures that deserves to be preserved for those of us who live and work here. (*Megan Bates, Email, January 7, 2015 [I-Bates]; and Sabrina Corvo, Email, December 20, 2014 [I-Corvo]; and Arianna Gianola, Email December 20, 2014 [I-GianolaA]; and Maurizio Gianola, Email, December 19, 2014 [I-GianolaM]; and Jeff Kilmer, Email, December 20, 2014 [I-Kilmer]; and Aydin-Hulya Koc, Email, December 25, 2014 [I-Koc]; and Frank Swenson, Email, December 17, 2014 [I-Swenson]; and Jane Weil, Email, December 4, 2014 [I-Weil]*))

Please do not grant the “SUD...Special Use District” requested but rather require compliance with existing regulations. (*Megan Bates, Email, January 7, 2015 [I-Bates]; and Jane Weil, Email, December 4, 2014 [I-Weil]; and Sabrina Corvo, Email, December 20, 2014 [I-Corvo]; and Arianna Gianola, Email, December 20, 2014 [I-GianolaA]; and Maurizio Gianola, Email, December 19, 2014 [I-GianolaM]; and Jeff Kilmer, Email, December 20, 2014 [I-Kilmer]; and Aydin-Hulya Koc, Email, December 25, 2014 [I-Koc]; and Saul Rockman, Email, December 8, 2014 [I-Rockman]; and Frank Swenson, Email, December 17, 2014 [I-Swenson]*)

I would like to register my absolute opposition to the granting of the requested Special Use District to the 5M Project for the Chronicle Building site.

The request for the site to be up-zoned to allow the developer to break every zoning regulation on the books is literally 3X what is allowed and is an audacious request!! (*Sabrina Corvo, Email, December 20,*

2014 [I-Corvo]; and Arianna Gianola, Email December 20, 2014 [I-GianolaA]; and Maurizio Gianola, Email, December 19, 2014 [I-GianolaM]; and Jeff Kilmer, Email, December 20, 2014 [I-Kilmer]; and Aydin-Hulya Koc, Email, December 25, 2014 [I-Koc]; and Frank Swenson, Email, December 17, 2014 [I-Swenson]; and Jane Weil, Email, December 4, 2014 [I-Weil])

The proposal would create a wall of 40 story buildings along 5th Street between Mission and Howard, a solid wall across the middle of the city, totally out of scale with the rest of the neighborhood, a “City within the City”. It would be too tall, too dense, have less than the required open space, cast shadows on a park and tear down an historic building. Why would we consider allowing this? (Sabrina Corvo; Email; December 20, 2014 [I-Corvo])

The proposal would create a wall of 40 story buildings along 5th Street between Mission and Howard, a solid wall across the middle of the city, totally out of scale with the rest of the neighborhood, a “City within the City”. It would be too tall, too dense, have less than the required open space, cast shadows on a park and tear down an historic building. Why would we consider allowing this? (Arianna Gianola; Email; December 20, 2014 [I-GianolaA])

The proposal would create a wall of 40 story buildings along 5th Street between Mission and Howard, a solid wall across the middle of the city, totally out of scale with the rest of the neighborhood, a “City within the City”. It would be too tall, too dense, have less than the required open space, cast shadows on a park and tear down an historic building. Why would we consider allowing this? (Maurizio Gianola; Email; December 19, 2014 [I-GianolaM])

I know I'm late for additional feedback on extension

But since the 5m project and EIR is mostly tech offices and media and the sign now shows a big tenant aka Yahoo! And that means Alibaba. They will most likely take over or rent a good chunk of space in the future development

Perhaps it's a good idea to talk about tech financed affordable housing and funding for improved street transit since this development is obviously going to increase auto and housing demand in the area

Tax yahoo and alibaba accordingly!!!! They like other companies need to have their impacts assessed
(Aaron Goodman; Email; January 8, 2015 [I-Goodman])

I know there are some in my neighborhood that are opposed to the new project, but I am very much in favor of it. This neighborhood needs more "positive" building which brings in more businesses, more professionals and more housing that is not totally low income. I think it will be huge benefit to the neighborhood and to the businesses that are struggling to make it in this area.

Please count me in as being very much in favor of this project. *(Chip Graham; Email; December 18, 2014 [I-Graham])*

Granting the 5M Project the SUD requested by the Forest City and Hearst interests would allow a project that is out of scale, out of the zoning law, and should be out of the neighborhood. Apparently the rationale for accepting the "unavoidable impacts" of the spot zoning that would be granted by the approval of the SUD are to be accepted because of the project's much heralded effect on jobs and housing. In the short run, the project's construction would generate construction jobs and some housing. But over time, by changing the character of a mixed income, mid-rise neighborhood that is

becoming one of San Francisco's preferred residential areas, by greatly increasing both its height and density, SOMA/Mid-Market will take on the characteristics of New York. The resulting effect over time on the long term economic health of the City is more likely to be negative.

The evolving high density, high rise "brain hub" was allowed with the recent upzoning of the Transbay Terminal area. That area is adjacent to BART and a southward extension of the high density Financial District, and should be allowed to build out into a more powerful downtown economic center before similar high density uses are allowed to skip over into the lower intensity neighborhood above Fifth Street, which is morphing into an increasingly desirable area of residences and the associated retail, service and entertainment uses that serve a mix of residents. The Code Complaint Alternative described in the Planning Department Study would strengthen, rather than interfere with the evolving housing and residential service enhancement of the existing neighborhood. *(Nina Gruen; Email; December 8, 2014 [I-Gruen])*

I am writing in full support of this Project. This Project will revitalize this blighted area. I trust this email format works. *(Dennis J. Hong; Email; January 7, 2015 [I-Hong])*

There is a lot going on with this project and it looks very busy. *(Dennis J. Hong; Email; January 7, 2015 [I-Hong])*

The proposal would create a wall of 40 story buildings along 5th Street between Mission and Howard, a solid wall across the middle of the city, totally out of scale with the rest of the neighborhood, a "City within the City". It would be too tall, too dense, have less than the required open space, cast shadows on a park and tear down an historic building. Why would we consider allowing this? *(Jeff Kilmer; Email; December 20, 2014 [I-Kilmer])*

The proposal would create a wall of 40 story buildings along 5th Street between Mission and Howard, a solid wall across the middle of the city, totally out of scale with the rest of the neighborhood, a “City within the City”. It would be too tall, too dense, have less than the required open space, cast shadows on a park and tear down an historic building. *(Aydin-Hulya Koc; Email; December 25, 2014 [I-Koc])*

Those changes however pale in comparison to the 5M Project scope. The scale of the project reflected in the significant variance requests of height and bulk paints a massive presence on 5th Street. The scale of the Project, as reflected in the requests for significant variances for height and bulk, contemplates a massive plan that could redefine the 5th Street area that contradicts the heart and thrust of the Central SoMa Plan. *(Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2])*

Proposition F dealt with a proposed change of only doubling the height limit from 40’ to 80’. The Pier 70 developers spent 3 years working with the local residents before submitting their project. The results were proven at the ballot box. The 5M Project is asking for variances that are tenfold in scope. Given the magnitude of change, it is unfortunate the 5M Project did not work with its direct neighbor in the early stages of the project development as did the Pier 70 effort with its neighbors. Pier 70 was concerned about blocking views and casting shadows-at 80’. We are right next door looking at buildings’ 340’ and 427’ in height and are concerned about substantial physical damage. *(Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2])*

Our concern is we expressed that this proposed project that abuts us directly is going to destroy our building. And we need to have the sponsor look seriously at doing this, because among other things, there’s a zero lot line that abuts our property. It’s going to destroy half the building, access to air and views.

The property is a full, five-story, full basement, non-reinforced masonry, built in 1912 on approximately 2,100 square feet. The Figure 2 demonstrates where we are. We are the "X." The thing that's morphed by the huge project there, that's where we are.

And from looking at some of these other drawings that you're going to be seeing, there's a zero lot line that directly abuts us and gives us concern.

The huge size, the unusual height of the area, the proximity of proposed the project to our building, causes serious concern about destroying not only use of the building, but the actual building, because it's a 1912 building. *(Dan McVeigh; Transcript; November 20, 2014 [I-McVeigh1])*

I am quite concerned and fully opposed to the granting of the requested Special Use District to the 5M Project for the Chronicle Building site.

The request for the site to be up-zoned in such a dramatic fashion permits Forest City and the Hearst Corporation to flout myriad zoning regulations and ignore the nature of the neighborhood. Fifth and Mission is not the financial district, where very tall buildings are progressively more the norm. And as traffic is increasingly moved from Market to Mission, adding to the density of the area seems unwise, to say nothing of the disruption that the building process may cause. *(Saul Rockman; Email; December 8, 2014 [I-Rockman])*

The proposal would create a wall of 40 story buildings along 5th Street between Mission and Howard, a solid wall across the middle of the city, totally out of scale with the rest of the neighborhood. West of 7th Street, between Market and Mission, is rapidly being filled with 20-25 story buildings. The proposed 5M buildings go almost twice the height of the new buildings going up to the west and there is nothing of that size in the north or south. For those of us who live in the neighborhood, it is a wall: too tall, too dense, providing less than the required open space, cast

shadows on a park and tear down an historic building. (*Saul Rockman; Email; December 8, 2014 [I-Rockman]*)

We live in a mixed use, vibrant residential neighborhood, with small scale historic structures that deserve to be preserved for those of us who live and work here. It is a neighborhood replete with many social services and the people who require them. Adding such a dense intrusion would do more harm to them, as well. (*Saul Rockman; Email; December 8, 2014 [I-Rockman]*)

The proposal would create a wall of 40 story buildings along 5th Street between Mission and Howard, a solid wall across the middle of the city, totally out of scale with the rest of the neighborhood, a “City within the City”. It would be too tall, too dense, have less than the required open space, cast shadows on a park and tear down an historic building. Why would we consider allowing this? (*Frank Swenson; Email; December 17, 2014 [I-Swenson]*)

The proposal would create a wall of 40 story buildings along 5th Street between Mission and Howard, a solid wall across the middle of the city, totally out of scale with the rest of the neighborhood, a “City within the City”. It would be too tall, too dense, have less than the required open space, cast shadows on a park and tear down an historic building. Why would we consider allowing this? (*Jane Weil; Email; December 4, 2014 [I-Weil]*)

RESPONSE GC-4

These comments generally pertain to the merits of the project and not the accuracy or adequacy of information or analysis in the Draft EIR. Some comments express support for one of the project alternatives, and others express opinions regarding project design details related to building massing, setbacks, materials, and the like, but do not address Draft EIR deficiencies related to land use and

planning. These comments are noted and would be considered by decision-makers when approval of the Revised Project is considered. In particular, the Planning Commission would consider whether or not to grant the requested SUD for the Revised Project against the option of adopting the Code Compliant Alternative, under which the project would be developed with a mix of land uses consistent with the existing zoning and Planning Code regulations.

COMMENT GC-5: GENERAL CONCERNS RELATED TO THE PROJECT'S IMPACTS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

A-CPC-Antonini
O-AND
O-FADF2
O-PMWG

O-WBPMSC1
I-Abbott
I-McVeigh2

And then, of course, the impacts that were brought up by some of the speakers on the Chieftain, the McVeigh Building next door. And again, these are things that, you know, we will deal with as we move forward, making sure the construction impacts are mitigated, the traffic impacts are mitigated. *(Commissioner Michael Antonini; Transcript; November 20, 2014 [A-CPC-Antonini])*

With our technical experience and deep rooted community connections with the citizens, businesses and other non-profits in the SOMA we submit our EIR comments for the 5M Project with aspirations of providing comments which will improve the project to best serve the current and future residents and business of SOMA. *(Prescott Reavis; Asian Neighborhood Design; Letter; January 7, 2015 [O-AND])*

In addition, private residential apartments along the Minna Street alleyways house many of the low-income residents in the area. These residents will be directly impacted by this project, but these

impacts have not been studied. (*Bernadette Sy, Executive Director, Filipino-American Development Foundation; Letter; January 6, 2015 [O-FADF2]*)

The Guild and the Corporation would be significantly, unavoidably, and detrimentally affected by impacts to traffic, noise and vibration, air quality, and land use policy cause by the proposed 5M Project (the "Project"). The building was built on the Property approximately 100 years ago, and its structure could easily be damaged by construction of the Project. In addition, our building on the Property does not have air conditioning or a central air filtration system, so noise, dust, and other particulate matter generated by the Project's construction are of a particular concern. While this would likely be an annoyance to the upper floor tenants, it could have a disastrous effect on the ground floor bar and restaurant's business. (*Carl Hall, Executive Officer, Pacific Media Workers Guild; Letter; January 6, 2015 [O-PMWG]*)

Because we lack the financial resources, we will focus largely on relatively simple mitigation factors that could be in the public interest and specifically benefit present South of Market residents and businesses. At the same time, these observations could be a signal to other developers as to the potential for future development supported by the communities we represent.

It should also be noted that some of our mitigating factors will help revitalize the once-vibrant Filipino-American community throughout San Francisco.

Our comments are in the context of the significant environmental effects identified in the planning report, such as impacts on land use, population and housing, cultural resources, transportation and circulation, noise, air quality, wind and shadow, public services and recreation.

Our suggestions seek to address the present proposal to create 600,000 square feet of office space and approximately 1.1 million square feet in residential space for an estimated 1,200 new residential

apartments. (We note, however, that the meager 34,000 square feet of so-called open space represents at best just two percent of the space usage proposed by 5M.) (*Vivian Zalvidea Araullo, Executive Director, West Bay Pilipino Multi Service Center; Letter; December 16, 2014 [O-WBPMSC1]*)

Our effort is based on a review of the Draft Environmental Impact Report (DEIR), the geotechnical feasibility assessment for the Project, the listed references, and our experience. We recommend that the McVeigh Family Building be more explicitly acknowledged as the closest potential receptor of physical impacts from the 5M project and that those impacts be studied in more detail prior to the approval of the DEIR. (*William Abbott, Abbott & Kindermann, LLP; Letter; January 7, 2015 [I-Abbott]*)

The McVeigh family has been a neighbor of the Hearst property for 50 years and has conducted business on 5th Street for over 80 years. One would think that someone would acknowledge our existence and incorporate our property in the plans beyond the façade treatments of buildings. We are not an artistic statement. We are part of the real, tangible fabric of SoMa. We want the developer to acknowledge our existence and legitimate concerns and to address how the developer will mitigate the potential impact on our building at all stages of this proposed development. While we have had a promising first meeting with the project, the developer needs to provide concrete assurances within this EIR process and to provide the assurances of protection for our building that have not yet been provided.

We are a San Francisco family business that Martin and Frances McVeigh built through their hard work, sacrifice and investment in the community. Their investment deserves greater consideration than previously demonstrated by the Hearst Corporation or the 5M Project. (*Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2]*)

RESPONSE GC-5

These comments relate to general concerns regarding the Draft EIR Project or the analysis in the Draft EIR but do not identify any particular deficiencies. Specific comments that relate to the adequacy of the information and analysis in the Draft EIR are addressed in the responses under each topical subsection above. No further response is required.

COMMENT GC-6: ENVIRONMENTAL REVIEW AND COMMUNITY OUTREACH PROCESS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

A-CPC-Antonini	A-SCH	O-YBNC5
A-CPC-Johnson	O-GL1	I-Hestor2
A-CPC-Moore	O-SOMCAN3	I-Hong
A-CPC-Richards	O-TODCO-Koss	I-McVeigh1
A-CPC-Wu	O-VEC-Antonio	

The other thing that came up, and I need to ask staff, the extension of the comment period. I'm certainly amenable to extending the comment period, because it is a complicated EIR, and it's a big project. But I think there's a maximum under EIR rules, CEQA rules, that you can have, and what is that maximum on a comment period? (*Commissioner Michael Antonini; Transcript; November 20, 2014 [A-CPC-Antonini]*)

And then also there's some, again, collateral agreements, you know, are not part of an EIR. There is - - the EIR is the maximum impact that could be -- has to be analyzed. This is as large as the projects can possibly be.

If agreement is made with a neighborhood group, collateral group and the project is modified to be smaller or to have some, you know, mitigating circumstances to satisfy the needs of that group, then

that doesn't negate the EIR. The EIR is large enough and complete enough where we're not talking about we're disallowing other agreements.

If we were making something larger, that argument would be an argument and that's a reasonable one, but once the EIR is established, nothing can exceed what's allowed in the EIR. Nothing can be added to it, but things could be subtracted. (*Commissioner Michael Antonini; Transcript; November 20, 2014 [A-CPC-Antonini]*)

I would also be supportive of an extension of the comment period. I do believe that we had another EIR to consider in December for the Potrero Hill project which has been extended. So, I would maybe be in favor of slotting this in where Potrero Hill EIR would have been, where that public hearing would have been. I think that was December 16th. (*Commissioner Christine D. Johnson; Transcript; November 20, 2014 [A-CPC-Johnson]*)

I'd like to support a continuance into January, after the holidays, including the complete absence of any lesser material on this EIR makes it hard to understand. (*Commissioner Kathrin Moore; Transcript; November 20, 2014 [A-CPC-Moore]*)

I do support Commissioner Moore's idea of having the comment period extended through January. There's a lot of stuff going on, and the holidays get in the way. (*Commissioner Dennis Richards; Transcript; November 20, 2014 [A-CPC-Richards]*)

And if there are any material changes, I support what Calvin Welch said -- Mr. Welch said about having the community coming back on anything material. (*Commissioner Dennis Richards; Transcript; November 20, 2014 [A-CPC-Richards]*)

On the question of how long if the comment period should be extended. I came into this hearing thinking that maybe it should be a 60-day period, but hearing where the community's coming from, hearing the requests, and seeing that the precedent of the Potrero project is being extended to January 7th, and I might suggest that could be a date. I normally would like to do something that has precedence in other projects, and so that's why normally we would stick to the 45 or the 60 days. But the holidays is challenging, so I'll throw that out and see what other Commissioners think.

(Commission President Cindy Wu; Transcript; November 20, 2014 [A-CPC-Wu])

The State Clearinghouse submitted the above named Draft EIR to selected state agencies for review. The review period closed on December 1, 2014, and no state agencies submitted comments by that date. This letter acknowledges that you have complied with the State Clearinghouse review requirements for draft environmental documents, pursuant to the California Environmental Quality Act.

Please call the State Clearinghouse at (916) 445-0613 if you have any questions regarding the environmental review process. If you have a question about the above-named project, please refer to the ten-digit State Clearinghouse number when contacting this office. *(Scott Morgan, Director, State of California, Governor's Office of Planning and Research, State Clearinghouse and Planning Unit; Letter; December 2, 2014 [A-SCH])*

I was at the November 20, 2014 Planning Commission hearing when the Commission took comments on the 5M Project Draft EIR and voted to extend the comment period. At the hearing, it sounded like the comment period would remain open until January 7, 2015, but I see on the Planning Department's website that the comment period is now set to close on December 17, 2014.

Can you confirm which date is correct and when the comment period on the Draft EIR will close?

(Eric S. Phillips, Goldfarb & Lipman, LLP; Email; December 11, 2014 [O-GL1])

So finally, just also to request that December 1st is coming up very soon, and it's a lot for us to review as a community. And we would like an extension as far into January as possible to give us time to give you substantive comments on the EIR in writing. So, if we can get that to the end of January, that would be great, as long as we're able to get. *(Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Transcript; November 20, 2014 [O-SOMCAN3])*

And I'm also asking to please extend the comment period on the draft EIR. *(Sonja Koss, TODCO Community Advocate; Transcript; November 20, 2014 [O-TODCO-Koss])*

While we commend the efforts to engage in community outreach in a manner not typically undertaken by many developers, some members of the community have expressed frustration about such outreach related to the proposed project. Many emphasized the need for broader community outreach to residents, particularly in the immediate impacted area such as the Mint Hall buildings and other residential structures. Many of the residents were not aware of the proposed development and requested an improved method of community outreach (e.g. possible door-to-door communications, community meetings after work hours (6:00 p.m. or later), etc.). Also, a significant number of residents have questions and concerns whereby open dialogue can be beneficial. *(Luisa M. Antonio, Executive Director, Veterans Equity Center; Letter; January 7, 2015 [O-VEC-Antonio])*

And as to the EIR, we share in asking you to extend the comment period to the end of January with our community colleagues. (*John Elberling, Yerba Buena Neighborhood Consortium [YBNC]; Transcript; November 20, 2014 [O-YBNC5]*)

Can you please extend the comment period as well? (*Sue Hestor; Transcript; November 20, 2014 [I-Hestor2]*)

II. Include any comments made during any of the public Planning Commission meetings. (*Dennis J. Hong; Email; January 7, 2015 [I-Hong]*)

PS: If there are compelling reasons why this project should not continue or be delayed, I would be interested to understand why. (*Dennis J. Hong; Email; January 7, 2015 [I-Hong]*)

Since we're long-time owners, the other concern we had is we never have been contacted by anyone about this project until about a week ago. We didn't receive notice of the proposed EIR. We did not receive notice of the community workshop, and my sister contacted the sponsor. (*Dan McVeigh; Transcript; November 20, 2014 [I-McVeigh1]*)

RESPONSE GC-6

These comments generally relate to the length of the public review period for the Draft EIR and the project sponsor's community outreach process. The environmental review process, including extension of the 45-day public comment period, is discussed in Chapter I, Introduction of this RTC Document (see page RTC-4). In total, the public review period was 85 days.

Regarding community engagement, the project sponsor has held approximately 118 community meetings (from 2009 to 2015), including one-on-one or small-group meetings and tours, as well as neighborhood workshops, to discuss the project and obtain feedback from the community. The project sponsor continues to meet with interested community organizations and individuals on an ongoing basis. These comments do not relate to the accuracy or adequacy of the information or analysis in the Draft EIR and no further response is required.

COMMENT GC-7: DEVELOPMENT AGREEMENT OR OTHER COMMUNITY BENEFIT AGREEMENTS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

O-SOMCAN3
O-YBNC2
I-Welch

Something to bring up around the development agreement. We understand from Ken Rich's comments that there have been meetings about a development agreement. South of Market Community Action Network has not been involved in those discussions, and we would like to be. We think that we represent a broad constituency in the district, and we'd like to be included in those discussions. And not just a development agreement, but also a collateral agreement that keeps community groups at the table through project implementation. (*Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Transcript; November 20, 2014 [O-SOMCAN3]*)

To mitigate all its Impacts – Growth Inducement/Gentrification, Public Services, Housing, etc. – at least 50% of the increased site value resulting from this massive up zoning must be utilized to fund Civic and Community Benefits above and beyond minimum Code requirements – from \$68-\$76 million. That amount would include the EN CBF @ \$23-\$24 million and the estimated \$40-\$73 million need to achieve the 33% Prop K Housing Balance (see chart on reverse), plus the \$6.5 million

need to rehab the significant Dempster and Camelline buildings as affordable PDR/Arts space (21,600 ft @ \$300 ft). and This requirement must be included in the intended Development Agreement. The Preservation Alternative is the most financially efficient in this regard. (*Unspecified Author, The Yerba Buena Neighborhood Consortium; Letter; November 20, 2014 [O-YBNC2]*)

Second, and I think far more significant is the failure of the DEIR to discuss in any meaningful detail the development agreement ordinance in San Francisco, specifically Chapter 54 of the administrative code, and specifically within that, the role of collateral agreements.

You will remember, some of you who were here in the CPMC deal, that absolute significance the community groups placed on the collateral agreement. Collateral agreements give to parties who are part of those collateral agreements a say at the table for any material changes in the development agreement downline.

And unless there is a discussion, and unless you as policymakers understand the significance of Chapter 54 of the administrative code, the development agreement ordinance and the role of collateral agreements, I don't think you can make a real assessment should the community assert its right to have a collateral agreement. I think that's a significant thing that should be placed before you in the EIR. (*Calvin Welch; Transcript; November 20, 2014 [I-Welch]*)

RESPONSE GC-7

As described on page 72 of the Draft EIR, the Draft EIR Project includes Planning Commission approval of a Development Agreement under Administrative Code Chapter 56, which would address issues such as project vesting, phasing, fees and exactions and other public benefits. The project Development Agreement is not yet finalized, and there is no evidence that it would affect the adequacy of the information or analysis in the Draft EIR or this RTC document.

For informational purposes, the public benefits under consideration as part of the Development Agreement discussion generally include the following: (1) a base fee, including transit impact development, downtown open space, jobs housing linkage, affordable housing, child care, schools and art; (2) a community fee, including additional discretionary fees to support local improvements, and benefits provided in-kind and delivered as part of the project, such as the open space in excess of Code requirements and sidewalk widening.

COMMENT GC-8: GENERAL CONSTRUCTION-PERIOD IMPACTS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

A-CPC-Antonini
O-AND
O-FADF2

O-GL2
O-SOMCAN2
O-VEC-Antonio

I-Hong
I-McVeigh2
I-Nagle

And then, of course, the impacts that were brought up by some of the speakers on the Chieftain, the McVeigh Building next door. And again, these are things that, you know, we will deal with as we move forward, making sure the construction impacts are mitigated, the traffic impacts are mitigated. *(Commissioner Michael Antonini; Transcript; November 20, 2014 [A-CPC-Antonini])*

The Mint Mall is full of small businesses and low income residents. The proposed 5M development will have a direct impact on the Mint Mall as it will be right next door and will literally overshadow it. There will also be many months of direct impact during the lengthy construction period. These impacts have not addressed anywhere within the EIR. *(Prescott Reavis, Asian Neighborhood Design, Letter, January 7, 2015 [O-AND]; and Bernadette Sy, Executive Director, Filipino-American Development Foundation, Letter, January 6, 2015 [O-FADF2])*

We are concerned about impacts during the eight year construction period especially to youth and seniors. We are also concerned about the construction period noise and dust for local businesses and their patrons. Bigger buildings mean longer construction periods and greater impacts. *(Bernadette Sy, Executive Director, Filipino-American Development Foundation; Letter; January 6, 2015 [O-FADF2])*

The proposed construction plan for a project of this size and in this location is inadequate in addressing the impacts that businesses, residents and organizations will have to endure over the next decade. Listing that areas will be monitored does not provide sufficient direction to reassure the population living or working in older buildings which may be forced out because their building was damaged. A clear process for mitigating damages not only to neighboring building owners, but also to the most vulnerable residents and workers who could lose their homes or businesses should also be established.

With regards to the daily construction impact, a clear contact person and regular monthly construction meetings open to the neighborhood is important. A construction mitigation plan informed by surveys of residents and businesses within the immediate area should be required, addressing the following areas: noise, dust, heavy vehicle circulation (both for hauling debris and deliveries), and limited parking use (especially in front of businesses that require active street parking access), etc. *(Luisa M. Antonio, Executive Director, Veterans Equity Center; Letter; January 7, 2015 [O-VEC-Antonio])*

... request that the Final EIR provide the following analysis and or address the following:

A construction time line showing all ongoing/current or upcoming projects in the vicinity of this project.

Provide the following for safety/controls, signs and etc., for pedestrians and traffic during the construction; traffic control officers, signs, control barriers, etc.

Communicate with the local merchants, residences in the area of the dates, construction schedules. Especially if certain streets will be closed.

Provide provisions for noise/dust controls, safety barriers and control signs.

(Dennis J. Hong; Email; January 7, 2015 [I-Hong])

The multi-year construction impact on us is significant. We share common property lines. There are no streets, alleys, open spaces or setback corridors to attenuate the adjacent H-1 construction effects.

(Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2])

Of great concern regarding the 5M Project is the soil erosion and vibration impact on the integrity of our building and its waste line piping. We are concerned that the noise and vibration will so adversely impact the apartments that our tenants will find it intolerable and choose to relocate. We are concerned the traffic, noise and vibration will make it difficult, if not at times impossible, for the Chieftain to continue to conduct a successful business, literally at ground zero. *(Sharon McVeigh-Pettigrew; Letter; January 7, 2015 [I-McVeigh2])*

Where do we stand? My big question is, where do we stand? We've got noise, drilling, digging, banging, pounding 18 inches away from our wall, literally. Can you imagine trying to come in and sit down and have lunch or dinner or relax? Where people have been able to do this for 14 years, and now all of the sudden we're going, "Do we have to close?" That's our major concern. Please, I strongly urge you to consider my points for our survival. We're an established piece of SoMa history and culture, and we really strongly want to be considered, and not be considered as collateral damage. We need your help. Please consider us. Thank you. *(Mark Nagle; Transcript; November 20, 2014 [I-Nagle])*

RESPONSE GC-8

These comments generally relate to construction-period concerns and identify related environmental issues of concern, but do not necessarily identify any particular deficiencies related to the information or analysis provided in the Draft EIR. Specific comments that relate to the adequacy of the information and analysis in the Draft EIR are addressed in the responses under each topical subsection above (see **Response CP-3** on page RTC-173, **Response TR-5** on page RTC-201, **Response NO-1** on page RTC-217, **Response NO-3** on page RTC-225, **Response AQ-2** on page RTC-235, **Response AQ-3** on page RTC-239, **Response AQ-6** on page RTC-243, and **Response OC-2** on page RTC-293).

COMMENT GC-9: CUMULATIVE ANALYSIS

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

A-CPC-Richards
O-BHLG
O-GL2

O-SFH
O-SFRG1
O-SFRG2

O-SOMCAN2
O-WBPMSC1
O-YBNC4

I just have a question for staff. Mr. Jones and Ms. Hestor raised this issue of cumulative impact methodology and this being far back to 1980s. Is the methodology different for this project than we -- projects we've looked at least since I've been here? (*Commissioner Dennis Richards; Transcript; November 20, 2014 [A-CPC-Richards]*)

I represent the Yerba Buena Neighborhood Consortium regarding the 5M Project, and submit this letter as a supplement to the Consortium's comments on the Draft EIR. There is a straightforward, fatal flaw in the EIR: it fails to provide a good faith effort at full disclosure of reasonably foreseeable downtown development. The City's failure to fairly address and mitigate related development will

result in very negative real-life consequences for the 2000 elders and other residents living in the Yerba Buena neighborhood. Cumulative impacts analysis and mitigation cannot lawfully be deferred to the Central SOMA Plan Program EIR.

The legal framework for adequate cumulative impacts analysis is well-settled, based upon the premise that “the full environmental impact of a proposed ... action cannot be gauged in a vacuum.” *Whitman v. Board of Supervisors* (1979) 88 Cal.App.3d 397, p. 408. “Cumulative impacts” refer to two or more individual effects which, when considered together, are considerable or which compound or increase other environmental impacts. *CEQA Guidelines* § 15355.

Understated cumulative impacts analysis “impedes meaningful public discussion and skews the decision maker’s perspective concerning the environmental consequences of a project, the necessity for mitigation measures, and the appropriateness of project approval.” *Citizens to Preserve the Ojai v. County of Ventura* (1985) 176 Cal.App.3d 421. An EIR should avoid “the fallacy of division” that occurs when cumulative impacts are overlooked through separate focus on “isolated parts of the whole.” *San Joaquin Raptor/Wildlife Center v. County of Stanislaus* (1994) 27 Cal.App.4th 713, pp. 729-735.

That is what this Draft EIR has done, as it considers the project as if in a vacuum; spot-zoning rather than part of anticipated downtown development. This defeats the spirit and letter of CEQA that mandates analysis and mitigation of reasonably foreseeable projects that together constitute the “whole of an action.” The EIR must be substantially revised to comply with CEQA. (*Susan Brandt-Hawley, Brandt-Hawley Law Group; Letter; January 7, 2015 [O-BHLG]*)

This problem is exacerbated by the fact that the Draft EIR does not fully disclose the Project's cumulative impacts. The Project Description includes a table of projects that the Draft EIR claims are “reasonably foreseeable” in the vicinity of the Project Site. However, the project list has not been updated since 2012. In the intervening years, SoMa -like all of San Francisco -has been subjected to a

tremendous uptick in development pressure and applications to increase the development potential of property in the vicinity of the Project Site. By only considering the impacts of projects proposed prior to 2012, the Draft EIR understates the future conditions that will exist at the time of Project Completion, which creates the appearance of fewer cumulative impacts. (*Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2]*)

SRRG was therefore in shock and dumbfounded amazement when the 5M draft EIR stated that the cumulative impact analysis is based on “major planned projects known to the Planning Department in January 2013 that are generally within the vicinity of the site.”

The two most important numbers for a cumulative impact analysis are (1) the number of square feet of additional or modified office development and (2) the number of gross square feet per office worker. All the cumulative environmental impacts are derived from these numbers. However, the number of square feet of office space on which the cumulative impact analysis is based is not quantified or discussed in the 5M draft EIR. The number of additional office workers on which the cumulative impact analysis is based is also not quantified or discussed.

The cumulative impact methodology in this EIR appears to be a throwback to a 1980 methodology that was repudiated by the California Appellate court and rejected by the Department of City Planning and SFRG when both parties agreed that the Mission Bay EIR methodology would be the prototype for San Francisco office development EIRs in the future. (*David B. Jones, San Franciscans for Reasonable Growth; Letter; November 20, 2014 [O-SFRG1]*)

In comment II.5 SFRG has taken the liberty of calculating the number of additional downtown office workers that will work in the greater downtown San Francisco area based on a definition of “probable future” that is consistent with CEQA requirements and consistent with the methodology of the Mission Bay EIR. This calculation shows that there are likely to be 195,000 additional office

workers in the downtown area over the next 15 years. (*David B. Jones, San Franciscans for Reasonable Growth; Letter; November 20, 2014 [O-SFRG1]*)

While it is disappointing that the draft 5M EIR uses an outdated cumulative impact analysis methodology, SFRG's comments are designed to be specific enough to show how the deficiencies in this EIR can be corrected. (*David B. Jones, San Franciscans for Reasonable Growth; Letter; November 20, 2014 [O-SFRG1]*)

The draft EIR fails to comply with the CEQA requirement that the cumulative impact analysis analyze the environmental and social impacts "probable future" office development. The draft EIR states "The cumulative impacts analysis in this Draft EIR is based on information provided by the City of San Francisco on major planned projects known to the Planning Department in January 2013 that are generally within the vicinity of the site (where impacts of reasonably foreseeable future projects may combine with project impacts to result in cumulative impacts), unless otherwise noted in the topical sections." (pages 69 and 123) By narrowly limiting the cumulative impact analysis to projects "within the vicinity of the site" this EIR:

- Fails to comply with the CEQA definition of "probable future"
- Fails to comply with the January 24, 1984 the California Appellate Court ruling that EIRs with a cumulative impact analysis based on buildings within a the vicinity of the project are inadequate because CEQA's definition of "probable future" includes all foreseeable office projects in the downtown area.
- Fails to comply with the August 15, 1988 lawsuit settlement agreement between and SFRG and the City and County of San Francisco in which the city and SFRG agreed that the cumulative impact of downtown office high rise development projects would include all office projects in the "Greater Downtown Area," which includes "the C-3 area, South of Market, Civic Center-Van Ness South, Northeast Waterfront, and Mission Bay."

The draft EIR cumulative impact analysis is a throwback to the type of analysis done in 1980, which is a third of a century ago. The draft EIR should be revised to reflect the currently understood definition of "probable future" consistent CEQA, the ruling of the California Appellate Court, and the SFRG settlement agreement

The number of square feet of cumulative office development in the greater downtown San Francisco should be quantified and discussed in the EIR's cumulative impacts analysis. In a document that contains tens of thousands of numbers, the two most important numbers for a cumulative impact analysis are (1) the number of square feet of additional or modified office development and (2) the number of gross square feet per office worker. All the cumulative impacts are derived from these numbers. If there is 1 million square feet of new office development with 160 gross square feet per workers, there will be 6,250 additional workers. The housing, traffic, and transportation analyses all are calculated based on this number of additional workers.

However, the number of additional office workers on which the cumulative impact analysis is based is not clear. The draft EIR states the cumulative impacts analysis is based on the projects in the vicinity of the proposed 5M project as shown in table 11.8 (pages 69-71). However this table does not give a total number for the square feet of projects described. The draft EIR analysis for the 2040 Cumulative Conditions for traffic and transportation states the EIR cumulative impact analysis was based on 15 projects within the vicinity of the project as well as taking into account the Central So Ma Plan, the Transit Center District Plan, and the Central So Ma Plan. However, this section also fails to quantify the number of square feet of cumulative total office space on which the environmental analysis is based. The draft EIR should be revised to clearly quantify and discuss the number of square feet of new office development and modification of existing office development that are the basis for the cumulative impact analysis.

The draft EIR analysis of the cumulative impacts in the draft EIR must be revised. Under the section entitled "Cumulative Impacts" the draft EIR states: "This section discusses the cumulative impacts to population and housing that could result from the project in conjunction with past, present, and

reasonably foreseeable future projects" (page 175). The draft EIR analysis further states "As discussed under Impacts PH-1a, -1b, -2a, and -2b, above, the Office Scheme or Residential Scheme would not induce substantial population growth in the area, either through housing construction or employment growth."

The draft EIR notes only the 3,684 new jobs to the project site from the "Office Scheme" and the 2,377 new jobs on the project site under the "Residential Scheme." The EIR statement only states that the project would not induce substantial growth in the area, either through housing construction or employment growth. The draft EIR does not mention how the "probable future" projects will induce growth in San Francisco. This is inconsistent with CEQA's requirement for a cumulative impact analysis. This section must be revised. This is especially important since "probable future" cumulative number of office workers from will be most likely be over 100,000 workers.

In order to comply with the CEQA cumulative impact analysis requirement, the definition of "probable future impacts should:

- a. Presume a 15 year time frame for the cumulative impact analysis. For the
- b. Include all projects under construction and approved in the greater downtown S.F. area
- c. Assume that the office development annual limit will be fully utilized over the next 15 years.
- d. Assume that the gross square feet per office worker is 160 square feet
- e. Include an estimate of the number of additional office workers that will be in the greater downtown area over the next 15 years as much of the existing 75 million square feet of office space in Greater Downtown San Francisco is reconfigured to higher worker density
- f. Include an estimate of San Francisco Port and San Francisco Redevelopment agency projects over the next 15 years.

The rationale for each of the above components of a cumulative impact analysis is given below:

The EIR should presume a 15 year time frame for the cumulative impact analysis. The Department of City planning asks consultants preparing office high rise EIRs to use the "Transportation Impact Analysis Guidelines for Environmental Review" (October 2002) when preparing office high rise EIR cumulative impact analyses. The guidelines state that, for "cumulative (horizon year) Impacts" the horizon year (normally 10 to 20 years in the future, depending on the location) should be used for the cumulative analysis year unless otherwise specified in the scope of work. A fifteen year time frame is the average of the 10-20 year horizon. A fifteen year time frame is appropriate for projects with large cumulative impacts that require long lead time for housing, transit, and transportation agencies to plan for the impacts.

The EIR should include all projects under construction and approved in the greater downtown S.F. area. This is already a standard assumption for cumulative impact analyses. Projects under construction and approved are basically "certain past," in terms of their likelihood. But their impacts have not yet been felt because the office workers are not yet on site. These projects are definitely part of the "probable future."

The EIR should assume that the office development annual limit will be fully utilized over the next 15 years. History has shown that, over a 10 year period, the annual limit of 950,000 square feet of office development will be fully utilized. The 2014 "Office Development Annual Report Status Update" projects that, in 2015, the office project development pipeline will have 9,091,706 square feet, enough for the next nine years. It is therefore appropriate to presume that, over the next 15 years, 14.25 million square feet of office development allowed under the annual limit will be fully utilized.

The EIR should assume that the gross square feet per office worker is 160 square feet. The project EIR states that "The Project's employment density is provided by Forest City. Average office employment density is assumed at 210 gsf feet per employee based on a range of 160 and 275 square feet ranging between focus, collaborative, and interactive

office uses." This is disingenuous. It averages a more current worker density of 160 gsf with a long outdated (1/3 century old) historical number of 275 gsf per office worker in an attempt to make the 210 gsf average appear to be a reasonable compromise. This is the equivalent of averaging the cost of a house in San Francisco in 1980 with the cost of a house in 2014 and saying it represents the average cost of a San Francisco house that can be used for future housing cost projections. The Department of City Planning should not accept the Forest City methodology of averaging a historically outdated 275 gsf per worker number from the 1980 with a more contemporary 160 gsf per worker number from 2014 to determine a "probable future" 210 gsf per office worker. The DCP should independently access the worker densities in recent downtown office buildings after tenant build out to determine an appropriate range for office worker density and then take the average of that range for the EIR estimate of "probable future." It is extremely unlikely that 275 gsf per office work will be found to be in that range. If the DCP is unable to independently determine this range, then the 160 gsf per office worker should be used as a default rather than 210 gsf, which is number derived using the historically antiquated 275 gsf per worker.

Include an estimate of the number of additional office workers that will be in the greater downtown area over the next 15 years as much of the existing 75 million square feet of office space in Greater Downtown San Francisco is reconfigured to higher worker density. The social, economic, and environmental impacts of office development in San Francisco are proportional to the number of office workers. Each new worker increases the demand for housing, transportation, public transit, parking, and city services. New office development can be for executives, administrators, engineers, scientists, lawyers, bankers, insurance agents, travel agents, researchers, software developers, or many other professions. In terms of social, economic and environmental impacts what counts is not title or profession an office worker has, but how many office workers there are in a given floor space.

The 5M EIR states that "Section 15130 of the *CEQA Guidelines* requires that an EIR evaluate potential environmental impacts that may be individually limited but cumulatively

significant. These impacts could result from the proposed project alone, or together with other projects. The *CEQA Guidelines* state: "The cumulative impact from several projects is the change in the environment which results from the incremental impact of the project when added to other closely related past, present, and reasonably foreseeable probable future projects."

Since it is additional office workers that are the source of cumulative environmental and social impacts, the proposed projects that must be considered in the EIR cumulative impact analysis are any downtown office projects that increase the number of downtown office workers. This includes new office development where there were no previous office workers, demolition of small office buildings to build larger office buildings, and modification and reconfiguration of existing office space to accommodate additional workers through higher worker density (more workers per gsf).

The 5M EIR cumulative impact analysis should estimate the increased number of office workers over the next 15 years in the downtown area that will result from the reconfiguration of the existing 75 million square feet of office space in the greater downtown area to accommodate new office workers. This analysis should presume 160 square feet per worker unless the Department of City Planning is able to document the rationale for a higher worker density number.

The EIR should include an estimate of San Francisco Port and San Francisco Redevelopment agency projects over the next 15 years. The 5M EIR notes that CEQA cumulative impacts analyses must include projects outside the control of the lead agency. Therefore a reasonable foreseeable projection of office space that may be developed by the Port of San Francisco and San Francisco Redevelopment over the next 15 years. This may be reasonably informed estimate based on historical office development and future planning documents. But it is highly probable the number will be higher than zero.

The probable number of additional downtown office workers San Francisco's greater downtown area in the next 15 years should be in the range of 195,000 additional office workers. Using the methodology outlined in comment II.2 above, the calculations below show 195,000 additional downtown workers in the next 15 years. The numbers for office space construction approved and under construction come from the September 25, 2014 "Office Development Annual Limit Program - Update." If the DCP has more current information, it should be used. The calculation of the 195,000 additional workers is very sensitive to the estimate of workers per gsf of office space. That is why the DCP should assure the gross square feet per office worker assumption is based on current office occupancy trends and not outdated historical numbers (as noted in comment 2.d above). Below are the calculations for determining the number of 195,000 additional office workers using the methodology of comment II.4 above.

- a. A 15 year time frame for the cumulative impact analysis is presumed.
- b. All projects under construction and approved should be included.

Approved projects not yet under construction:	1.25 million square feet
Under construction projects:	3.38 million square feet
- c. Assume that the office development annual limit will be fully utilized over the next 15 years.

Annual limit allowed projects:	14.25 million square feet
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- d. Assume that the gross square feet per office worker is 160 square feet

New workers from 18.88 million square feet of new office development projects:	117,500 workers
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- e. Include an estimate of the number of additional office workers that will be working in downtown San Francisco as a large percentage of the existing 75 million square feet of office space in Greater Downtown San Francisco is reconfigured over the next 15 years to 160 square feet per employee from 275 square feet.
- f. If 1/3 of existing office space goes from 275 gsf to 160 gsf over 15 years: 65,340 workers
- g. Include an estimate of San Francisco Port and San Francisco Redevelopment agency projects over the next 15 years. The estimate of 2.0 million square feet over the next ten

years is a ball park guess. The DCP should come up with a more accurate estimate based on Port and Redevelopment agency master plans and specific project lists.

h. Presume 2.0 million square feet over 15 years: 12,500 workers

Total Additional New Workers in Downtown S.F in 15 years 195,340 workers
(David B. Jones, San Franciscans for Reasonable Growth; Letter; November 20, 2014 [O-SFRG1])

And at that time, 26 years ago, I have never testified on another high-rise EIR. Until today.

For the 5M EIR states, "The cumulative impact is based on the 5M EIR project and the projects within the vicinity."

This is a 1980 methodology that was rejected by the California appeals court and rejected by the Planning Department and San Franciscans for Reasonable Growth in their consent agreement.

This EIR must be redone to show the probable future impacts of all office development in the greater downtown area on housing and transit.

SFRG in its comments has made a calculation of what they believe to be the number of workers in the future. We calculate there'll be 195,000 additional workers in the next 15 years.

I hope you will look at that methodology. If you're surprised by that high number, you're like the commissioners in 1980, who were surprised by the high number we came up with at that time. But we were correct then and I think we're correct now. *(David Jones, San Franciscans for Reasonable Growth; Transcript; November 20, 2014 [O-SFRG2])*

We also feel that the Draft EIR has and inadequate analysis of the cumulative impacts of the proposed Project relative to other major developments in the area including the Mexican Museum Tower, the SF Museum of Modern Art expansion, the Moscone Convention Center expansion, and the Transbay Transit District. (*Angelica Cabande, Organizational Director, and Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Letter; January 6, 2015 [O-SOMCAN2]*)

It also ignores the impact of other developments that are being planned or even in the South of Market and along the Market Street corridor such as the projects from 900-1100 Market Street that are presently in various stages of planning before the department. (*Vivian Zalvidea Araullo, Executive Director, West Bay Pilipino Multi Service Center; Letter; December 16, 2014 [O-WBPMSC1]*)

The DEIR's near total omission of cumulative impact analyses for Transportation and all other applicable categories of impacts that include all the existing and reasonably foreseeable development in the Central Business District of San Francisco and adjacent neighborhoods clearly fails to comply with the requirements of CEQA. Thus the DEIR is legally inadequate in this regard. This is not a trivial failure. Such cumulative impacts are undoubtedly enormous and would certainly in many categories be found to be "significant" per CEQA. (*Unspecified Author, The Yerba Buena Neighborhood Consortium; Letter; January 7, 2015 [O-YBNC4]*)

This inadequacy is the result of the Department's "spot zoning" approach to this Project. The Central SOMA Plan Program EIR now being prepared for the overall Central SOMA district wherein the 5M Project is located will provide the necessary cumulative impact analyses referenced above, but it will not be completed and finally certified until 2016. So the 5M Project EIR must either provide its own cumulative analyses now, or its processing should be suspended until completion of the Central

SOMA EIR which it could then “tier off” and incorporate for its own EIR. (*Unspecified Author, The Yerba Buena Neighborhood Consortium; Letter; January 7, 2015 [O-YBNC4]*)

RESPONSE GC-9

The commenters have expressed concern with the methodology used to conduct the cumulative impact analysis in the Draft EIR and suggest that it is a departure from the analysis in other environmental review documents.

The Draft EIR follows the City's standard methodology for cumulative analysis, which is based on the *CEQA Guidelines*, and is not a departure from other environmental review documents. *CEQA Guidelines* Section 15130(b)(1)(A)-(B) provides the authority for two alternative approaches (list of projects and summary of projections). Under either method, an EIR must summarize the expected environmental effects of a project and related projects, provide a reasonable analysis of cumulative impacts, and examine reasonable options for mitigating or avoiding the project's contribution to any significant cumulative impacts, *CEQA Guidelines* 15130(b)(4)-(5).

The list of projects approach is based on a list of past, present and probable future projects that is identified and used to assess where impacts of the proposed project, combined with similar impacts of identified cumulative projects, would result in significant cumulative impacts. The summary of projections method is based on projections from adopted local, regional, or statewide plans, a related planning document, or a certified environmental document. When a plan or environmental document describes or evaluates conditions contributing to a cumulative impact, the EIR may use the projections for its cumulative impacts. These projections may be supplemented with additional information such as a regional modeling program that includes a uniform database such as a traffic model. For example, the Draft EIR transportation analysis relies on a summary of projections approach, which is also validated by a list-based approach to ensure that major projects are accounted for, as detailed below.

Cumulative impact analysis in San Francisco generally employs both a list-based approach and a projections approach, depending on which approach best suits the individual resource topic being analyzed. For topics such as aesthetics and shadow the analysis typically considers large, individual projects that are anticipated in the project area. By comparison, and as described below, transportation analysis relies on a citywide growth projection model that also encompasses individual projects anticipated in the project vicinity. Factors considered in determining which cumulative projects to consider in an EIR include the resources affected, the geographic scope and location relative to the affected resource, and the timing and duration of implementation of the proposed and cumulative projects.

Consistent with City practice on other environmental review documents, the Draft EIR relies on a combination of the two approaches, depending on the nature of the impact. Pursuant to the requirements in the San Francisco Guidelines, the analysis of the traffic and transportation impacts was conducted for existing and 2040 cumulative conditions. Year 2040 was selected as the future analysis year because 2040 is the latest year for which travel demand forecasts were available from the San Francisco County Transportation Authority (SFCTA) SF-CHAMP travel demand forecasting model, and provides a 25 year horizon year for the impact analysis. The model starts with regional population data (described below) and predicts person travel for a full day based on assumptions of growth in population, housing units, and employment, which are then allocated to different periods throughout the day, using time of day sub-models. Future 2040 Cumulative traffic volumes and transit ridership were estimated based on cumulative development and growth identified by the SF-CHAMP travel demand model, using model outputs that represent existing conditions and model output for 2040 cumulative conditions that is validated and updated regularly with new projects and intersections conditions. The 2040 Cumulative forecasts include the additional trips generated by the Draft EIR Project.

The SFCTA model divides San Francisco into approximately 981 geographic areas, known as Traffic Analysis Zones (TAZs). The SF-CHAMP model also includes zones outside of San Francisco for which data is obtained through the current Metropolitan Transportation Commission (MTC) Model.

For each TAZ, the SF-CHAMP model estimates the travel demand based on TAZ population and employment growth assumptions developed by the ABAG for year 2040 using the Sustainable Communities Strategy Preferred Scenario Projections.

The transportation analysis is based on a summary of projections approach, but is also validated and refined to reflect known major projects. Within San Francisco, the San Francisco Planning Department is responsible for allocating ABAG's countywide growth forecast to each SF-CHAMP model TAZ, based upon existing zoning and approved plans, using an area's potential zoning capacity, and the anticipated extent of redevelopment of existing uses. The SF-CHAMP land use inputs developed by the Planning Department for the 2040 cumulative analysis account for major projects in and around downtown and SoMa such as the Central SoMa Plan rezoning, Moscone Center Expansion, San Francisco Giants project at Seawall Lot 337, Pier 70 development, and the Warriors event center project, as well as development throughout San Francisco. Therefore, it is not necessary to provide a list of planned and proposed housing and office development, nor is it required to assume full buildout of all potential development in the area. The SF-CHAMP model inputs for future growth within the Central SoMa area were developed using a square footage per office worker of 200 square feet per employee based on Planning Department information on employee density trends. Therefore, the 2040 cumulative analysis provided in this EIR reasonably represent the future cumulative conditions in the project vicinity, given the economic forecasts for San Francisco and the Bay Area. Similarly, the Population and Housing analysis is based on ABAG's regional growth projections as well as growth projections assumed under the City's General Plan, both of which are based on policy assumptions that include more infill and transit-oriented development within areas designated for compact development, investment in infrastructure, and new housing and population growth.

The cumulative analysis for more localized environmental topics such as shadow and cultural resources uses a list-based approach to take into account planned projects in the project vicinity that could impact the cumulative analysis for these topics. For example, the shadow analysis must take into account all projects in the vicinity that when combined together might impact shadow patterns

in a way that result in cumulative shadow effects. Citywide growth patterns are not relevant to this analysis, but projects in the vicinity are.

Each section of the Draft EIR Chapter IV, Environmental Setting and Impacts, contains an analysis of cumulative impacts for each subtopic discussed in that section. For example, the discussion under **Impact C-TR-3** (page 354) describes and assesses the significance of cumulative transit impacts and the Draft EIR Project's contribution to such impacts.

The Notice of Preparation (NOP) for the Draft EIR was issued in January, 2013. Therefore, the baseline year for the analysis of project impacts is 2013, and where a list of projects is used for the analysis, the cumulative impact analysis is based on major planned projects within the project vicinity that were known to the Planning Department in January, 2013. While the list of cumulative projects contained in the EIR (see **Table II-8**, Reasonably Foreseeable Projects in the Site Vicinity, page 69) was originally obtained from the City in 2012, the list was reviewed by the City prior to publication of the Draft EIR in order to verify that it remains representative of the past, present, and reasonably foreseeable probable future projects that should be considered in the cumulative analysis for the proposed project.

Per the *CEQA Guidelines*, it is also up to the lead agency's discretion to identify the geographic context within which probable future projects considered in the cumulative analysis are located. A geographic scope that is too extensive may dilute the significance of potential impacts. Therefore, in identifying the geographic context for the cumulative analysis, the Draft EIR attempted to limit the scope to an area wherein other projects with similar impacts are reasonably expected to occur.

Within the identified geographic context, the Draft EIR considers the impacts of the project, in combination with other past, present, and reasonably anticipated relevant projects, and in the context of previously analyzed area plans governing the project and surrounding development. This approach adequately reflects "the severity of impacts and their likelihood of occurrence." [*CEQA Guidelines* § 15130(b).] Further, insofar as the *CEQA Guidelines* stipulate that the discussion of

cumulative impacts "need not provide as great detail as is provided for the effects attributable to the project alone" [Guidelines § 15130(b).], the level of quantitative analysis recommended by some of the commenters is not required under CEQA.

COMMENT GC-10: TERMS AND ACRONYMS USED IN THE DRAFT EIR

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

O-GL2
O-SOMCAN2

Furthermore, in Table-S-1 the Project Description characterizes each Project impact as "LTS," "SU," or "S" without explaining what these terms mean, annotating the table, or defining these abbreviations in the Draft EIR Glossary. Although experienced reviewers can deduce that the abbreviations likely refer to "less than significant," "significant and unavoidable," and "significant" with reference to the Project's impacts, this may not be clear to members of the public, and it should not be left to readers to guess the meaning of information included in the Draft EIR. (*Eric S. Phillips, Goldfarb & Lipman, LLP; Letter; January 2, 2015 [O-GL2]*)

Please also look at Table-S-1 in the Draft EIR, where the Project Description characterizes each Project impact as "LTS," "SU," or "S" without explaining what these terms mean, annotating the table, or defining these abbreviations in the Draft EIR Glossary. The table is an important tool for us to keep track of various criteria and impacts, but not having abbreviations explained makes this an incredibly unwieldy document for us to read and understand.

The Draft EIR must be revised and recirculated to correct and clarify these important issues. (*Angelica Cabande, Organizational Director, and Joseph Smooke, Board President, South of Market Community Action Network (SOMCAN); Letter; January 6, 2015 [O-SOMCAN2]*)

RESPONSE GC-10

A legend is provided at the end of **Table S-1** on page S-50 that defines the abbreviations used in the second and fourth columns of the table. The terms “Less-Than Significant” and “Significant and Unavoidable” are further defined on page 118 of the Draft EIR, prior to the analysis of environmental impacts.

COMMENT GC-11: REQUEST FOR ADDITIONAL REVIEW BY THE HPC

This response addresses comments from the commenters listed below; each comment on this topic is quoted in full below this list:

O-SFH

Expand Historic Preservation Commission review requirements. As currently described in the DEIR, the HPC is only required to review and approve permits to alter for potential exterior seismic retrofit/rehabilitation of the Dempster Building. Given the significance of historic resources in and around the Project Site, the DEIR should be revised to require HPC review of all historic buildings within 5M boundaries, as well as the proposed SUD and future Design for Development documents:

Site and Construction Permits for Chronicle Building, Dempster Building, and Camelline Building (if retained): Currently, Mitigation Measures M-CP-4 and M-CP- 5 mandate review of site and construction permits for the Chronicle Building and Dempster Building by only Planning Department preservation staff. Any work impacting exterior character-defining features must be

conducted in accordance with the Secretary of the Interior's Standards for Rehabilitation, as determined by an architect meeting professional qualification standards. While Heritage supports these protections, we strongly feel that the HPC should be required to review and approve any site or construction permits that potentially impact identified historic resources within or adjacent to the Project Site.

Special Use District and Design for Development: As stated in the DEIR, the Planning Department finds that "the design features and siting of the proposed project would not adversely affect the setting" of historic resources within and adjacent to the project site "such that the integrity of the resources would be substantially compromised."¹⁴ Yet-to-be-defined review processes in the SUD and Design for Development documents will seek to avoid significant impacts related to incompatible wall treatments and/or building materials and outline detailed design standards and guidelines for the site. Notwithstanding Heritage's disagreement with the Planning Department's finding of no significant impact, we recommend adding mitigation measures that would ensure HPC review of these documents. (*Mike Buhler, Executive Director, San Francisco Heritage; Letter; January 7, 2015 [O-SFH]*)

RESPONSE GC-11

This comment requests that additional review and approval authority for the project be granted to the HPC. The HPC is an advisory commission and has provided its comments to the Planning Commission as part of the environmental review process. These comments are included in and responded to in this document. The project sponsor also intends to provide additional project information to the HPC at a future regularly scheduled meeting. The Revised Project would retain the Camelline building. This comment does not relate to the adequacy of the information or analysis in the Draft EIR and is therefore noted. No further response is necessary.

PROJECT DESCRIPTION

The Draft EIR is revised, beginning on page 19 (**Table II-1**) to identify the correct existing use within the 912 Howard Street building, which does not alter the analysis or conclusions of the Draft EIR, as follows:

Table II-1: Existing Properties

Assessor Lot Number	Street Address	Construction Date	Use
...			
9	912 Howard Street	1928	Light Industrial Commercial/ Office Support *

The Draft EIR is revised, beginning on page 68, to further acknowledge the presence of the 198 Fifth Street Building, due to its immediate proximity to the project site, which does not alter the analysis or conclusions of the Draft EIR, as follows:

Land uses in the vicinity of the site include hotel, retail, office, residential, convention, parking, and public facilities uses that typify Downtown San Francisco and its immediate surroundings in the SoMa neighborhood. North of the site, across Mission Street, land uses include those associated with the Old U.S. Mint Building (a National Historic landmark that is listed on the National Register of Historic Places) and Mint Plaza (Fifth and Mission Streets and 88 Fifth Street), including a pedestrian plaza, restaurants, cafes, and a multi-use performance venue, and the two-story S.F. Provident Loan Association building (66 Mint Street) (considered a historical resource for environmental review purposes).¹ The area surrounding the Mint, between Mission and Stevenson, and Fifth and Sixth streets includes the proposed Mint-Mission Article 11 Conservation District. East of the project site, across Fifth Street, land uses include a seven-story parking garage, an office building, and the 32-story Intercontinental San Francisco Hotel (888 Howard Street). This area contains the proposed addition to the Kearny-Market-Mason-Sutter (KMMS) Article 11 Conservation District. Immediately adjacent to the project site's southern boundary and within the same City block is a five-story mixed-use residential building with a ground-floor restaurant (194-198 Fifth Street). South of the project site, across Howard Street, land uses include one- to three-story mixed-use buildings and a

project currently under construction. West of the site, adjacent to the Dempster Printing Building, land uses include one-to two-story light industrial-type buildings.

The Draft EIR is revised, beginning on page 71, to update and revise the list of project approvals that would be required for approval of the Revised Project (many of these changes also would have applied to the Draft EIR Project, with the exception of the street vacation approvals which apply to the Revised Project only), as follows:

Planning Commission

- Certification of the EIR.
- Recommendations to the Board of Supervisors to approve the following *General Plan* Amendments:
 - Downtown Land Use and Density Plan Map (Map 1): reflect rezoning of RSD parcels to C-3-S and the 5M SUD ~~and modification of floor area ratio (FAR) requirement;~~ *
 - Downtown Proposed Height and Bulk Districts Map (Map 5): reflect the 5M SUD maximum building heights on the site ranging from 85 feet to 455 feet in height and change the corresponding bulk designations for the project site. Parcels would be zoned either "S" or "X." *
 - Downtown Plan Figures ~~1 2~~ through 4, annotation referring to the 5M SUD ~~for concerning~~ Project building bulk and tower separation; *
 - Urban Design Element Height Map (Map 4): annotation referring to 5M SUD for Project building heights; *
 - Urban Design Element Bulk Map (Map 5): annotation referring to 5M SUD for Project building bulk; *
 - South of Market Area Plan Generalized Land Use Map: reflect rezoning of RSD parcels to C-3-S and relocation of those rezoned parcels into the Downtown Plan; *

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- South of Market Area Plan Density Plan Map: reflect rezoning of RSD parcels to C-3-S and relocation of those rezoned parcels into the Downtown Plan; ~~and~~ *
 - South of Market Area Plan Height Plan Map: reflect rezoning of RSD parcels to C-3-S and relocation of those rezoned parcels into the Downtown Plan; *
 - South of Market Area Plan Open Space and Pedestrian Network Map: reflect rezoning of RSD parcels to C-3-S and relocation of those rezoned parcels into the Downtown Plan; *
 - General Plan Land Use Index: Updating to reflect the proposed amendments; and *
 - Eastern Neighborhoods Area Plan Maps: annotation to clarify that the Project site was not included therein, pursuant to the Eastern Neighborhoods implementing ordinance. *
- Recommendations to the Board of Supervisors to approve Zoning Map and Planning Code text amendments to create an SUD for the project site, to reclassify parcels with existing RSD zoning to the C-3-S District, adjust boundaries of SOMA Youth and Family Zone SUD, and to allow changes in the height and bulk classifications. *
 - Approval of the Fifth and Mission Design for Development document.
 - Conditional Use Authorization(s) for compliance with SUD/D4D (in place of Planning Code Section 309 Determination of Compliance), for buildings (and related improvements) within the project site.
 - Raising of the absolute cumulative shadow limits for Boeddeker Park pursuant to Planning Code Section 295 (joint action with Recreation and Park Commission).
 - Authorization of office space under Proposition M of the Planning Code.
 - Recommendation to approve a Development Agreement under Administrative Code Chapter 56, addressing issues such as project vesting, phasing, fees and exactions and other public benefits.

- General Plan Referral for sidewalk widening, major encroachment.

Historic Preservation Commission

- Permit to Alter (Planning Code Article 11), as needed, for potential exterior seismic retrofit/rehabilitation of the Dempster Printing Building.

Department of Public Works

~~Recommendation of street vacation of Mary Street~~ *

~~Recommendation of vacation of Natoma Street air space parcel.~~ *

- Approval of parcel mergers and new subdivision maps.
- Recommendation of approval of Major Encroachment Permits.
- Recommendation of approval of sidewalk widening legislation.
- Authorization of street tree removal.

San Francisco Municipal Transportation Agency

- Approval of ~~directional changes for Mary Street and~~ pedestrian-only segments of Mary Street. *
- Approval of left turn restriction from Fifth Street (northbound) onto Minna Street (westbound).
- Consent to Transportation Program Development Agreement. *

~~Department of Real Estate~~ *

~~Recommendation of approval of street transfer agreement.~~ *

Arts Commission *

- Consent to Arts Program of Development Agreement (for use of fees for capital improvements and programming. *

Board of Supervisors

- Approval of *General Plan*, Zoning Map, and Planning Code text amendments.

~~Authorization of street vacation and approval of transfer agreement.~~ *

- Approval of Major Encroachment Permit(s).
- Approval of sidewalk widening legislation.
- Approval of development agreement.

Building Department of Building Inspection *

- Approval of site/building permits and demolition permits.

SUD and D4D. A special use district, the Fifth and Mission SUD, to be recommended for approval by the Planning Commission and approved by the Board of Supervisors together with conforming General Plan and Zoning Map amendments, would be conterminous with the project site and would establish development controls governing major project elements such as permitted land uses, maximum allowable development, setbacks, height, building separation and bulk and massing controls, projections, open space, auto and bicycle parking, loading and ground level wind limits. The Planning Commission would adopt a D4D containing specific design standards and guidelines for buildings, streetscape, open space and other improvements, as well as other design regulations that would guide development of individual buildings and associated open space and streetscape uses. The Planning Commission would review and approve new development as consistent with the SUD and D4D by Conditional Use Authorization, as provided in the SUD Conditional Use Authorizations for new development on the project site. *

The SUD would delegate review of

subsequent individual site/building permit applications and detailed architectural plans to the Planning Director, who would review and approve each application~~them~~ based on consistency with the SUD and D4D.

Amendments to the City's General Plan and Planning Code would be proposed to implement the Fifth and Mission SUD and D4D. See Chapter III, Plans and Policies of the Draft EIR for additional detail. Specifically, the SUD proposes amendments to existing code provisions at the project site relating to:

- ***Building Bulk:*** Revises base height limits for the District to permit 103-foot base heights in 200-X, and 450-S and 145-foot base heights in the 365-X district~~5-S, and 180-S districts~~; provides specific bulk controls (maximum length, maximum diagonal and maximum floor area) for ~~420365-X bulk district~~; applies S bulk requirements to 180 X district, with maximum diagonal of 205 feet, and limits retained historic buildings to existing height and bulk. *
- ***Building Separation:*** Establishes separation requirements for buildings greater than 145 feet in height. *
- ***FAR:*** permits FAR to be measured as a district-wide average, and sets a maximum FAR of 11:1.
- ***Dwelling Density:*** Removes dwelling unit density limitations so long as at least four units per residential floor are provided; permits reduction of minimum unit limit if amenities or accessory uses are provided on the same floor. *
- ***Upper Level Setbacks for Buildings above 145 Feet:*** provides a 75-foot tower separation standard for portions above 145 feet, in lieu of upper level setback requirements in Planning Code Section 132.1(d).
- ***Rear Yard Setback and Dwelling Unit Exposure.*** Requires that dwelling units face onto public rights of way at least 20 feet in width or unobstructed open areas, including rooftops or buildings within the District, of no less than 25 feet in *

horizontal dimension, and waives requirements of Planning Code Section 134 in lieu of the requirements and provisions of the D4D.

- ***Projections and Canopies:*** permits non-occupiable architectural features and wind-baffling features as set forth in the D4D.
- ***Open Space Requirements:*** Residential or Non-Residential ~~permits location of residential~~ open space provided in accordance with the D4D may be located anywhere within the district so long as at least 15 percent of all required open space ~~is~~ shall be exclusively for residential use and located within or adjacent to buildings containing residential use; and clarifies that the district is a mixed use nonresidential/residential project for the purposes of Section 138(g) of the Planning Code. *
- ***Off-Street Parking:*** Permits location of accessory parking designated for commercial and residential uses in a subterranean garage beneath one or more buildings within the district; permits up to 0.5 spaces for every residential unit within the district (to permit calculation of parking limits on a site-wide basis).
- ***Off-Street Parking and Loading Entrances:*** Permits off-street loading locations as identified in the D4D; permits off-street parking and loading openings within the district to be 27 feet if including a 5-foot-wide bicycle lane, a combined automobile parking and freight loading opening of up to 30 feet on the Howard Street frontage, and ~~one~~ two loading openings of up to 25 feet on Minna Street. *
- ***Active Ground Floor Land Uses:*** in addition to all ground floor uses permitted in the C-3-S district, permits office uses on the ground floor (and in basements) with requirements for transparency of ground floor uses and with a minimum amount of street-facing frontage required to be fenestrated. *
- ***Streetscape Improvements:*** exempts the project from streetscape and street tree planting requirements of Section 138.1(c) instead applies streetscape improvements and street tree plantings in accordance with the D4D.

- ***Bicycle Parking:*** permits Class 1 and Class 2 bicycle parking in locations identified in the D4D; permits Class 1 parking on the ground floor or first subterranean parking floor; permits consolidation of non-residential Class 1 spaces and all Class 2 spaces within the district with certain requirements for the number and location of consolidated parking areas; permits provision of shower and locker facilities on a district-wide basis so long as they remain accessible and free of charge to commercial tenants and employees.
- ***Ground Level Wind Limitations:*** provides a specific methodology for reviewing ground level wind limitations in the district and addressing exceedance of pedestrian comfort limitations.
- ***Artworks:*** permits artworks required under Section 429 of the Planning Code to be located throughout the district.
- ***Signage:*** permits wayfinding signage of certain maximum height and size within the district.
- ***Transferrable Development Rights:*** prohibits the sale of transferrable development rights from any property within the district.

The D4D would provide standards and guidelines for the following:

- ~~Open Space-Public Realm~~ & Streetscape Improvements, including: *
 - All Project Open Spaces (including Mary Court East and West, Chronicle Rooftop) *
 - Planting
 - Site furnishings
 - Streets and Alleys *
 - Paving
 - Lighting
- ~~Circulation and Connectivity~~ *

-
- ~~Streets and Alleys~~ *
 - Building Form & Massing
 - ~~Architectural Design for Existing Structures~~ *
 - Architectural Design, including:
 - Existing Structures Renovation *
 - ~~Building Treatments~~ *
 - New Structures Buildings Treatments, including at the Pedestrian Level *
 - ~~N2 H1 Connector~~ *
 - Architectural Projections and other Details
 - Roofs
 - ~~Private and Public Open Spaces~~ *
 - Circulation and Transportation, including:
 - Bicycle Storage and Support locations and types
 - Car Parking and Car Share
 - Loading and Services
 - Design and Public Impact *
 - Systems and Sustainability

PLANS AND POLICIES

Page 88, first paragraph, of the Draft EIR is revised to clarify the location of the project site in relation to the SoMa Area Plan, which does not alter the analysis or conclusions of the Draft EIR, as follows:

In recent years, the SoMa Area Plan has been supplemented with additional area plans covering geographic areas in SoMa that are facing specific development pressures, widespread changes in land use, or other planning issues. These plans include the East SoMa Area Plan and Western SoMa Community Plan (both approved), and the Central

SoMa Plan, which is currently in draft form. All three plans are discussed in this section. As the area approaches the outer limit of the study timeline covered by the SoMa Area Plan (2015), it is expected that the three recent SoMa area plans will provide more timely guidance for development in the area. In addition, the SoMa Area Plan generally excludes areas zoned C-3. The portion of the project site that is within~~immediately adjacent to~~ the SoMa Area Plan would be rezoned from RSD to the C-3-S District, thus further limiting the applicability of the Plan to the proposed project. The proposed project would not obviously conflict with the overall policy initiatives of the SoMa Area Plan in that the project would result in redevelopment of the site with a mixture of uses, including residential and active ground floor retail uses. *

LAND USE

The Draft EIR is revised, beginning on page 130, to further acknowledge the presence of the 198 Fifth Street Building, due to its immediate proximity to the project site, which does not alter the analysis or conclusions of the Draft EIR, as follows:

North of the site, across Mission Street, land uses include those associated with the Old U.S. Mint Building (a National Historic landmark that is listed on the National Register of Historic Places) and Mint Plaza, including a pedestrian plaza, restaurants, cafes, and a multi-use performance venue, the two-story S.F. Provident Loan Association building (considered a historical resource for environmental review purposes), and a 15-story, 152-foot-tall hotel project under construction at 942 Mission Street. East of the project site, across Fifth Street, buildings include a seven-story parking garage, an office building, and the 32-story, 340-foot tall Intercontinental San Francisco Hotel. Immediately adjacent to the project site's southern boundary and within the same City block is a five-story mixed-use residential building with a ground-floor restaurant (194-198 Fifth Street). South of the project site, across Howard Street, buildings include one- to three-story mixed-use buildings and a two-tower, 85-foot-tall mixed-use/residential project currently under construction at 260 Fifth Street. West of the site, adjacent

to the Dempster Printing Building, buildings include one-to two-story light industrial-type buildings.

CULTURAL AND PALEONTOLOGICAL RESOURCES

The Draft EIR is revised, beginning on page 229, to address the project's potential impacts to 936 Mission Street, 951-957 Mission Street, 194-198 Fifth Street, and 430 Natoma Street (the Camelline Building), which does not alter the analysis or conclusions of the Draft EIR, as follows:

Mitigation Measure M-CP-2a: Prior to demolition and construction of any building, a historic preservation architect and a structural engineer shall undertake an existing condition study of the following ~~nine~~five buildings:

- 936 Mission Street;
- 951-957 Mission Street;
- 194-198 Fifth Street;
- 430 Natoma Street;
- 901-933 Mission Street;
- 447-449 Minna Street;
- 88 Fifth Street;
- 66 Mint Street; and
- 959-965 Mission Street.

The Draft EIR is revised, beginning on page 231 (**Impact CP-2**), to account for the building at 194-198 Fifth Street and the retention of the Camelline Building (430 Natoma Street), which does not alter the analysis or conclusions of the Draft EIR, as follows:

Mitigation Measure M-CP-2c: Prior to demolition and construction, a registered structural engineer with experience in the rehabilitation and restoration of historic buildings shall determine whether, due to the nature of the site's soils, the proposed method of soil removal,

and the existing foundations of the historic buildings, project-related excavations have the potential to cause settlement such that underpinning and/or shoring of 901-933 Mission Street, 194-198 Fifth Street, and/or, 430 Natoma Street~~959-965 Mission Street~~, and/or 447 Minna Street will be required. If underpinning or shoring is determined to be necessary, appropriate designs shall be prepared and implemented. All documents prepared in accordance with this Measure will be provided to the Preservation Technical Specialist assigned to the project and reviewed and approved by the appropriate permitting Department.

Mitigation Measure M-CP-2d: Prior to demolition and construction, a historic preservation architect shall establish a training program that emphasizes the importance of protecting historical resources for construction workers who are anticipated to work directly with potentially sensitive areas, such as workers involved in excavation or demolition. This program shall include information on recognizing historic fabric and materials, and directions on how to exercise care when working around and operating equipment near 901-933 Mission Street, 959-965 Mission Street, 194-198 Fifth Street, 430 Natoma Street, and 447-449 Minna Street, including storage of materials away from the historic buildings. The training will also include information on means to reduce vibrations from demolition and construction, and monitoring and reporting any potential problems that could affect historical resources. A provision for establishing this training program shall be incorporated into the project sponsor's contract(s) with its construction contractor(s), and the contract provisions related to this training program will be reviewed and approved by the Planning Department Preservation Technical Specialist.

The Draft EIR is revised, on pages 232 through 234, to modify **Impact CP-3** and to revise **Mitigation Measure M-CP-3**, which does not alter the analysis or conclusions of the Draft EIR, as follows:

Impact CP-3: The ~~Office Scheme or Residential Scheme~~ Project would ~~could~~ cause a substantial adverse change in the significance of a historical resource due to the potential for future exterior modifications to demolition of the Camelline Building (430 Natoma Street), a historical resource under CEQA. (Less Than Significant with MitigationSignificant and Unavoidable with Mitigation)

The Camelline Building at 430 Natoma Street would be demolished as part of the project to allow for construction of Building N 2. The Camelline Building is a historical resource under CEQA due to its eligibility for listing in the California Register under Criterion 3 (architecture) as a well-preserved example of the type of multi-purpose, loft style light industrial building that characterized much of the SoMa area's rebuilding in the 1920s. Demolition of this building would result in a significant impact to a historical resource as it would result in the material impairment of the building's significance through the loss of historic fabric that conveys its significance and justifies its California Register eligibility. Relocation of this building would potentially mitigate project impacts to a less than significant level if the orientation, setting, and general environment of the relocated building are comparable to those of its historic location and compatible with the resource's significance. The San Francisco Planning Department's online Property Information Map, along with Google Maps aerial and street views of the South of Market area were reviewed in an effort to identify unimproved lots that satisfy all of the following criteria:

- Single lot of similar size to the Camelline Building parcel 3725-042 (approximately 80' x 40');
- Lot outside the 5M project site;
- Lot with southeasterly orientation, like parcel 3725-042;
- Lot within 1/4 mile of parcel 3725-042;
- Lot that would allow for ongoing exposure of Camelline Building's west wall; and Lot with buildings in the immediate vicinity similar to the Camelline Building in age or size.

No suitable relocation sites within a 1/4 mile of the project site that satisfy the above criteria were identified, and as a result, relocation as a possible mitigation to project demolition of the Camelline Building is not proposed.

Unlike the Draft EIR Project, the Revised Project would not demolish the Camelline Building (430 Natoma Street), which is a historical resource under CEQA due to its eligibility for listing in the California Register under Criterion 3 (architecture) as a well-preserved example of the

type of multi-purpose, loft-style light industrial building that characterized much of the SoMa area's rebuilding in the 1920s. Instead, the existing Camelline Building would be retained and continue to be used as a 9,600 square foot office building.

While the building has undergone some alteration to the interior and entrance, its form and ornamentation is largely intact and it retains a high degree of integrity, design, materials, and workmanship to convey its significance under Criterion 3.¹ No renovation of the Camelline Building is proposed as part of the Revised Project. However, in the event modification of the Camelline Building exterior is proposed in the future, inappropriate renovation would have the potential to cause a substantial adverse change in the building's historical significance by materially altering in an adverse manner those character-defining features that convey its historical significance. Therefore, care and oversight would be needed to ensure that any such future exterior modification does not compromise the building's historical integrity.

Mitigation Measure M-CP-3:-Any future modification of the exterior of the Camelline Building shall be subject to the following: prior to issuance of site or construction permits related directly to the Camelline Building, proposed plans for the modification of the exterior of the Camelline Building shall be submitted to the Planning Department Preservation Technical Specialist for review and approval. Any work that affects the character-defining features of the exterior of the Camelline Building shall be conducted in accordance with the *Secretary of the Interior's Standards for Rehabilitation* and undertaken with the assistance of a historic preservation architect meeting the *Secretary of the Interior's Professional Qualifications Standards*. The historic preservation architect shall evaluate any such proposed exterior modification to assess the treatment of the building's character-defining features and for conformance with the *Secretary of the Interior's Standards for Rehabilitation*. The historic preservation architect shall regularly

¹ Architectural Resources Group, *5M Development Project Area Historical Resources Evaluation Report (HRE)*, San Francisco, California, September 2014. A copy of this document is available for review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, as part of Case File No. 2011.0409E.

evaluate any such ongoing renovation to ensure it continues to satisfy the Standards and will submit status reports to the Planning Department Preservation Technical Specialist according to a schedule agreed upon prior to the commencement of the work. ~~Prior to issuance of demolition or site permits related directly to the Camelline Building, the project applicant shall undertake Historic American Building Survey (HABS) documentation of the Camelline Building at 430 Natoma Street. The documentation shall be undertaken by a qualified professional who meets, at a minimum, the Secretary of the Interior's Professional Qualifications Standards for architectural history or historic architecture. Documentation shall be conducted in consultation with a Planning Department Preservation Technical Specialist and will be submitted for review and approval by the Department's Preservation Technical Specialist. The documentation shall consist of the following:~~

- ~~• Measured Drawings: Existing drawings of the Camelline Building, if available, shall be photographed with large format negatives or photographically reproduced on Mylar. In the absence of existing drawings, full measured drawings of the building's plan and primary (south and west) elevations shall be prepared.~~
- ~~• HABS Level Photographs: Digital photographs of the interior and the exterior of the subject property. Large format negatives are not required. The scope of the digital photographs shall be reviewed by Planning Department Preservation Technical Specialist for concurrence. The photography shall be undertaken by a qualified professional with demonstrated experience in HABS photography; and~~
- ~~• Historical Overview: In consultation with a Planning Department Preservation Technical Specialist, a qualified historian or architectural historian shall assemble historical background information relevant to the Camelline Building and its setting. Much, if not all, of this information may be drawn from the Historical Resource Evaluation Report (HRE) for the project. To ensure its public accessibility, the documentation shall be filed with the Planning Department, San Francisco History Center at the Main Library, the Northwest Information Center of the California Historical Resources Information System, and San Francisco Architectural Heritage.~~

- ~~Interpretive Display: A permanent interpretative display shall be installed on the project site, within a lobby or other public area proximate to the footprint of the Camelline Building, and of sufficient size to present a photograph and text discussing the building.~~

Implementation of **Mitigation Measure M-CP-3** will reduce Impact CP-3, ~~but not~~ to a less-than-significant level. ~~Therefore, the impact will be significant and unavoidable.~~

The Draft EIR is revised, on pages 238 through 241, to account for the building at 951-957 Mission Street and the Camelline Building (430 Natoma Street), which would be retained by the Revised Project with the elimination of Building N-2, as they relate to **Impact CP-6**, which does not alter the analysis or conclusions of the Draft EIR, as follows:

Project design-related impacts to adjacent Category A historical resources, and Category B potential historical resources, are assessed in the HRE. The assessment considers the massing, size, and scale of proposed buildings H-1, M-2, and N-1, ~~and N-2~~ and their potential to result in a significant impact (material damage) by visually overwhelming nearby historical resources, including the Chronicle Building, Dempster Printing Building, Camelline Building, The Old Mint, California Casket Company Building, Provident Loan Association Building, and Pickwick Hotel. The analysis considers whether the size and massing of the proposed buildings on parcels H-1, M-2, and N-1, ~~and N-2~~ could indirectly alter or in some way impair the attributes of the existing historic buildings that the historic integrity of those historic buildings could be substantially compromised or diminished.

The proposed project would incorporate several design elements that would address project compatibility to adjacent historical resources related to scale and massing. These design elements and principles include:

- Introducing uses into multiple new buildings that would be accommodated in buildings with footprints similar in size to, or smaller than, the footprint of the Chronicle Building.

- Setting apart the new construction from the historic buildings on site to prevent obscuring the physical extent of the historic buildings. In particular, there would be no above-ground direct connections between new-construction buildings and historical resources.
- Employing streetscaping, landscaping and open space elements, including the ~~proposed relocation of Mary Street between Minna and Natoma Streets, as well as the proposed new plaza,~~ to significantly separate the proposed construction from the historic Dempster Printing Building at 447-449 Minna Street. Additional open space would be provided surrounding the Camelline Building for the Revised Project.
- Distributing heights variably on the site to differentiate between existing buildings and proposed, old and new. ~~The proposed height of the building immediately east of 447-449 Minna Street, Building N 2, is 174 feet, significantly lower than the height of Building N 1 to the east. Building N 2 thus eases the transition between 447-449 Minna Street and the 400-foot high Building N 1 by “stepping down” the new development. For example,~~ the proposed location for Building H-1, along Fifth Street in the southwest corner of the project site, is away from the Chronicle Building, 447-449 Minna Street, and nearby Category A resources. This location is also directly across Fifth Street from the tallest building in the vicinity of the 5M Development project Area: the 340-foot-tall Intercontinental Hotel at 888 Howard Street.
- Avoiding physical alterations to existing or eligible buildings to accommodate parking, by designing vehicle entrances to the project’s underground parking garage at buildings M-2, N-1, and H-1. Neither the Chronicle Building nor 447-449 Minna Street would be impacted by the proposed parking garage entrances.

The design features and siting of the proposed project would not adversely affect the setting of the Chronicle Building, Dempster Printing Building, Camelline Building, The Old Mint, California Casket Company Building, Provident Loan Association Building, Pickwick Hotel, and adjacent Category B buildings at 194-198 Fifth Street and 934 Howard Street ~~would~~ such that the integrity of the resources would be substantially compromised. Furthermore, although specific design details regarding the project’s proposed building

materials and wall treatments have not been finalized, the project Design for Development document identifies design standards and guidelines related to:

- Streetwall setbacks;
- Upper level setbacks;
- Streetwall variations;
- Ground floor articulation;
- Ground floor entries;
- Building façade articulation;
- Façade proportions;
- Preferred materiality;
- Preferred color palettes
- Tower completion strategies;
- Building ornamentation; and
- Existing structures.

Under the Fifth and Mission SUD, site and/or building permits for each new building within the Project would be subject to City review to confirm consistency with the standards and guidelines set forth in the D4D. As part of this review, Planning Department Preservation staff would review proposed building materials and wall treatments to ensure compatibility and consistency with the above-listed standards and guidelines for new construction are reflected in specific building plans, including a review of those specific locations where new construction is proposed immediately adjacent to known or potential historical resources:

- the Fifth Street façades of Building N-1 and the Chronicle Building (901-933 Mission Street);

- the Mission Street façades of Building M-2 and the Chronicle Building (901-933 Mission Street);
- the Fifth Street façades of Building H-1 and 194- 198 Fifth Street; ~~and~~
- the Howard Street façades of Building H-1, 194-198 Fifth Street, and 934 Howard Street;
- the Natoma and Mary Street facades of Building H-1 and the Camelline Building (430 Natoma Street); and
- the Mission Street facades of Building M-2 and the building at 951-957 Mission Street.

TRANSPORTATION AND CIRCULATION

The Draft EIR is revised, beginning on page 262, to correct the description of services provided by Golden Gate Transit, which does not alter the analysis or conclusions of the Draft EIR, as follows:

North Bay: Transit service to and from the North Bay is provided by Golden Gate Transit buses and ferries, and WETA ferries. Between the North Bay (Marin and Sonoma Counties) and San Francisco, Golden Gate Transit operates ~~1922~~ commuter bus routes, and ~~four~~ ^{nine} basic bus routes ~~and 16 ferry feeder bus routes~~, most of which serve the Van Ness Avenue corridor or the Financial District. In the vicinity of the project site, Golden Gate Transit bus service to downtown San Francisco operates along Mission, Howard and Folsom streets. Golden Gate Transit routes stop at ~~the~~ westbound and eastbound bus stop on Mission Street at Fifth Street. Golden Gate Transit also operates ferry service between the North Bay and San Francisco. During the morning and evening peak periods, ferries run between Larkspur and San Francisco and between Sausalito and San Francisco. WETA ferries provide service between Vallejo and San Francisco. The Golden Gate Transit and WETA San Francisco terminal is located at the Ferry Building, approximately 1.2 miles to the east. *

The Draft EIR is revised, on page 344, to add text examples of measures to encourage carpool and transit access, which does not alter the analysis or conclusions of the Draft EIR, as follows:

Carpool and Transit Access for Construction Workers – To minimize parking demand and vehicle trips associated with construction workers, the construction contractor shall include methods (such as providing transit subsidies to construction workers, participating in free-to-employee ride matching program from www.511.org, participating in emergency rides home program through the City of San Francisco (www.sferh.org), and providing transit information to construction workers) to encourage carpooling and transit access to the project site by construction workers in the Construction Management Plan.

The Draft EIR is revised to add an improvement measure to **Impact TR-7** related to the pedestrian crossing across Mission Street at Mint/Mary Streets, which does not alter the analysis or conclusions of the Draft EIR, as follows:

Improvement Measure I-TR-D: New Signalized Crosswalk across Mission Street at Mary/Mint Streets

As an improvement measure to improve pedestrian crossings across Mission Street, the project sponsor shall fund SFMTA's cost of the design and implementation of a signalized crosswalk across Mission Street at Mary/Mint Streets.

NOISE

The Draft EIR is revised, on page, to clarify the effects of groundborne vibration on sensitive residential uses adjacent to the project site, which would include the 198 Fifth Street building, which does not alter the analysis or conclusions of the Draft EIR, as follows:

The closest off-site sensitive receptors are those land uses located immediately adjacent to the project boundaries. During demolition and construction activities, if multiple pieces of heavy construction equipment operate simultaneously within 5 feet of off-site structures, these façades could be exposed to noise levels ranging up to 105 dBA L_{max} . When measured at a

distance of 100 feet this noise level would be 79 dBA L_{max} , which would be below the City's Noise Ordinance standard. Such structures would include the mixed-use building at 198 Fifth Street, the residential building at 453 Minna Street, and the mixed-use building at 951-953 Mission Street. In addition, Building M-2, which would be constructed as part of the first construction phase, would contain sensitive receptors that would be exposed to project-related construction noise if the building is occupied at that time.

The nearest façade of the building (198 Fifth Street) located immediately south of and adjacent to the project site (south of the proposed H-1 building and at the northwest corner of the Fifth Street and Howard Street intersection), and approximately 5 feet from the nearest project border, could be exposed to noise levels ranging up to 105 dBA L_{max} (when adjusted for distance). The nearest façades of buildings located north of Mission Street, approximately 75 feet from the ~~nearest~~ project border, could be exposed to noise levels ranging up to 87.5 dBA L_{max} when demolition and construction activities occur at the nearest project border. Similarly, buildings located on the east side of Fifth Street across from the project site, also approximately 75 feet from the nearest project border, could also be exposed to noise levels ranging up to 87.5 dBA L_{max} when multiple pieces of heavy construction equipment operate near the project boundary. The closest buildings south of Howard Street are located approximately 80 feet from the nearest project border, and would therefore be exposed to noise levels ranging up to 87 dBA L_{max} when multiple pieces of heavy construction equipment operate near the project boundary.

The Draft EIR, on page 398, **Impact C-NO-2**, is revised to clarify the significance of the impact with implementation of **Mitigation Measure M-NO-3**, which does not alter the analysis or conclusions of the Draft EIR, as follows:

Impact C-NO-2: Operation of the Office Scheme or Residential Scheme in combination with other past, present, and reasonably foreseeable future projects in the project vicinity would not result in a significant cumulative permanent increases in ambient noise levels in the project vicinity above levels existing without the project. (Less than Significant with Mitigation)

*

AIR QUALITY

The Draft EIR is revised, on page 420, **Table IV.F-4**, to correct the table title, which does not alter the analysis or conclusions of the Draft EIR, as follows:

Table IV.F-4: Air Quality Index Statistics for the San Francisco Bay Area Air Basin *

AQI Statistics for City of San Francisco	Number of Days by Year				
	2009	2010	2011	2012	2013
Unhealthy for Sensitive Groups (Orange)	19	14	12	8	15
Unhealthy (Red)	0	1	0	0	1

Source: Bay Area Air Quality Management District, 2014.

The Draft EIR is revised, on page 421, to include text related to permits for diesel generators and fire pumps, which does not alter the analysis or conclusions of the Draft EIR, as follows:

The BAAQMD regulates backup emergency generators, fire pumps and other sources of TACs through its New Source Review (Regulation 2, Rule 2 and Regulation 2, Rule 5) permitting process. The backup emergency generators and fire pumps must also comply with the applicable control, monitoring, and recordkeeping requirements in BAAQMD Regulation 9, Rule 8 (Nitrogen Oxides and Carbon Monoxide from Stationary Internal Combustion Engines).

The Draft EIR is revised, on page 424, footnote 27, to include the correct date for citation, which does not alter the analysis or conclusions of the Draft EIR, as follows:

²⁷ Wade Wietgreffe, San Francisco Planning Department, 925 Mission Street (5M) *Updated Air Quality Analysis for the Proposed Project and Project Alternatives*, September 14~~May~~ *
27, 2014. A copy of this document is available for review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, as part of Case File No. 2011.0409E.

The Draft EIR is revised, on page 428, second paragraph, is revised to correct the lead agency reference for air quality, which does not alter the analysis or conclusions of the Draft EIR, as follows:

The threshold of significance used to evaluate health risks from new sources of TACs is based on the potential for the proposed project to substantially affect the geography and severity of the Air Pollutant Exposure Zone at sensitive receptor locations. For projects that could result in sensitive receptor locations meeting the Air Pollutant Exposure Zone criteria that otherwise would not without the project, a proposed project that would emit PM_{2.5} concentration above 0.3 µg/m³ or result in an excess cancer risk greater than 10.0 per million would be considered a significant impact. The 0.3 µg/m³ PM_{2.5} concentration and the excess cancer risk of 10.0 per million persons exposed are the levels below which the City of San Francisco BAAQMD considers new sources not to make a considerable contribution to cumulative health risks, based on research conducted by the BAAQMD.³⁴ For those locations already meeting the Air Pollutant Exposure Zone criteria, a lower significance standard is required to ensure that a proposed project's contribution to existing health risks would not be significant. In these areas a proposed project's PM_{2.5} concentrations above 0.2 µg/m³ or an excess cancer risk greater than 7.0 per million would be considered a significant impact.³⁵ For projects proposing new sensitive uses, the threshold of significance used to evaluate exposure and hazard is based on whether the project would locate these uses within an Air Pollutant Exposure Zone. *

The Draft EIR is revised, on page 435, footnote 39, to include the correct date for citation, which does not alter the analysis or conclusions of the Draft EIR, as follows:

³⁹ Wietgreffe, Wade, 2014. 925 Mission Street (5M) Updated Air Quality for the Proposed Project and Project Alternatives. Written communication to Michael Jacinto, San Francisco Planning Department. September 14~~May 27~~. *

The Draft EIR is revised, on page 436, **Table IV.F-7**, to include the correct date for the citation, which does not alter the analysis or conclusions of the Draft EIR, as follows:

Table IV.F-7: Estimated Daily and Annual Operation-Related Emissions

	ROG	NO _x	PM ₁₀	PM _{2.5}
Projected emissions (pounds per day)				
Projected Area-Source Emissions	44	0.57	0.29	0.29
Projected Mobile-Source (Vehicle) Emissions	16	40	8	3.6
Projected Generators/Fire Pumps (stationary) Emissions	0.03	4.9	0.03	0.03
Projected Energy Emissions	0.70	6.2	0.48	0.48
Total	61	52	8.5	4.3
Significance Threshold	54	54	82	54
Exceed Threshold? (Yes/No)	Yes	No	No	No
Annual Projected Emissions (tons per year)				
Projected Area-Source Emissions	8	0.10	0.05	0.05
Projected Mobile-Source (Vehicle) Emissions	3.0	7.4	1.4	0.6
Projected Generators/Fire Pumps (stationary) Emissions	0.005	0.89	0.005	0.005
Projected Energy Emissions	0.13	1.1	0.088	0.088
Total	11.1	9.5	1.5	0.8
Significance Threshold	10	10	15	10
Exceed Threshold? (Yes/No)	Yes	No	No	No

Note: Emission factors generated by CalEEMod Version 2013.2.2 for the highest emission generating scheme for each emission source: Either scheme for stationary emission, Residential Scheme for area and energy emissions, and the Office Scheme for vehicle emissions.

Source: ENVIRON International Corporation, April 2014; Wietgreffe, Wade, 2014, 925 Mission Street (5M) Updated Air Quality for the Proposed Project and Project Alternatives. Written communication to Michael Jacinto, San Francisco Planning Department. September 22, 2014 *
27.

The Draft EIR, pages 445 through 446, **Mitigation Measure M-AQ-3a** are revised to further clarify the requirements of this mitigation measure, which does not alter the analysis or conclusions of the Draft EIR, as follows:

Mitigation Measure M-AQ-3a: Construction Emissions Minimization. To reduce the health risk associated with construction of the ~~project~~ Office Scheme or Residential Scheme, prior to and during construction, the project sponsor shall implement the following multi-part construction emissions minimization measure: *

A. *Construction Emissions Minimization Plan.* Prior to issuance of a construction permit, the project sponsor shall submit a Construction Emissions Minimization Plan (Plan) to the Environmental Review Officer (ERO) for review and approval *

by an Environmental Planning Air Quality Specialist. The Plan shall detail project compliance with the following requirements:

1. All off-road equipment greater than 25 hp and operating for more than 20 total hours over the entire duration of construction activities shall meet the following requirements:
 - a) Where access to alternative sources of power are reasonably available, portable diesel engines shall be prohibited;
 - b) All off-road equipment shall have:
 - i. Engines that meet or exceed either U.S. Environmental Protection Agency (USEPA) or California Air Resources Board (ARB) Tier 2 off-road emission standards, and
 - ii. Engines that are retrofitted with an ARB Level 3 Verified Diesel Emissions Control Strategy (VDECS).³
 - c) Exceptions:
 - i. Exceptions to A(1)(a) may be granted if the project sponsor has submitted information providing evidence to the satisfaction of the ERO that an alternative source of power is limited or infeasible at the project site and that the requirements of this exception provision apply. Under this circumstance, the sponsor shall submit documentation of compliance with A(1)(b) for onsite power generation.
 - ii. Exceptions to A(1)(b)(ii) *may* be granted if the project sponsor has submitted information providing evidence to the satisfaction of the ERO that a particular piece of off-road equipment with an ARB Level 3 VDECS is: (1) technically not feasible, (2) would not produce desired emissions reductions due to expected operating modes, (3) installing the control device would create a safety hazard or impaired visibility for the operator, or (4) there is a compelling emergency need to use off-road

equipment that are not retrofitted with an ARB Level 3 VDECS and the sponsor has submitted documentation to the ERO that the requirements of this exception provision apply. In addition, if seeking an exception, the project sponsor shall be required to demonstrate to the Environmental Review Officer’s satisfaction that the resulting construction emissions would not exceed thresholds of significance identified within the EIR for exposing sensitive receptors to substantial pollutant concentrations. ~~If granted an exception to A(1)(b)(ii), the project sponsor must comply with the requirements of A(1)(c)(iii).~~

~~iii. If an exception is granted pursuant to A(1)(c)(ii), the project sponsor shall provide the next cleanest piece of off-road equipment as provided by the step-down schedules in Table A.~~

Table A—Off Road Equipment Compliance Step-down Schedule

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

~~**How to use the table:** If the requirements of (A)(1)(b) cannot be met, then the project sponsor would need to meet Compliance Alternative 1. Should the project sponsor not be able to supply off-road equipment meeting Compliance Alternative 1, then Compliance Alternative 2 would need to be met. Should the project sponsor not be able to supply off-road equipment meeting Compliance Alternative 2, then Compliance Alternative 3 would need to be met.~~

~~* Alternative fuels are not a VDECS.~~

2. The project sponsor shall require the idling time for off-road and on-road equipment be limited to no more than two minutes, except as provided in exceptions to the applicable state regulations regarding idling for off-road and on-road equipment. Legible and visible signs shall be posted in multiple languages (English, Spanish, Chinese) in designated queuing areas and at the construction site to remind operators of the two minute idling limit.
3. The project sponsor shall require that construction operators properly maintain and tune equipment in accordance with manufacturer specifications.

4. The Plan shall include estimates of the construction timeline by phase with a description of each piece of off-road equipment required for every construction phase. Off-road equipment descriptions and information may include, but is not limited to: equipment type, equipment manufacturer, equipment identification number, engine model year, engine certification (Tier rating), horsepower, engine serial number, and expected fuel usage and hours of operation. For VDECS installed: technology type, serial number, make, model, manufacturer, ARB verification number level, and installation date and hour meter reading on installation date. For off-road equipment using alternative fuels, reporting shall indicate the type of alternative fuel being used.
5. The Plan shall be kept on-site and available for review by any persons requesting it and a legible sign shall be posted at the perimeter of the construction site indicating to the public the basic requirements of the Plan and a way to request a copy of the Plan. The project sponsor shall provide copies of Plan to members of the public as requested.

B.A-Reporting. Quarterly reports shall be submitted to the ERO indicating the construction phase and off-road equipment information used during each phase including the information required in A(4). In addition, for off-road equipment using alternative fuels, reporting shall include the actual amount of alternative fuel used. *

Within six months of the completion of construction activities, the project sponsor shall submit to the ERO a final report summarizing construction activities. The final report shall indicate the start and end dates and duration of each construction phase. For each phase, the report shall include detailed information required in A(4). In addition, for off-road equipment using alternative fuels, reporting shall include the actual amount of alternative fuel used.

C.B. *Certification Statement and On-site Requirements.* Prior to the commencement of construction activities, the project sponsor must certify (1) compliance with the Plan, and (2) all applicable requirements of the Plan have been incorporated into contract specifications. *

WIND AND SHADOW

The Draft EIR, page 515, is revised to correct the percentage of net new shadow that would be cast on the Yerba Buena Children's Play Area, which does not alter the analysis or conclusions of the Draft EIR, as follows:

Implementation of the proposed project would result in a very small (about ~~0.01~~ 0.12 percent) increase in shadow cast on the Yerba Buena Children's Play Area. Because this increase would be minimal, would only occur for a short period during the winter months, and on the days of greatest shadow cast would begin less than an hour before sunset, the proposed Office Scheme would not adversely affect the use of Yerba Buena Children's Plan Area. *

ALTERNATIVES

The Draft EIR, page 589, **Table V-1**, is revised to correct the total square footage of open space that would be provided under the Preservation Alternative, as shown on the following page. This change does not alter the analysis or conclusions of the Draft EIR.

Table V-1: Summary of Uses

Use	Total Existing (gsf)	Existing to be Replaced or Retained (gsf)	Office Scheme (Proposed Project)		Residential Scheme (Proposed Project)		CODE COMPLIANT ALTERNATIVE		UNIFIED ZONING ALTERNATIVE		PRESERVATION ALTERNATIVE	
			Net New (gsf)	Total Proposed (gsf)	Net New (gsf)	Total Proposed (gsf)	Net New (gsf)	Total Proposed (gsf)	Net New (gsf)	Total Proposed (gsf)	Net New (gsf)	Total Proposed (gsf)
Office	317,700	317,700	554,200	871,900	280,800	598,500	23,900	341,600	392,200	709,900	495,000	812,700
Retail/Active Ground Floor Use	-	-	152,600	152,600	152,600	152,600	151,000	151,000	86,200	86,200	81,900	81,900
Residential	-	-	802,500	802,500	1,057,700	1,057,700	142,000	142,000	226,900	226,900	819,800	819,800
Total Square Footage	317,700	317,700	1,509,300	1,827,000	1,491,100	1,808,800	316,900	634,600	705,300	1,023,000	1,396,300	1,714,000
Parking ^a	68,000	68,000	259,700	327,700	248,700	316,700	-8,581	59,420	11,760	79,760	125,788	193,788
Open Space	-	-	44,600	44,600	62,100 59,100	62,100 59,100	14,100	14,100	27,500	27,500	36,600 40,400	36,600 40,400
Dwelling Units	-	-	914	914	1,209	1,209	188	188	275	275	750	750
Parking Spaces	256	256	636	892	802	1,058	-86	170	-28	228	298	554
Number of Buildings	8	2 to 4 ^b	4	6	4	6	4	6	4	6	3	7
Height of Buildings	15 to 65 feet	31 to 65 feet	50 to 470 feet	50 to 470 feet	50 to 411 feet	50 to 411 feet	-	40 to 114 feet	-	50 to 160 feet	-	31 to 470 feet

Note: All areas rounded to nearest 100 square feet.

gsf = gross square feet

^a Parking square footage does not include building cores, mechanical equipment, or areas devoted to bicycle parking.

^b Two existing buildings (Chronicle Building and Dempster Building) would be retained under the Code Compliant and Unified Zoning Alternatives. Three buildings and one partial building (the Chronicle Building, Camelline, Building, Dempster Building, and partial Examiner Building) would be retained under the Preservation Alternative.

Source: Forest City Residential Development, Inc., 2014.

RESPONSES TO COMMENTS ATTACHMENTS

- A. DRAFT EIR COMMENT LETTERS AND EMAILS**
- B. DRAFT EIR PUBLIC HEARING TRANSCRIPT**

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ATTACHMENTS

DRAFT EIR COMMENTS INTRODUCTION

This attachment contains copies of all written comments received on the Draft EIR, including comments submitted either by letter, fax, or email. Written comments are grouped under one of two categories: non-governmental organization or individuals; written comments are further grouped by letter/email/fax or form letter. Transcripts of oral comments presented at the public hearing on the Draft EIR are included in a separate group. Tables summarizing all of the commenters in each of these three categories are presented in Chapter III of the Comments and Responses document. Within each group of comments, commenters are organized in alphabetical order by code. To facilitate the commenter in locating the responses to his or her comments, the EIR assigns a unique commenter code plus one or more topic codes to each comment, as explained below. The commenter code is shown at the top of each page with individual comment numbers shown in the margin of each written comment. Table A-1, Matrix of Comment Letters and Emails and Topic Codes and Table B-1, Matrix of Commenters in Draft EIR Public Hearing Transcript (located following the section on Comment Codes, below) indicates each commenter code, comment number, and the topic code assigned to each comment. This information serves as a cross-reference guide for the commenter and topic codes.

COMMENTER CODES

This document assigns a code to each comment letter, email, form letter, and public hearing transcript based on the name of the organization or individual submitting the comment. Comments submitted by mail, email, facsimile, comment card, or orally at the public hearing (as transcribed in the official public hearing transcript) are all coded and numbered the same way. Each commenter code has three parts. It begins with a prefix indicating whether the commenter is from a governmental agency (A),

non-governmental organization (O), or is an individual (I). This is followed by a hyphen and the acronym of the agency or organization, or the individual's last name. If comments were received from multiple individuals with the same last name, the last name is followed by a space and that individual's first initial. Finally, if a specific individual or organization submitted multiple comment letters, the last name and initial is followed by a space and a number indicating the order that the comment was received. The parts of the commenter code that indicate the commenter's affiliation (A, O, I, etc.), name, and number of the comment letter received is shown in bold at the top of each page of every written comment. Comment topic codes are indicated along the left side of each page using brackets to indicate where in the comment letter the comment is located and a topic code that corresponds to the responses in the Response to Comments document.

LIST OF AGENCIES, ORGANIZATIONS, AND INDIVIDUALS COMMENTING ON THE DEIR

The prefixes for the topic codes used in the organization of Chapter IV, Responses to Comments, are shown below.

ES	Economic and Social Effects	AQ	Air Quality
PD	Project Description	WS	Wind and Shadow
PO	Planning Policy	PS	Public Services and Recreation
LU	Land Use	UT	Utilities and Service Systems
PH	Population and Housing	AL	Alternatives
CP	Cultural and Paleontological Resources	OC	Other CEQA Considerations
TR	Transportation and Circulation	GC	General Comments
NO	Noise		

Within each section of this chapter under each topic area, similar comments are grouped together and numbered sequentially using the topic code prefix and sequential numbering for each subtopic. For example, General Comments [GC] are listed as [GC-1], [GC-2], [GC-3], and so on. Within each topic code and corresponding heading that introduces the comment subject; there are quotes of comments, including the commenter name and a unique comment code that identifies the commenter.

ATTACHMENT A

DRAFT EIR COMMENT LETTERS AND EMAILS

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Table A-1: Matrix of Draft EIR Comment Letters and Emails and Topic Codes

Comment Code	Full Name	Comment Type	Topic Code
Federal, State, Regional and Local Agencies, Boards, and Commissions			
A-BAAQMD	Barry G. Young	Email	AQ-1 Required Air Quality Permits and Approvals
A-HPC	Karl Hasz	Letter	PD-3 Project Massing and Design
			CP-1 Completeness and Adequacy of Cultural Resources Analysis
			CP-2 Direct and Indirect Impacts on Historical Resources
			AL-1 Support for the Preservation Alternative
			AL-3 Alternatives Considered but Rejected From Further Analysis
A-SCH	Scott Morgan, Director	Letter	GC-6 Environmental Review and Community Outreach Process
Organizations			
O-AND	Prescott Reavis	Letter	ES-1 Displacement of Existing Uses, Future Tenant Mix, and Related Social Impacts
			PD-1 Project Development Schemes
			PD-2 Proposed Open Space
			PD-3 Project Massing and Design
			PO-2 Proposed Land Use Amendments and Project Consistency with Applicable Policies and Regulations
			TR-1 Traffic Impacts
			AQ-3 Construction-Related Dust and Air Quality Impacts to Adjacent Residential Uses
			AQ-5 Project Compliance with Air Quality and Greenhouse Gas Emissions Reduction Regulations
			WS-1 Wind and Shadow Impacts on Off-Site Open Space
			AL-4 Support for a Community-Identified Alternative
			GC-3 Adequacy of the Draft EIR
			GC-4 Project Merits
			GC-5 General Concerns Related to the Project's Impacts
GC-8 General Construction-Period Impacts			
O-BHLG	Susan Brandt-Hawley	Letter	GC-9 Cumulative Analysis
O-FADF1	Bernadette Borja Sy	Email	N/A

Table A-1: Matrix of Draft EIR Comment Letters and Emails and Topic Codes

Comment Code	Full Name	Comment Type	Topic Code
O-FADF2	Bernadette Borja Sy	Letter	ES-1 Displacement of Existing Uses, Future Tenant Mix, and Related Social Impacts
			PD-2 Proposed Open Space
			PH-1 Jobs-to Housing Balance
			PH-2 Affordable Housing
			TR-1 Traffic Impacts
			WS-1 Wind and Shadow Impacts on Off-Site Open Space
			WS-2 Wind and Shadow Impacts on On-Site Open Space,
			AL-4 Support for a Community-Identified Alternative
			GC-3 Adequacy of the Draft EIR
			GC-5 General Concerns Related to the Project's Impacts
O-GL1	Eric. S. Phillips	Email	GC-6 Environmental Review and Community Outreach Process
O-GL2	Eric. S. Phillips	Letter	ES-1 Displacement of Existing Uses, Future Tenant Mix, and Related Social Impacts
			PD-1 Project Development Schemes
			PD-2 Proposed Open Space
			PO-1 Existing Planning Context
			PO-2 Proposed Land Use Amendments and Project Consistency with Applicable Policies and Regulations
			PH-2 Affordable Housing
			TR-1 Traffic Impacts
			TR-4 Project Garage Operations
			TR-6 Construction-Related Transportation Impacts
			AQ-2 Construction-Related Health Air Quality Impacts
			WS-1 Wind and Shadow Impacts on Off-Site Open Space
			WS-2 Wind and Shadow Impacts on On-Site Open Space
			PS-1 Provision of On-Site Open Space and Related Impacts
			PS-2 Construction-Period Impacts to Existing Off-Site Open Space
AL-3 Alternatives Considered but Rejected From Further Analysis			

Table A-1: Matrix of Draft EIR Comment Letters and Emails and Topic Codes

Comment Code	Full Name	Comment Type	Topic Code
			AL-4 Support for a Community-Identified Alternative
			OC-1 Growth-Inducing Impacts
			GC-3 Adequacy of the Draft EIR
			GC-9 Cumulative Analysis
			GC-10 Terms and Acronyms Used in the Draft EIR
O-GL3	Eric. S. Phillips	Email	GC-3 Adequacy of the Draft EIR
			GC-4 Project Merits
O-PMWG	Carl Hall	Letter	PO-2 Proposed Land Use Amendments and Project Consistency with Applicable Policies and Regulations
			TR-1 Traffic Impacts
			TR-4 Project Garage Operations
			TR-6 Construction-Related Transportation Impacts
			NO-1 Construction-Period Noise Impacts
			NO-3 Construction-Period Vibration Impacts
			AQ-2 Construction-Related Health Air Quality Impacts
			AQ-4 Project Operation-Related Air Quality Impacts
			AQ-7 Project Transportation Demand Management Plan
			AL-2 Support for Community-Identified Alternatives
			OC-1 Growth-Inducing Impacts
			GC-3 Adequacy of the Draft EIR
			GC-4 Project Merits
			GC-5 General Concerns Related to the Project's Impacts
O-SFH	Mike Buhler	Letter	PO-2 Proposed Land Use Amendments and Project Consistency with Applicable Policies and Regulations
			CP-1 Completeness and Adequacy of Cultural Resources Analysis
			CP-2 Direct and Indirect Impacts on Historical Resources
			CP-3 194-198 Fifth Street Building
			CP-4 Nomination of Historical Resources to City Landmark/National Register
			AL-3 Alternatives Considered but Rejected From Further Analysis
			GC-11 Request for Additional Review by The HPC

Table A-1: Matrix of Draft EIR Comment Letters and Emails and Topic Codes

Comment Code	Full Name	Comment Type	Topic Code
O-SFRG1	David B. Jones	Letter	GC-9 Cumulative Analysis
O-SFRG2	David B. Jones	Letter	TR-7 Cumulative Methodology
			GC-2 Development Fees
			GC-9 Cumulative Analysis
O-SOMCAN1	Angelica Cabande and Joseph Smooke	Email	N/A
O-SOMCAN2	Angelica Cabande and Joseph Smooke	Letter	ES-1 Displacement of Existing Uses, Future Tenant Mix, and Related Social Impacts
			PD-1 Project Development Schemes
			PD-2 Proposed Open Space
			PD-3 Project Massing and Design
			PO-1 Existing Planning Context
			PO-2 Proposed Land Use Amendments and Project Consistency with Applicable Policies and Regulations
			PH-2 Affordable Housing
			TR-1 Traffic Impacts
			AQ-2 Construction-Related Health Air Quality Impacts
			AQ-6 Project Construction Schedule and Related Air Quality Impacts
			WS-1 Wind and Shadow Impacts on Off-Site Open Space
			WS-2 Wind and Shadow Impacts on On-Site Open Space
			PS-1 Provision of On-Site Open Space and Related Impacts
			PS-2 Construction-Period Impacts to Existing Off-Site Open Space
			AL-4 Support for a Community-Identified Alternative
GC-3 Adequacy of the Draft EIR			
GC-9 Cumulative Analysis			
GC-10 Terms and Acronyms Used in the Draft EIR			
O-VEC-Durazo	Chris Durazo	Email	N/A

Table A-1: Matrix of Draft EIR Comment Letters and Emails and Topic Codes

Comment Code	Full Name	Comment Type	Topic Code
O-VEC-Antonio	Luisa Antonio	Letter	ES-1 Displacement of Existing Uses, Future Tenant Mix, and Related Social Impacts
			PD-2 Proposed Open Space
			PH-2 Affordable Housing
			TR-1 Traffic Impacts
			TR-3 Pedestrian Impacts
			WS-1 Wind and Shadow Impacts on Off-Site Open Space,
			GC-3 Adequacy of the Draft EIR
			GC-4 Project Merits
			GC-6 Environmental Review and Community Outreach Process
O-WBPMSC1	Vivian Zalvidea Araullo	Email	ES-1 Displacement of Existing Uses, Future Tenant Mix, and Related Social Impacts
			GC-3 Adequacy of the Draft EIR
			GC-4 Project Merits
			GC-5 General Concerns Related to the Project's Impacts
			GC-9 Cumulative Analysis
O-WBPMSC2	Vivian Zalvidea Araullo	Letter	N/A
O-YBNC1	Unspecified	Letter	PO-4 Provision of Open Space
			AL-1 Support for the Preservation Alternative,
			GC-1 Comments Related to Dog Ownership and Childcare
O-YBNC2	Unspecified	Letter	ES-1 Displacement of Existing Uses, Future Tenant Mix, and Related Social Impacts
			PD-3 Project Massing and Design
			PO-2 Proposed Land Use Amendments and Project Consistency with Applicable Policies and Regulations
			PH-2 Affordable Housing
			PS-3 Impact Fees for Public Services

Table A-1: Matrix of Draft EIR Comment Letters and Emails and Topic Codes

Comment Code	Full Name	Comment Type	Topic Code
			AL-1 Support for the Preservation Alternative
			OC-1 Growth-Inducing Impacts
			GC-7 Development Agreement or Other Community Benefit Agreements
O-YBNC3	Unspecified	Letter	GC-1 Comments Related to Dog Ownership and Childcare
O-YBNC4	Unspecified	Letter	GC-9 Cumulative Analysis
Individuals			
I-Abbott	William W. Abbott	Letter	PD-3 Project Massing and Design
			PD-5 Design for Development and Special Use District Controls
			PO-3 Policy Conflicts with Nearby Existing Residential Development
			LU-1 Description of Existing Conditions Within the Project Vicinity
			LU-2 Compatibility of the Project with Surrounding Land Uses
			CP-3 194-198 Fifth Street Building
			NO-1 Construction-Period Noise Impacts
			NO-2 Operation-Period Noise Impacts
			NO-3 Construction-Period Vibration Impacts
			WS-1 Wind and Shadow Impacts on Off-Site Open Space
			AL-3 Alternatives Considered but Rejected From Further Analysis
			OC-2 Comments Related to the Analysis of Impacts Related to Geology and Soils
			GC-3 Adequacy of the Draft EIR
			GC-4 Project Merits
GC-5 General Concerns Related to the Project's Impacts			
I-Bates	Megan Bates	Email	AL-2 Support for Community-Identified Alternatives
			GC-4 Project Merits
I-Corvo	Sabrina Corvo	Email	AL-2 Support for Community-Identified Alternatives
			GC-4 Project Merits
I-GianolaA	Arianna Gianola	Email	AL-2 Support for Community-Identified Alternatives
			GC-4 Project Merits
I-GianolaM	Maurizio Gianola	Email	AL-2 Support for Community-Identified Alternatives
			GC-4 Project Merits

Table A-1: Matrix of Draft EIR Comment Letters and Emails and Topic Codes

Comment Code	Full Name	Comment Type	Topic Code
I-Goodman	Aaron Goodman	Email	GC-4 Project Merits
I-Graham	Chip Graham	Email	GC-4 Project Merits
I-Gruen	Nina Gruen	Email	GC-4 Project Merits
I-Hestor1	Sue Hestor	Email	PD-3 Project Massing and Design
			GC-3 Adequacy of the Draft EIR
I-Hong	Dennis Hong	Email	PD-3 Project Massing and Design
			TR-5 Loading Impacts
			GC-3 Adequacy of the Draft EIR
			GC-4 Project Merits
			GC-6 Environmental Review and Community Outreach Process
			GC-8 General Construction-Period Impacts
I-Kilmer	Jeff Kilmer	Email	AL-2 Support for Community-Identified Alternatives
			GC-4 Project Merits
I-Koc	Aydin Koc	Email	AL-2 Support for Community-Identified Alternatives
			GC-4 Project Merits
I-McVeigh2	Sharon McVeigh-Pettigrew	Letter	ES-1 Displacement of Existing Uses, Future Tenant Mix, and Related Social Impacts
			PD-3 Project Massing and Design
			PD-4 Proposed Project Variances and Building Setback
			LU-1 Description of Existing Conditions Within the Project Vicinity
			LU-2 Compatibility of the Project with Surrounding Land Uses
			CP-3 194-198 Fifth Street Building
			TR-3 Pedestrian Impacts
			TR-5 Loading Impacts
			NO-3 Construction-Period Vibration Impacts
			NO-4 Increases in Noise from Existing Off-Site Uses
			NO-5 Construction and Operation Period Traffic Noise and Vibration Impacts
			AQ-3 Construction-Related Dust and Air Quality Impacts to Adjacent Residential Uses
UT-1 Capacity of the Existing Sewer System			

Table A-1: Matrix of Draft EIR Comment Letters and Emails and Topic Codes

Comment Code	Full Name	Comment Type	Topic Code
			AL-3 Alternatives Considered but Rejected From Further Analysis
			OC-2 Comments Related to the Analysis of Impacts Related to Geology and Soils
			GC-3 Adequacy of the Draft EIR
			GC-4 Project Merits
			GC-5 General Concerns Related to the Project's Impacts
			GC-8 General Construction-Period Impacts
I-Richards	Dennis Richards	Email	ES-1 Displacement of Existing Uses, Future Tenant Mix, and Related Social Impacts
I-Rockman	Saul Rockman	Email	AL-2 Support for Community-Identified Alternatives
			GC-4 Project Merits
I-Swenson	Frank Swenson	Email	AL-2 Support for Community-Identified Alternatives
			GC-4 Project Merits
I-Weil	Jane Weil	Email	AL-2 Support for Community-Identified Alternatives
			GC-4 Project Merits

Letter
A-
BAAQMD

From: Barry Young [mailto:BYoung@baaqmd.gov]
Sent: Friday, November 07, 2014 10:19 AM
To: Jacinto, Michael (CPC)
Cc: Jim Karas; David Vintze; Alison Kirk
Subject: 5M Project (Case No. 2011.0490E) - Draft EIR Comments

San Francisco Planning Department
Attn: Mr. Michael Jacinto, Environmental Coordinator
1650 Mission Street, Suite 400
San Francisco, CA 94103-2479

Subject: 5M Project (Case No. 2011.0490E) Availability of Draft Environmental Impact Report

Dear Mr. Jacinto,

Bay Area Air Quality Management District (BAAQMD) staff reviewed the Draft Environmental Impact Report (DEIR) for the 5M Project at 925-967 Mission Street, San Francisco and have the following comments.

1. The BAAQMD has not yet received a permit application for the new diesel generators and fire pumps associated with the project. Please remind the project applicant that the proposed equipment cannot be installed, modified, altered, operated, or tested without the required BAAQMD permits.
2. On Page 421, the DEIR states, "*The BAAQMD regulates backup emergency generators, fire pumps and other sources of TACs through its New Source Review (Regulation 2, Rule 5) permitting process.*"

To provide a more complete description of the BAAQMD permitting process, the DEIR should replace the above sentence with the following, "*The BAAQMD regulates backup emergency generators, fire pumps and other sources of TACs through its New Source Review (Regulation 2, Rule 2 and Regulation 2, Rule 5) permitting process. The backup emergency generators and fire pumps must also comply with the applicable control, monitoring, and recordkeeping requirements in BAAQMD Regulation 9, Rule 8 (Nitrogen Oxides and Carbon Monoxide from Stationary Internal Combustion Engines).*"

If you have any questions regarding these comments, please contact me.

Sincerely,
--Barry

Barry G. Young
Senior Advanced Projects Advisor | Engineering Division
Bay Area Air Quality Management District
939 Ellis Street | San Francisco, CA 94109
☎ Office: 415.749.4721 | 📠 Fax: 415.749.4949
byoung@baaqmd.gov | www.baaqmd.gov
Please consider the environment before printing this e-mail.

AQ-1

AQ-1



SAN FRANCISCO PLANNING DEPARTMENT

November 18, 2014

Sarah B. Jones
Environmental Review Officer
San Francisco Planning Department
1650 Mission Street, 4th Floor
San Francisco, CA 94103

Dear Ms. Jones,

On November 5, 2014, the Historic Preservation Commission (HPC) held a public hearing and took public comment on the Draft Environmental Impact Report (DEIR) for the 5M Project (2011.0409E). After discussion, the HPC arrived at the questions and comments below:

- The HPC felt the discussion of the DEIR's Preservation Alternatives was unsatisfying. The project description contained only 10-15 figures illustrating the project. The EIR's Alternatives section included a single graphic and lacked information related to the retention and preservation of historic resources.
- The HPC would like to see additional information related to 430 Natoma Street, aka The Cameline Building, an historical resource evaluated in the EIR.
- The HPC questioned why a project that retained the Cameline building as opposed to demolishing it could not meet all the sponsor's objectives? The Commission noted that the project needs to "work harder" to preserve the Cameline building and that the EIR should include more detail and alternatives that would retain and preserve 430 Natoma Street, either in its place or through relocation to another part of the 5M site.
- The HPC is concerned about the project's scale and its overall combined effect on historical resources in the area. The HPC noted that more attention should be paid to the revitalization of alleyways on the project block and broadly supports types of project alternatives that are protective of all historic resources in the project area.

The HPC appreciates the opportunity to participate in review of this environmental document.

Sincerely,

Karl Hasz, President
Historic Preservation Commission

www.sfplanning.org

Letter
A-HPC

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

Reception:
415.558.6378

Fax:
415.558.6409

Planning
Information:
415.558.6377

AL-3
PD-3
AL-3

AL-1

CP-2
CP-1
AL-1

Letter
A-SCH



Edmund G. Brown Jr.
Governor

STATE OF CALIFORNIA
Governor's Office of Planning and Research
State Clearinghouse and Planning Unit



Ken Alex
Director

December 2, 2014

Michael Jacinto
San Francisco Planning Department
1650 Mission Street, Suite 400
San Francisco, CA 94103

Subject: 5M Project
SCH#: 2013011055

Dear Michael Jacinto:

The State Clearinghouse submitted the above named Draft EIR to selected state agencies for review. The review period closed on December 1, 2014, and no state agencies submitted comments by that date. This letter acknowledges that you have complied with the State Clearinghouse review requirements for draft environmental documents, pursuant to the California Environmental Quality Act.

Please call the State Clearinghouse at (916) 445-0613 if you have any questions regarding the environmental review process. If you have a question about the above-named project, please refer to the ten-digit State Clearinghouse number when contacting this office.

Sincerely,

Scott Morgan
Director, State Clearinghouse

GC-6

Letter
A-SCH
Cont.

Document Details Report
State Clearinghouse Data Base

SCH# 2013011055
Project Title 5M Project
Lead Agency San Francisco, City and County of

Type EIR Draft EIR

Description The proposed mixed-use project would be developed on an approximately 4-acre site in the southwest quadrant of Fifth and Mission Streets in Downtown San Francisco. The project would result in the retention and rehabilitation of two buildings on the site (the Chronicle Building at 901 Mission Street and the Dempster Printing Building at 447-449 Minna Street), the demolition of six existing buildings on the site, and the construction of five new buildings. Buildings would range in height from approximately 50 feet to 400 feet. After implementation of the project, the total square footage of renovated existing buildings and new construction would include approximately 1.85 million gsf of new and existing uses, comprising 1,132,200 gsf of office uses, (814,500 gsf of net new office space), 552,800 gsf of residential uses (approximately 748 dwelling units), up to 146,900 gsf of active ground floor retail/office/cultural/educational uses, and 18,200 gsf of arts/cultural/educational uses. In addition, the proposed project would include up to 888 motor vehicle parking spaces in three subterranean levels, and up to 270 bicycle parking spaces throughout the site. The project would also provide 34,000 sf of privately-owned publicly accessible open space throughout the site and would also result in changes to the site's vehicular and pedestrian circulation patterns, primarily to Mary Street.

Lead Agency Contact

Name Michael Jacinto
Agency San Francisco Planning Department
Phone 415 575 9033 **Fax**
email
Address 1650 Mission Street, Suite 400
City San Francisco **State** CA **Zip** 94103

Project Location

County San Francisco
City San Francisco
Region
Lat / Long 37° 47' 3" N / 122° 24' 24" W
Cross Streets Mission and Fifth Streets
Parcel No. Various
Township **Range** **Section** **Base**

Proximity to:

Highways: I-80, 280, US-101
Airports
Railways BART/Caltrain
Waterways San Francisco Bay
Schools Various
Land Use PLU: Office, support, light industrial
Z: C-3-S and RSD / 160-F and 40-X/85-B Height and Bulk District
GPD: Downtown area

Project Issues Air Quality; Archaeologic-Historic; Noise; Population/Housing Balance; Public Services; Recreation/Parks; Sewer Capacity; Toxic/Hazardous; Traffic/Circulation; Water Supply; Growth Inducing; Landuse; Cumulative Effects; Other Issues

Reviewing Agencies Resources Agency; Department of Fish and Wildlife, Region 3; Office of Historic Preservation; Department of Parks and Recreation; Department of Water Resources; Office of Emergency Services, California; California Highway Patrol; Caltrans, District 4; Department of Housing and Community Development; Air Resources Board; Regional Water Quality Control Board, Region 2; Native American Heritage Commission; Public Utilities Commission

Date Received 10/15/2014 **Start of Review** 10/15/2014 **End of Review** 12/01/2014

Letter
O-AND

– AsianNeighborhoodDesign

1245 Howard Street,
San Francisco, CA 94103
(415) 575-0423, Fax (415) 575-0424
TDD: California Relay Service
800.735.2922
www.andnet.org

January 7, 2015

Sarah B. Jones, Director of Environmental Planning Officer
San Francisco Planning Department
1650 Mission Street, Suite 400
San Francisco, CA 94103
Sarah.B.Jones@sfgov.org

RE: 5M Project, various addresses, generally 925-967 Mission Street
Forest City Enterprises, Inc.
Case No.: 2011.0409E

Ms. Jones,

Asian Neighborhood Design has passionately served the San Francisco Bay Area for over four decades as a non-profit in the areas of architecture, community planning, workforce development and employment training. We have had our office in the South of Market Area (SOMA) for over a decade and have been integral in shaping and provided a voice for many of the disadvantaged individuals and communities during the planning and construction of the neighborhood. With our technical experience and deep rooted community connections with the citizens, businesses and other non-profits in the SOMA we submit our EIR comments for the 5M Project with aspirations of providing comments which will improve the project to best serve the current and future residents and business of SOMA.

GC-5

The densification of the core of San Francisco around current transit hubs is needed to comply with the SB 375 and AB 32 for the reduction of Greenhouse Gas. The proposed 5M Development by Forest City Enterprises, Inc. has the skeleton of being a project which can be used as a model for developing positive urban development for all citizens in San Francisco.

GC-4

Unfortunately, the proposed 5M project does not fulfill its goal of creating a project "with People first." The project has not fully embraced designing for the existing residents and business of SOMA. The EIR reports twelve areas which will have significant impact to the people and environment of SOMA. Critical areas which are already issues in SOMA which have not been clearly addressed in the EIR are Population and Housing, Transportation and Circulation, Noise, Air Quality, Wind and Shadow, Recreation and Public Services. A prime example of not diligently addressing the issue of affordable housing within this project, when it is centrally located near three modes of public transportation and service providers who support low and moderate income residents of San Francisco. We have outlined numerous issues with the EIR report below.

GC-4

MR-3

Letter
O-AND
Cont.

1. **Spot Zoning.** There is a tremendous amount of development happening right now in SoMa. There are various plan areas and large scale developments such as: Central SoMa Plan, Youth Family and Senior Zone, Transbay, Moscone Expansion, etc. The 5M project as proposed makes no attempt to reconcile its Special Use District with all these other plans. To propose a General Plan amendment that ignores the cumulative impacts of all the planning and development all around and surrounding it is to promote development without planning. Developers should not be allowed to determine how land is developed based on their own business plan—the citizens of San Francisco demand a developments such as 5M to clearly explain and show through diagrams and drawings how they will be integrated into the larger context of planning and other major developments in the area, otherwise, this will be effectively be spot zoning and set a dangerous precedence for future developments to design whatever is best for them and ignore previous efforts developed for the benefit of all San Franciscans.

MR-2

It's impossible for us to get a sense of how large the Proposed Project actually is. All the drawings presented in the Draft EIR are from above looking down. We need to see renderings that show the Proposed Project from street level, in context, so we can see what it will be like to walk down all the streets near and around the Project and so we can see how adjacent buildings will be impacted by the scale of the Project. We need to see a 3-dimensional massing simulation of the project from all angles and in the context of the new Transbay Transit District, and other large towers in the area (Mexican Museum Tower, Four Seasons Tower, new development proposed at Market and Van Ness, etc.).

PD-3

Since the Project is proposing to increase the zoning of this site and develop at a scale not previously considered by members of the community, we need to see a comparative analysis showing what other buildings in San Francisco have similar height and bulk as each of the towers being proposed, so we can understand in real terms what is being proposed by the Applicant. What other buildings existing in San Francisco are as tall as those being proposed? What other buildings existing in San Francisco have similar size floor plates and total square footage? What other buildings in San Francisco have as many residential units and as much office space as are being proposed for this site?

MR-3

2. **Shadow and Wind Impacts.** We are concerned about uncomfortable levels of wind and/ or shadow on Boeddeker Park, UN Plaza, Hallidie Plaza, Jessie Square and Yerba Buena Park, Gene Friend Park, and other public open spaces named in the

WS-1

Letter
O-AND
Cont.

DEIR. We are also concerned about whether the publicly accessible open spaces provided by the proposed development will have excessive shadow and wind impacts-- these are not studied in the DEIR.

WS-1
cont.

3. **The Project is Confusing.** The DEIR describes 2 different Project Proposals-- an "Office Scheme" and a "Residential Scheme" and the DEIR switches back and forth throughout the document leading to confusion about what project is actually being proposed and analyzed. What is the baseline project for this EIR?

PD-1

4. **Car Traffic.** The impacts on traffic and pedestrian safety and surrounding businesses is significant and unacceptable, and according to the DEIR cannot be mitigated. What is the real proposed plan for developing a comprehensive document which details how traffic will be mitigated to provide pedestrian safety the highest level? On page 76 of the EIR is states "The proposed project would increase traffic volumes, which contribute to regional air pollution." How can this project be in compliance with SB375 & AB 32?

TR-1

AQ-5

5. **Construction period impacts, noise, dust and traffic.** We are concerned about impacts during the eight year construction period especially to youth and seniors. We are also concerned about the construction period noise and dust for local businesses and their patrons. On page 76 of the EIR is states "The proposed project would increase traffic volumes, which contribute to regional air pollution. Air pollutant emissions could also occur over the short term in association with construction activities. Construction vehicle traffic, the use of construction equipment, and wind blowing over exposed earth could emit exhaust and dust that affect local and regional air quality.

AQ-3

6. **Open space.** With so many new residential units, there needs to be more open space, especially more active open space than has been proposed. There are only two active recreation locations in SOMA, Gene Friend Recreation Center and Victoria Manalo Draves Park. The open space proposed for the top of the Chronicle building is poor planned as its intended use to be for passive space. It will not be visible to the public, and it depends on elevator access from an alleyway. How will the public undoubtedly know this park is accessible and there for their usage? What signage directional methodologies will be used to denote this park as public?

PD-2

7. **Commuters.** We need an economic analysis that shows what the price of the housing will be and what the jobs in the office and retail spaces will be paying. If the

MR-3

Letter
O-AND
Cont.

people who will be working in these new office buildings will not be making enough money to be able to afford the rents or purchase prices of these new units, then this is inherently creating an environmental impact because employees will have to commute from somewhere, going against the fundamentals of SB375 & AB32.

8. **Pied-a-terres.** As a recent study in 48Hills shows, ~39% of all of these new condo units are "second homes" or "pied-a-terre" units, meaning they aren't even truly used as residences. We need to know whether there will be a requirement that all units be rented and sold to people who will actually live in them.

MR-3
cont.

9. **Affordable Housing.** This project does not meet the needs for affordable housing as stated in the City's Housing Element of the General Plan. This project also does not meet the standards set for a minimum of 33% affordable housing established by Prop K passed by SF voters November, 2014. The City will not be able to meet its Prop K goals without large projects like these providing at least 33% of the units as affordable housing.

10. **Mint Mall.** The Mint Mall is full of small businesses and low income residents. The proposed 5M development will have a direct impact on the Mint Mall as it will be right next door and will literally overshadow it. There will also be many months of direct impact during the lengthy construction period. These impacts have not addressed anywhere within the EIR.

GC-8

11. **Impacts to Vulnerable SoMa Residents.** In addition, private residential apartments along the Minna Street alleyways house many of the low-income residents in the area. These residents will be directly impacted by this project, where is the EIR are the perceived impacts to these existing citizens of San Francisco?

MR-3

12. **Real Alternatives.** None of the project alternatives proposed in the DEIR reflects the actual needs of the community. The following describes the Community Preferred Project Alternative and reasons we think that this is an environmentally superior alternative that demands study as part of the Final EIR.

a. **Zoning:** The zoning of the site should remain as it is. Although the intensity of development allowed under current zoning will create significant neighborhood and environmental impacts, we as organizations that work with residents, workers, and shop owners in this area are willing to consider and prefer a project

AL-4

Letter
O-AND
Cont.

alternative that maintains the current zoning, while maximizing the positive impact for existing and new residents of SOMA.

- b. **Affordable Housing:** To start to work toward restoring some balance of affordable housing in SoMa, we require that all large scale developments such as 5M provide 33% affordable housing units. This would also help this project bring the city's production goals to being more consistent with the Housing Element of its General Plan, and compliance with Prop K.
- c. **Housing:** The code compliant alternative has only 188 units of housing. The alternative we prefer would have more housing and less office space than are detailed in the code compliant alternative. None of the new housing should be able to be second homes or pied-a-terres.
- d. **Shadow and Wind Impacts:** The "Code Compliant Alternative" allows new buildings to range in height from 40 to 114 feet. While these are large buildings, it's possible that there would no longer be significant shadow or wind impacts on surrounding public open spaces. The community needs to see and understand the full shadow impacts of the 5M project through drawings and diagrams of shadows for each proposed option.
- e. **Traffic:** Although the Code Compliant alternative still causes cumulative impacts from the increased intensity of use of this site, this alternative shows a reduction in the number of parking spaces which is a significant improvement over the proposed project.
- f. **Pedestrian Safety:** We have data from Walk SF about pedestrian / automobile collisions and fatalities already occurring at 6th and Howard. Even this Project Alternative will worsen the chances for these tragic incidents to take place. Therefore, this Project Alternative must develop and present in the EIR a comprehensive set of mitigations to provide adequate safety for pedestrians.
- g. **Nonprofit and Artists Space:** Escalation in market office rents has driven nonprofit organizations and artists out of San Francisco. It has also threatened the stability of nonprofit organizations upon which the SoMa community depends. We want 20% of the ground floor and 20% of the upper stories to be "inclusionary" space for nonprofits (including childcare) and artists. The concept of "inclusionary" here incorporates the following principles: 1) permanently affordable as established by a survey of what nonprofits and artists are currently able to pay (per SF Arts Commission and SF MOHCD) with adjustments over time that ensure permanent affordability; 2) space physically located in desirable areas of the building.

AL-4
cont.

Letter
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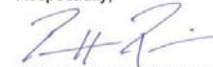
- h. **Open Space:** Our community alternative demands a much higher amount of publicly accessible open space with active spaces like playgrounds for children-- and no rooftop open space.

AL-4
cont.

The Draft EIR is deficient in numerous ways: it is misleading, it fails to fully disclose the full impacts of the Project, it includes inadequate mitigation, and it does not include a reasonable range of alternatives. At a minimum, the Draft EIR must be revised to correct these deficiencies and be recirculated.

GC-3

Respectfully,



Prescott Reavis, NOMA LEED AP SEED
Community Planner and Project Manager

Letter
O-BHLG

Brandt-Hawley Law Group

Chauvet House • PO Box 1659
Glen Ellen, California 95442
707.938.3900 • fax 707.938.3200
preservationlawyers.com

January 7, 2015

Sarah B. Jones
Environmental Review Officer
San Francisco Planning Department

via email sarah.b.jones@sfgov.org

Subject: 5M Project Draft EIR Comments (2011:0409E.)

Dear Environmental Review Officer Jones,

I represent the Yerba Buena Neighborhood Consortium regarding the 5M Project, and submit this letter as a supplement to the Consortium's comments on the Draft EIR. There is a straightforward, fatal flaw in the EIR: it fails to provide a good faith effort at full disclosure of reasonably foreseeable downtown development. The City's failure to fairly address and mitigate related development will result in very negative real-life consequences for the 2000 elders and other residents living in the Yerba Buena neighborhood. Cumulative impacts analysis and mitigation cannot lawfully be deferred to the Central SOMA Plan Program EIR.

GC-9

The legal framework for adequate cumulative impacts analysis is well-settled, based upon the premise that "the full environmental impact of a proposed ... action cannot be gauged in a vacuum." *Whitman v. Board of Supervisors* (1979) 88 Cal.App.3d 397, p. 408. "Cumulative impacts" refer to two or more individual effects which, when considered together, are considerable or which compound or increase

Letter
O-BHLG
Cont.

Letter to Sarah B. Jones
January 7, 2015
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other environmental impacts. CEQA Guidelines, § 15355.

Understated cumulative impacts analysis "impedes meaningful public discussion and skews the decision maker's perspective concerning the environmental consequences of a project, the necessity for mitigation measures, and the appropriateness of project approval." *Citizens to Preserve the Ojai v. County of Ventura* (1985) 176 Cal.App.3d 421. An EIR should avoid "the fallacy of division" that occurs when cumulative impacts are overlooked through separate focus on "isolated parts of the whole." *San Joaquin Raptor/Wildlife Center v. County of Stanislaus* (1994) 27 Cal.App.4th 713, pp. 729-735.

GC-9
cont.

That is what this Draft EIR has done, as it considers the project as if in a vacuum; spot-zoning rather than part of anticipated downtown development. This defeats the spirit and letter of CEQA that mandates analysis and mitigation of reasonably foreseeable projects that together constitute the "whole of an action." The EIR must be substantially revised to comply with CEQA.

Thank you.

Sincerely yours,


Susan Brandt-Hawley

Letter
O-FADF1

From: bernadette.borjasy@gmail.com [mailto:bernadette.borjasy@gmail.com] **On Behalf Of** Bernadette Sy
Sent: Wednesday, January 07, 2015 3:40 PM
To: Jones, Sarah (CPC)
Cc: cwu.planning@gmail.com; planning@rodneyfong.com; Wordweaver21@aol.com; richhillssf@yahoo.com; Johnson, Christine D.(CPC); Richards, Dennis (CPC); Rahaim, John (CPC); Kim, Jane (BOS); Veneracion, April (BOS); mooreurban@aol.com
Subject: Response to DEIR for 5M Project

Good afternoon Ms. Jones,
Attached please find the response to the Draft Environmental Impact Report for the 5M Project from the Filipino-American Development Foundation.
Sincerely,
Bernadette Sy

--
Bernadette Borja Sy
Executive Director
Filipino-American Development
Foundation/Bayanihan Community
Center
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Letter
O-FADF2



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January 6, 2015

Sarah B. Jones
Environmental Review officer
San Francisco Planning Department
1650 Mission Street, Suite 400
San Francisco, CA 94103

Re: 5M Project

The Filipino-American Development Foundation is a nonprofit organization based in the South of Market neighborhood. Its mission is to develop initiatives and resources to strengthen the social, physical, and economic well-being of the Filipino-American community and the South of Market community with special attention to the underserved segments of the community. It will accomplish this by: 1) Increasing awareness and knowledge about the Filipino-American community through participation in educational and cultural programs, and more specifically relating to a proposed Filipino Social Heritage District in West South of Market. 2) Increasing access to a wide range of economic, health and social services through collaboration with existing programs and the development of culturally appropriate services. 3) Providing a community space to strengthen community ties, to facilitate the sharing of resources and expertise among service providers in SOMA, and to build leadership skills and the capacity of service providers to effectively provide relevant social services to the community. FADF's involvement in the community centers on the needs of the seniors and immigrant families in San Francisco and has taken a responsive and participatory approach to building community.

FADF would like to submit comments relating to the 5M Project's Draft Environmental Impact Report. The comments stem from meetings and focus groups with South of Market residents and nonprofit leaders, also serving low-income families within close proximity to the 5M Project. There are many concerns related to this DEIR that have been discussed, however FADF will list the areas of priority to the clients we serve and support at the Bayanihan Community Center.

- 1. Shadow and Wind Impacts.** We are concerned about uncomfortable levels of wind and/or shadow on Boeddeker Park, UN Plaza, Hallidie Plaza, Jessie Square and Yerba Buena Park, Gene Friend Park, and other public open spaces named in the DEIR. We are also concerned about whether the publicly accessible open spaces provided by the Proposed development will have excessive shadow and wind impacts-- these are not studied in the DEIR.
- 2. Car Traffic.** The impacts on traffic and pedestrian safety and surrounding businesses is significant and unacceptable, and according to the DEIR cannot be mitigated.
- 3. Construction period impacts, noise, dust and traffic.** We are concerned about impacts during the eight year construction period especially to youth and seniors. We are also concerned about the construction period noise and dust for local businesses and their patrons. Bigger buildings mean longer construction periods and greater impacts.

GC-3

WS-1

WS-2

TR-1

GC-8

- 4. **Open space.** With so many new residential units, there needs to be more open space, especially more active open space than has been proposed. The open space proposed for the top of the Chronicle building is unacceptable. It will not be visible to the public, and it depends on elevator access-- both of which are unacceptable.
- 5. **Commuters.** We need an economic analysis that shows what the price of the housing will be and what the jobs in the office and retail spaces will be paying. If the people who will be working in these new office buildings will not be making enough money to be able to afford the rents or purchase prices of these new units, then this is inherently creating an environmental impact because employees will have to commute from somewhere-- perhaps from quite far away.
- 6. **Pied-a-terres.** As a recent study in 48Hills shows, ~39% of all of these new condo units are "second homes" or "pied-a-terre" units, meaning they aren't even truly used as residences. We need to know whether there will be a requirement that all units be rented and sold to people who will actually live in them.
- 7. **Affordable Housing.** This project does not meet the needs for affordable housing as stated in the City's Housing Element of the General Plan. This project also does not meet the standards set for a minimum of 33% affordable housing established by Prop K passed by SF voters November, 2014. The City will not be able to meet its Prop K goals without large projects like these providing at least 33% of the units as affordable housing.
- 8. **Mint Mall.** The Mint Mall is full of small businesses and low income residents. The proposed 5M development will have a direct impact on the Mint Mall as it will be right next door and will literally overshadow it. There will also be many months of direct impact during the lengthy construction period. These impacts have not been given due consideration in the DEIR.
- 9. **Impacts to Vulnerable SoMa Residents.** In addition, private residential apartments along the Minna Street alleyways house many of the low-income residents in the area. These residents will be directly impacted by this project, but these impacts have not been studied.
- 10. **Real Alternatives.** None of the project alternatives proposed in the DEIR reflects the actual needs of the community. The following describes the Community Preferred Project Alternative and reasons we think that this is an environmentally superior alternative that demands study as part of the Final EIR.
 - a. **Zoning:** The zoning of the site should remain as it is. Although the intensity of development allowed under current zoning will create significant neighborhood and environmental impacts, we as organizations that work with residents, workers, and shop owners in this area are willing to consider and prefer a project alternative that maintains the current zoning.
 - b. **Affordable Housing:** To start to work toward restoring some balance of affordable housing in SoMa, we require that all large scale developments such as this one provide 33% affordable housing units. This would also help this project bring the city's production goals to being more consistent with the Housing Element of its General Plan, and compliance with Prop K.
 - c. **Housing:** The code compliant alternative has only 188 units of housing. The alternative we prefer would have more housing and less office space than are detailed in the code compliant alternative. None of the new housing should be able to be second homes or pied-a-terres.
 - d. **Shadow and Wind Impacts:** The "Code Compliant Alternative" allows new buildings to range in height from 40 to 114 feet. While these are large buildings, it's possible that there would no longer be significant shadow or wind impacts on surrounding public open spaces. We need to see these impacts studies thoroughly.
 - e. **Traffic:** Although the Code Compliant alternative still causes cumulative impacts from the increased intensity of use of this site, this alternative shows a reduction in the number of parking spaces which is a significant improvement over the proposed project.

PD-2

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AL-4

- f. **Pedestrian Safety:** We have data from Walk SF about pedestrian / automobile collisions and fatalities already occurring at 6th and Howard. Even this Project Alternative will worsen the chances for these tragic incidents to take place. Therefore, this Project Alternative must develop a comprehensive set of mitigations to provide adequate safety for pedestrians.
- g. **Nonprofit and Artists Space:** Escalation in market office rents has driven nonprofit organizations and artists out of San Francisco. It has also threatened the stability of nonprofit organizations upon which the SoMa community depends. We want 20% of the ground floor and 20% of the upper stories to be "inclusionary" space for nonprofits (including childcare) and artists. The concept of "inclusionary" here incorporates the following principles: 1) permanently affordable as established by a survey of what nonprofits and artists are currently able to pay (per SF Arts Commission and SF MOHCD) with adjustments over time that ensure permanent affordability; 2) space physically located in desirable areas of the building.
- h. **Open Space:** Our community alternative demands a much higher amount of publicly accessible open space with active spaces like playgrounds for children-- and no rooftop open space.

With that, the Draft EIR is deficient in numerous ways: it is misleading, it fails to fully disclose the full impacts of the Project, it includes inadequate mitigation, and it does not include a reasonable range of alternatives. At a minimum, the Draft EIR must be revised to correct these deficiencies and be recirculated. With that, the Filipino-American Development Foundation further requests that the Applicant and the City consider revising the Project to reduce the Project's significant impacts.

Sincerely,


 Bernadette Sy
 Executive Director
 Filipino-American Development Foundation

cc: Jane Kim, San Francisco Board of Supervisors, District 6 Supervisor
 Cindy Wu, Planning Commission President
 Rodney Fong, Planning Commission Vice President
 Michael J. Antonini, Planning Commissioner
 Rich Hillis, Planning Commissioner
 Christine D. Johnson, Planning Commissioner
 Kathryn Moore, Planning Commissioner
 Dennis Richards, Planning Commissioner
 John Rahaim, Director of Planning

AL-4
cont.

GC-3

Letter
O-GL1

From: [Eric S. Phillips](#)
To: [Jacinto, Michael \(CPC\)](#)
Cc: [Barbara E. Kautz](#)
Subject: 5M Project Draft EIR - Case No. 2011.0490E
Date: Thursday, December 11, 2014 12:43:06 PM

Hi, Michael.

I was at the November 20, 2014 Planning Commission hearing when the Commission took comments on the 5M Project Draft EIR and voted to extend the comment period. At the hearing, it sounded like the comment period would remain open until January 7, 2015, but I see on the Planning Department's website that the comment period is now set to close on December 17, 2014.

Can you confirm which date is correct and when the comment period on the Draft EIR will close?

Thanks,
Eric

Eric S. Phillips

GOLDFARB & LIPMAN LLP

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GC-6

Letter
O-GL2

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Barbara E. Kautz
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Xochitl Carrion
Rafael Yaquion
Celia W. Lee
Vincent L. Brown
Hana A. Hardy
Caroline Nasella
Eric S. Phillips
Elizabeth Klueck

January 2, 2015

via e-mail and fedex

Sarah B. Jones
Environmental Review Officer
San Francisco Planning Department
1650 Mission Street, Suite 400
San Francisco, CA 94103

Re: 5M Project Draft EIR (Case No. 2011.0490E)

Dear Ms. Jones:

Our firm represents the South of Market Community Action Network ("SOMCAN"). SOMCAN is a multi-racial, community organization that educates, organizes, and mobilizes immigrant and low-income South of Market ("SoMa") residents to fight for improvements to their quality of life by engaging in the decision making process that affects their neighborhood and greater San Francisco. The organization's mission is to build and support a strong, organized community that takes collective action to achieve social and economic justice and equity. SOMCAN works to address gentrification and displacement issues in SoMa and San Francisco.

On behalf of SOMCAN, we submit this comment letter on the Draft Environmental Impact Report ("Draft EIR") for the proposed 5M Project (the "Project") located at 925-967 Mission Street (the "Project Site") by Forest City Enterprises, Inc. (the "Applicant") in compliance with the California Environmental Quality Act (Public Resources Code §§ 21000 – 21189.3 or "CEQA") and Sections 15000 through 15387 of the California Code of Regulations ("CEQA Guidelines").

SOMCAN does not oppose development on the Project Site, but it has serious, significant and legitimate concerns regarding the increase in heights and the developable floor area permitted on the Project Site by more than two-and-one-half times what is currently permitted on the Project Site under existing codes and regulations. Such a dramatic increase in development potential would result in significant and unavoidable impacts throughout the SoMa community that are not fully disclosed, analyzed or mitigated in the Draft EIR. In addition, the Project fails to meet the City's standards for open space, affordable housing, and the Youth and Family Zone expansion planned under the City's Central SoMa Plan, and such deficiencies and inconsistencies are not addressed in the Draft EIR. Furthermore, the Draft EIR fails to contemplate a reasonable range of alternatives to the Project, neglecting to include

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January 2, 2015
Page 2

analysis of an alternative that is feasible to develop while meeting the needs of existing and future SoMa community residents and workers.

The following pages describe the above deficiencies in more detail. Because the Draft EIR contains such serious and significant errors and omissions, it must be revised to include significant new information or it will fail in its purpose as an informational document under CEQA. When "significant new information" is added to a CEQA document, the document must be re-circulated or the public will be deprived of a meaningful opportunity to comment upon the substantial adverse environmental effects of the Project or a feasible way to mitigate or avoid such an effect that the Applicant has declined to implement. (See CEQA § 21092.1; CEQA Guidelines § 15088.5 (a).) Therefore, the Draft EIR must be revised to adequately evaluate and fully disclose the Project's impacts, and then it must be recirculated.

I. The Draft EIR uses a misleading project description and confusing undefined terms.

An EIR must be "organized and written in a manner that will be meaningful and useful to the decision makers and the public." (CEQA § 21003.) To fulfil its role as a document that is meaningful and useful to decision makers and the public, an EIR must include a clear project description. "An accurate, stable, and finite project description is the *sine qua non* of an informative and legally sufficient EIR." (*County of Inyo v. City of Los Angeles* (1977) 71 Cal. App. 3d 185, 193.) Without a clear project description, members of the public and reviewing agencies cannot make definite or consistent comments, thus defeating the purpose of an EIR "as a vehicle for intelligent public discourse." (*Id.* at 197.)

Unfortunately, the Project's Draft EIR relies on descriptions of multiple possible projects rather than a finite description of a single project. The Draft EIR's Project Description introduces two development schemes that may constitute the Project. The Project Description discusses both an "Office Scheme" (which includes 871,900 gross square feet of office space and 914 dwelling units) and a "Residential Scheme" (which includes 598,500 gross square feet of office space and 1,209 dwelling units). As an initial matter, the names for the different schemes are misleading, because the Office Scheme includes a significant level of residential development, and the Residential Scheme includes a significant level of office development. In addition to the fact the schemes' names obscure the type of the development that they include, the Draft EIR compounds the problem by switching between the two schemes in its analysis. In some instances, only the Office Scheme is analyzed, while in other places, only the Residential Scheme is analyzed. This makes it difficult for decision makers or the public to consistently understand which development scheme is being analyzed. Worse, it is impossible to know what the ultimate impacts of the Project will be, because there is no definite Project.

Furthermore, in Table-S-1 the Project Description characterizes each Project impact as "LTS," "SU," or "S" without explaining what these terms mean, annotating the table, or defining these abbreviations in the Draft EIR Glossary. Although experienced reviewers can deduce that the abbreviations likely refer to "less than significant," "significant and unavoidable," and

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cont.

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January 2, 2015
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"significant" with reference to the Project's impacts, this may not be clear to members of the public, and it should not be left to readers to guess the meaning of information included in the Draft EIR.

Because the Project Description (a) uses misleading terms to describe the Project's potential development schemes, (b) fails to include a finite definition of the Project, and (c) uses unclear and undefined terms, the Draft EIR cannot fully serve its purpose to foster intelligent discussion about the Project's impacts. Therefore, the Draft EIR should be revised and recirculated.

II. The Draft EIR ignores the Project's reasonably foreseeable growth-inducing impacts and underrates the Project's cumulative impacts.

If approved, the Applicant's request that the Project Site be rezoned to increase the height and intensity of development permitted on the Project Site by two-and-one-half times – without regard to the numerous regulatory documents that would otherwise control development on the Project Site – would set a precedent for spot zoning land in SoMa to allow dramatic increases in development. This precedent, combined with the economic pressure to redevelop existing uses that the Project would contribute to, amounts to a growth-inducing impact that the Draft EIR does not discuss.

In *Stanislaus Audubon Society, Inc. v. County of Stanislaus*, 33 Cal. App. 4th 144, the Court of Appeal rejected the lead agency's claim that development of a golf course would not induce substantial growth because agricultural zoning would prevent the conversion into residential uses of adjacent land. The court required an EIR to analyze growth inducing impacts, reasoning that "zoning is subject to change . . . rezoning and general plan amendments could be approved by the planning commission and board. [T]he record before us contains no assurances that the area surrounding the project will not one day be rezoned . . . thus permitting the residential development. . . ." (*Id.* at 157.) Similarly, the Project's Draft EIR includes no assurances that the area surrounding the Project Site – area that currently includes rent controlled and affordable housing, office space for nonprofits and community organizations, and production, distribution, and repair ("PDR") jobs – will not be rezoned to permit redevelopment and displacement of existing residents and uses. Despite this reasonable foreseeable growth-inducing impact, the Draft EIR fails to adequately address this issue or provide mitigation to alleviate the Project's potential growth-inducing impacts.

If the Project displaces rent controlled and affordable housing and PDR jobs, it would run counter to the City's stated goals of preserving such resources via the recent Eastern Neighborhoods rezoning effort. Such displacement could foreseeably result in environmental impacts, because affordable housing and PDR jobs displaced by the Project would relocate to less expensive, and less developed, areas further from the Project Site. This would result in increased environmental impacts by inducing growth in less developed areas and creating the need for additional commuters as the displaced residents and workers travel back to SoMa as

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cont.

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OC-1

OC-1

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Sarah B. Jones
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part of their daily routines. However, the Draft EIR does not address these indirect impacts caused by the Project.

OC-1
cont.

This problem is exacerbated by the fact that the Draft EIR does not fully disclose the Project's cumulative impacts. The Project Description includes a table of projects that the Draft EIR claims are "reasonably foreseeable" in the vicinity of the Project Site. However, the project list has not been updated since 2012. In the intervening years, SoMa – like all of San Francisco – has been subjected to a tremendous uptick in development pressure and applications to increase the development potential of property in the vicinity of the Project Site. By only considering the impacts of projects proposed prior to 2012, the Draft EIR understates the future conditions that will exist at the time of Project Completion, which creates the appearance of fewer cumulative impacts.

GC-9

In addition, as explained above, the Draft EIR does not adequately address the displacement of rent controlled and affordable housing, nonprofit office space, and PDR jobs that would likely occur as a result of the Project. Because these impacts are not addressed, the Draft EIR also fails to account for how the Project would contribute to cumulative impacts caused by other reasonable foreseeable projects in the vicinity of the Project Site.

MR-3

A cumulative impact analysis that understates the severity and significance of cumulative impacts "impedes meaningful public discussion and skews the decision-maker's perspective concerning environmental consequences of a project, the necessity for mitigation measures, and the appropriateness of project approval." (*Citizens to Preserve the Ojai v. County of Ventura* (1985) 176 Cal. App. 3d 421, 431-32.) The Draft EIR's cumulative impacts analysis makes this very mistake. As a result, the Draft EIR should be revised and recirculated so that the public and decision-makers are informed about the growth-inducing and cumulative impacts that would result from the Project's development.

GC-3

III. The Draft EIR fails to analyze the Project's significant impacts on open space.

Under the Office Scheme, the Project would introduce 2,084 new residents to SoMa and provide only 44,600 gross square feet (or slightly less than half an acre per 1,000 residents) of open space. Under the Residential Scheme, the Project would introduce 2,757 new residents and provide only 62,100 gross square feet (or slightly more than half an acre per 1,000 residents) of open space. According to the Recreation and Open Space Element of the City's General Plan, there is an average of 5.5 acres of open space per 1,000 residents in San Francisco, which is well below the 10 acres of open space per 1,000 residents in cities called for by the National Park and Recreation Association. Policy 2.1 of the General Plan calls for the City to "increase the per capita supply of public open space within the City," which means that projects should provide more than the existing 5.5 acres of open space per 1,000 residents where feasible. Although the population density and development intensity of SoMa may reasonably preclude 5.5 acres of open space per 1,000 residents, the half-acre of open space proposed by the Project is woefully inadequate. Because the Project is providing so little open space on the Project Site, it is

PS-1

reasonably foreseeably that the Project will increase the use of existing neighborhood and regional parks or other recreational facilities such that substantial physical deterioration of the facilities would occur or be accelerated, which is a significant impact that the Draft EIR fails to disclose or mitigate.

PS-1
cont.

The Draft EIR also touts the 34,450 gross square feet of privately-owned publicly-accessible open space that the Project proposes to provide on the roof of the existing Chronicle Building. While providing publically-accessible open space is a commendable goal, the Draft EIR does not include any mandatory measures for the Applicant or future property managers to maintain access to this open space. For a rooftop open space to be accessible to the public, it must have elevator access from the street; however, the Draft EIR does not require ongoing maintenance and service of such a feature. Without a mandatory mitigation measure providing for ongoing public access to this open space, the Project should not be able to claim credit for the 34,450 gross square feet as "public" open space. The Draft EIR should be revised to require ongoing public access for the rooftop open space, or, preferably, provide additional ground floor public open space.

PD-2

The Draft EIR also fails to disclose the wind and shadow impacts from the Project on the open space that it proposes to provide. If the proposed public open space is cold or inhospitable, then the Applicant should not be permitted to claim credit for providing a public benefit.

WS-2

Similarly, the Draft EIR does not fully discuss the impacts during construction with regard to air quality and noise on open spaces in the vicinity of the Project Site. Because the Draft EIR does not fully analyze the Project's impacts on open space resources or mitigate the Project's impacts, the Draft EIR fails in its purpose as an informational document. Therefore, the Draft EIR should be revised and recirculated.

PS-2

IV. The Draft EIR fails to analyze the Project's compliance with existing codes and regulations.

The Draft EIR claims that the Project would not result in a significant impact related to land use or shadows because the Project would be consistent with the General Plan, zoning codes, and shadow regulations despite the fact that the Project directly conflicts with the existing provisions of these codes and regulations. Instead of disclosing the impacts that would result if the Project were implemented under the currently-applicable codes and regulations, the Draft EIR analyzes the Project's impacts under proposed amendments to the City's codes and regulations – amendments that the Applicant has tailor-made for the Project so that the City may spot-zone the Project Site into compliance. The Draft EIR's discussion obscures the fact that the Project requires multiple amendments to the General Plan and the zoning code to even be permissible, to say nothing of its inconsistency with the goals, policies, and programs of relevant City documents. The Draft EIR also leaves out a meaningful discussion of the City's Central SoMa Plan and the recently-enacted Proposition K, which was passed by San Francisco voters to ensure a balance of affordable housing.

PO-2

PO-2

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Cont.

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It is prejudicial to the public to publish the Draft EIR with the claim that the Project is consistent with the City's land use regulations when significant amendments to the applicable regulations are required. If the Draft EIR wants to claim that it is consistent with applicable local laws, then the General Plan and zoning ordinance should be amended to permit the Project before processing the Applicant's request. Otherwise, the Draft EIR should disclose that it is inconsistent with existing law and discuss the impacts that result from changing the laws in a way that would permit the Project.

PO-2
cont.

a. Affordable Housing Policies in General Plan and Proposition K

The Draft EIR claims that the Project is consistent with the Housing Element of the City's General Plan because the Project would provide new housing in San Francisco, and the Housing Element calls for building as much housing – of any type – as possible. This analysis is incomplete. The Housing Element discusses more than housing production; it also address affordable housing production targets to meet the City's Regional Housing Need Allocation. Before concluding that the Project is consistent with the Housing Element of the General Plan, the Draft EIR should analyze the amount and level of affordable housing units that the Project would create and how this complies with the City's policies as expressed in the Housing Element.

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Similarly, the Draft EIR does not discuss the impact of the Project's failure to comply with Proposition K's standard of reserving at least 33% of new housing units for affordable housing. If the Project does not contribute to its share of affordable housing, it will increase the development pressure on other sites that will need to develop to meet the City's goals. Given the scale of development that is proposed, the Project's failure to meet Proposition K's standard will make it significantly more difficult for the City to meet its 33% goal through other smaller developments. Yet nowhere does the Draft EIR address the impact of the Project's failure to comply with Proposition K or the growth-inducing impacts that may foreseeably result from such non-compliance. Not only does the Project fail to comply with Proposition K, but the Draft EIR does not demonstrate that the Project even includes sufficient affordable housing to offset the housing demand that the Project's development will create.

PH-2

The Draft EIR should be revised to address the impact of the Project's non-compliance with the City's affordable housing goals and policies, or, preferably, the Project should be modified to comply.

b. Area Plans

The Project as currently proposed is inconsistent with the South of Market Area Plan. Policy 7.1 of the South of Market Area Plan requires "height and building intensity limits for new developments which would preserve the existing scale." As currently proposed, the Project is requesting to be spot-zoned to increase the height and intensity on the Project Site from 160 feet to 455 feet (as measured for purposes of the City's zoning ordinance; the actual maximum

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proposed building height is even higher, 470 feet), with significant portions of the Project Site permitted to develop at heights of 180, 200, 420 and 455 feet, all well in excess of the current height limits. If new buildings develop at the heights proposed, the Project would dwarf the existing buildings between the Project Site and Sixth Street on Natoma Street, in violation of the policy to "preserve the existing scale" of SoMa. Similarly, Policy 7.4 of the South of Market Area Plan requires projects to "preserve individual architecturally and/or historically significant buildings which contribute to the area's identity, give visual orientation, and which impart a sense of continuity with San Francisco's past." Not only would the Project demolish historical buildings on the Project Site, but its eight-year construction period puts other nearby historical resources at risk. Despite these apparent inconsistencies, the Draft EIR concludes that the Project "would not obviously conflict with [the South of Market Area Plan's] policies and objectives." By concluding the Project is not inconsistent with applicable and proposed land use plans, despite evidence to the contrary, the Draft EIR understates the Project's impacts and fails as an informational document under CEQA.

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cont.

Similarly, the Draft EIR does not include any meaningful discussion of the Project's consistency with the City's Draft Central SoMa Plan, which is intended to serve as the City's guide to addressing issues related to land use, building size and heights, transportation, the public realm (including sidewalks and open space), preservation of historic buildings and environmental sustainability in the vicinity of the Project Site. Although the Central SoMa Plan includes a carve-out for the land use designations on the Project Site pending resolution of the application for the Project, the Draft EIR should not be excused from analyzing how the Project complies, or fails to comply, with the Central SoMa Plan's other regulations. The Project's Notice of Preparation ("NOP") claimed that the Draft EIR would review the Central SoMa Plan and "identify possible conflicts." The Draft EIR, however, concludes that the Project is "an independent project that would develop its own development controls" and declines to address how the Project relates to the policies and objectives of the Central SoMa Plan.

More specifically, the Draft EIR makes no mention of the expansion of the existing Youth, Family and Senior Zone contemplated in the Central SoMa Plan, nor does it discuss the Project's impact on the existing Youth, Family and Senior Zone in the vicinity of the Project Site. The Project's development intensity creates physical impacts disclosed in the Draft EIR – such as air quality impacts and increased traffic volumes – that pose physical health and safety risks to the children and seniors meant to benefit from the Youth, Family and Senior Zone, yet the Draft EIR is silent as to the Project's impacts in this area.

c. Other Plans and Projects

In addition to its inadequate discussion of Area Plans applicable to the Project Site, the Draft EIR ignores numerous other plans and projects that are relevant to a discussion of the Project's impacts. Specifically, the Draft EIR should be revised to analyze the Project's consistency with the following City documents:

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- 4th and King Streets Railyards Study
- Better Market Street
- ENTrips Eastern Neighborhoods implementation plan
- Green Connections
- Historic Resources Survey Program
- Mission Street Study
- SB 375 & the Bay Area Sustainable Communities Strategy
- SoMa Streetscape Plan
- Sustainable Development Program
- Transportation Sustainability Program
- Western SoMa Community Plan
- Better Streets Plan
- East SoMa Plan
- Transit Center District Plan
- WalkFirst Project

Because the Applicant is requesting that the Project Site be rezoned with special rules that apply only to the Project Site, the Draft EIR must inform the public and decision makers about the requested spot zoning's impact on the City's land use policies. The Draft EIR should be revised to include such a discussion, and then it should be recirculated.

d. Shadow Regulations

The Draft EIR acknowledges that the Applicant is requesting that the Planning Commission raise the threshold for cumulative shadow limits for Boeddeker Park, but it fails to disclose that without this special approval, the Project would result in a significant impact related to shadows cast on this public space. The Draft EIR also omits several open spaces that are heavily used by the public – including UN Plaza, Hallidie Plaza, Jessie Square and Yerba Buena Park – from its analysis, simply because these spaces are not under the jurisdiction of the City's Recreation and Parks Department. The Draft EIR also fails to include shadow diagrams that illustrate the extent of the Project's impact on these publicly-accessible open spaces. Although the Project is likely to create significantly uncomfortable conditions in each of these open spaces, the Draft EIR incorrectly concludes that the Project would not result in a significant impact as a result of shadows cast on parks and recreational facilities. The impact to these publicly-accessible open spaces is relevant, regardless of who owns and operates the amenity. As discussed above, the open space proposed as part of the Project is inadequate, both in terms of its quality and with regard to the amount proposed to be provided. Accordingly, existing and new residents and workers will rely on the existing open spaces in the vicinity of the Project Site. Therefore, the quality of these open spaces is even more important than it would be otherwise, and the impact is especially significant.

Because the Draft EIR ignores the City's affordable housing policies, land use regulatory documents, and shadow regulations, it does not give readers the ability to assess the Project's

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impacts on land use in SoMa or if such impacts are adequately reduced by the proposed mitigation program. Therefore, the Draft EIR should be revised and recirculated.

V. The Draft EIR does not fully disclose the Project's traffic impacts.

As discussed in more detail below, the Draft EIR discloses the fact that the Project would result in significant and unavoidable impacts with respect to traffic, however, the Draft EIR fails to provide a complete analysis of the Project's full traffic impacts and it fails to mitigate the impacts that it does disclose.

The Draft EIR discloses that the Project will result in significant impacts at four intersections in the vicinity of the Project Site and claims that such significant impacts are unavoidable. There are two issues with this claim.

First, the Draft EIR likely understates the Project's significant impacts because it uses an artificially small study area for its traffic analysis. The Draft EIR only analyzes impacts to 21 intersections. Although the Draft EIR discloses a significant impact to the intersection of Fourth Street and Howard Street, it does not analyze impacts to the next intersection to the east at Third Street and Howard Street. Similarly, the Draft EIR discloses impacts at three intersections along Sixth Street, at Folsom Street, Bryant Street, and Brannan Street without analyzing impacts to Seventh Street along Folsom Street, Bryant Street, or Brannan Street and without analyzing impacts to the I-280 on- and off-ramps. When a significant impact occurs at the edge of a project's study area, the study area should be expanded to determine if other adjacent intersections are significantly impacted. Without this information, the Draft EIR fails to provide substantial evidence that it has disclosed the true extent of the Project's significant impacts.

Second, the Draft EIR includes no mitigation measures to reduce the severity of the significant traffic impacts that are disclosed and simply states the conclusion that "no feasible mitigation measures were found to mitigate significant impacts for the affected intersections." The Draft EIR discusses why providing additional travel lane capacity is not feasible, but it does not address other potential strategies for reducing the Project's impact, such as reducing the amount of trip-generating uses, providing funds to enhance public transportation service in the area, or implementing a Transportation Demand Management ("TDM") Plan that is specific to the Project. The Draft EIR discusses a TDM Plan in the context of reducing trips to alleviate the Project's significant air quality impact, yet it does not include any analysis in the transportation section of such a Plan's ability to reduce trips or mitigate the Project's significant traffic impact. This flaw demonstrates that the Draft EIR's analysis is incomplete, and the Draft EIR should be recirculated after such omissions are corrected to properly inform the public and decision-makers about the Project's potential to result in impacts.

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a. Vehicle Queuing

Improvement Measure 1-TR-A in the Draft EIR gives the owner/operator of the Project the responsibility to "ensure that recurring vehicle queues do not occur on Minna or Howard Streets adjacent to the site." For purposes of the Draft EIR, a vehicle queue occurs when one or more vehicles destined for the Project Site block the sidewalk or travel lanes for "a consecutive period of three minutes or longer on a daily and/or weekly basis." However, this Improvement Measure is illusory and includes no practical requirement with which the Applicant must comply to reduce the Project's impacts. If such a queue occurs, the Planning Department must notify the Applicant in writing and request that the Project's owner/operator hire a transportation consultant to evaluate conditions at the Project Site "for no less than seven days." Following preparation of a monitoring report – for which no timeline is required by the Improvement Measure – the Planning Department must determine that a "recurring queue" exists - which is an undefined term – before giving the Project owner/operator 90 more days from the date of the determination to abate the queue. The Improvement Measure fails to include any measures that the Applicant shall take to abate the queue, and it includes no consequences should the queue continue.

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An Improvement Measure without definite standards, actions, or consequences is insufficient to reduce a project's potential impact. (See *Federation of Hillside & Canyon Associations*, 83 Cal. App. 4th at 1261.) Here, should a vehicle queue occur, the Improvement Measure merely requires the Applicant to monitor conditions that would constitute a significant impact to traffic, transit, bicycle, and pedestrian operations in the vicinity of the Project Site, but the Draft EIR fails to include any definite steps to reduce the significance of this impact. Therefore, Improvement Measure 1-TR-A should be revised with definite standards and requirements to prevent a significant impact to traffic, transit, bicycle, and pedestrian operations.

b. Construction Traffic Impacts

The Draft EIR discloses that Project construction will result in significant and unavoidable impacts to streets, transit service, and pedestrian and bicycle circulation throughout the eight year construction period. It is, however, impossible to fully evaluate the Project's impacts with the information presented in the Draft EIR. For example, the Draft EIR says that "there would be an average of about 200 construction workers per day at the project site, with a greater number during peak periods of construction." The Draft EIR does not disclose how many construction workers constitute a "greater number," nor does the Draft EIR disclose how often or how long "peak periods of construction" would occur. Despite this lack of information, the Draft EIR concludes that construction workers commuting to the Project Site on public transit would not impact transit facilities and that workers driving to the Project Site could be accommodated "without substantially affecting area wide parking conditions." The Draft EIR does not provide substantial evidence, or any evidence at all, to support this conclusion. Accordingly, the Draft EIR's analysis of this issue is inadequate. (See *Environmental Council of Sacramento v. Board of Supervisors* (1982) 135 Cal. App. 3d 428 (a decision-maker cannot conclude that an impact is less than significant without substantial evidence in the record to

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support such a finding.) Similarly, the Draft EIR provides inadequate mitigation for this impact, claiming in Mitigation Measure M-TR-10 simply that "the construction contractor shall include methods to encourage carpooling and transit access" without disclosing what methods may be used or if such methods result in secondary impacts that must be mitigated.

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cont.

The Draft EIR says that construction traffic, including haul trucks and commuting construction workers, would use I-80/U.S. 101, Third Street, Howard Street, and Fourth Street to approach and depart the Project Site. These streets are already highly congested throughout the day, and especially during peak hours. The Draft EIR's only tangible mitigation provided to reduce this impact is provided in Mitigation Measure M-TR-10, which requires the construction contractor to retain traffic control officers during peak construction periods. At a minimum, the Project should be conditioned to prohibit construction vehicle movement to and from the Project Site during morning and afternoon peak traffic hours. This is especially important given the length of time that the construction period is expected to last. The Draft EIR should incorporate additional mitigation measures that limit the length of the construction period to a more reasonable time.

TR-6

Because the Draft EIR does not disclose the Project's full traffic impacts and requires additional mitigation measures related to traffic and circulation, the Draft EIR should be revised and recirculated.

GC-3

VI. The Project must mitigate the significant construction impacts disclosed in the Draft EIR.

In addition to the construction traffic impacts that are likely to occur, Project construction would result in significant impacts related to air quality. SoMa is home to many children and seniors, who are particularly vulnerable to dust and other pollutants that will enter the air as a result of Project construction.

The Draft EIR proposes Mitigation Measure M-AQ-3a to reduce the health risks associated with the emission of toxic chemicals during the eight-year construction period, and concludes that with implementation of mitigation, the Project's construction emissions would not result in a significant impact related to air quality. Unfortunately, Mitigation Measure M-AQ-3a includes numerous exceptions to the requirements proposed to mitigate the air quality impact. While Mitigation Measure M-AQ-3a may reduce the air quality impact to less than significant levels if implemented without the exceptions, the inclusion of such exceptions undermines the effectiveness of the mitigation program. Any mitigation measures included in an EIR must be "fully enforceable through permit conditions, agreements, or other measures" to reduce the significance of an impact. (*Federation of Hillside & Canyon Associations v. City of Los Angeles* (2000) 83 Cal. App. 4th 1252, 1261.) Because Mitigation Measure M-AQ-3a is not fully enforceable, it cannot reduce the Project's air quality impact to a less than significant level, and it is misleading for the Draft EIR to conclude that the Project would not result in a significant impact to air quality as a result of construction emissions. Accordingly, Mitigation Measure M-AQ-3a should be revised to remove the exceptions so that the Project's potential air quality

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impact is truly mitigated. The most effective mitigation measure would be to reduce the Project's scale so that less construction is required and a significant impact related to air quality does not occur. Because the Draft EIR requires additional mitigation measures to reduce the Project's impacts, the Draft EIR should be revised and recirculated.

AQ-2
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VII. The Draft EIR fails to consider a reasonable range of alternatives.

Under CEQA, the Draft EIR must evaluate a reasonable range of alternatives that could feasibly attain the basic objectives of the Project and are capable of eliminating any significant adverse environmental effects or reducing them to a less than significant level. (CEQA Guidelines, § 15126.6.) However, despite the fact that the Project would result in numerous significant and unavoidable impacts, the Draft EIR fails to include a reasonable alternative that the Applicant believes is feasible to implement and would satisfy community goals and objectives (the "Community Alternative"). The Draft EIR also continues the pattern of obscuring the Project's impacts by including a so-called "Preservation Alternative" as the environmentally superior alternative, despite the fact that the Preservation Alternative permits almost the same level of development as the Project, only slightly reduces the Project's impacts, and fails to include measures to preserve the scale or character of SoMa.

AL-3

The Draft EIR identifies the Preservation Alternative as the environmentally superior alternative because it would maintain the Camelline Building on the Project Site, which eliminates the Project's significant impact regarding the demolition of historic resources. To compensate for the reduced lot area with which to build, however, the Preservation Alternative further intensifies development on the remainder of the Project Site. This means that the Preservation Alternative would continue to have significant and unavoidable impacts related to traffic, and it would generate regional pollutants at levels in excess of established thresholds. Furthermore, the Preservation Alternative includes no measures to preserve the existing character, mix of uses, or physical conditions within SoMa, all of which are likely to be altered by development at the scale proposed by the Preservation Alternative. By including an alternative that does little to reduce the Project's impacts, maintains most of the Project's proposed program, and threatens the existing character of SoMa – yet is called the Preservation Alternative" – the Draft EIR obscures the fact that it does not include a reasonable range of alternatives.

AL-3

The Draft EIR should be revised to include an alternative similar to the Community Alternative, discussed below, which preserves existing housing and businesses, and minimizes displacement of surrounding uses, while reducing the Project's environmental impacts.

The Community Alternative would maintain the existing zoning on the Project Site, similar to the "Code Compliant Alternative" included in the Draft EIR. The current zoning was enacted for the site recently – in 2009 – as part of the City's comprehensive rezoning plan for the Eastern Neighborhoods. By changing the zoning for the Project Site without examining this context – and apart from the City's ongoing Central SoMa Plan effort – would amount to spot-zoning and create a significant land use impact, as discussed above. The Community Alternative would

AL-4

remove this impact. As disclosed in the Draft EIR, the Code Compliant Alternative, which would reduce the size of the Project in the same way the Community Alternative does, reduces the number of intersections with a significant impact as compared with the Project, eliminates the Project's significant air quality impacts, and reduces the Project's scale so that it complies with existing and proposed land use regulations. Capping buildings at their current heights would also likely eliminate the wind and shadow impact that would result from implementing the Project as currently proposed. A smaller Project would also result in a reduced construction period, so that the Project's significant impacts during construction occur for a shorter duration. Although the intensity of development allowed under current zoning would still result in some significant impacts, SOMCAN and area stakeholders would consider supporting a project that maintains the current zoning.

The Community Alternative would comply with Proposition K and reserve at least 33% of the total residential units on the Project Site as affordable housing. Increasing the supply of affordable housing would bring the Project into compliance not only with the goals of Proposition K, but also with the General Plan. Creating more opportunities for Project workers to live on-site would also contribute to a reduction in vehicle and transit trips, further reducing the Project's significant impacts. This impact could be further reduced by increasing the ratio of housing to office space so that housing is a significant component of the Community Alternative. In addition to affordable housing, the Community Alternative would dedicate 20% of the ground floor retail uses and 20% of the upper story office uses to affordable space for non-profits, childcare providers, or artists for the life of the Project.

AL-4
cont.

The Community Alternative would feature more robust mitigation measures to reduce the risk of pedestrian and automobile collisions caused by the Project's increased traffic and modified pedestrian routes.

Finally, the Community Alternative would include publically-available open space in much higher quantities than the Project as currently proposed with active spaces like playgrounds for children.

The Community Alternative would mitigate the many of the Project's impacts to the same or greater extent than the Code Compliant Alternative included in the Draft EIR. As disclosed in the Draft EIR, the Code Compliant Alternative still manages to satisfy or partially satisfy the Project's key objectives, which the Community Alternative would also do. The Community Alternative would also have increased community and political support as compared to the Project. Therefore, the Community Alternative should replace the Project as the proposed development for the Project Site.

As discussed above, the Draft EIR is deficient in numerous ways: it is misleading, it fails to fully disclose the full impacts of the Project, it includes inadequate mitigation, and it does not include

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a reasonable range of alternatives. At a minimum, the Draft EIR must be revised to correct these deficiencies and be recirculated. SOMCAN further requests that the Applicant and the City consider revising the Project to incorporate all features of the Community Alternative, as described above, to reduce the Project's significant impacts and gain community support, and provide a comparative study using the Community Alternative as one of the Project Alternatives so the public can understand how the environmental impacts of the Community Alternative compare to the Proposed Project.

Thank you for this opportunity to comment on the Project and the Draft EIR, and for the City's effort in preparing responses. In the meantime, please feel free to contact us if you would like to discuss these comments or the proposed Community Alternative in more detail.

Very truly yours,



ERIC S. PHILLIPS

cc: Jane Kim, San Francisco Board of Supervisors, District 6 Supervisor
Cindy Wu, Planning Commission President
Rodney Fong, Planning Commission Vice President
Michael J. Antonini, Planning Commissioner
Rich Hillis, Planning Commissioner
Christine D. Johnson, Planning Commissioner
Kathrin Moore, Planning Commissioner
Dennis Richards, Planning Commissioner
John Rahaim, Director of Planning
Angelica Cabande, SOMCAN Organizational Director
Joseph Smooke, SOMCAN Board Member

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cont.

Letter
O-GL 3

From: Eric S. Phillips [mailto:ephillips@goldfarblipman.com]
Sent: Tuesday, January 06, 2015 1:33 PM
To: Jones, Sarah (CPC); 'cwu.planning@gmail.com'; 'planning@rodnevfong.com'; 'wordweaver21@aol.com'; 'richhillis@yahoo.com'; 'christine.johnson@sfgov.org'; 'mooreurban@aol.com'; Richards, Dennis (CPC); Rahaim, John (CPC); Kim, Jane (BOS)
Cc: 'josephsmooke@gmail.com'; 'Angelica Cabande'; Veneracion, April (BOS)
Subject: RE: SOMCAN comment letter re: 5M Project Draft EIR (Case No. 2011.0490E)

Hello, all.

We wanted to re-transmit a copy of our comment letter on behalf of SOMCAN regarding the 5M Project's Draft EIR in case last week's submittal was overlooked around the holidays.

As we said last week, our firm represents the South of Market Community Action Network, the organization known as SOMCAN. SOMCAN is a multi-racial, community organization that educates, organizes, and mobilizes immigrant and low-income South of Market residents to fight for improvements to their quality of life by engaging in the decision making process that affects their neighborhood and greater San Francisco. On behalf of SOMCAN, we submit the attached comment letter on the Draft Environmental Impact Report for the proposed 5M Project (the "Project") located at 925-967 Mission Street (the "Project Site") by Forest City Enterprises, Inc.

SOMCAN does not oppose development on the Project Site, but it has serious, significant and legitimate concerns regarding the increase in heights and the developable floor area permitted on the Project Site by more than two-and-one-half times what is currently permitted on the Project Site under existing codes and regulations. In addition, the Project's Draft EIR contains serious and significant errors and omissions; it must be revised to adequately evaluate and fully disclose the Project's impacts, and then it must be recirculated.

As discussed in detail in the attached comment letter, the Draft EIR is deficient in numerous ways: it is misleading, it fails to fully disclose the full impacts of the Project, it includes inadequate mitigation, and it does not include a reasonable range of alternatives. At a minimum, the Draft EIR must be revised to correct these deficiencies and be recirculated. SOMCAN further requests that the Applicant and the City consider revising the Project to reduce the Project's significant impacts and gain community support. Each of these concerns are described in detail in the attached letter, a hard copy of which has also been transmitted to the City.

Thank you for this opportunity to comment on the Project and the Draft EIR, and for the City's effort in preparing responses. In the meantime, please feel free to contact us if you would like to discuss these comments in more detail.

Thanks again,
Eric

Eric S. Phillips

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THE NEWSPAPER GUILD - CWA LOCAL 39521
 433 Natoma Street, San Francisco, California 94103
 415.421.6833 FAX 415.421.3751

Letter
 O-PMWG

January 6, 2015

Sarah B. Jones
 Environmental Review Officer
 San Francisco Planning Department
 1650 Mission Street, Suite 400
 San Francisco, CA 94103

RECEIVED
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 CITY & COUNTY OF S.F.
 PLANNING DEPARTMENT
 M E A

Re: 5M Project Draft EIR (Case No. 2011.0490E)

Dear Ms. Jones,

The Pacific Media Workers Guild (the "Guild") is Local 39521 of The Newspaper Guild, part of the Communications Workers of America, which represents more than 2,000 newspaper and communications workers across Northern California, the Central Valley, and Hawai'i. The Guild is the sole shareholder of the nonprofit Northern California Newspaper Guild Building Corporation (the "Corporation"), which owns the building at 433 Natoma Street (the "Property") that contains the Guild's local offices and other commercial tenants in a 100-year-old building. Specifically, the Property contains a first floor bar-restaurant and a mix of nonprofit and commercial office tenants on the second floor. Union staff and a conference room are on the third floor.

The Guild and the Corporation would be significantly, unavoidably, and detrimentally affected by impacts to traffic, noise and vibration, air quality, and land use policy cause by the proposed 5M Project (the "Project"). The building was built on the Property approximately 100 years ago, and its structure could easily be damaged by construction of the Project. In addition, our building on the Property does not have air conditioning or a central air filtration system, so noise, dust, and other particulate matter generated by the Project's construction are of a particular concern. While this would likely be an annoyance to the upper floor tenants, it could have a disastrous effect on the ground floor bar and restaurant's business.

Accordingly, I write to share my concerns in response to the Draft Environmental Impact Report ("Draft EIR") for the Project located at 925-967 Mission Street (the "Project Site") by Forest City Enterprises, Inc. (the "Applicant") in compliance with the California Environmental Quality Act ("CEQA"). Despite the Property's location directly across Mary Street and Natoma Street from the Project Site, the Draft EIR's analysis fails to: (i) meaningfully discuss the Project's potential effects on the Property; (ii) fully disclose the Project's significant environmental impacts; or (iii) provide adequate mitigation measures or alternatives that would reduce the Project's significant impacts.

Although the Guild and the Corporation are not generally opposed to the development of the Project Site, we cannot support the Project as currently presented, without the inclusion of additional mitigation measures to address the Project's potential to cause significant and

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Letter
 O-PMWG
 Cont.

avoidable impacts to the environment and the Property. For these and other reasons described below, the Draft EIR must be revised to adequately evaluate and fully disclose the Project's impacts, and then it must be recirculated.

Our specific concerns are as follows, and each issue is addressed in more detail in Attachment A:

- The Project proposes an eight-year construction period, and the Draft EIR fails to adequately analyze or mitigate the noise and vibration impacts that could occur during this time.
- The Project would result in significant and unavoidable air quality impacts, which may be more severe than disclosed in the Draft EIR because of indefinite mitigation measures.
- The Draft EIR discloses some of the Project's significant traffic impacts, but, due to flawed methodology, the Draft EIR likely understates the Project's actual traffic impacts.
- The Draft EIR does not include mitigation measures to reduce the significant traffic impacts that it does disclose, even though there may be feasible ways of reducing the Project's impacts.
- The Draft EIR's land use analysis claims that the Project is consistent with existing and proposed land use policies, despite the fact the Project requires General Plan amendments and spot-zoning to develop as proposed.
- The Draft EIR does not address the growth-inducing impacts that are likely to result from approving the land use changes required to support the Project.
- The Draft EIR does not adequately explain why an alternative that reduces the Project's significant impacts and accomplishes most of its objectives would be infeasible to implement.

GC-3
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GC-4

Although we support the broad vision for the redevelopment of the Project Site, as outlined above, the Guild and the Corporation have significant concerns regarding the impacts of the eight-year construction period that is required to develop the Project as currently proposed and the scale of the Project once it is complete.

The Draft EIR fails to adequately disclose or mitigate impacts related to land use, noise, traffic, and air quality, each of which may have serious negative effects on the Property and the greater SoMa community. I hope that the Project can be revised to address these concerns and re-introduced with a revised Draft EIR so that decision-makers and the public can understand the true impacts of the Project before deciding to support its approval.

Sincerely,

Carl Hall
 Executive Officer
 Pacific Media Workers Guild | Local 39521, The Newspaper Guild-CWA

Enclosure

Letter
O-PMWG
Cont.

**Attachment A
Comments on 5M Project Draft EIR (Case No. 2011.0490E)**

1. The Draft EIR fails to adequately analyze or mitigate the noise and vibration impacts that could occur during the construction period.

The Draft EIR concludes that construction of the Project would result in a significant impact related to noise, but that such impact could be reduced to a less than significant level with the implementation of mitigation. Specifically, the Draft EIR claims that implementation of Mitigation Measure M-NO-1 will reduce noise impacts to less than significant levels at a distance of 100 feet from the Project Site; however, the analysis does not address uses that are closer than 100 feet. The Property faces the Project Site on two sides, separated from the proposed construction by Natoma Street and Mary Street, and is less than 100 feet from construction activity proposed for the Project Site. In addition to failing to address the impact to uses within 100 feet of the Project Site, the Draft EIR does not include information about what type of construction equipment will be used closest to the Property or the duration that such equipment will be used, so it is not possible to assess if the Property would be significantly impacted by noise during the eight-year construction period proposed for the Project. Construction noise is likely to be disruptive to occupants of the Property, which include a ground-floor bar and restaurant and upper floor office uses. The Property occupants rely on their ability to keep their windows open because the Property has no air conditioning, and the noise created from Project construction will likely impact these occupants. Therefore, the Draft EIR should be revised to include adequate analysis of noise generated during the construction period so that any potential impacts to the Property are disclosed and can be mitigated accordingly. Specifically, the analysis should consider the building material, age, and use the Property and other buildings in the vicinity of the Project Site before concluding that the Project's construction does or does not result in a significant impact.

NO-1

The Draft EIR's discussion of vibration impacts generated during the eight-year construction window is similarly incomplete. The analysis claims that the buildings most likely to be impacted by vibration from construction activities are uses on Mission Street that are 75 feet from the Project Site. The Property is closer to the Project Site than 75 feet, yet no discussion of the vibration impacts on our existing building and the occupants of the Property is included in the Draft EIR. This is of particular concern, because the building on the Property is approximately 100 years old and could easily be damaged by construction vibration. To mitigate the impact associated with vibration, the Draft EIR relies on Mitigation Measures M-NO-1, M-CP-2a, and M-CP-2b. As discussed above, the Draft EIR does not include sufficient information to determine if Mitigation Measure M-NO-1 would reduce impacts to the Property. Mitigation Measures M-CP-2a and M-CP-2b only apply to five properties in the vicinity of the Project Site: 901-933 Mission Street; 447-449 Minna Street; 88 Fifth Street; 66 Mint Street; and 959-965 Mission Street. Therefore, the Draft EIR does not protect the Property from impacts related to vibration, and the building and its occupants may be harmed during the project's eight-year construction period. Accordingly, the mitigation program should be revised to include the Property.

NO-3

A-1

Letter
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Cont.

2. The Project would result in significant and unavoidable air quality impacts, which may be more severe than disclosed in the Draft EIR because of indefinite mitigation measures.

The Draft EIR discloses that Project operations would result in a significant and unavoidable impact with regard to air quality, specifically reactive organic gasses ("ROG"). ROG emissions during Project operations would exceed the threshold for significance by 1.1 tons per year, which could result in negative effects on the respiratory system, especially on lung function, of people in the vicinity of the Project Site. Mitigation Measure M-AQ-2 in the Draft EIR requires the Applicant to develop educational material for residential and commercial tenants of the Project encouraging them to use consumer products that emit less volatile organic compounds ("VOC"), thereby lowering emissions from the Project. The Applicant should be required to share these educational materials with residential and commercial tenants in the vicinity of the Project Site, such as those that occupy the Property, to reduce the cumulative impact of VOC emissions in the area and reducing the health risks from ROG emissions from the Project.

AQ-4

Mitigation Measure M-AQ-2 also requires the Applicant to prepare and implement a Transportation Demand Management ("TDM") Plan with a "goal" of reducing trips by 20 percent as compared to the transportation demand projected in the Project's traffic study. While this is a commendable goal, it is insufficiently definite to mitigate the Project's impacts and should be made more robust. The TDM Plan's "goal" of a 20 percent trip reduction should be a mandatory benchmark for the Applicant to achieve. If the Applicant fails to reduce trips in accordance with the TDM Plan, alternative mitigation measures, such as financial contributions to improve public transportation in the vicinity of the Project Site, should be required so that the mitigation measure still results in a reduction to the Project's significant air quality impact.

In addition, the Draft EIR should be revised to disclose the components of the TDM Plan. Under CEQA, the environmental effects of mitigation measures are required to be analyzed to determine if their implantation results in secondary impacts. (*See Save Our Peninsula Committee v. Monterey County Bd. of Supervisors* (2001) 87 Cal. App. 4th 99.) Accordingly, the Draft EIR must analyze the components of the TDM Plan to identify their potential to result in significant impacts.

AQ-7

Finally, the Draft EIR proposes Mitigation Measure M-AQ-3a to reduce the health risks associated with the emission of toxic chemicals during the eight-year construction period, and concludes that with implementation of mitigation, the Project's construction emissions would not result in a significant impact related to air quality. Unfortunately, Mitigation Measure M-AQ-3a includes numerous exceptions to the requirements proposed that would mitigate the air quality impact. While Mitigation Measure M-AQ-3a may reduce the air quality impact to less than significant levels if implemented without the exceptions, the inclusion of such exceptions undermines the effectiveness of the mitigation program. Any mitigation measures included in an EIR must be "fully enforceable through permit conditions, agreements, or other measures" to reduce the significance of an impact. (*Federation of Hillside & Canyon Associations v. City of Los Angeles* (2000) 83 Cal. App. 4th 1252, 1261.) Because Mitigation Measure M-AQ-3a is not fully enforceable, it cannot reduce the Project's air quality impact to a less than significant level, and it is misleading for the Draft EIR to conclude that the Project would not result in a significant impact to air quality as a result of construction emissions. A significant air quality

AQ-2

A-2

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Cont.

impact over the proposed eight-year construction period poses a potential health risk to occupants of the Property who, as described above, rely on their ability to keep their windows open because the Property has no air conditioning. Therefore, hazardous material emitted into the air during Project construction will not be filtered before drifting onto the Property. Accordingly, Mitigation Measure M-AQ-3a should be revised to remove the exceptions so that the Project's potential air quality impact is truly mitigated.

AQ-2
cont.

3. The Draft EIR understates the Project's actual traffic impacts.

a. *Significant Operational Traffic Impacts*

The Draft EIR discloses that the Project will result in significant impacts at four intersections in the vicinity of the Project Site and claims that such significant impacts are unavoidable. There are two issues with this claim.

First, the Draft EIR likely understates the Project's significant impacts because it uses an artificially small study area for its traffic analysis. The Draft EIR only analyzes impacts to 21 intersections. Although the Draft EIR discloses a significant impact to the intersection of Fourth Street and Howard Street, it does not analyze impacts to the next intersection to the east at Third Street and Howard Street. Similarly, the Draft EIR discloses impacts at three intersections along Sixth Street, at Folsom Street, Bryant Street, and Brannan Street without analyzing impacts to Seventh Street along Folsom Street, Bryant Street, or Brannan Street and without analyzing impacts to the I-280 on- and off-ramps. When a significant impact occurs at the edge of a project's study area, the study area should be expanded to determine if other adjacent intersections are significantly impacted. Without this information, the Draft EIR fails to provide substantial evidence that it has disclosed the true extent of the Project's significant impacts.

TR-1

Second, the Draft EIR includes no mitigation measures to reduce the severity of the significant traffic impacts that are disclosed and simply states the conclusion that "no feasible mitigation measures were found to mitigate significant impacts for the affected intersections." The Draft EIR discusses why providing additional travel lane capacity is not feasible, but it does not address other potential strategies for reducing the Project's impact, such as reducing the amount of trip-generating uses, providing funds to enhance public transportation service in the area, or implementing a TDM Plan that is specific to the Project. The Draft EIR discusses a TDM Plan in the context of reducing trips to alleviate the Project's significant air quality impact, yet it does not include any analysis in the transportation section of such a Plan's ability to reduce trips or mitigate the Project's significant traffic impact. This flaw demonstrates that the Draft EIR's analysis is incomplete, and the Draft EIR should be recirculated after such omissions are corrected to properly inform the public and decision-makers about the Project's potential to result in impacts.

TR-1

b. *Vehicle Queuing*

Improvement Measure I-TR-A in the Draft EIR gives the owner/operator of the Project the responsibility to "ensure that recurring vehicle queues do not occur on Minna or Howard Streets adjacent to the site." For purposes of the Draft EIR, a vehicle queue occurs when one or more vehicles destined for the Project Site block the sidewalk or travel lanes for "a consecutive period

TR-4

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O-PMWG
Cont.

of three minutes or longer on a daily and/or weekly basis." However, this Improvement Measure is illusory and includes no practical requirement with which the Applicant must comply to reduce the Project's impacts. If such a queue occurs, the Planning Department must notify the Applicant in writing and request that the Project's owner/operator hire a transportation consultant to evaluate conditions at the Project Site "for no less than seven days." Following preparation of a monitoring report – for which no timeline is required by the Improvement Measure – the Planning Department must determine that a "recurring queue" exists - which is an undefined term – before giving the Project owner/operator 90 more days from the date of the determination to abate the queue. The Improvement Measure fails to include any measures that the Applicant shall take to abate the queue, and it includes no consequences should the queue continue.

An Improvement Measure without definite standards, actions, or consequences is insufficient to reduce a project's potential impact. (*See Federation of Hillside & Canyon Associations*, 83 Cal. App. 4th at 1261.) Here, should a vehicle queue occur, the Improvement Measure merely requires the Applicant to monitor conditions that would constitute a significant impact to traffic, transit, bicycle, and pedestrian operations in the vicinity of the Project Site, but the Draft EIR fails to include any definite steps to reduce the significance of this impact. Therefore, Improvement Measure I-TR-A should be revised with definite standards and requirements to prevent a significant impact to traffic, transit, bicycle, and pedestrian operations.

TR-4
cont.

In addition, as currently written, the Improvement Measure would place a burden on Planning Department staff to oversee Project operations and enforce compliance. Accordingly, the Applicant or the Project's owner/operator should be required to pay for the Planning Department staff time that will be required to monitor vehicle queuing conditions, draft written notice to the Applicant, review the transportation monitoring report, and prepare a written determination finding that vehicle queue conditions exist.

c. *Construction Traffic Impacts*

The Draft EIR discloses that Project construction will result in significant and unavoidable impacts to streets, transit service, and pedestrian and bicycle circulation throughout the eight year construction period. It is, however, impossible to fully evaluate the Project's impacts with the information presented in the Draft EIR. For example, the Draft EIR says that "there would be an average of about 200 construction workers per day at the project site, with a greater number during peak periods of construction." The Draft EIR does not disclose how many construction workers constitute a "greater number," nor does the Draft EIR disclose how often or how long "peak periods of construction" would occur. Despite this lack of information, the Draft EIR concludes that construction workers commuting to the Project Site on public transit would not impact transit facilities and that workers driving to the Project Site could be accommodated "without substantially affecting area wide parking conditions." The Draft EIR does not provide substantial evidence, or any evidence at all, to support this conclusion. Accordingly, the Draft EIR's analysis of this issue is inadequate. (*See Environmental Council of Sacramento v. Board of Supervisors* (1982) 135 Cal. App. 3d 428 (a decision-maker cannot conclude that an impact is less than significant without substantial evidence in the record to support such a finding).) Similarly, the Draft EIR provides inadequate mitigation for this impact, claiming in Mitigation Measure M-TR-10 simply that "the construction contractor shall include methods to encourage

TR-6

Letter
O-PMWG
Cont.

carpooling and transit access" without disclosing what methods may be used or if such methods result in secondary impacts that must be mitigated.

The Draft EIR says that construction traffic, including haul trucks and commuting construction workers, would use I-80/U.S. 101, Third Street, Howard Street, and Fourth Street to approach and depart the Project Site. These streets are highly congested throughout the day, and especially during peak hours. The Draft EIR's only tangible mitigation provided to reduce this impact is provided in Mitigation Measure M-TR-10, which requires the construction contractor to retain traffic control officers during peak construction periods. At a minimum, the Project should be conditioned to prohibit construction vehicle movement to and from the Project Site during morning and afternoon peak traffic hours. This is especially important given the length of time that the construction period is expected to last. The Draft EIR should incorporate additional mitigation measures that limit the length of the construction period to a more reasonable time

TR-6
cont.

4. The Draft EIR's land use analysis incorrectly claims that the Project is consistent with existing and proposed land use policies.

The Draft EIR claims that the Project would not result in a significant impact related to land use because the Project would be consistent with the General Plan and zoning codes as they are proposed to be amended as part of the Project. This characterization obscures the fact that the Project requires multiple amendments to the General Plan and the zoning code to even be permissible, to say nothing of its consistency with the goals, policies, and programs of relevant City documents.

The Project as currently proposed is inconsistent with the South of Market Area Plan. Policy 7.1 of the South of Market Area Plan requires "height and building intensity limits for new developments which would preserve the existing scale." As currently proposed, the Project is requesting to be spot-zoned to increase the height and intensity on the Project Site from 160 feet to 455 feet, with significant portions of the Project Site permitted to develop at heights of 180, 200, 420 and 455 feet, all well in excess of the current requirements. If new buildings develop at the heights proposed, the Project would dwarf the existing buildings between the Project Site and Sixth Street on Natoma Street, in violation of the policy to "preserve the existing scale" of SoMa. Similarly, Policy 7.4 of the South of Market Area Plan requires projects to "preserve individual architecturally and/or historically significant buildings which contribute to the area's identity, give visual orientation, and which impart a sense of continuity with San Francisco's past." Not only would the Project demolish historical buildings on the Project Site, but its eight-year construction period puts other nearby historical resources, including the Property, at risk. Despite these apparent inconsistencies, the Draft EIR concludes that the Project "would not obviously conflict with [the South of Market Area Plan's] policies and objectives." By concluding the Project is not inconsistent with applicable and proposed land use plans, despite evidence to the contrary, the Draft EIR understates the Project's impacts and fails as an informational document under CEQA.

PO-2

In addition, the Draft EIR does not include any meaningful discussion of the Project's consistency with the City's Draft Central SoMa Plan, which is intended to serve as the City's guide to addressing issues related to land use, building size and heights, transportation, the public realm (including sidewalks and open space), preservation of historic buildings and environmental

Letter
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Cont.

sustainability in the vicinity of the Project Site. Although the Central SoMa Plan includes a carve-out for the land use designations on the Project Site pending resolution of the application for the Project, the Draft EIR should not be excused from analyzing how the Project complies, or fails to comply, with the Central SoMa Plan's other regulations. The Project's Notice of Preparation ("NOP") claimed that the Draft EIR would review the Central SoMa Plan and "identify possible conflicts." The Draft EIR, however, concludes that the Project is "an independent project that would develop its own development controls" and declines to address how the Project relates to the policies and objectives of the Central SoMa Plan.

PO-2
cont.

It is prejudicial to the public to publish the Draft EIR with the claim that the Project is consistent with the City's land use regulations. If the Draft EIR wants to claim that it is consistent with applicable local laws, then the General Plan and zoning ordinance should be amended to permit the Project before processing the Applicant's request. Otherwise, the Draft EIR should disclose that it is inconsistent with existing law and discuss the impacts that result from changing the laws in a way that would permit the Project.

5. The Draft EIR does not address the growth-inducing impacts that are likely to result from approving the land use changes required to support the Project.

The requested land use changes would permit up to 871,900 gross square feet of development on the Project Site, an increase of more than 2.5 times what is allowed under the current zoning or the remainder of the block under the Central SoMa Plan. Rather than proceed with the level of development otherwise permitted on the Project Site, the Applicant has proposed to amend the zoning for the Project Site, separate from the Central SoMa Plan process. The Draft EIR fails to analyze the significant growth inducing impact on the entire SoMa area, despite the fact that CEQA requires an EIR to evaluate growth-inducing impacts that could occur, either directly or indirectly, as a result of a project. (CEQA § 21100(b)(5), CEQA Guidelines §§ 15126(d), 15126.2(d).) Inducement of growth could occur by removing an obstacle to growth, such as a "characteristic of [a] project, which may encourage and facilitate other activities that could significantly affect the environment, either individually or cumulatively." (CEQA Guidelines § 15126(d).) The required discussion of growth-inducing impacts is not limited to population growth, but also includes "activities that may foster economic . . . growth." (*Id.*, § 15126.2(d).) Examples of growth inducement have included changes to land use policies that set precedent for future approvals. (*See, e.g., St. Vincent School v. City of San Rafael* (2008) 161 Cal. App. 4th 989 (analysis of growth inducing impacts properly included proposed changes in development intensities or patterns).) If the City permits spot-rezoning that more than doubles the amount of development the Applicant can build on the Project Site, the economic incentive for other property owners to follow suit will likely be enormous, increasing the pressure to redevelop and intensify uses within SoMa. Therefore, the Draft EIR needs to address this growth-inducing impact.

OC-1

6. The Draft EIR includes insufficient alternatives analysis.

Under CEQA, the Draft EIR must evaluate a reasonable range of alternatives that could feasibly attain the basic objectives of the Project and are capable of eliminating any significant adverse environmental effects or reducing them to a less than significant level. (CEQA Guidelines, § 15126.6.) The Draft EIR includes an alternative, dubbed the "Code Compliant Alternative" that

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Cont.

reduces the number of intersections with a significant impact as compared with the Project, eliminates the Project's significant air quality impacts, and reduces the Project's scale so that it complies with existing and proposed land use regulations. A smaller Project would also result in a reduced construction period, so that the Project's significant impacts during construction occur for a shorter duration. The Code Compliant Alternative reduces the severity of the Project's impacts, while satisfying or partially satisfying the Project's key objectives, yet Draft EIR fails to provide an explanation of why this alternative is infeasible. This alternative, or another alternative that similarly reduces impacts while satisfying Project objectives, should replace the Project as the proposed development for the Project Site.

AL-2
cont.

Letter
O-SFH



January 7, 2015

Submitted by email

Sarah B. Jones
Environmental Review Officer
San Francisco Planning Department
1650 Mission Street, 4th Floor
San Francisco, CA 94103

RE: Fifth and Mission Project (5M Project)

Dear Ms. Jones:

On behalf of San Francisco Heritage (Heritage), thank you for the opportunity to comment on the Draft Environmental Impact Report (DEIR) for the Fifth and Mission project, or "5M Project" (Case No. 2011.0409E). In addition to reviewing the DEIR, Heritage's Issues Committee met with representatives of the project team on December 15, 2014 to discuss the proposed project and DEIR. As explained below, Heritage concurs with and amplifies concerns raised by the Historic Preservation Commission (HPC) regarding deficiencies in the DEIR and the project's direct and indirect impacts on historic and cultural resources.

The HPC's comment letter to the Planning Department, dated November 18, 2014, states that: (1) the DEIR's discussion of preservation alternatives is "unsatisfying" and lacks basic "information related to the retention and preservation of historic resources"; (2) more information is needed regarding 430 Natoma Street (the Camelline Building), an individually-eligible historic resource slated for demolition; (3) the project team should "work harder" to craft an alternative that would incorporate the Camelline Building, either in place or relocated; and (4) the HPC is concerned about the project's scale and its overall combined effect on historic resources in the area.

As currently proposed, the 5M Project would redevelop a four-acre site at the corner of Fifth and Mission streets in the South of Market area (SoMa), including rehabilitation of two historic buildings (the Chronicle Building at 901-933 Mission Street and the Dempster Printing Building at 447-449 Minna Street), demolition of six buildings (including the historic Camelline Building) and a two-story connector, and construction of four new buildings and a multi-story connector over Natoma Street between Mary and 5th streets. The proposed new construction would exceed one million square feet and range in height from 50 feet to 470 feet, with a maximum height that is more than two-and-a-half times the existing 160-foot height limit.

CP-1

I. Historic resources located within and surrounding the Project Site

The 5M Project is located within a highly sensitive historic and cultural heritage context; it is surrounded by dozens of individual historic buildings, three identified historic districts,¹ and the proposed “SoMa Pilipinas” Social Heritage District. The dominant physical character of the neighborhood is comprised of low- and mid-rise masonry loft buildings and associated enclaves of frame dwellings and residential hotels constructed after the 1906 Earthquake and Fire.² Three eligible historic resources are located in the Project Site, including the Chronicle Building, the Dempster Printing Building, and the Camelline Building (currently slated for demolition).³

Located just across Mission Street is the Old U.S. Mint (88 Fifth Street) — a National Historic Landmark completed in 1874 that is among the few SoMa buildings to survive the 1906 Earthquake and Fire. Other noteworthy historic buildings in close proximity to the Project Site include: the Remedial Loan Association (66 Mint Street), California Casket Co. (959-965 Mission Street), Pickwick Hotel (85-99 Fifth Street), and 194-198 5th Street.⁴

The Project Site is also located within the boundaries of the proposed “SoMa Pilipinas” Social Heritage Special Use District (SUD). From 2008-2011, the Filipino Social Heritage District Committee and the Western SoMa Citizens Planning Task Force collaborated with the Planning Department to craft an SUD that would utilize urban design elements, zoning tools, and economic incentives to perpetuate the neighborhood’s deeply-rooted Filipino community and promote the continued sustainability of associated cultural institutions, festivals, events, and businesses. While the proposal has not yet been finalized for adoption by the City, community leaders remain committed to the creation of a Filipino heritage district in SoMa.

¹ Western SoMa Light Industrial and Residential Historic District, Sixth Street Lodginghouse District, and the recently-identified Mint-Mission Historic District.

² Page & Turnbull. *South of Market Historic Context Statement*. (San Francisco: June 30, 2009), 5

³ The DEIR correctly concludes that demolition of the Camelline Building would result in a “substantial adverse change in the significance of a historical resource.” City and County of San Francisco Planning Department. *5M Project*. (San Francisco: Draft Environmental Impact Report, October 15, 2014), at 232.

⁴ The DEIR relies on an outdated status code for 194-198 5th Street and, therefore, does not consider potential adverse impacts caused by incompatible and out-sized new construction immediately adjacent. Built in 1912 as the Hotel George, the ground floor of 194-198 5th Street was once occupied by the legendary M&M Tavern, continuously operated by the McVeigh family from 1934 to 1989. New photographic evidence showing “exceptional physical integrity” on the upper floors has led the Planning Department to recommend a new status code of 3CS (individually eligible for the California Register) in the draft Central SoMa Historic Resources Survey.

CP-3

II. The DEIR fails to acknowledge significant adverse impacts on historic resources related to the height, bulk and massing of new construction

A fundamental tenet of the *Secretary of the Interior’s Standards* provides that new construction within a historic context must be “differentiated from the old and ... compatible with the historic materials, features, size, scale and proportion, and massing to protect the integrity of the property and its environment.”⁵ This concept is intended to be broad enough to accommodate contemporary architectural expressions, designs that more closely adhere to the relevant historical style or styles, or something in between.

The scale and massing of the 5M Project threatens to overwhelm the Chronicle Building and surrounding historic buildings in the SoMa neighborhood. The project proposes to construct a 470-foot residential tower immediately behind the three-story Chronicle Building.⁶ It would also abut and envelop 194-198 5th Street, located at 5th and Howard, which is individually eligible for the California Register of Historic Resources.

The DEIR states that the proposed project would “incorporate several design elements that would address project compatibility to adjacent historical resources related to scale and massing.”⁷ Thoughtful design can mediate the transition between old and new, but the size and scale of the 5M Project would radically change views to and from — and the relationships between — historic buildings in the vicinity and irrevocably alter the small-scale character of the neighborhood. The Historical Resource Evaluation Report (HRER) prepared by Architectural Resources Group acknowledges that, “the new buildings run the risk of visually overwhelming those resources.”⁸ Although the HRER recommends several design elements intended to reduce this risk, Heritage believes that the visual impact of the project — based on its currently proposed size and scale — cannot be mitigated to a less than significant level.

Heritage is also deeply concerned about the growth-inducing impacts that would flow from such a dramatic increase in density on the Project Site. Although the DEIR recognizes that demolition of the Camelline Building, “in combination with demolition or removal of historical resources by past, present, and reasonably foreseeable future

⁵ National Park Service. *Secretary of the Interior’s Standards for the Treatment of Historic Properties* (1995), emphasis added. Website accessed December 23, 2014 from www.cr.nps.gov/local-law/arch_stnds_8_2.htm

⁶ With the exception of the Intercontinental Hotel, other historic buildings in the vicinity are well below the current height limit of 160 feet.

⁷ City and County of San Francisco Planning Department. *5M Project*. (San Francisco: Draft Environmental Impact Report, October 15, 2014), at 239.

⁸ Architectural Resources Group. *Historical Resource Evaluation Report (HRER), 5M Development Project Area*. (September 2014), p.35.

CP-2

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Cont.

projects, would make a cumulatively considerable contribution to a significant impact,"⁹ it fails to address the likelihood of upzoning in the area around the Project Site. Nor does the DEIR prescribe any mitigation measures to safeguard the prevailing density, uses, and character of the neighborhood (e.g., through formal designation of identified historic districts and/or the proposed SoMa Pilipinas Social Heritage District).

CP-2
cont.

Finally, the DEIR does not address the project's apparent inconsistency with Policy 7.1 of the South of Market Area Plan, which requires "height and building intensity limits for new developments which would preserve the existing scale."

PO-2

III. The DEIR fails to include a reasonable range of potentially-feasible preservation alternatives

A key policy under the California Environmental Quality Act (CEQA) is the lead agency's duty to "take all action necessary to provide the people of this state with... historic environmental qualities...and preserve for future generations...examples of major periods of California history."¹⁰ To this end, CEQA "requires public agencies to deny approval of a project with significant adverse effects when feasible alternatives or feasible mitigation measures can substantially lessen such effects."¹¹ Courts often refer to the EIR as "the heart" of CEQA, providing decision makers with an in-depth review of projects with potentially significant environmental impacts and analyzing alternatives that would reduce or avoid those impacts.¹² CEQA Guidelines require a range of alternatives to be considered in the EIR, with an emphasis on options capable of "substantially lessening" the project's significant adverse environmental effects.

AL-3

The DEIR does not include an in-depth discussion of potentially feasible, less harmful preservation alternatives. The sole "Preservation Alternative" to be analyzed would retain the Camelline Building and a portion of the non-historic Examiner annex, eliminating its footprint as developable land and reducing the total project size by 120,000 square feet. To compensate for the reduced buildable lot area, the Preservation Alternative intensifies development on the remainder of the site, exacerbating impacts related to incompatible adjacencies between old and new construction. Nor does the DEIR consider a reduced-

⁹ DEIR at 246. Future projects in the vicinity include those at 255 Seventh Street, 725 Harrison Street, and 200-214 Sixth Street, all important examples of SoMa buildings associated with the Sixth Street Lodginghouse District and Western SoMa Light Industrial and Residential Historic District.

¹⁰ Public Resources Code §21001 (b), (c).

¹¹ *Sierra Club v. Gilroy City Council* (1990) 222 Cal. App.3d 30, 41; also see PRC §§ 21002, 21002.1.

¹² *County of Inyo v. Yorty* (1973) 32 Cal.App.3d 795; *Laurel Heights Improvement Association v. Regents of the University of California* (1993) 6 Cal.4th 1112, 1123.

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Cont.

scale alternative that would both retain the Camelline Building and lessen impacts related to out-size new construction.

The DEIR should be revised to include a more nuanced analysis of alternatives, examine alternative designs, and revisit the possibility of relocating the Camelline Building. The revised document should be recirculated to allow the public a meaningful opportunity to comment on significant new information related to project impacts and potentially feasible, environmentally-superior alternatives not analyzed in the current document.

AL-3
cont.

IV. Recommendations for additional mitigation

A. Require the project sponsor to purchase Transferable Development Rights to exceed existing FAR limits

Additional measures should be imposed to mitigate potential adverse impacts on adjacent historic resources, especially the Old Mint – inarguably the most significant historic resource in the shadow of 5M. The 5M Project calls for a series of changes to the San Francisco General Plan, Planning Code, and Zoning Map that would allow for unprecedented height, bulk, and density limits: the proposed zoning changes and SUD would increase the maximum allowable FAR from 7.5:1 (the maximum FAR in the C-3-S District) to 11:1.

As currently proposed, the zoning changes would not require the project sponsor to purchase any Transferable Development Rights (TDR) to maximize FAR authorized under the SUD.¹³ In order to assure some benefit accrues to the Mint, Heritage suggests enlarging the SUD boundaries to include the footprint of the Mint. Although the Mint has already sold its TDR allocation, significant additional supply could be created by increasing the height limit at a time when this National Historic Landmark is in desperate need of rehabilitation. Other historic and social/cultural resources within and adjacent to the proposed SUD should be eligible "sender" sites to generate funds for historic preservation through the sale of TDR. Significantly, there is a recent precedent for this approach in SoMa: The Transit Center District Plan requires project sponsors in the Plan area to purchase TDR for the increment of square footage exceeding the base FAR limit of 6:1 up to a maximum of FAR of 9:1.

CP-2

A secondary approach after, or in tandem with, pursuing the expansion of TDR supply would be to create an in-lieu TDR credit where project sponsors pay into the City's existing Historic Preservation Fund or fund specific preservation projects in the

¹³ As described in the DEIR, the proposed SUD would "prohibit the sale of transferable development rights from any property within the district." DEIR at 75-76.

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Cont.

immediate vicinity. As a recent example, the Intercontinental Hotel project at 5th and Howard partially funded the creation of new public open space at Mint Plaza in 2002.

CP-2
cont.

B. Expand Historic Preservation Commission review requirements

As currently described in the DEIR, the HPC is only required to review and approve permits to alter for potential exterior seismic retrofit/rehabilitation of the Dempster Building. Given the significance of historic resources in and around the Project Site, the DEIR should be revised to require HPC review of all historic buildings within 5M boundaries, as well as the proposed SUD and future Design for Development documents:

- **Site and Construction Permits for Chronicle Building, Dempster Building, and Camelline Building (if retained):** Currently, Mitigation Measures M-CP-4 and M-CP-5 mandate review of site and construction permits for the Chronicle Building and Dempster Building by only Planning Department preservation staff. Any work impacting exterior character-defining features must be conducted in accordance with the *Secretary of the Interior's Standards for Rehabilitation*, as determined by an architect meeting professional qualification standards. While Heritage supports these protections, we strongly feel that the HPC should be required to review and approve any site or construction permits that potentially impact identified historic resources within or adjacent to the Project Site.
- **Special Use District and Design for Development:** As stated in the DEIR, the Planning Department finds that "the design features and siting of the proposed project would not adversely affect the setting" of historic resources within and adjacent to the project site "such that the integrity of the resources would be substantially compromised."¹⁴ Yet-to-be-defined review processes in the SUD and Design for Development documents will seek to avoid significant impacts related to incompatible wall treatments and/or building materials and outline detailed design standards and guidelines for the site. Notwithstanding Heritage's disagreement with the Planning Department's finding of no significant impact, we recommend adding mitigation measures that would ensure HPC review of these documents.

GC-11

C. Nominate historic resources in the Project Site for City Landmark and/or National Register designation

A straightforward yet meaningful mitigation measure that should be included in the FEIR is formal designation of the three historic resources located within the Project Site: the Chronicle Building, the Dempster Building, and the Camelline Building. This

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¹⁴ Id. at 240.

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Cont.

mitigation measure would be low-cost with high impact for the preservation community, providing official recognition and long-term protection for important sites in San Francisco history. Listing in the National Register would qualify rehabilitation projects for benefits under the federal Historic Tax Credit (HTC) program, including a 20% income tax credit for qualified rehabilitation expenses. Given the high standards maintained by the HTC program, participation by the project sponsor would not only be financially beneficial, but would also assure the most sensitive treatment of historic resources.

CP-4
cont.

Thank you again for the opportunity to comment on the proposed 5M Project. Heritage offers our continued assistance regarding the preservation aspects of the project, especially in the development of additional preservation alternatives. Should you have questions or concerns, please do not hesitate to contact Desiree Smith, preservation project manager, at dsmith@sfheritage.org or 415/441-3000 x11.

Sincerely,



Mike Buhler
Executive Director
San Francisco Heritage

cc: Jane Kim, San Francisco Board of Supervisors, District 6 Supervisor
John Rahaim, Director of Planning
Audrey Tendell, Forest City
Anne Taupier, Project Manager, MOEWD
Bernadette Sy, Filipino American Development Foundation
San Francisco Historic Preservation Commission
San Francisco Planning Commission

Letter
O-SFRG1

Received at CPC Hearing 11/20/14
M. Jacinto

San Franciscans for Reasonable Growth

870 Market St #1128
San Francisco, Ca. 94102

Sarah Jones
Environmental Review Officer
1650 Mission Street, Suite 40
San Francisco, CA 94103

Dear Ms. Jones,

Attached are comments from San Franciscans for Reasonable Growth (SFRG) on the 5M draft Environmental Impact Statement.

In 1980 SFRG began commenting on San Francisco office development EIRs. Our main focus was to make sure that the cumulative impact analyses in these EIRs accurately quantified and discussed the impacts from the "probable future" office development in the foreseeable future.

In 1980 downtown office EIRs only analyzed the cumulative impacts the proposed office project and other office projects within the vicinity of the proposed project. Over the next year SFRG prepared a list showing that over 18 million square feet of office space was under construction, approved, or in the environmental review process. SFRG's comments on downtown office development EIRs contended that the cumulative impact analysis should be based on a "probable future" of this 18 million square feet of office space. Over the next few years the Department of City Planning gradually responded to SFRG's comments and changed its EIR cumulative impact methodology to include the 18 million square feet in the EIR definition of "probable future."

SFRG also sued the Planning Commission's certification of over a dozen high rise office EIRs that did not include an analysis of reasonably foreseeable office projects in the downtown area. On January 24, 1984 the California Appellate Court agreed with SFRG's definition of "probable future" and ruled that office buildings EIRs with a cumulative impact based on buildings within the vicinity of the project were inadequate.

On October 18, 1984 the Planning Commission certified completion of the "Downtown Plan" EIR. SFRG subsequently filed a lawsuit contending that the cumulative impact analysis failed to comply with CEQA's definition of "probable future." On August 15, 1988 the city and SFRG signed a settlement agreement to end this lawsuit. The settlement agreement stated that the "Mission Bay" EIR, which was still being drafted, would use a definition of "probable future" that included all foreseeable office project in the greater downtown area. Both parties agree the "Mission Bay" EIR environmental and social impact methodologies would become the prototype for future office high rise EIRs in San Francisco.

This settlement agreement concluded an eight year disagreement between SFRG and the Department of City Planning on the definition of "probable future" in CEQA. Both parties agreed that, henceforth, office high rise EIRs would include cumulative impact analysis the included foreseeable office projects in "the Greater Downtown Area."

Letter
O-SFRG1
Cont.

SRRG was therefore in shock and dumbfounded amazement when the 5M draft EIR stated that the cumulative impact analysis is based on "major planned projects known to the Planning Department in January 2013 that are generally within the vicinity of the site" (emphasis added).

The two most important numbers for a cumulative impact analysis are (1) the number of square feet of additional or modified office development and (2) the number of gross square feet per office worker. All the cumulative environmental impacts are derived from these numbers. However, the number of square feet of office space on which the cumulative impact analysis is based is not quantified or discussed in the 5M draft EIR. The number of additional office workers on which the cumulative impact analysis is based is also not quantified or discussed.

The cumulative impact methodology in this EIR appears to be a throwback to a 1980 methodology that was repudiated by the California Appellate court and rejected by the Department of City Planning and SFRG when both parties agreed that the Mission Bay EIR methodology would be the prototype for San Francisco office development EIRs in the future.

Many of the people on the Planning Commission or the Department of City Planning may be unaware of the history behind how the definition of "probable future" evolved for office development projects in San Francisco. Therefore SFRG's comments on the 5M draft EIR are split into two sections. Section I contains background context, some of which I have summarized above. Section II contains detailed comments on the draft EIR.

In comment II.5 SFRG has taken the liberty of calculating the number of additional downtown office workers that will work in the greater downtown San Francisco area based on a definition of "probable future" that is consistent with CEQA requirements and consistent with the methodology of the Mission Bay EIR. This calculation shows that there are likely to be 195,000 additional office workers in the downtown area over the next 15 years.

From 1980 to 1988 SFRG and the Department of City Planning were many times in an adversarial relationship with many disagreements and lawsuits between us. When we reached a settlement agreement in 1988 we became collaborators. Over the next 2 years SFRG had meetings with the DCP to discuss the draft Mission Bay EIR cumulative impact methodology. When the draft EIR was released, SFRG commented favorably with much praise. That EIR won some statewide and even national awards for its quality.

While it is disappointing that the draft 5M EIR uses an outdated cumulative impact analysis methodology, SFRG's comments are designed to be specific enough to show how the deficiencies in this EIR can be corrected. SFRG would greatly appreciate the opportunity to discuss their comments with DCP in person so that any questions you have on our comments or methodology may be clarified. Such a meeting may help facilitate your preparation of the more formal written comments and response process by assuring you understand the basis for our comments.

Sincerely,



David B. Jones
415-453-2079
djones1948@sbcglobal.net

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Letter
O-SFRG2

Received at CPC Hearing 11/20/14
M. Jacinto

San Franciscans for Reasonable Growth Comments on the 5M Draft EIR

Section 1: Background Context

1. The importance of the definition of "probable future" in office high rise EIRs

The comments below are focused on the cumulative impact analysis of the 5M draft Environmental Impact Statement. This is because the important policy issues that will be addressed by the Planning Commission and/or Board of Supervisors often involve the overarching long term cumulative impacts on housing, traffic, and transit systems the result from the addition of office workers in the downtown area.

In 1980 downtown office EIRs only analyzed the cumulative impacts the proposed office project and other office projects within the vicinity of the proposed project. Many times the cumulative total square feet totaled less than one million square feet. In 1980 San Franciscans for Reasonable Growth (SFRG), a non-profit organization that focused on office building social and environmental impacts, began commenting on office high rise EIRs. Over the next year SFRG prepared a list showing that over 18 million square feet of office space was under construction, approved, or in the environmental review process. When commenting on EIRs for downtown office development, SFRG stated that CEQA required the cumulative impact analysis to be based on "probable future" projects and that the definition of "probable future" should include all 18 million square feet of office space development that was under construction, approved, or in the planning process. Over the next few years the Department of City Planning gradually responded to SFRG's comments and changed its EIR cumulative impact methodology to include the 18 million square feet of office development.

Because of this change in EIR methodology, city residents and policy makers for the first time saw the staggering adverse impacts on housing, traffic, and transit the resulted from the 65,000 additional office workers from new office construction. In reaction to these impacts city residents and policy makers demanded more mitigation from office high rise developers. The city passed measures to require a transit development fee, an affordable housing development fee, and an open space development fee for downtown office construction. Also in response to these impacts, city residents passed proposition M to put an annual limit on the square feet of office high rise development.

The actions show that it is critically important that the cumulative impact analysis of downtown office projects accurately quantify and discuss the "probable future" amount of office development that will result in new office workers in the downtown area. Decisions on what level of housing, traffic, or transit mitigation that the city may require of office development projects depends on decision makers having accurate information on the cumulative impact office workers from all projects.

2. SFRG lawsuit on the definition of "probable future" in office high rise EIRs

During the early 1980s SFRG sued the City and County of San Francisco for the Planning Commission's certification of over a dozen high rise office EIRs. SFRG contended the EIRs were inadequate because their definition of "probable future" office projects did not include all reasonably foreseeable office projects in the downtown area. On January 24, 1984 the California Appellate Court issued a ruling on the lawsuits filed by SFRG. The courts agreed with SFRG that office buildings EIRs with a cumulative impact based on buildings within the vicinity of the project were inadequate. The court

Letter
O-SFRG2
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agreed that CEQA's definition of "probable future" under CEQA included all foreseeable office projects in the downtown area.

The Appellate Court concluded that:

"in light of our analysis and discussion, we find that the EIRs were inadequate and incomplete, because, in drafting them, the Commission failed to interpret the requirements of a cumulative impact analysis so as to afford the fullest possible protection to the environment. Instead, the Commission abused its discretion by giving such requirements an unreasonably narrow scope, thereby omitting information that it would have been both reasonable, feasible and practical to include. As a result of this omission, the EIRs provided neither the responsible agency nor the public with the type of information called for under CEQA."

3. Agreement between the City and SFRG on what is the "probable future" in office EIRs

On October 18, 1984 the Planning Commission certified completion of the "Downtown Plan" Environmental Impact Report. On October 23, 1985 SFRG sued the City and County of San Francisco over the cumulative impact analysis of the "Downtown Plan" EIR. This lawsuit stated the Downtown Plan's cumulative impact analysis failed to comply with CEQA's definition of "probable future" projects because the EIR methodology did not look at all projects in the downtown area.

On August 15, 1988 the city and SFRG signed a settlement agreement to end this lawsuit. The settlement agreement stated that the "Mission Bay" EIR, which was still being drafted, would use a definition of "probable future" that included all office project in the downtown area and would use updated transit and traffic impact analysis methodologies. Both parties agree the "Mission Bay" EIR environmental and social impact methodologies would become the prototype for future office high rise EIRs in San Francisco.

In this settlement agreement the City and County of San Francisco and SFRG agreed the cumulative impact of downtown office high rise development projects would include all office projects in the "Greater Downtown Area." Section 5.A of this settlement states that "'the 'Greater Downtown Area' includes the C-3 area, South of Market, Civic Center-Van Ness South, Northeast Waterfront, and Mission Bay."

This settlement agreement concluded an eight year disagreement between SFRG and the Department of City Planning on the definition of "probable future" in CEQA. Both parties agreed that, henceforth, office high rise EIRs would include cumulative impact analysis the included foreseeable office projects in "the Greater Downtown Area."

4. Historical utilization of the Proposition M annual limit on office space construction

In 1986 Proposition M established an annual limit on office high rise construction in downtown San Francisco. It allows 950,000 square feet per year of downtown San Francisco office space development.

The city now has over twenty-five years of experience with this annual limit. This history has shown the amount of office space allocated for office high rise development is fully used when looking at ten year time periods. In some years, such as during building booms, there are many more projects requesting office space than is available to allocate in a given year. In some years, such as after economic recessions, there may be a few years where there is more office space to allocate than there

is demand. But over the 25 year history of the annual limit these highs and lows for office space demand even out. An August 7, 2014 an "Office Development Annual Report Status Update" prepared by the Planning Department showed that the square feet that office developers are expect to request in the next few years exceeds the amount of office space that can be allocated under the annual limit by 9,091,706 square feet.

This history show that full utilization of the annual limit is almost certain over any extended period of time. If not 100% certain, it is, at a minimum, extremely probable that the annual limit will be fully utilized in the future. Therefore, under CEQA's definition of "probable future" high rise office project EIRs must include the assumption that full utilization of the annual limit for office space construction is highly probable.

5. The trend toward higher worker densities in the last 35 years

In 1980 San Francisco office development EIRs presumed that there would be 275 square feet of gross office space per employee. This a few years before the Personal Computer (PC) was commercially introduced and more than a decade before the Internet became available. Offices had had filing cabinets for letters and documents, bookshelves for large documents, credenzas for storing large files, and typing pools with large word processors. Since that time the number of square feet per office worker has decreased each decade as PCs became common, electronic storage of documents and data rapidly increased, more correspondence was done electronically by email, and there was less need for file cabinets, office libraries, typing pools, and meeting rooms.

By 2014 the accelerating trend toward less office space per person had dramatically reduced the number of square feet per worker in a typical office space. Many office spaces increased office densities to 160 square feet per person. In order to accurately project the number of additional office workers that will be working in the downtown area as the result of new high rise development, it is imperative that EIRs for office high projects accurately reflect the most current trends in office worker density (office workers per square foot).

6. New office workers resulting from reconfiguration of existing office space to higher worker density

As noted above, office worker density has dramatically increased since 1980 when San Francisco office development EIRs presumed that there would be 275 gross square (gsf) feet of office space per employee. The 275 gsf of gross office space per employee is a historical artifact that characterizes a long past moment in history. The 5M project EIR notes that the more current assumption of 160 square feet per office worker is more consistent with current trends for collaborative office work settings.

There are about 75 million square feet of office space in San Francisco. If, over the next fifteen years, just one-third of that space is reconfigured to a density of 160 square feet per worker, then there will be 25 million square feet of existing office space that will hold 156,250 workers in the future instead of the 90,600 workers it now holds. That is an increase of 65,000 new downtown office workers without building one new square foot of office space. The housing and transit impacts of these 65,000 additional office workers would be the same as if 10.5 million square feet of new office space were constructed. It is therefore imperative that the cumulative impact analysis in downtown office EIRs include an estimate of the number of new office workers that will result from the reconfiguration of existing office space to accommodate higher worker densities

Section II. Specific comments on the 5M draft EIR

1. The draft EIR fails to comply with the CEQA requirement that the cumulative impact analysis analyze the environmental and social impacts "probable future" office development.

The draft EIR states "The cumulative impacts analysis in this Draft EIR is based on information provided by the City of San Francisco on major planned projects known to the Planning Department in January 2013 that are generally within the vicinity of the site (where impacts of reasonably foreseeable future projects may combine with project impacts to result in cumulative impacts), unless otherwise noted in the topical sections." (pages 69 and 123)

By narrowly limiting the cumulative impact analysis to projects "within the vicinity of the site" this EIR:

- Fails to comply with the CEQA definition of "probable future"
- Fails to comply with the January 24, 1984 the California Appellate Court ruling that EIRs with a cumulative impact analysis based on buildings within a the vicinity of the project are inadequate because CEQA's definition of "probable future" includes all foreseeable office projects in the downtown area.
- Fails to comply with the August 15, 1988 lawsuit settlement agreement between and SFRG and the City and County of San Francisco in which the city and SFRG agreed that the cumulative impact of downtown office high rise development projects would include all office projects in the "Greater Downtown Area," which includes "the C-3 area, South of Market, Civic Center-Van Ness South, Northeast Waterfront, and Mission Bay."

The draft EIR cumulative impact analysis is a throwback to the type of analysis done in 1980, which is a third of a century ago. The draft EIR should be revised to reflect the currently understood definition of "probable future" consistent CEQA, the ruling of the California Appellate Court, and the SFRG settlement agreement

2. The number of square feet of cumulative office development in the greater downtown San Francisco should be quantified and discussed in the EIR's cumulative impacts analysis.

In a document that contains tens of thousands of numbers, the two most important numbers for a cumulative impact analysis are (1) the number of square feet of additional or modified office development and (2) the number of gross square feet per office worker. All the cumulative impacts are derived from these numbers. If there is 1 million square feet of new office development with 160 gross square feet per workers, there will be 6,250 additional workers. The housing, traffic, and transportation analyses all are calculated based on this number of additional workers.

However, the number of additional office workers on which the cumulative impact analysis is based is not clear. The draft EIR states the cumulative impacts analysis is based on the projects in the vicinity of the proposed 5M project as shown in table II.8 (pages 69-71). However this table does not give a total number for the square feet of projects described. The draft EIR analysis for the 2040 Cumulative Conditions for traffic and transportation states the EIR cumulative impact analysis was based on 15 projects within the vicinity of the project as well as taking into account the Central SoMa Plan, the Transit Center District Plan, and the Central SoMa Plan. However, this section also fails to quantify the number of square feet of cumulative total office space on which the environmental analysis is based.

The draft EIR should be revised to clearly quantify and discuss the number of square feet of new office development and modification of existing office development that are the basis for the cumulative impact analysis.

3. The draft EIR analysis of the cumulative impacts in the draft EIR must be revised.

Under the section entitled "Cumulative Impacts" the draft EIR states: "This section discusses the cumulative impacts to population and housing that could result from the project in conjunction with past, present, and reasonably foreseeable future projects" (page 175). The draft EIR analysis further states "As discussed under Impacts PH-1a, -1b, -2a, and -2b, above, the Office Scheme or Residential Scheme would not induce substantial population growth in the area, either through housing construction or employment growth."

The draft EIR notes only the 3,684 new jobs to the project site from the "Office Scheme" and the 2,377 new jobs on the project site under the "Residential Scheme." The EIR statement only states that the project would not induce substantial growth in the area, either through housing construction or employment growth. The draft EIR does not mention how the "probable future" projects will induce growth in San Francisco. This is inconsistent with CEQA's requirement for a cumulative impact analysis. This section must be revised. This is especially important since "probable future" cumulative number of office workers from will be most likely be over 100,000 workers.

4. In order to comply with the CEQA cumulative impact analysis requirement, the definition of "probable future impacts should:
- a. Presume a 15 year time frame for the cumulative impact analysis. For the
 - b. Include all projects under construction and approved in the greater downtown S.F. area
 - c. Assume that the office development annual limit will be fully utilized over the next 15 years.
 - d. Assume that the gross square feet per office worker is 160 square feet
 - e. Include an estimate of the number of additional office workers that will be in the greater downtown area over the next 15 years as much of the existing 75 million square feet of office space in Greater Downtown San Francisco is reconfigured to higher worker density
 - f. Include an estimate of San Francisco Port and San Francisco Redevelopment agency projects over the next 15 years.

The rationale for each of the above components of a cumulative impact analysis is given below:

- a. **The EIR should presume a 15 year time frame for the cumulative impact analysis**
The Department of City planning asks consultants preparing office high rise EIRs to use the "Transportation Impact Analysis Guidelines for Environmental Review" (October 2002) when preparing office high rise EIR cumulative impact analyses. The guidelines state that, for "cumulative (horizon year) Impacts" the horizon year (normally 10 to 20 years in the future, depending on the location) should be used for the cumulative analysis year unless otherwise specified in the scope of work. A fifteen year time frame is the average of the 10-20 year horizon. A fifteen year time frame is appropriate for projects with large cumulative impacts that require long lead time for housing, transit, and transportation agencies to plan for the impacts.

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b. The EIR should include all projects under construction and approved in the greater downtown S.F. area

This is already a standard assumption for cumulative impact analyses. Projects under construction and approved are basically "certain past," in terms of their likelihood. But their impacts have not yet been felt because the office workers are not yet on site. These projects are definitely part of the "probable future."

c. The EIR should assume that the office development annual limit will be fully utilized over the next 15 years.

History has shown that, over a 10 year period, the annual limit of 950,000 square feet of office development will be fully utilized. The 2014 "Office Development Annual Report Status Update" projects that, in 2015, the office project development pipeline will have 9,091,706 square feet, enough for the next nine years. It is therefore appropriate to presume that, over the next 15 years, 14.25 million square feet of office development allowed under the annual limit will be fully utilized.

d. The EIR should assume that the gross square feet per office worker is 160 square feet

The project EIR states that "The Project's employment density is provided by Forest City. Average office employment density is assumed at 210 gsf per employee based on a range of 160 and 275 square feet ranging between focus, collaborative, and interactive office uses." This is disingenuous. It averages a more current worker density of 160 gsf with a long outdated (1/3 century old) historical number of 275 gsf per office worker in an attempt to make the 210 gsf average appear to be a reasonable compromise. This is the equivalent of averaging the cost of a house in San Francisco in 1980 with the cost of a house in 2014 and saying it represents the average cost of a San Francisco house that can be used for future housing cost projections.

The Department of City Planning should not accept the Forest City methodology of averaging a historically outdated 275 gsf per worker number from the 1980 with a more contemporary 160 gsf per worker number from 2014 to determine a "probable future" 210 gsf per office worker. The DCP should independently access the worker densities in recent downtown office buildings after tenant build out to determine an appropriate range for office worker density and then take the average of that range for the EIR estimate of "probable future." It is extremely unlikely that 275 gsf per office work will be found to be in that range. If the DCP is unable to independently determine this range, then the 160 gsf per office worker should be used as a default rather than 210 gsf, which is number derived using the historically antiquated 275 gsf per worker.

a. Include an estimate of the number of additional office workers that will be in the greater downtown area over the next 15 years as much of the existing 75 million square feet of office space in Greater Downtown San Francisco is reconfigured to higher worker density

The social, economic, and environmental impacts of office development in San Francisco are proportional to the number of office workers. Each new worker increases the demand for housing, transportation, public transit, parking, and city services. New office development can be for executives, administrators, engineers, scientists, lawyers, bankers, insurance agents, travel agents, researchers, software developers, or many other professions. In terms of social, economic and environmental impacts what counts is not title or profession an office worker has, but how many office workers there are in a given floor space.

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cont.

The 5M EIR states that "Section 15130 of the CEQA Guidelines requires that an EIR evaluate potential environmental impacts that may be individually limited but cumulatively significant. These impacts could result from the proposed project alone, or together with other projects. The CEQA Guidelines state: "The cumulative impact from several projects is the change in the environment which results from the incremental impact of the project when added to other closely related past, present, and reasonably foreseeable probable future projects."

Since it is additional office workers that are the source of cumulative environmental and social impacts, the proposed projects that must be considered in the EIR cumulative impact analysis are any downtown office projects that increase the number of downtown office workers. This includes new office development where there were no previous office workers, demolition of small office buildings to build larger office buildings, and modification and reconfiguration of existing office space to accommodate additional workers through higher worker density (more workers per gsf).

The 5M EIR cumulative impact analysis should estimate the increased number of office workers over the next 15 years in the downtown area that will result from the reconfiguration of the existing 75 million square feet of office space in the greater downtown area to accommodate new office workers. This analysis should presume 160 square feet per worker unless the Department of City Planning is able to document the rationale for a higher worker density number.

- e. The EIR should include an estimate of San Francisco Port and San Francisco Redevelopment agency projects over the next 15 years.

The 5 M EIR notes that CEQA cumulative impacts analyses must include projects outside the control of the lead agency. Therefore a reasonable foreseeable projection of office space that may be developed by the Port of San Francisco and San Francisco Redevelopment over the next 15 years. This may be reasonably informed estimate based on historical office development and future planning documents. But it is highly probable the number will be higher than zero.

- 5. The probable number of additional downtown office workers San Francisco's greater downtown area in the next 15 years should be in the range of 195,000 additional office workers.

Using the methodology outlined in comment II.2 above, the calculations bellow show 195,000 additional downtown workers in the next 15 years. The numbers for office space construction approved and under construction come from the September 25, 2014 "Office Development Annual Limit Program – Update." If the DCP has more current information, it should be used. The calculation of the 195,000 additional workers is very sensitive to the estimate of workers per gsf of office space. That is why the DCP should assure the gross square feet per office worker assumption is based on current office occupancy trends and not outdated historical numbers (as noted in comment 2.d above).

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Below are the calculations for determining the number of 195,000 additional office workers using the methodology of comment II.4 above.

- a. A 15 year time frame for the cumulative impact analysis is presumed.
- b. All projects under construction and approved should be included.

<u>Approved projects not yet under construction:</u>	1.25 million square feet
<u>Under construction projects:</u>	3.38 million square feet
- c. Assume that the office development annual limit will be fully utilized over the next 15 years.

<u>Annual limit allowed projects:</u>	14.25 million square feet
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- d. Assume that the gross square feet per office worker is 160 square feet

<u>New workers from 18.88 million square feet of new office development projects:</u>	117,500 workers
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- e. Include an estimate of the number of additional office workers that will be working in downtown San Francisco as a large percentage of the existing 75 million square feet of office space in Greater Downtown San Francisco is reconfigured over the next 15 years to 160 square feet per employee from 275 square feet.
- f.

<u>If 1/3 of existing office space goes from 275 gsf to 160 gsf over 15 years:</u>	65,340 workers
--	----------------
- g. Include an estimate of San Francisco Port and San Francisco Redevelopment agency projects over the next 15 years. The estimate of 2.0 million square feet over the next ten years is a ball park guess. The DCP should come up with a more accurate estimate based on Port and Redevelopment agency master plans and specific project lists.
- h.

<u>Presume 2.0 million square feet over 15 years:</u>	12,500 workers
Total Additional New Workers in Downtown S.F in 15 years	195,340 workers
- 6. The traffic and transportation section uses a 2040 time line for its environmental impact analyses. This section should therefore analyze the cumulative impacts of new office workers over the next twenty-five years.

The draft EIR references CEQA requirements when it states "The cumulative impact from several projects is the change in the environment which results from the incremental impact of the project when added to other closely related past, present, and reasonably foreseeable probable future projects." In the case of an office building project, other "closely related" projects would be other office construction or rehabilitation projects in the great downtown area of San Francisco. The draft EIR states that it analyses the 2040 cumulative "long-term impacts of the proposed project in combination with other reasonably foreseeable future development and transportation network changes." However, there is no list of projects or projections for office space in San Francisco on which this analysis is based.

In order to comply with the CEQA cumulative impact analysis requirement, the 2040 cumulative impact analysis should:

- a. Presume a 25 year time frame for the cumulative impact analysis.
- b. Include all projects under construction and approved
- c. Assume that the office development annual limit will be fully utilized over the next 25 years.

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Cont.

- d. Assume that the gross square feet per office worker is 160 square feet
- e. Include an estimate of the number of additional office workers that will be working in downtown San Francisco as a large percentage of the existing 75 million square feet of office space in Greater Downtown San Francisco is reconfigured over the next 25 years from 275 to 160 gross square feet per employee.
- f. Include an estimate of San Francisco Port and San Francisco Redevelopment agency projects over the next 15 years.

This is the same methodology outlined in comment II.4 above, except that a time frame of 25 years instead of 15 years is used because of the 2040 time frame. The calculations for the number of additional downtown workers will be the same as comment II.5 above except that there will be ten more years of new office construction under the 950,000 square feet per year annual limit. This means there will be 9.5 million more square feet of office space in the 25 year time frame. This would result in 59,375 additional workers (assuming 160 gsf per worker). The total number of new office workers in the greater downtown area can therefore be expected to be in the range of 244,000 additional office workers by 2040.

7. The measures proposed to mitigate the cumulative impacts of office high rise development and the impacts of the 5M project are insufficient. The transit, housing, and open space fees for office projects should be raised by 72% to be consistent with current city requirements.

The environmental and social impacts on housing and transit from an office development project are directly proportional to the number of workers from an office project. The number of office workers in a building are directly proportional to the number of workers per square foot. The transit development fee was based on the impact of 275 gsf per worker, or 3,636 workers per million square feet. If the office worker density is 160 gsf per worker, as suggested by the comments above, there would be 6,250 workers per million square feet. This is an increase of 72%.

The office high rise development fees are based on mitigating the adverse impacts on the city's housing prices, transit system, and open space to accommodate additional workers. If current trends in office space occupancy show that there are 72% more workers in a given space than there were in the early 1980s when the development fees were established, then these fees must be raised by 72% to provide the same level of mitigation that has been historically required by the city as a mitigation measure.

TR-7
cont.

GC-2

Letter
O -
SOMCAN1

From: Joseph Smooke [mailto:josephsmooke@gmail.com]

Sent: Tuesday, January 06, 2015 6:12 PM

To: Eric S. Phillips

Cc: Jones, Sarah (CPC); cwu.planning@gmail.com; planning@rodneymong.com; wordweaver21@aol.com; richhillisf@yahoo.com; christine.johnson@sfgov.org; mooreurban@aol.com; Richards, Dennis (CPC); Rahaim, John (CPC); Kim, Jane (BOS); Angelica Cabande; Veneracion, April (BOS)

Subject: Comment Letter from the South of Market Community Action Network (SOMCAN) re: 5M Project Draft EIR (Case No. 2011.0490E)

Dear Ms Sarah Jones

Attached is the comment letter from the South of Market Community Action Network (SOMCAN) regarding the 5M Project's Draft EIR.

This letter is separate and additional to the letter submitted on our behalf by the law firm of Goldfarb & Lipman, LLP.

Thank you for this opportunity to comment on the Project and the Draft EIR. Please do not hesitate to contact us if you would like to discuss further any of these comments.

Best regards,

Angelica Cabande (SOMCAN Organizational Director)
Joseph Smooke (SOMCAN Board President)

Letter
O -
SOMCAN2

January 6, 2015

via e-mail

Sarah B. Jones
Environmental Review Officer
San Francisco Planning Department
1650 Mission Street, Suite 400
San Francisco, CA 94103

Re: 5M Project Draft EIR (Case No. 2011.0490E)

Dear Ms. Jones:

The South of Market Community Action Network (“SOMCAN”) is a multi-racial, community organization that educates, organizes, and mobilizes immigrant and low-income South of Market (“SoMa”) residents to fight for improvements to their quality of life by engaging in the decision making process that affects their neighborhood and greater San Francisco. Our mission is to build and support a strong, organized community that takes collective action to achieve social and economic justice and equity. SOMCAN works to address gentrification and displacement issues in SoMa and San Francisco.

We respectfully submit this comment letter on the Draft Environmental Impact Report (“Draft EIR”) for the proposed 5M Project (the “Project”) located at 925-967 Mission Street (the “Project Site”) by Forest City Enterprises, Inc. (the “Applicant”) in compliance with the California Environmental Quality Act (Public Resources Code §§ 21000 – 21189.3 or “CEQA”) and Sections 15000 through 15387 of the California Code of Regulations (“CEQA Guidelines”).

SOMCAN does not oppose development on the Project Site, but we do have serious concerns regarding the Project as proposed by the Applicant. First, if approved, the proposed massive rezoning to enable the Project would cause significant and unavoidable impacts throughout the SoMa community that are not fully disclosed, analyzed or mitigated in the Draft EIR. Second, the Project fails to meet the City’s standards for open space, affordable housing, and the Youth and Family Zone expansion planned under the City’s Central SoMa Plan, and such deficiencies and inconsistencies are not addressed in the Draft EIR. Third, the Draft EIR fails to study a reasonable range of alternatives to the Project. None of the alternatives presented meets the needs of existing and future SoMa community residents and workers. We have, therefore, presented aspects of what could be a Community Alternative that fits much better into what could be sustainable growth for the South of Market community.

Because the Draft EIR contains such serious and significant errors and omissions, it must be revised to include significant new information. As it is, the Draft EIR fails in its purpose as an informational document under CEQA. We understand that when “significant new information” is added to a CEQA document, the document must be re-circulated. (See CEQA § 21092.1; CEQA Guidelines § 15088.5 (a).) If the Draft EIR is not revised and recirculated, the public will be deprived of a meaningful opportunity to comment upon either the substantial adverse environmental effects of the Project or a feasible way to mitigate or avoid such an effect that the Applicant has declined to implement. Therefore, the Draft EIR must be revised to adequately evaluate and fully disclose the Project’s impacts, and then it must be recirculated.

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SOMCAN2
Cont.

Letter from SOMCAN on 5M DEIR
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I. The Draft EIR is Misleading and Confusing.

It is impossible for us to get a sense of how large the proposed Project actually is. All the drawings presented in the Draft EIR are from the vantage point of above, with the perspective looking down. We need to see renderings that show the proposed Project from street level, in context with the existing community, so we can see what it will be like to walk down all the streets and alleys in the vicinity of the Project and so we can see how adjacent buildings will be impacted by the scale of the Project. We need to see a three-dimensional massing simulation of the project from all angles and in the context of the new Transbay Transit District, and other large towers in the area (Mexican Museum Tower, Four Seasons Tower, St Regis Tower, new development proposed at Market and Van Ness, etc.). We don’t just want to see the bottom couple of stories of the proposed towers. We want to see what the buildings look like close up and from far away—so we can see the street view and the complete heights of the proposed buildings in their context from the vantage point of a pedestrian.

PD-3

As discussed more in detail below, we reject the proposed scale of development, and we feel that it is disingenuous for the Applicant to have presented their Project without adequate visual modeling that represents the full scale of the Applicant’s request. This obfuscates their intentions and does not allow the public to understand the scale and scope of impacts the proposed Project will have on the South of Market Community, especially on adjacent and nearby buildings that are much smaller than the Project and occupied by residents and businesses.

Since the Project is proposing to rezone the Project Site to increase the intensity of development at a scale not previously considered by members of the community, we need to see a comparative analysis showing what other buildings in San Francisco have similar height and bulk as each of the towers being proposed, so we can understand in real terms what is being proposed by the Applicant. What other buildings existing in San Francisco are as tall as those being proposed? What other buildings existing in San Francisco have similar size floor plates and total square footage? What other buildings in San Francisco have as many residential units and as much office space as are being proposed for this site?

MR-2

Further confusing SoMa community members is the fact that the Applicant has presented two different development schemes that may constitute the Project. The Project Description discusses both an “Office Scheme” and a “Residential Scheme.” When we look at the details for both, it’s even more confusing, because the Office Scheme includes a significant level of residential development, and the Residential Scheme includes a significant level of office development. The Draft EIR compounds the problem by switching between the two schemes in its analysis.

PD-1

Please also look at Table-S-1 in the Draft EIR, where the Project Description characterizes each Project impact as “LTS,” “SU,” or “S” without explaining what these terms mean, annotating the table, or defining these abbreviations in the Draft EIR Glossary. The table is an important tool for us to keep track of various criteria and impacts, but not having abbreviations explained makes this an incredibly unwieldy document for us to read and understand.

GC-10

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The Draft EIR must be revised and recirculated to correct and clarify these important issues.

II. We Reject All Attempts at Spot Zoning.

The Applicant has presented this Draft EIR presuming that the City will approve a massive up-zoning of the site without regard to numerous regulatory documents that should control development on the Project Site, and without fully reconciling this proposed Project with other planning efforts, Area Plans, Special Use Districts and other major developments in the area of the Project Site.

The Applicant's request to change the rules for its site alone is effectively spot zoning — a practice the Planning Department had assured us was a thing of the past, especially with adoption of the Eastern Neighborhoods Plan. There is nothing more detrimental to our community than to let each developer create their own business plan and have those business plans drive re-zoning of individual development sites with willful disregard for communities and the Planning process.

The Project as currently proposed is inconsistent with the South of Market Area Plan. Policy 7.1 of the South of Market Area Plan requires "height and building intensity limits for new developments which would preserve the existing scale." As currently proposed, the Project is requesting to be spot-zoned to greatly increase the height and intensity over what is currently allowed, what is currently on this site, and over what is currently adjacent to and surrounding this site.

The Draft EIR does not include any meaningful discussion of the Project's consistency with the City's Draft Central SoMa Plan, which is intended to serve as the City's guide for addressing issues related to land use, building size and heights, transportation, the public realm (including sidewalks and open space), preservation of historic buildings and environmental sustainability in the vicinity of the Project Site. Although the Central SoMa Plan includes a carve-out for the land use designations on the Project Site pending resolution of the application for the Project, the Draft EIR should not be excused from analyzing how the Project complies, or fails to comply, with the Central SoMa Plan's other regulations. The Project's Notice of Preparation ("NOP") claimed that the Draft EIR would review the Central SoMa Plan and "identify possible conflicts."

The Draft EIR, however, concludes that the Project is "an independent project that would develop its own development controls" and declines to address how the Project relates to the policies and objectives of the Central SoMa Plan. This is further evidence of spot zoning, which is dangerous and destructive for communities.

More specifically, the Draft EIR makes no mention of the expansion of the existing Youth, Family and Senior Zone contemplated in the Central SoMa Plan, nor does it discuss the Project's impact on the existing Youth, Family and Senior Zone in the vicinity of the Project Site.

The Project's development intensity creates physical impacts disclosed in the Draft EIR — such as air quality impacts and increased traffic volumes — that pose physical health and safety risks to the children and seniors meant to benefit from the Youth, Family and Senior Zone, yet the Draft EIR is silent as to the Project's impacts in this area.

GC-10
cont.

MR-2

PO-2

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In addition to its inadequate discussion of Area Plans applicable to the Project Site, the Draft EIR ignores numerous other plans and projects that are relevant to a discussion of the Project's impacts. Specifically, the Draft EIR should be revised to analyze the Project's consistency with the following City documents:

- 4th and King Streets Railyards Study
- Better Market Street
- ENTrips Eastern Neighborhoods implementation plan
- Green Connections
- Historic Resources Survey Program
- Mission Street Study
- SB 375 & the Bay Area Sustainable Communities Strategy
- SoMa Streetscape Plan
- Sustainable Development Program
- Transportation Sustainability Program
- Western SoMa Community Plan
- Better Streets Plan
- East SoMa Plan
- Transit Center District Plan
- WalkFirst Project

We also feel that the Draft EIR has an inadequate analysis of the cumulative impacts of the proposed Project relative to other major developments in the area including the Mexican Museum Tower, the SF Museum of Modern Art expansion, the Moscone Convention Center expansion, and the Transbay Transit District.

Because the Applicant is requesting that the Project Site be rezoned with special rules that apply only to the Project Site, the Draft EIR must inform the public and decision makers about the requested spot zoning's impact on the City's land use policies. The Draft EIR should be revised to include such a discussion, and then it should be recirculated.

Contrary to the priorities of the Eastern Neighborhoods Rezoning, the Draft EIR does not adequately address the displacement of rent controlled and affordable housing, nonprofit office space, and PDR jobs that would likely occur as a result of the Project. Because these impacts are not addressed, the Draft EIR also fails to account for how the Project would contribute to cumulative impacts caused by other reasonable foreseeable projects in the vicinity of the Project Site.

III. The Project would have Impacts on Vulnerable People and Businesses.

The Mint Mall is full of low income residents and small businesses. The Proposed Project will have a direct impact on the Mint Mall as one of the towers is proposed to be quite close and literally overshadow it. There are also apartments and other residences along Minna Street that will be directly impacted by the Proposed Project. If this site is spot zoned to permit the Project, it will create a precedent that is likely lead to increased development activity throughout the adjacent areas. These

PO-1

GC-9

PO-2

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cumulative impacts will displace existing residences and businesses causing an environmental impact due to changes in residential and employment patterns that will likely involve longer commutes. These cumulative impacts on patterns of living and working due to displacement of vulnerable residents and businesses have not been studied by this Draft EIR.

MR-3
cont.

IV. The Project would have Significant Impacts on Public Open Space.

The Project will introduce more than 2,084 new residents to SoMa and will provide only around half an acre of open space per 1,000 residents. According to the Recreation and Open Space Element of the City's General Plan, there is an average of 5.5 acres of open space per 1,000 residents in San Francisco, which is well below the 10 acres of open space per 1,000 residents in cities called for by the National Park and Recreation Association. Policy 2.1 of the General Plan calls for the City to "increase the per capita supply of public open space within the City," which means that projects should provide more than the existing 5.5 acres of open space per 1,000 residents where feasible. The half-acre of open space proposed by the Project is woefully inadequate.

PS-1

The Project also ignores the Healthy Development Measurement Tool established during the Eastern Neighborhoods Rezoning by both Planning and SF Department of Public Health. This tool and its guidelines for the development of healthy communities is extremely important to the South of Market community that participated in the Eastern Neighborhoods rezoning efforts.

PS-1

The Draft EIR presents 34,450 sq ft of privately-owned publicly-accessible open space on the roof of the existing Chronicle Building. This is not visibly accessible open space, and it relies on elevator access even though it's not clear who will maintain the elevator. Without a mandatory mitigation measure providing for ongoing public access to this open space, the Project should not be able to claim credit for the 34,450 gross square feet as "public" open space. The Draft EIR should be revised to require ongoing public access for the rooftop open space, or, preferably, provide additional ground floor public open space.

PD-2

The Draft EIR also fails to disclose the wind and shadow impacts from the Project on the open space that it proposes to provide. If the proposed public open space is cold or inhospitable, then the Applicant should not be permitted to claim credit for providing a public benefit.

WS-2

Similarly, the Draft EIR does not fully discuss the impacts during construction with regard to air quality and noise on open spaces in the vicinity of the Project Site. Because the Draft EIR does not fully analyze the Project's impacts on open space resources or mitigate the Project's impacts, the Draft EIR fails in its purpose as an informational document. Therefore, the Draft EIR should be revised and recirculated.

PS-2

GC-3

V. The Project Fails to Comply with Existing Codes and Regulations.

Instead of disclosing the impacts that would result if the Project were implemented under the *currently-applicable* codes and regulations, the Draft EIR analyzes the Project's impacts under

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proposed amendments to the City's codes and regulations – amendments that the Applicant has tailor-made for the Project so that the City may spot-zone the Project Site into compliance.

The Draft EIR's discussion obscures the fact that the Project requires multiple amendments to the General Plan and the zoning code to even be permissible, to say nothing of its inconsistency with the goals, policies, and programs of relevant City documents.

PO-2
cont.

The Draft EIR also leaves out a meaningful discussion of the City's Central SoMa Plan and the recently-enacted Proposition K, which was passed by San Francisco voters to ensure a balance of affordable housing.

PH-2

It is prejudicial to the public to publish the Draft EIR with the claim that the Project is consistent with the City's land use regulations when significant amendments to the applicable regulations are required. If the Draft EIR wants to claim that it is consistent with applicable local laws, then the Applicant should attempt to amend the General Plan and zoning ordinance as part of actual, legitimate Planning efforts (as detailed above) to study an increase in the zoning in context and as part of community-engaged Planning efforts *before* processing the Applicant's request.

The Draft EIR must be honest and disclose that it is inconsistent with existing law. The Draft EIR must discuss the impacts that would result from changing the laws in a way that would permit the Project, including impacts to Area Plans in place and other Planning efforts currently in process.

a. *Affordable Housing Policies in General Plan and Proposition K*

The Draft EIR claims that the Project is consistent with the Housing Element of the City's General Plan because the Project would provide new housing in San Francisco, and the Housing Element calls for building as much housing – of any type – as possible. This analysis is incomplete. The Housing Element discusses more than housing production; it also address affordable housing production targets specific for various income levels to meet the City's Regional Housing Need Allocation. Before concluding that the Project is consistent with the Housing Element of the General Plan, the Draft EIR should analyze the amount and level of affordable housing units that the Project would create and how this complies with the City's policies as expressed in the Housing Element.

MR-3

The Draft EIR does not discuss the impact of the Project's failure to comply with Proposition K's standard of reserving at least 33% of new housing units for affordable housing. If the Project does not contribute to its share of affordable housing, it will increase the development pressure on other sites that will need to develop to meet the City's goals.

Given the scale of development that is proposed, the Project's failure to meet Proposition K's standard will make it significantly more difficult for the City to meet its 33% goal through other smaller developments. Yet nowhere does the Draft EIR address the impact of the Project's failure to comply with Proposition K or the growth-inducing impacts that may foreseeably result from such non-compliance. Not only does the Project fail to comply with Proposition K, but the Draft EIR does not demonstrate that the Project even includes sufficient affordable housing to offset the housing

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demand that the Project's development will create. This, therefore, needs to be considered as a cumulative impact that has not been addressed by the Draft EIR.

b. Failure to provide housing for people who need it

A recent study¹ shows that nearly 40% of all new condo units are "second homes" or "pied-a-terre" units, which are not used as primary residences. San Francisco needs to be providing new housing at all income levels—at the high end to take pressure off the existing housing stock and stop displacement of existing residents; and especially at the lower end and for middle income people who cannot afford the new high end housing being produced by condo developers. We need assurance that these residential units will not be sold or rented as second homes or pied-a-terres, but instead are actual residences for people who will make these units their homes. Otherwise, there needs to be a complete study of the impact of building second homes for people who commute to and away from them, and the impacts on the environment from an increasing amount of people who work in San Francisco but cannot afford to live in the city and cannot find housing in the city.

The Draft EIR should be revised to address the impact of the Project's non-compliance with the City's affordable housing goals and policies, or, preferably, the Project should be modified to comply.

c. Shadow Regulations

The Draft EIR acknowledges that the Applicant is requesting that the Planning Commission raise the threshold for cumulative shadow limits for Boeddeker Park, but it fails to disclose that without this special approval, the Project would result in a significant impact related to shadows cast on this public space.

The Draft EIR also omits several open spaces that are heavily used by the public – including UN Plaza, Hallidie Plaza, Jessie Square and Yerba Buena Park – from its analysis, simply because these spaces are not under the jurisdiction of the City's Recreation and Parks Department.

The Draft EIR fails to include shadow diagrams that illustrate the extent of the Project's impact on these publicly-accessible open spaces. Although the Project is likely to create significantly uncomfortable conditions in each of these open spaces, the Draft EIR incorrectly concludes that the Project would not result in a significant impact as a result of shadows cast on parks and recreational facilities. The impact to these publicly-accessible open spaces is relevant, regardless of who owns and operates the amenity.

The open space proposed as part of the Project is inadequate, both in terms of its quality and with regard to the amount proposed to be provided. Accordingly, existing and new residents and workers will rely on the existing open spaces in the vicinity of the Project Site. Therefore, the quality of these

¹ <http://48hillsonline.org/2014/09/29/investigation-new-condos-arent-owned-san-francisco-residents/>

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PS-1

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open spaces is even more important than it would be otherwise, and the impact is especially significant.

Because the Draft EIR ignores the City's affordable housing policies, land use regulatory documents, and shadow regulations, it does not give readers the ability to assess the Project's impacts on land use in SoMa or if such impacts are adequately reduced by the proposed mitigation program. Therefore, the Draft EIR should be revised and recirculated.

VI. The Project Creates Dangerous Traffic Impacts for Families, Youth and Seniors.

As discussed in more detail below, the Draft EIR discloses the fact that the Project would result in significant and unavoidable impacts with respect to traffic, however, the Draft EIR fails to provide a complete analysis of the Project's full traffic impacts and it fails to mitigate the impacts that it does disclose.

The Draft EIR discloses that the Project will result in significant impacts at four intersections in the vicinity of the Project Site and claims that such significant impacts are unavoidable. There are two issues with this claim.

First, the Draft EIR likely understates the Project's significant impacts because it uses an artificially small study area for its traffic analysis. The Draft EIR only analyzes impacts to 21 intersections. Although the Draft EIR discloses a significant impact to the intersection of Fourth Street and Howard Street, it does not analyze impacts to the next intersection to the east at Third Street and Howard Street. Similarly, the Draft EIR discloses impacts at three intersections along Sixth Street, at Folsom Street, Bryant Street, and Brannan Street without analyzing impacts to Seventh Street along Folsom Street, Bryant Street, or Brannan Street and without analyzing impacts to the I-280 on- and off-ramps. When a significant impact occurs at the edge of a project's study area, the study area should be expanded to determine if other adjacent intersections are significantly impacted.

Second, the Draft EIR includes no mitigation measures to reduce the severity of the significant traffic impacts that are disclosed and simply states the conclusion that "no feasible mitigation measures were found to mitigate significant impacts for the affected intersections." The Draft EIR discusses a TDM Plan in the context of reducing trips to alleviate the Project's significant air quality impact, yet it does not include any analysis in the transportation section of such a Plan's ability to reduce trips or mitigate the Project's significant traffic impact. This flaw demonstrates that the Draft EIR's analysis is incomplete, and the Draft EIR should be recirculated after such omissions are corrected to properly inform the public and decision-makers about the Project's potential to result in impacts.

VII. Project Construction Has Significant and Unavoidable Impacts.

In addition to the construction traffic impacts that are likely to occur, Project construction would result in significant impacts related to air quality. SoMa is home to many children and seniors, who are particularly vulnerable to dust and other pollutants that will enter the air as a result of Project construction.

PS-1
cont.

GC-3

TR-1

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AQ-2

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The Draft EIR proposes Mitigation Measure M-AQ-3a to reduce the health risks associated with the emission of toxic chemicals during the eight-year construction period, and concludes that with implementation of mitigation, the Project's construction emissions would not result in a significant impact related to air quality. Unfortunately, Mitigation Measure M-AQ-3a includes numerous exceptions to the requirements proposed to mitigate the air quality impact. While Mitigation Measure M-AQ-3a may reduce the air quality impact to less than significant levels if implemented without the exceptions, the inclusion of such exceptions undermines the effectiveness of the mitigation program. Any mitigation measures included in an EIR must be "fully enforceable through permit conditions, agreements, or other measures" to reduce the significance of an impact. (*Federation of Hillside & Canyon Associations v. City of Los Angeles* (2000) 83 Cal. App. 4th 1252, 1261.) Because Mitigation Measure M-AQ-3a is not fully enforceable, it cannot reduce the Project's air quality impact to a less than significant level, and it is misleading for the Draft EIR to conclude that the Project would not result in a significant impact to air quality as a result of construction emissions. Accordingly, Mitigation Measure M-AQ-3a should be revised to remove the exceptions so that the Project's potential air quality impact is truly mitigated.

AQ-2
cont.

The most effective mitigation measure would be to reduce the Project's scale so that less construction is required and a significant impact related to air quality does not occur. Since the construction period for the Proposed Project is estimated to be eight years, we demand to see an estimate schedule for demolition and construction of all the Proposed Project's various features. We also demand to see how the construction schedule might be different for each of the Project Alternatives especially for the Community Alternative (detailed below).

AQ-6

Because the Draft EIR requires additional significant mitigation measures to reduce the Project's impacts (and full disclosure if it's impossible to adequately mitigate these impacts), the Draft EIR should be revised and recirculated.

GC-3

VIII. The Draft EIR Fails to Consider a Reasonable Range of Alternatives.

Despite the fact that the proposed Project would result in numerous significant and unavoidable impacts, the Draft EIR fails to include a reasonable alternative that the Applicant believes is feasible to implement and would satisfy community goals and objectives (the "Community Alternative").

The Draft EIR should be revised to include an alternative similar to the Community Alternative, discussed below, which preserves existing housing and businesses, and minimizes displacement of surrounding uses, while reducing the Project's environmental impacts.

AL-4

The Community Alternative would maintain the existing zoning on the Project Site, similar to the "Code Compliant Alternative" included in the Draft EIR. The current zoning was enacted for the site in 2009 as part of the City's comprehensive rezoning plan for the Eastern Neighborhoods. By changing the zoning for the Project Site without examining this context – and apart from the City's ongoing Central SoMa Plan effort – is spot-zoning, which creates a significant land use impact.

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The Community Alternative would reduce this impact. As disclosed in the Draft EIR, the Code Compliant Alternative, which would reduce the size of the Project in the same way the Community Alternative does, reduces the number of intersections with a significant impact as compared with the Project, eliminates the Project's significant air quality impacts, and reduces the Project's scale so that it complies with existing and proposed land use regulations. Capping buildings at their current heights would also likely eliminate the wind and shadow impact that would result from implementing the Project as currently proposed.

A smaller Project would result in a reduced construction period, so that the Project's significant impacts during construction occur for a shorter duration. Although the intensity of development allowed under current zoning would still result in some significant impacts, SOMCAN and area stakeholders would be open to considering a project that maintains the current zoning.

The Community Alternative would comply with Proposition K and reserve at least 33% of the total residential units on the Project Site as affordable housing. Increasing the supply of affordable housing would bring the Project into compliance not only with the goals of Proposition K, but also with the General Plan. Creating more opportunities for Project workers to live on-site would also contribute to a reduction in vehicle and transit trips, further reducing the Project's significant impacts.

AL-4
cont.

This impact could be further reduced by increasing the ratio of housing to office space so that housing is a significant component of the Community Alternative. In addition to affordable housing, the Community Alternative would dedicate 20% of the ground floor retail uses and 20% of the upper story office uses to affordable space for non-profits, childcare providers, or artists for the life of the Project.

The Community Alternative would feature more robust mitigation measures to reduce the risk of pedestrian and automobile collisions caused by the Project's increased traffic and modified pedestrian routes.

Finally, the Community Alternative would include publicly-available open space in much higher quantities than the Project as currently proposed with active spaces like playgrounds for children.

The Community Alternative would mitigate the many of the Project's impacts to the same or greater extent than the Code Compliant Alternative included in the Draft EIR. As disclosed in the Draft EIR, the Code Compliant Alternative still manages to satisfy or partially satisfy the Project's key objectives, which the Community Alternative would also do. The Community Alternative would also have increased community and political support as compared to the Project. Therefore, the Community Alternative should replace the Project as the proposed development for the Project Site.

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As discussed above, the Draft EIR is deficient in numerous ways: it is misleading, it fails to fully disclose the full impacts of the Project, it includes inadequate mitigation, and it does not include a reasonable range of alternatives. At a minimum, the Draft EIR must be revised to correct these deficiencies and be recirculated.

GC-3

SOMCAN further demands that the Applicant and the City consider revising the Project to incorporate all features of the Community Alternative, as described above, to reduce the Project's significant impacts and gain community support, and provide a comparative study using the Community Alternative as one of the Project Alternatives so the public can understand how the environmental impacts of the Community Alternative compare to the Proposed Project.

AL-4

Thank you for this opportunity to comment on the Project and the Draft EIR, and for the City's effort in preparing responses. In the meantime, please feel free to contact us if you would like to discuss these comments or the proposed Community Alternative in more detail.

Very truly yours,

Angelica Cabande, Organizational Director

Joseph Smooke, Board President

South of Market Community Action Network (SOMCAN)

cc: Jane Kim, San Francisco Board of Supervisors, District 6 Supervisor
Cindy Wu, Planning Commission President
Rodney Fong, Planning Commission Vice President
Michael J. Antonini, Planning Commissioner
Rich Hillis, Planning Commissioner
Christine D. Johnson, Planning Commissioner
Kathrin Moore, Planning Commissioner
Dennis Richards, Planning Commissioner
John Rahaim, Director of Planning
Barbara Kautz, Goldfarb & Lipman LLP

Letter
O-VEC
Durazo

From: Chris Durazo [mailto:chris.durazo@vetsequitycenter.org]
Sent: Wednesday, January 07, 2015 5:11 PM
To: Jones, Sarah (CPC)
Cc: Luisa Antonio; Theresa Imperial; Jaymee Faith Cadiz Sagisi
Subject: Veterans Equity Center: DEIR 5M Project Comments

Dear Ms. Jones,

Please find attached our comments regarding the DEIR for 5M. We sent you the original by fax at 4:59pm. I am attaching a scanned copy of our comments in an attachment within this email for your convenience. Feel free to call me at 255-2347 if you have any questions.
Thank you.

Sincerely,

Chris Durazo

--

Chris Durazo
BiSHoP Program Coordinator

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Letter
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January 7, 2015

Sarah B. Jones
Environmental Review Officer
San Francisco Planning Department
1650 Mission Street, Suite 400
San Francisco, CA 94103

Re: 5M Project Draft Environment Impact Report (Case No. 2011.0490E)

Dear Ms. Jones:

This letter is the Veterans Equity Center's response to matters contained therein 5M Project Draft Environmental Impact Report (DEIR), as referenced above. The Veterans Equity Center (VEC) has served thousands of residents through core services and programs for multiple decades in the South of Market (SoMa) Community. Some of these core services and programs have included *community services* (support services, informational workshops/education, computer literacy for older adults, translation services, public benefits assistance, etc.), *immigrant services* (legal clinic counseling and services, food assistance program in partnership with the San Francisco Food Bank and the ARC of SF), *Mano Po* (intergenerational internship between youth/students and seniors in conjunction with the Student Action for Veterans Equity (SAVE), and the Bill Sorro Housing Program a.k.a. BiSHoP (tenant counseling, education, housing services including application completion and case management, referrals, etc.). BiSHoP has continued to be a critical program specifically focused on the housing needs of priority populations in San Francisco, primarily of whom live and/or work in the SoMa Community, by providing housing education, direct services, referrals, and tenant counseling.

We, at the VEC, have watched our neighborhood change during the past several years and we are deeply concerned about the rapid changes and significant impacts proposed by a multitude of projects including the 5M Project proposed for 925-967 Mission Street by the Forest City Enterprises, Inc., as outlined in the DEIR. After review of said DEIR and conversations with our consumers (including a general meeting providing an open forum to residents), VEC finds that the 5M Project DEIR has certain inadequacies requiring further assessment, analysis, or measures to ensure that following matters are properly addressed.

GC-4

GC-3

Letter
O-VEC
Antonio
Cont.

A. Affordable Housing

If approved, the project seeks an addition of 914 dwelling units with 663 parking spaces and 1,209 dwelling units with 756 parking spaces under the office scheme and residential scheme, respectively. The lack of affordable housing was an overwhelming concern voiced by our consumers and residents; disproportionately high demands are not fully addressed by the proposed project. Specifically, many reiterated the ongoing need for significantly more 1) affordable housing and 2) family and senior housing with an emphasis on suitable dwelling spaces of at least one to two bedroom units, with less of a need for studio apartments.

Accordingly, affordability of *at least* 33% of the new housing units proposed under the project are sought. Also, the type, size and income levels related to such affordable housing units remain crucial to our consumers and residents.

B. Heights, Winds and Potential Environmental Effects

The proposed project would involve building heights ranging from 50 to 470 feet. Consumers have raised concerns related to the shadows, including those that would impact the use of the space in the neighborhood. Moreover, cumulatively, the shadow impacts could drastically affect the residents and neighborhood. In particular, concerns expressed by seniors included questions involving the amount of sunshine that would be effected by the proposed new construction. There was a general tenor that the proposed heights of the new construction be limited to follow the heights of buildings that are typical to the existing neighborhood, as to avoid any outliers.

Similarly, impacts to wind, including creating wind tunnels around the surrounding properties and at walkways. Residents have raised legitimate concerns about such wind tunnels resulting from the proposed construction.

Further assessment and proper resolutions are sought to be included in the EIR which resolves potential impacts to wind and shadows.

C. Pedestrian Safety

The pedestrian experience around the project area is already difficult to navigate. Our consumers share our concern that with an increase of over 5,000 combined residents and employees, the pedestrian walkways will become very dangerous. Residents, especially seniors, have expressed their fear of increased crime and litter on the sidewalk due to this proposed development.

Also, as the DEIR points out, the traffic gridlock on nearly every major and minor intersection surrounding the project will have a failing grade of E or

PH-2

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O-VEC
Antonio
Cont.

F. This means that with idling cars, more particulate matter is released in the vicinity, creating unmitigated health risks for pedestrians on a daily basis. With increased E and F level congestion, more violence occurs along the streets, due to upset bus riders, frustrated pedestrians, risky-navigating bikeriders and angry drivers. The DEIR's findings that these issues cannot be mitigated falls short in addressing an increase of fatalities, through violence or health impacts. At the minimum, a comprehensive pedestrian and multi-modal design plan should be required before such an increase of density is approved within an already high risk pedestrian environment.

TR-1
cont.

D. Open Spaces

The proposed project will include two open spaces accessible for the public: Mary Court and the Chronicle Rooftop. While said open spaces are generally a favorable addition to the neighborhood, many residents seek 1) the maximum number of public restroom in such spaces and access to the same; 2) a prohibition on drinking alcoholic beverages or smoking in these areas; 3) the maximum number benches and chairs as well as drinking fountains; 4) sufficient greenery including plants or trees for shade and fresh air; 5) ongoing programming/entertainment for community use; 6) significant assurances related to the accessibility of these privately owned-public spaces; and 7) ongoing implementation of such items, wholly at the cost of the developer. Moreover, the continued public nature of these spaces and community use must be ensured for the life of the proposed project.

PD-2

E. Construction Disruption

The proposed construction plan for a project of this size and in this location is inadequate in addressing the impacts that businesses, residents and organizations will have to endure over the next decade. Listing that areas will be monitored does not provide sufficient direction to reassure the population living or working in older buildings which may be forced out because their building was damaged. A clear process for mitigating damages not only to neighboring building owners, but also to the most vulnerable residents and workers who could lose their homes or businesses should also be established.

GC-8

With regards to the daily construction impact, a clear contact person and regular monthly construction meetings open to the neighborhood is important. A construction mitigation plan informed by surveys of residents and businesses within the immediate area should be required, addressing the following areas: noise, dust, heavy vehicle circulation (both for hauling debris and deliveries), and limited parking use (especially in front of businesses that require active street parking access), etc.

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F. Small Businesses

Many of the South of Market residents raised a plethora of concerns related to potentially new small businesses. Some are concerned about the selection process of these new businesses, the type of businesses, and the targeted consumers. Residents are not interested in expensive boutique shops that they cannot afford. On a similar vein, they do not want new businesses that contradict the needs of the community or residents (e.g. expensive grocery stores, high-end cafes, etc.) The proposed retail space must reflect the needs of the existing residents (affordable and healthy food, produce stores, etc.), with special preference to local small businesses. Also, many residents have expressed interest in programs that promote affordable produce food at least once a week (e.g. farmers market).

MR-3

G. Community Outreach

While we commend the efforts to engage in community outreach in a manner not typically undertaken by many developers, some members of the community have expressed frustration about such outreach related to the proposed project. Many emphasized the need for broader community outreach to residents, particularly in the immediate impacted area such as the Mint Hall buildings and other residential structures. Many of the residents were not aware of the proposed development and requested an improved method of community outreach (e.g. possible door-to-door communications, community meetings after work hours (6:00 p.m. or later), etc.). Also, a significant number of residents have questions and concerns whereby open dialogue can be beneficial.

GC-6

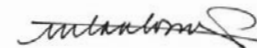
H. Conclusion

We request that these areas raised here be addressed with proper mitigation measures, identified in the DEIR. We look forward to working together to reach an amenable resolution, in the most efficient and timely manner. Please feel free to contact us, if you seek further discussion or comments.

GC-3

Thank you for your time and attention to these matters.

Sincerely,



Luisa M. Antonio
Executive Director
Veterans Equity Center

Letter
O -
WBPMSC1



westbaycenter.org
175 7th Street
San Francisco, CA 94103
415.431.6266

December 16, 2014

Sarah B. Jones
Environmental Review Officer
San Francisco Planning Department
1650 Mission Street, Suite 400
San Francisco, CA 94103
Sent via e-mail

Re: WEST BAY PILIPINO MULTI SERVICE CENTER PUBLIC COMMENT ON 5M PROJECT DEIR

INTRODUCTION

The cost to a nonprofit of analyzing from a comprehensive technical point of view the impact of the proposed 5M project is estimated to cost a minimum of between \$250,000 to \$500,000.¹ Our nonprofit and none of the other affected nonprofits have the financial resources to confront many of the weaknesses within the 5M project. However, we view it as our responsibility to the communities we serve in South of Market, a traditional enclave of newly-arrived Filipino immigrants, that we play a crucial role in this project and in other projects affecting the short- and long-term wellbeing of a community soon to become invisible—South of Market residents.

GC-3

Our agency's mission demands that we focus in significant part on the dwindling Filipino community in a city that once had a vibrant and influential Filipino American presence. West Bay Pilipino Multi Service Center formally opposes the proposed development at this time, unless there are substantial mitigating factors agreed to by the 5M project and approved by the San Francisco Planning Department related to the 5M project (the 5th and Mission to Howard Street project), Planning Department case number 2011.0409E.

GC-4

THE COMMUNITY CASE AGAINST 5M PROJECT UNLESS MITIGATION MATTERS ARE COMPLETED

The proposed project provides for the development of office, retail, residential, cultural, educational and open space usage in the southwest quadrant of Fifth and Mission Streets. A review of the 700-page draft environmental impact report (DEIR) prepared by the San Francisco Planning Department demonstrates on its face, that this project has been approved without any significant study of the consequences of this project on the future development of South of Market.

GC-3

It also ignores the impact of other developments that are being planned or even in the South of Market and along the Market Street corridor such as the projects from 900-1100 Market Street that are presently in various stages of planning before the department.

GC-9

Because we lack the financial resources,² we will focus largely on relatively simple mitigation factors that could be in the public interest and specifically benefit present South of Market residents and businesses. At the same time, these observations could be a signal to other developers as to the potential for future development supported by the communities we represent.

GC-5

¹ We are prepared to demonstrate that the number of city personnel involved in the DEIR have cost the city an estimated \$1.5 million. We are also prepared to prove that 5M's overall experts included legal staff far exceed the cost to the city of San Francisco. Our *pro bono* legal counsel has agreed to take depositions to prove such.

² As of the time the new executive director assumed responsibility, the organization had an annual budget of \$159,000 and is unlikely, given city allocation of resources, to have the budget in the near future that could assume the cost of hiring an expert to fully evaluate a 5M-type project from a technical perspective. Please also note that a recent San Francisco report showed that 2,000 of our city's 9,000 nonprofits, including a growing number located on South of Market were forced to shut down or move out of town from 2011-2013 due to substantial rent increases caused by city policies relating to tech companies. As Bloomberg News reports ("*Nonprofits Can't Afford San Francisco*" November 17, 2014), "Office rents have more than doubled in the last four years and by next year, will eclipse Manhattan as the highest in the country."

Letter
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Cont.

It should also be noted that some of our mitigating factors will help revitalize the once-vibrant Filipino-American community throughout San Francisco.

Our comments are in the context of the significant environmental effects identified in the planning report, such as impacts on land use, population and housing, cultural resources, transportation and circulation, noise, air quality, wind and shadow, public services and recreation.

GC-5
cont.

Our suggestions seek to address the present proposal to create 600,000 square feet of office space and approximately 1.1 million square feet in residential space for an estimated 1,200 new residential apartments. (We note, however, that the meager 34,000 square feet of so-called open space represents at best just two percent of the space usage proposed by 5M.)

There is little dispute, if any, that the more than 70 percent of San Francisco families, as of 2010, who live from paycheck to paycheck, will not be beneficiaries of the 5M project as presently designed. For example, a disproportionately large percentage of the residential units will be purchased or rented by those who thrive on high tech stock options and/or those who are predominantly among the so-called "one percenters" who have frequently been criticized by the Federal Reserve and its chair Janet Yellen.³

MR-3

LACK OF BENEFITS TO THE MINORITY COMMUNITY

Further, the office space will be leased to companies that hire a disproportionately small percentage of African Americans, Latinos and Filipino Americans. Many of these companies recently admitted that their workforces consist of only two percent African American, three percent Hispanic, and in addition, have refused to disclose how few Filipino Americans they employ. In addition, there are few, if any African Americans, Hispanics or Filipino Americans at senior positions. As Rev. Jesse Jackson has recently stated, few if any African Americans, Hispanics, or Filipino Americans are on their board of directors. (According to the National Asian American Coalition, none have Filipino Americans on their board of directors.)

MR-3

On December 10, 2014, Rev. Jackson specifically discussed the absence of minorities and stated that more than words were necessary to change the lack of diversity at the very companies that will benefit from 5M's office spaces and residential units.⁴

Our organization will begin to work with the Rainbow Push coalition on its annual scorecard for diversity and inclusion in the tech industry. This includes Rev. Jackson's statement, acknowledged by many at his high tech conference on December 10th, that far more funding and accountability must occur. This accountability should begin where it makes a difference, such as at the 5M project and other projects throughout the city.

MITIGATING PUBLIC INTEREST FACTORS

We propose mitigating public interest factors that could allow for

- Expedited Approval;
- Widespread Community Support; and
- Provide a Blueprint for Future South of Market and Market Street Development

For a variety of reasons that are not adequately explained by 5M or by the San Francisco Planning Department, and appear to be more technical than substantive, artificially low height limits have been set that have not been set in other parts of South of Market or North of Market locations.

GC-4

It is therefore our suggestion that the Planning Department delay a decision on mitigating factors for 90 days, and during this period, bring all the parties together, including the affected community parties relating to the 5M project and, if possible, other South of Market and Market Street proposals to discuss both short-term and long-term mitigating public interest provisions.

³ See for example Federal Reserve Chair's Janet Yellen's speech of October 17, 2014 to the Federal Reserve of Boston on widening income and wealth inequality.

⁴ The former general counsel for the Latino community that partnered with the Rainbow Push coalition and Jesse Jackson on diversity issues has agreed to advise us on this matter.

Letter
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WBPMSC1
Cont.

The key provision we propose is that the overall proposed project have a maximum average height limit of 400 feet and a maximum height limit in any area of the project of 600 feet.⁵

Our preliminary analysis demonstrates that our proposed height limit averaging 400 feet would provide a minimum of 2,500 additional residential units, half of which could or should be reserved for affordable housing for the traditional residents of South of Market.⁶

That is, we propose that approximately one-third of all residents in this project be from traditional South of Market residents and affordable to them (estimated 2,500 new residential units plus 1,200 presently proposed residential units equals 3,700 units with approximately one-third available for traditional SoMa residents).

It should be noted that our proposed public interest height limits are fully in accord with height limits being proposed in other major cities across the world that promote income and wealth equality and balance the profit interest of the developers with the need of the community for workers residing in proximity to their workplaces and key transit hubs such as this Fifth and Mission Street project.

Our proposal is, in many ways, consistent with the Yerba Buena Neighborhood Consortium's concerns regarding gentrification impacts and the failure of the DEIR to assess the proposed project's compliance with Proposition K's housing policies recently approved by voters.

We will immediately begin to work with the Yerba Buena Neighborhood Consortium, in preparation for what we hope is the expected 90-day extension, to develop a meaningful plan that will affect the future of this city and the various housing and commercial projects that have been proposed and are likely to be proposed in the near future.

Thank you.

Vivian Zalvidea Araullo
Executive Director
West Bay Pilipino Multi Service Center
175 Seventh Street
San Francisco, CA 94103
e-mail: Vivian@westbaycentersf.org
mobile: (650) 219-9293

⁵ In terms of thinking big and looking to the future, it might be beneficial to consider the proposed construction of the second underwater BART train tube whose hub will be located South of Market street. See San Francisco Chronicle, Dec 7, 2014, "BART's Think-Big Idea." Further, one should consider the impact of the Transbay terminal project both in terms of beneficial impact to both low- and moderate-income families in South of Market and the 450,000 Filipino Americans in the Bay Area.

⁶ Our estimates are partly based on the assumption that the residential space built for traditional SoMa residents will be smaller and sparser than the for-profit units, and priced accordingly.

MR-3

Letter
O -
WBPMSC2

From: Vivian Araullo [mailto:vivian@westbaycentersf.org]
Sent: Tuesday, December 16, 2014 9:54 AM
To: Jones, Sarah (CPC)
Subject: 5M PROJECT WRITTEN PUBLIC COMMENT (pasted and with doc attached)

December 16, 2014

Sarah B. Jones
Environmental Review Officer
San Francisco Planning Department
1650 Mission Street, Suite 400
San Francisco, CA 94103
Sent via e-mail

Re: WEST BAY PILIPINO MULTI SERVICE CENTER PUBLIC COMMENT ON 5M PROJECT DEIR

INTRODUCTION

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[1] We are prepared to demonstrate that the number of city personnel involved in the DEIR have cost the city an estimated

Letter
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Cont.

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Thank You,

Vivian Zalvidea Araullo
Executive Director
West Bay Pilipino Multi-Service Center
175 Seventh Street
San Francisco, CA 94103
Office Phone (415) 431-6266
Cell Phone (650) 219-9293

<http://wbsibaycenter.org/>

"How comfortable we are and yet there is so much suffering in the world."

~ Dalai Lama

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Letter
O-YBNC1

Received at CPC Hearing 11/20/14
Mr. Jacinto
The Yerba Buena Neighborhood Consortium
c/o 230 Fourth St. San Francisco, CA 94107
A Council of the Yerba Buena Neighborhood's Residents and Community Organizations

San Francisco Planning Commission
City Hall
San Francisco, CA 94102

November 20, 2014

5M Project DEIR (2011.0409E) Comment #2

1. **The Office Scheme and Residential Scheme analyzed in the DEIR fall woefully short of current code requirements for open space.** The deficit ranges from 8,000 square feet to over 22,000, depending on the scheme (see chart #1). The Project must be held to the standards of current Planning Code by providing what it can on site and paying an In-Lieu fee for any open space deficit. Anything less is a giveaway and unacceptable for an upzoning of this scale.

MR-1

The DEIR's Open Space Section fails to present a transparent analysis of the open space required by City code in the C3 and Mixed Use zoning districts. Nor does it clearly explain how the non-compliant open space numbers used in the Project are reached.

Only one of the three alternatives comes even close to meeting what is required by code, the Preservation Project Alternative. **The Preservation Alternative must become the "proposed project" because it comes the closest to reaching the City's open space requirements.**

AL-1

2. The 5M Project will generate between 750-1,209 new residential units. Based on our experience with similar projects in SOMA, 10% of households can be expected to have young children and 10% have dogs. **That's 75-121 households with children and 75-121 with dogs, and yet there is literally no mention of dogs or children in the DEIR** (see chart #2).

GC-1

Additionally, some of the 3,000-4,000 new employees on the site will need childcare and many will bring their dogs to work. The issue of dog waste management is a real and measurable impact, which must be analyzed, and appropriate mitigations must be proposed. Almost all the children in the project will be preschoolers if it follows the historic pattern in the neighborhood. **The open space must include facilities for children and dogs, and the project must provide on-site childcare facilities.**

3. Rooftop open space is challenging for the general public to access, but for residents and workers quiet open space is a great amenity. For this reason, the rooftop of the Chronicle building is the preferred location for dog and toddler activities. **The Preservation Alternative must become the "proposed project" because it provides direct bridge access to the rooftop from the adjacent residential building** (see graphic).

AL-1

4. The Preservation Alternative provides 11,540 sf of street-level open space on Natoma Street that is not provided in the other schemes. The area is in shadow most of the day, but as a closed atrium space it would be an excellent Neighborhood amenity and could be used for evening or winter month activities (see graphic).

AL-1

1. Open Space Analysis

Scheme	Use	SM Project Proposed Office Square Feet / Residential Units	Open Space Proposed and Required, by Use Category		Total Open Space Proposed and Required (Office OS + Residential OS)		Open Space Required by Code but NOT Provided in SM Project	Additional In-Lieu Fee Required***
			Proposed in SM DEIR*	Required by Code** MUG/ MUG District	Proposed in SM DEIR*	Required by Code** MUG/ MUG District		
OFFICE SCHEME	Office Residential	871,900 SF / 914 Units	36,700 / 7,900	17,458 / 49,356	44,600 / 61,310	66,794 / 77,256	(16,710) / (15,156)	\$1,467,806 / \$694,112
RESIDENTIAL SCHEME	Office Residential	598,500 SF / 1,209 Units	36,700 / 25,400	11,970 / 58,032	62,100 / 65,286	77,256 / 56,754	(7,902) / 1,936	-\$1,331,303 / \$225,222
PRESERVATION ALTERNATIVE	Office Residential	812,700 SF / 750 Units	48,170 / 6,020	16,254 / 36,000	54,190 / 40,500	56,754 / 40,500	(3,564) / -	-\$225,222 / -

* There are discrepancies within the published DEIR regarding the square feet of open space provided. The numbers used here are from the Project Open Space narrative on p.47 and from a supplementary first floor plan provided after DEIR publication; they are NOT from Table V-1. Summary of Uses on p.589, which contains some conflicting numbers.

** Open Space Requirements per San Francisco Planning Code Sections 135 and 138	C-3	MUG/ MUG District
Ratio per square feet of Office	1:50	1:50
Shared Open Space per Dwelling Unit (SF)	48	54

*** Eastern Neighborhoods Open Space In-Lieu Fee, per Planning Code Section 42E (used for Intercontinental Hotel Open Space Fee Out) \$87.84

2. Toddlers and Dogs

Scheme	Proposed Households	Households with Toddlers*	Households with Dogs**
OFFICE SCHEME	914 Units	91	91
RESIDENTIAL SCHEME	1,209 Units	121	121
PRESERVATION ALTERNATIVE	750 Units	75	75

* Assumes 10% of households have preschool-aged children, based on other typical large SOMA projects

** Assumes 10% of households have dogs, based on other typical large SOMA projects

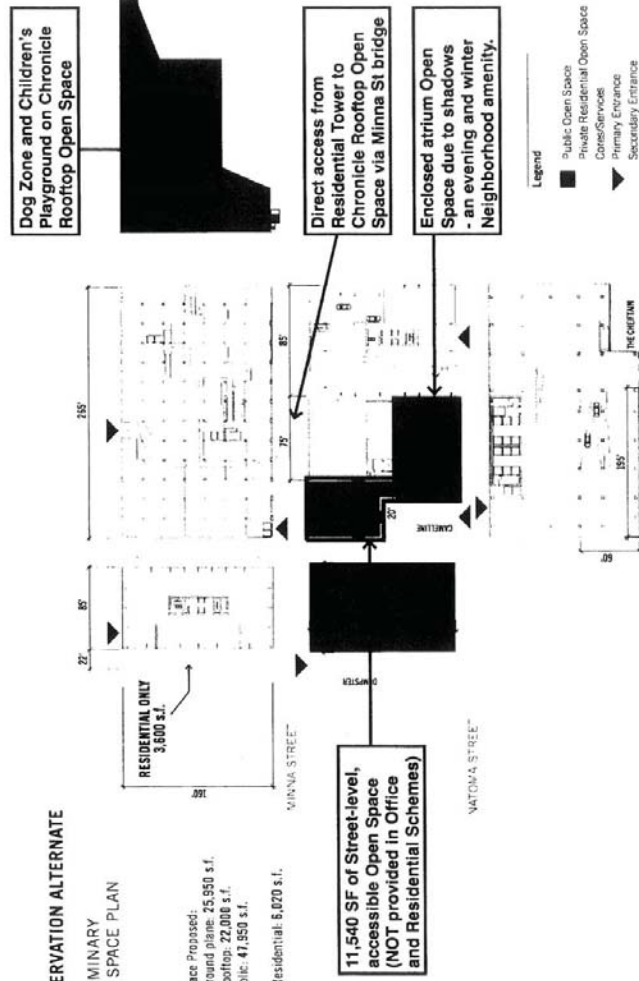
Letter
O-YBNC1
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SM Project DEIR Comments | Case No. 2011.0409E | November 2014

PRESERVATION ALTERNATE

PRELIMINARY
OPEN SPACE PLAN

Open Space Proposed:
Public Ground plane: 25,950 s.f.
Public Rooftop: 22,000 s.f.
Total Public: 47,950 s.f.
Private Residential: 6,020 s.f.



MS GROUND FLOOR PLAN

SM PROJECT SAN FRANCISCO

FORESTCITY SITIUS

NTPF

Letter
O-YBNC1
Cont.

The Yerba Buena Neighborhood Consortium

c/o 230 Fourth St. San Francisco, CA 94107
A Council of the Yerba Buena Neighborhood's Residents and Community Organizations

San Francisco Planning Commission
City Hall
San Francisco, CA 94102

November 20, 2014

5M Project DEIR (2011:0409E) Comment #1

- The Project Description's graphic depictions of this massive project are utterly inadequate, and many of those that exist were withheld from the DEIR by the Project sponsor. Complete Project perspectives and key distinctions among the alternatives must be presented in full detail.
- The Preservation Project Alternative must become the "proposed project" instead because it is identified as the DEIR's "environmentally superior alternative." (see further comments regarding this alternative in TODCO Comments #2 and #3)
- This massive project's undeniable "gentrification" impacts on the immediately adjacent low-income Sixth Street residential community and its inexpensive commercial spaces is totally ignored in the Growth Inducement discussion. The social and environmental consequences of the resulting displacement of low income residents and small businesses must be fully evaluated.
- The DEIR's conclusion in the Growth Inducement discussion (pg 638) that the Office Scheme's induced demand for 1,927 new San Francisco housing units is not a "substantial imbalance" with only 914 units proposed as part of that project alternative is plainly false on its face. In fact this Office alternative provides only 47% of its induced City housing demand on-site – less than half – which 1,013 unit (53%) shortfall cannot possibly be termed to be "in balance" by any honest use of those words.
- The DEIR totally fails to quantify the enormous physical building area increase allowed by this spot re-zoning for the three proposed alternatives – from 270% to 288% in total building area – compared to the existing zoning Alternative (see chart attached). It fails to document the enormous resulting increase in the site's land value – from \$137 million to \$151 million (see chart on reverse) – an unbelievably enormous windfall profit to the current property owner.
- The DEIR's Public Services section fails to discuss and calculate the application of the Eastern Neighborhoods Community Benefit Fee as potential mitigation for its impacts, even though a portion of the site is located in the current Eastern Neighborhoods district. All of the Project must be required to pay the EN CBF to mitigate its huge impacts on these services - \$23-\$24 million at current rates (see chart on reverse).
- The DEIR does not assess the Project's compliance with Proposition K's 33% affordable housing City policy approved by the voters on November 4- (see chart on reverse).
- To mitigate all its Impacts – Growth Inducement/Gentrification, Public Services, Housing, etc. – at least 50% of the increased site value resulting from this massive up zoning must be utilized to fund Civic and Community Benefits above and beyond minimum Code requirements – from \$68-\$76 million. That amount would include the EN CBF @ \$23-\$24 million and the estimated \$540-\$73 million need to achieve the 33% Prop K Housing Balance (see chart on reverse), plus the \$6.5 million need to rehab the significant Dempster and Camelline buildings as affordable PDR/ Arts space (21,600 ft @ \$300 ft), and This requirement must be included in the intended Development Agreement. The Preservation Alternative is the most financially efficient in this regard.

PD-3

AL-1

MR-3

OC-1

MR-2

PS-3

PH-2

GC-7

I. Development and Land Value Increase with Proposed Upzoning

Use	Development Allowed by Current Code	5M DEIR Proposals					
		OFFICE SCHEME		PRESERVATION ALTERNATIVE			
		Proposed	Percent Of Code	Proposed	Percent Of Code		
Office (gsf)	341,600	871,900	255%	598,500	175%	812,700	238%
Residential (gsf)	142,000	802,500	565%	1,057,700	745%	819,800	577%
Commercial (gsf)	151,000	152,600	101%	152,600	101%	81,900	54%
TOTAL (gsf)	634,600	1,827,000	288%	1,808,800	285%	1,714,400	270%
FAR*	3.94	11.33		11.22		10.64	
Value/SF	\$500.00	\$1,439.49		\$1,425.15		\$1,350.77	
Total Value	\$80,595,000	\$232,025,545		\$229,744,180		\$217,725,558	
Landowner Profit	-	\$151,432,545		\$149,121,180		\$137,712,558	
Shortfall Funding**	-	\$53,379,151		\$72,999,941		\$40,440,443	

* FAR = Total GSF / Total Site Area, not including Alleys **Per Chart 3 Affordable Housing below. (Shortfall Units)(\$400,000)

2. Community Benefit Fees

Use	Fee per sq. ft.***	5M DEIR Proposals					
		OFFICE SCHEME		PRESERVATION ALTERNATIVE			
		Proposed SF	Net New SF	Proposed SF	Net New SF		
Office	\$16.18	871,900	554,200	\$8,966,956.00	598,500	380,800	\$4,543,344.00
Residential	\$18.49	802,500	802,500	\$14,838,225.00	1,057,700	1,057,700	\$19,556,873.00
TOTAL FEES				\$23,805,181.00			\$24,100,217.00
Affordable Housing Component**				\$11,128,668.75			\$11,368,576.50
Units Funded****				28			28

*Eastern Neighborhoods Infrastructure Impact Fee, Table 423.3A

** 75% of Residential Fee, Table 423.5A

***Assumes \$500,000 per unit to construct new affordable housing, less \$100,000 4% tax credit subsidy.

****City goal per recently-passed Proposition K. Also proposed by Titelman Speyer on their proposed 900-unit Creamery building site.

3. Affordable Housing

Scheme	Total Residential Units	5M DEIR Proposal				City Goal of 33%****				
		Building MZ (Rental)		Building N1 (Condo)		Total Affordable Units Needed to Achieve 33% City Goal	Percent Shortfall (Units)			
		Market Rate Units	Affordable Units-On Site*	In-Lieu Fee to Fulfill Affordable Housing Requirement**	Potential Affordable Units From IN Fee and Off-Site Housing***					
OFFICE SCHEME	914	280	56	634	533,668,849	84	18%	302	133	44%
RESIDENTIAL SCHEME	1209	280	56	929	\$40,388,059	123	18%	216	182	46%
PRESERVATION ALTERNATIVE	750	280	56	470	\$24,959,557	62	28%	146	248	41%

*20% of 900-unit MZ Rental Project

**Inclusionary Housing Requirements from Planning Code Section 415. Market Rate Residential building N1 assumes 20% fee out. Of that 20%, 70% are Studio/1 BD and 30% are 2 BD.

***Assumes \$500,000 per unit to construct new affordable housing, less \$100,000 4% tax credit subsidy.

****City goal per recently-passed Proposition K. Also proposed by Titelman Speyer on their proposed 900-unit Creamery building site.

5M Project DEIR Comments | Case No. 2011.0409E | November 2014

5M Project DEIR Comments | Case No. 2011.0409E | November 2014

Letter
O-YBNC3

The Yerba Buena Neighborhood Consortium

c/o 230 Fourth St. San Francisco, CA 94107
A Council of the Yerba Buena Neighborhood's Residents and Community Organization

San Francisco Planning Commission
City Hall
San Francisco, CA 94102

November 21, 2014

5M Project DEIR (2011:0409E) Comment #4

Public Services: Impacts of Dog Waste and Mitigations

Commissioner's Antonini's remark at yesterday's DEIR Hearing that dog waste "is not worth evaluating in an EIR" could not have been more blind to real life environmental neighborhood impacts of new development. Perhaps when he "steps in it" someday he may reconsider.

Based on observed rates of dog ownership in recently built SOMA housing, it is reasonable to expect one dog per every 10 households living in the 5M project. Dog owners must walk their dogs on the sidewalks of the blocks surrounding their residence to urinate/defecate at least twice daily.

Assuming a single dog defecation weighs and average of 0.75 lbs, this totals about 10 to 16.5 tons of dog poop per year that will be generated by the 5M project:

Scheme	Proposed Households	Households with Dogs*	Pounds of Solid Waste per Day**	Total Pounds of Solid Dog Waste per Year	Tons of Solid Dog Waste per Year
OFFICE SCHEME	914 Units	91	68.55	25,020.75	12.51
RESIDENTIAL SCHEME	1,209 Units	121	90.675	33,096.38	16.55
PRESERVATION ALTERNATIVE	750 Units	75	56.25	20,531.25	10.27

* Assumes 10% of households have dogs, based on other typical large SOMA projects

** Assumes .75 lbs of fecal matter per dog per day, per Dr. Stanley Coren in Psychology Today

Most dog owners can be expected pick up and dispose of this waste, but inevitably some do not. The remaining waste on the sidewalks is hazardous, unsanitary, odorful, and generally offensive.

Likewise these dogs must urinate at least twice daily, typically on street furniture and fixtures. This liquid waste cannot be cleaned up by the owners and is unsanitary and generally offensive. It can also harm, even kill, street trees and other sidewalk plantings.

Further, if the 5M Project's street level open spaces include unfenced lawn areas, some of these dogs will inevitably use those lawns for defecation and urination. That in turn makes lawns unsanitary and renders those lawn areas unusable for their intend human recreational uses. **This is undeniably a very common problem throughout the City in public parks and open spaces.**

Mitigation Measures:

1. The 5M Project's open space can include a specific dog relief zone that is maintained and cleaned routinely by 5M management with appropriate design and facilities for dog defecation/urination for resident dog owners to utilize when walking their dog, instead of using the public sidewalks. The most appropriate location would be the proposed open space on the roof of the Chronicle Building since it will not be heavily used by the general public due to the difficult in accessing it, and its use can be restricted to residents only at nighttime for security.
2. The 5M Project can join the Central Market Community Benefit District which can then provide sidewalk cleaning services "on call" whenever there is dog excrement on a sidewalk, and which will also provide routine sidewalk cleaning on a regular schedule that removes the accumulated dog urine.
3. The 5M Project's street level open space lawn areas - if any - can be attractively fenced to prevent dogs from using them as bathrooms.

GC-1

Letter
O-YBNC-4

The Yerba Buena Neighborhood Consortium

c/o 230 Fourth St. San Francisco, CA 94107
A Council of the Yerba Buena Neighborhood's Residents and Community Organizations

San Francisco Planning Commission
City Hall
San Francisco, CA 94102

January 7, 2015

5M Project DEIR (2011:0409E) Comment #6

The DEIR's near total omission of cumulative impact analyses for Transportation and all other applicable categories of impacts that include all the existing and reasonably foreseeable development in the Central Business District of San Francisco and adjacent neighborhoods clearly fails to comply with the requirements of CEQA. Thus the DEIR is legally inadequate in this regard. This is not a trivial failure. Such cumulative impacts are undoubtedly enormous and would certainly in many categories be found to be "significant" per CEQA.

This inadequacy is the result of the Department's "spot zoning" approach to this Project. The Central SOMA Plan Program EIR now being prepared for the overall Central SOMA district wherein the 5M Project is located will provide the necessary cumulative impact analyses referenced above, but it will not be completed and finally certified until 2016. So the 5M Project EIR must either provide its own cumulative analyses now, or its processing should be suspended until completion of the Central SOMA EIR which it could then "tier off" and incorporate for its own EIR.

We hereby incorporate within our DEIR comments, with the author's permission, the full DEIR Comments by David Jones dated November 15 on this and related matters attached hereto.

GC-9

Comments on the 5M Draft EIR

Section 1: Background Context

1. The importance of the definition of “probable future” in office high rise EIRs

The comments below are focused on the cumulative impact analysis of the 5M draft Environmental Impact Statement. This is because the important policy issues that will be addressed by the Planning Commission and/or Board of Supervisors often involve the overarching long term cumulative impacts on housing, traffic, and transit systems the result from the net addition of office worker in the downtown area.

In 1980 downtown office EIRs only analyzed the cumulative impacts analysis of an office high rise project and other projects within its vicinity. Many times the cumulative total square feet totaled less than one million square feet. In 1980 San Franciscan's for Reasonable Growth (SFRG), a non-profit organization that focused on office building social and environmental impacts, began commenting on office high rise EIRs. Over the next year SFRG prepared a list showing that over 18 million square feet of office space was in the planning commission “pipeline” of projects under construction, approved, or in the environmental review process. SFRG commented on office high rise EIRs and stated that CEQA definition of “probable future” environmental impacts required that EIRs analyze the impacts of look at all 18 million square feet of office construction in the downtown area because it was probable that this office space would be built. Over the next few years the Department of City Planning gradually responded to SFRG's comments and changed its EIR cumulative impact methodology to include the 18 million square feet of office development.

Because of this change in EIR methodology, city residents and policy makers for the first time saw the staggering adverse impacts on housing, traffic, and transit the resulted from the 65,000 new office workers from new office construction. In reaction to these impacts city residents and policy makers demanded more mitigation from office high rise developers. The city passed measures to require a transit development fee, an affordable housing development fee, and an open space development fee for downtown office construction. Also in response to these impacts, city residents passed proposition M to put an annual limit on the square feet of office high rise development.

The actions show that it is critically important that the “probable future” used in downtown office high rise EIR analyses accurately portrays the total amount of projects that will result in new office workers in the downtown area. Decisions on what level of housing, traffic, or transit mitigation that the city may require of office development projects depends on decision makers having accurate information on the cumulative impact office workers from all projects.

2. SFRG lawsuit on the definition of “probable future” in office high rise EIRs

During the early 1980s SFRG sued the City and County of San Francisco for the Planning Commission's certification of over a dozen high rise office EIRs. SFRG contented the EIRs were inadequate because their definition of “probable future” office projects did not include all reasonably foreseeable office projects in the downtown area. On January 24, 1984 the California Appellate Court issued a ruling on the lawsuits filed by SFRG. The courts agreed with SFRG that office buildings EIRs with a cumulative impact based on buildings within the vicinity of the project were inadequate. The court

agreed that CEQA's definition of “probable future” under CEQA included all foreseeable office projects in the downtown area.

The Appellate Court concluded that:

“in light of our analysis and discussion, we find that the EIRs were inadequate and incomplete, because, in drafting them, the Commission failed to interpret the requirements of a cumulative impact analysis so as to afford the fullest possible protection to the environment. Instead, the Commission abused its discretion by giving such requirements an unreasonably narrow scope, thereby omitting information that it would have been both reasonable, feasible and practical to include. As a result of this omission, the EIRs provided neither the responsible agency nor the public with the type of information called for under CEQA.”

3. Agreement between the City and SFRG on what is the “probable future” in office EIRs

On October 18, 1984 the Planning Commission certified completion of the “Downtown Plan” Environmental Impact Report. On October 23, 1985 SFRG sued the City and County of San Francisco over the cumulative impact analysis of the “Downtown Plan” EIR. This lawsuit stated the Downtown Plan's cumulative impact analysis failed to comply with CEQA's definition of “probable future” projects because the EIR methodology did not look at all projects in the downtown area.

On August 15, 1988 the city and SFRG signed a settlement agreement to end this lawsuit. The settlement agreement stated that the “Mission Bay” EIR, which was still being drafted, would use a definition of “probable future” that included all office project in the downtown area and would use updated transit and traffic impact analysis methodologies. Both parties agree the “Mission Bay” EIR environmental and social impact methodologies would become the prototype for future office high rise EIRs in San Francisco.

In this settlement agreement the City and County of San Francisco and SFRG agreed the cumulative impact of downtown office high rise development projects would include all office projects in the “Greater Downtown Area.” Section 5.A of this settlement states that “the “Greater Downtown Area” includes the C-3 area, South of Market, Civic Center-Van Ness South, Northeast Waterfront, and Mission Bay.”

This settlement agreement concluded an eight year disagreement between SFRG and the Department of City Planning on the definition of “probable future” in CEQA. Both parties agreed that, henceforth, office high rise EIRs would include cumulative impact analysis the included foreseeable office projects in “the Greater Downtown Area.”

4. Historical utilization of the Proposition M annual limit on office space construction

In 1986 Proposition M established an annual limit on office high rise construction in downtown San Francisco. It allows 950,000 square feet per year of downtown San Francisco office space development.

The city now has over twenty-five years of experience with this annual limit. This history has shown the amount of office space allocated for office high rise development is fully used when looking at ten year periods. In some years, such as during building booms, there are many more projects requesting office space than is available to allocate in a given year. In some years, such as after economic recessions, there may be a few years where there is more office space to allocate than there is demand.

But over the 25 year history of the annual limit these highs and lows for office space demand even out. An August 7, 2014 an "Office Development Annual Report Status Update" was presented to planning commission. This report projected that the square feet that office developers are expect to request in the next few years exceeds the amount of office space that can be allocated under the annual limit by 9,091,706 square feet.

This history show that full utilization of the annual limit is almost certain over any extended period of time, such as ten to fifteen years. If not 100% certain, it is, at a minimum, extremely probable that the annual limit will be fully utilized in the future 10-15 years. Therefore, under CEQA's definition of "probable future" high rise office project EIRs must include the assumption that full utilization of the annual limit for office space construction is highly probable.

5. The trend toward higher worker densities in the last 35 years

In 1980 San Francisco office development EIRs presumed that there would be 275 square feet of gross office space per employee. This a few years before the Personal Computer (PC) was commercially introduced and more than a decade before the Internet became available. Offices had had filing cabinets for letters and documents, bookshelves for large documents, credenzas for storing large files, and typing pools with large word processors. Since that time the number of square feet per office worker has decreased each decade as PCs became common, electronic storage of documents and data rapidly increased, more correspondence was done electronically by email, and there was less need for file cabinets, office libraries, typing pools, and meeting rooms.

By 2014 the accelerating trend toward less office space per person had dramatically reduced the number of square feet per worker in a typical office space. Many office spaces increased office densities to 160 project the number of additional office workers that will be working in the downtown area as the result of new high rise development, it is imperative that EIRs for office high projects accurately reflect the most current trends in office worker density (office workers per square foot).

6. New office workers resulting from reconfiguration of existing office space to higher worker density

As noted above, office worker density has dramatically increased since 1980 when San Francisco office development EIRs presumed that there would be 275 gross square (gsf) feet of office space per employee. The 275 gsf of gross office space per employee is a historical artifact that characterizes a long past moment in history. The 5M project EIR notes that the more current assumption of 160 square feet per office worker is more consistent with current trends for collaborative office work settings.

There are about 75 million square feet of office space in San Francisco. If, over the next fifteen years, just one-third of that space is reconfigured to a density of 160 square feet per worker, then there will be 25 million square feet of existing office space that will hold 156,250 workers in the future instead of the 90,600 workers it now holds. That is an increase of 65,000 new downtown office workers without building one new square foot of office space. The housing and transit impacts of these 65,000 additional office workers would be the same as if 10.5 million square feet of new office space were constructed. It is therefore imperative that the cumulative impact analysis in downtown office EIRs include an estimate of the number of new office workers that will result from the reconfiguration of existing office space to accommodate higher worker densities

Section II. Specific comments on the 5M draft EIR

1. The draft EIR fails to comply with the CEQA requirement that the cumulative impact analysis analyze the environmental and social impacts "probable future" office development.

The draft EIR states "The cumulative impacts analysis in this Draft EIR is based on information provided by the City of San Francisco on major planned projects known to the Planning Department in January 2013 that are generally within the vicinity of the site (where impacts of reasonably foreseeable future projects may combine with project impacts to result in cumulative impacts), unless otherwise noted in the topical sections"

- By narrowly limiting the cumulative impact analysis to projects "within the vicinity of the site" this EIR:
- Fails to comply with the CEQA definition of "probable future"
 - Fails to comply with the January 24, 1984 the California Appellate Court ruling that EIRs with a cumulative impact analysis based on buildings within a the vicinity of the project are inadequate because CEQA's definition of "probable future" includes all foreseeable office projects in the downtown area.
 - Fails to comply with the August 15, 1988 lawsuit settlement agreement between and SFRG and the City and County of San Francisco in which the city and SFRG agreed that the cumulative impact of downtown office high rise development projects would include all office projects in the "Greater Downtown Area," which includes "the C-3 area, South of Market, Civic Center-Van Ness South, Northeast Waterfront, and Mission Bay."

The draft EIR cumulative impact analysis is a throwback to the type of analysis done in 1980, which is a third of a century ago. The draft EIR should be revised to reflect the currently understood definition of "probable future" consistent with the ruling of the California Appellate Court and the SFRG settlement agreement

2. The number of square feet of cumulative office development in the greater downtown San Francisco should be quantified and discussed in the EIR's cumulative impacts analysis.

In a document that contains tens of thousands of numbers, the two most important numbers for a cumulative impact analysis are (1) the number of square feet of additional or modified office development and (2) the number of gross square feet per office worker. All the cumulative impacts are derived from these numbers. If there is 1 million square feet of new office development with 160 gross square feet per workers, there will be 6,250 additional workers. The housing, traffic, and transportation analyses all are calculated based on the number of additional workers.

However, the number of additional office workers on which the cumulative impact analysis is based is not clear. The draft EIR states the cumulative impacts analysis is based on the projects in the vicinity shown in table II.8. However this table does not give a total number for the square feet of projects described. The draft EIR analysis for the 2040 Cumulative Conditions for traffic and transportation states the EIR cumulative impact analysis was based on 15 projects within the vicinity of the project and consideration of the Central SoMa Plan, the Transit Center District Plan, and the Central SoMa Plan. However, this section also fails to quantify the number of square feet of cumulative total office space on which the environmental analysis is based. The draft EIR should be revised to clearly quantify and discuss the number of square feet of new office development and modification of existing office development that are the basis for the cumulative impact analysis.

3. The draft EIR analysis of the cumulative impacts in the draft EIR must be revised.

Under the section entitled "Cumulative Impacts" the draft EIR states: "This section discusses the cumulative impacts to population and housing that could result from the project in conjunction with past, present, and reasonably foreseeable future projects" (page 175). The draft EIR analysis further states "As discussed under Impacts PH-1a, -1b, -2a, and -2b, above, the Office Scheme or Residential Scheme would not induce substantial population growth in the area, either through housing construction or employment growth."

The draft EIR notes only the 3,684 new jobs to the project site from the "Office Scheme" and the 2,377 new jobs on the project site under the "Residential Scheme." The EIR statement only states that the project would not induce substantial growth in the area, either through housing construction or employment growth. The draft EIR does not mention how the "probable future" projects will induce growth in San Francisco. This is inconsistent with CEQA's requirement for a cumulative impact analysis. This section must be revised. This is especially important since "probable future" cumulative number of office workers from will be most likely be over 100,000 workers.

4. In order to comply with the CEQA cumulative impact analysis requirement, the definition of "probable future impacts should:

- a. Presume a 15 year time frame for the cumulative impact analysis. For the
- b. Include all projects under construction and approved
- c. Assume that the office development annual limit will be fully utilized over the next 15 years.
- d. Assume that the gross square feet per office worker is 160 square feet
- e. Include an estimate of the number of additional office workers that will be working in downtown San Francisco as much of the existing 75 million square feet of office space in Greater Downtown San Francisco is reconfigured over the next 15 years from 275 to 160 gross square feet per employee.
- f. Include an estimate of San Francisco Port and San Francisco Redevelopment agency projects over the next 15 years.

The rationale for each of the above components of a cumulative impact analysis is given below:

- a. **The EIR should presume a 15 year time frame for the cumulative impact analysis**
The Department of City planning asks consultants preparing office high rise EIRs to use the "Transportation Impact Analysis Guidelines for Environmental Review" (October 2002) when preparing office high rise EIR cumulative impact analyses. The guidelines state that, for "cumulative (horizon year) Impacts" the horizon year (normally 10 to 20 years in the future, depending on the location) should be used for the cumulative analysis year unless otherwise specified in the scope of work. A fifteen year time frame is the average of the 10-20 year horizon. A fifteen year time frame is appropriate for projects with large cumulative impacts that require long lead time for housing, transit, and transportation agencies to plan for the impacts.
- b. **The EIR should include all projects under construction and approved**
This is already a standard assumption for cumulative impact analyses. Projects under construction and approved are basically "certain past," in terms of their likelihood. But their

impacts have not yet been felt because the office workers are not yet on site. These projects are definitely part of the "probable future."

c. The EIR should assume that the office development annual limit will be fully utilized over the next 15 years.

History has shown that, over a 10 year period, the annual limit of 950,000 square feet of office development will be fully utilized. The 2014 "Office Development Annual Report Status Update" projects that, in 2015, the office project development pipeline will have 9,091,706 square feet, enough for the next nine years. It is therefore appropriate to presume that, over the next 15 years the annual limit will be 14.25 million square feet of office development allowed under the annual limit will be fully utilized.

d. The EIR should assume that the gross square feet per office worker is 160 square feet

The project EIR states that "The Project's employment density is provided by Forest City. Average office employment density is assumed at 210 gsf per employee based on a range of 160 and 275 square feet ranging between focus, collaborative, and interactive office uses." This is disingenuous. It averages a more current worker density of 160 gsf with a long outdated (1/3 century old) historical number of 275 gsf per office worker in an attempt to make the 210 gsf average appear to be a reasonable compromise. This is the equivalent of averaging the cost of a house in San Francisco in 1980 with the cost of a house in 2014 and saying it represents the average cost of a San Francisco house that can be used for future housing cost projections.

The Department of City Planning should not accept the Forest City methodology for averaging a historically outdated 275 gsf per worker number from the 1980 with a more contemporary 160 gsf per worker number from 2014 to determine a "probable future" 210 gsf per office worker. The DCP should independently access the worker densities in recent downtown office buildings after tenant build out to determine an appropriate range for office worker density and then take the average of that range for the EIR estimate of "probable future." It is extremely unlikely that 275 gsf per office work will be found to be in that range. If the DCP is unable to do the work to determine this range, then the 160 gsf per office worker should be used as a default rather than an average 210 gsf, which is clearly based on an average using antiquated information.

e. The EIR should include an estimate of the number of additional office workers that will be working in downtown San Francisco as a large percentage of the existing 75 million square feet of office space in Greater Downtown San Francisco is reconfigured over the next 15 years from 275 to 160 gross square feet per employee.

The social, economic, and environmental impacts of office development in San Francisco are proportional to the number of office workers. Each new worker increases the demand for housing, transportation, public transit, parking, and city services. New office development can be for executives, administrators, engineers, scientists, lawyers, bankers, insurance agents, travel agents, researchers, software developers, or many other professions. In terms of social, economic and environmental impacts what counts is not title or profession an office worker has, but how many office workers there are in a given floor space.

The 5M EIR states that "Section 15130 of the CEQA Guidelines requires that an EIR evaluate potential environmental impacts that may be individually limited but cumulatively significant.

These impacts could result from the proposed project alone, or together with other projects. The CEQA Guidelines state: "The cumulative impact from several projects is the change in the environment which results from the incremental impact of the project when added to other closely related past, present, and reasonably foreseeable probable future projects."

Since it is additional office workers that are the source of cumulative environmental and social impacts, the proposed projects that must be considered are any downtown office projects that increase the number of downtown office workers. This includes new office development where there were no previous office workers, demolition of small office buildings to build larger office buildings, and modification and reconfiguration of existing office space to accommodate additional workers through higher worker density (more workers per gsf).

The 5M EIR cumulative impact analysis should estimate the increased number of office workers over the next 15 years in the downtown area that will result from the reconfiguration of the existing 75 million square feet of office space in the greater downtown area to accommodate new office workers. This analysis should presume 160 square feet per worker unless the Department of City Planning is able to document the rationale for a higher worker density number.

f. The EIR should include an estimate of San Francisco Port and San Francisco Redevelopment agency projects over the next 15 years.

The 5 M EIR notes that CEQA cumulative impacts analyses must include projects outside the control of the lead agency. Therefore a reasonable foreseeable projection of office space that may be developed by the Port of San Francisco and San Francisco Redevelopment over the next 15 years. This may be reasonably informed estimate based on historical office development and future planning documents. But it is highly probable the number will be higher than zero.

5. The probable number of additional downtown office workers San Francisco's greater downtown area in the next 15 years should be in the range of 195,000 additional office workers.

Using the methodology outlined in comment II.2 above, the calculations below show 195,000 additional downtown workers in the next 15 years. The numbers for office space construction approved and under construction come from the September 25, 2014 "Office Development Annual Limit Program – Update." If the DCP has more current information, it should be used. The calculation of the 195,000 additional workers is very sensitive to the estimate of workers per gsf of office space. That is why the DCP should assure the gross square feet per office worker assumption is based on current office occupancy trends and not outdated historical numbers (as noted in comment 2.d above).

Below are the calculations for determining the number of 195,000 additional office workers using the methodology of comment II.4 above.

- a. A 15 year time frame for the cumulative impact analysis is presumed.
- b. All projects under construction and approved should be included.

Approved projects not yet under construction:	1.25 million square feet
Under construction projects:	3.38 million square feet
- c. Assume that the office development annual limit will be fully utilized over the next 15 years.
Annual limit allowed projects: 14.25 million square feet

- d. Assume that the gross square feet per office worker is 160 square feet
New workers from 18.88 million square feet of new office development projects: **117,500 workers**
- e. Include an estimate of the number of additional office workers that will be working in downtown San Francisco as a large percentage of the existing 75 million square feet of office space in Greater Downtown San Francisco is reconfigured over the next 15 years to 160 square feet per employee from 275 square feet.
If 1/3 of existing office space goes from 275 gsf to 160 gsf over 15 years: **65,341 workers**
- f. Include an estimate of San Francisco Port and San Francisco Redevelopment agency projects over the next 15 years. The estimate of 2.0 million square feet over the next ten years is a ball park guess. The DCP should come up with a more accurate estimate based on Port and Redevelopment agency master plans and specific project lists.
Presume 2.0 million square feet over 15 years: **12,500 workers**

6. The traffic and transportation section uses a 2040 time line for its environmental impact analyses. This section should therefore analyze the cumulative impacts of new office workers over the next twenty-five years.

The draft EIR references CEQA requirements when it states "The cumulative impact from several projects is the change in the environment which results from the incremental impact of the project when added to other closely related past, present, and reasonably foreseeable probable future projects." In the case of an office building project, other "closely related" projects would be other office construction or rehabilitation projects in the great downtown area of San Francisco. The draft EIR states that it analyses the 2040 cumulative "long-term impacts of the proposed project in combination with other reasonably foreseeable future development and transportation network changes." However, there is no list of projects or projections for office space in San Francisco on which this analysis is based.

In order to comply with the CEQA cumulative impact analysis requirement, the 2040 cumulative impact analysis should:

- a. Presume a 25 year time frame for the cumulative impact analysis.
- b. Include all projects under construction and approved
- c. Assume that the office development annual limit will be fully utilized over the next 25 years.
- d. Assume that the gross square feet per office worker is 160 square feet
- e. Include an estimate of the number of additional office workers that will be working in downtown San Francisco as a large percentage of the existing 75 million square feet of office space in Greater Downtown San Francisco is reconfigured over the next 25 years from 275 to 160 gross square feet per employee.
- f. Include an estimate of San Francisco Port and San Francisco Redevelopment agency projects over the next 15 years.

This is the same methodology outlined in comment II.4 above, except that a time frame of 25 years instead of 15 years is used because of the 2040 time frame. The calculations for the number of additional downtown workers will be the same as comment II.5 above except that there will be ten more years of new office construction under the 950,000 square feet per year annual limit. This means there will be 95 million more square feet of office space in the 25 year time frame, which would result in 59,375 additional workers (assuming 160 gsf per worker). The total number of new office workers in the greater downtown area can therefore expected to be in the range of 244,000 additional office workers.

Letter
O-YBNC-4
Cont.

7. The measures proposed to mitigate the cumulative impacts of office high rise development and the impacts of the 5M project are insufficient. The transit, housing, and open space fees for office projects should be raise by 72% to be consistent with current city requirements.

The environmental and social impacts on housing and transit from an office development project are directly proportional to the number of workers from an office project. The number of office workers in a building are directly proportional to the number of workers per square foot. The transit development fee was based on the impact of 275 gsf per worker, or 3,636 workers per million square feet. If the office worker density is 160 gsf per worker, as suggested by the comments above, there would be 6,250 workers per million square feet. This is an increase of 72%.

The office high rise development fees are based on mitigating the adverse impacts on the city's housing prices, transit system, and open space to accommodate additional workers. If current trends in office space occupancy show that there are 72% more workers in a given space than there were in the early 1980s when the development fees were established, then these fees must be raised by 72% to provide the same level of mitigation that has been historically required by the city as a mitigation measure.

Letter
I-Abbott



January 7, 2015

Via Electronic Mail and U.S. Mail

Sarah Jones, Environmental Review Officer
1650 Mission Street, Suite 400
San Francisco, CA 94103
sarah.b.jones@sfgov.org

Re: 5M project – Comments on the DEIR
Case No. 2011.0409E

Dear Ms. Jones:

This letter is submitted on behalf of Frances McVeigh, trustee and beneficiary of the trusts which hold title to the existing mixed use building located at the intersection of Howard and Fifth¹, the McVeigh Family Building. The McVeigh family has owned and maintained this building for over 50 years, and during their long period of ownership, installed seismic upgrades and remodeled the upper floors into attractive residential and live/work units.

The 5M applicant seeks a broad range of discretionary approvals including the development of site specific development standards. In this context, the Planning Commission works from a broad, blank canvas in evaluating and responding to the 5M's request. Although the applicant may have ignored the McVeigh building, the Commission should exercise its expertise and authority to fashion a plan which provides for desired economic growth without sacrificing the physical integrity, habitability and functionality of existing mixed use buildings, like the McVeigh Family Building.

Background: The McVeigh Family Building

The McVeigh Family Building was constructed in 1912, and seismically upgraded in 1985. Ground floor uses are devoted to retail (the Chieftan) and the upper floor units have been upgraded as fully appointed residential units. The residential units enjoy views to the south, east and north. The residential tenants include professionals as well as aspiring app developers in a live/work setting. What the City seeks for SOMA is already embodied in the McVeigh building: a mixed use building which respects San Francisco's history while housing working professionals. It is no small irony that the 5M proposal stands to significantly degrade an

¹ Street addresses of 906 Howard and 194-198 Fifth Street.

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LU-2

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existing mixed use site which already possesses the characteristics of what the City desires SOMA to become tomorrow.

Included is a photograph of the McVeigh Family Building as it stands today.



The 5M DEIR

The McVeigh family is surprised that the DEIR, despite its length, largely ignores the McVeigh Family Building and the impacts of the proposed 5M project on the McVeigh building even though: (1) the McVeigh building is the closest building to future construction; (2) 5M proposes to build to the common property line, excavating up to 45 feet below grade and using pile drivers for future foundation support; (3) the 5M proposal blocks nearly all light and air to the existing north facing residential units; and (4) the disproportionate scale as between adjacent buildings. The owner's concern as to the DEIR's omissions is compounded by the applicant's failure to contact the McVeigh owners (contact was eventually initiated by the McVeigh family reaching out to the applicant)². The disregard of the McVeigh building is significant to the issue of whether or not the DEIR adequately discloses to the decision makers and the public the consequences of going forward with the 5M project as desired by the applicant. As the DEIR itself notes, the standard for adequacy included "completeness, and a good faith effort at full disclosure." DEIR page 6. The DEIR's virtual disregard of a 100 year old mixed use building which is physically embraced on two sides cannot be characterized as a good faith effort at full disclosure.

The areas in the DEIR which must be remedied include the environmental setting, project description, land use, noise and vibration, lateral support/subsidence, secondary physical impacts and alternatives. It is likely that the DEIR will require recirculation so to meet the transparency

² The McVeigh Family and applicant have undertaken one constructive face-to-face meeting.

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cont.

GC-3

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and public review elements mandated by CEQA. Each of these points is discussed below. In addition, the McVeigh family has retained engineering experts at ENGEQ who prepared an analysis of the DEIR as it relates to the McVeigh building. ENGEQ's report is included as Attachment A.

I. Project Description (Chapter II)

Although this is a project EIR (DEIR p. 1), it is devoid of a meaningful description of the project, relying upon the to-be-developed SUD and a post approval D4D process to fill in the missing details, the latter process which takes place outside of the public review process, relying upon the planning director to determine what in fact the buildings are to look like. While aesthetic impacts may not apply to this project as a result of Public Resources Code section 21099, this exemption does not provide any relief from CEQA's long standing requirement that the project be adequately described to the public and the decision makers so that they know what is potentially being approved.

Project Location and Site Characteristics

As noted above, the draft EIR largely ignores the McVeigh building. The collage of site photographs strategically omits any photographs of the McVeigh building (DEIR p. 94) and the graphics of surrounding parcels draws no distinction between an open street level parking lot and the 5 story McVeigh Family Building. (See DEIR pp. 14, 23, 24, 25, 34, 35, 36, 37, 45, 53-56). The McVeigh building is omitted from the remaining photographs (DEIR pp. 61-64 as well as the text.) The only references are shown graphically (DEIR pp. 26-27) with no explanation that this is a functioning mixed use building. No other existing structure is impacted in terms of light, vibration, shadow, massing like the McVeigh building. As Attachment B reflects, the McVeigh building is hemmed in on two sides, dwarfed by a 340 foot high tower on the north, and a building twice its size to the west (Attachment C). The decision makers, the public, and the McVeigh family deserve better in terms of full disclosure.³

II. Land Use

The DEIR relies upon the NOP for the proposition that the 5M project will not have direct impacts on housing since there is no housing onsite. However, the building will dramatically affect the inhabitability of the existing residential units in the McVeigh Family Building. As noted above, the DEIR omits any meaningful discussion of the McVeigh building, much less disclosure that one-half of the residential units draw their light from northern views. Attachment D reflects the effect of Building H-1 on the north facing residential units. *The 5M proposal allows for a setback of 4'9" and 2'4" respectively for the northside bedroom and bathroom windows.* None of these effects are disclosed by the DEIR.

³ Another example of the omission of the McVeigh building is shown on DEIR, p. 127, which purports to show an aerial photograph of the "Project Site and Vicinity." The demarcation of the project boundary simply covers up the McVeigh building.

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III. Noise

The DEIR identifies the McVeigh building as a building potentially impacted by construction noise, (DEIR p. 385) and identifies the impacts as potentially significant. However, the mitigation requirements are (a) nothing more than impermissible deferred mitigation and (b) those that can result in increased impacts, but are not analyzed by the DEIR.⁴

NO-1

Moreover, the noise analysis is based upon general noise standards and practices. The proposed H-1 building, shown on the common property line to the McVeigh Building, will result in high rise construction taking place approximately 2-4 feet from the exterior windows of the residential units on the north side. The DEIR is inadequate in that it fails to include any meaningful analysis of construction activities that close to residential units.

NO-1

Additionally, the primary driveway for H-1s is located immediately to the west of the McVeigh building. To the extent the City requires a pedestrian notification system (buzzer or bell) or it is reasonably foreseeable the development will include an audible signal for pedestrian safety, the noise analysis needs to address the impact to residents in the McVeigh building. The DEIR fails to contain sufficient data or analysis to conclude that the project's impacts will be less than significant.

NO-2

IV. Vibration

The vibration analysis completely ignores the McVeigh building (which is indisputably the existing building which is closest to the construction site), and refers to the reader to other more remote buildings. (DEIR page 391, referring the reader to Figure IV.C-1, buildings located considerably to the west of the project site.) This omission of an existing sensitive resource does not meet FTA's standards for an inventory of existing sensitive uses and buildings in the FTA report (p. 13-2), which methodology this DEIR relies upon. To the extent that the DEIR relies upon the FTA methodology, it needs to follow these protocols in full or explain the basis for deviation.

NO-3

As discussed in this section, the DEIR's conclusion that impacts can be mitigated to less than significant level is not based upon substantial credible evidence, but upon an incomplete inventory, erroneously cited standards, and vague mitigation requirements. The DEIR requires mitigation to FTA's standards for historical buildings as mitigation. Neither the DEIR, nor the FTA report publishes a "historical" standard (see DEIR p. 374). Since no "historical" standard

NO-3

⁴ One of the mitigation measures allows for an increased number of pile drivers. The justification for this is to shorten the duration of the impact. This will result in an unaccounted for increase in the severity of the impact. Case law directs that CEQA document should analyze for the potential peaks. *San Joaquin Raptor Center v. County of Merced* (2007) 149 Cal.App.4th 645. Additionally, the noise study provides no justification for trading off one type of impact for another.

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exists, what standard applies?⁵ The factual accuracy of the vibration analysis is undercut when it declares "pile driving would most adversely affect the sensitive residential uses that are 75 feet from the project site boundary (951-953 Mission Street) DEIR p. 390. The DEIR must disclose what the impacts are for existing residential uses which are located zero feet from the site boundary.

NO-3
cont.

For mitigation purposes, the vibration analysis relies upon the same flawed methodology as the noise analysis as discussed above (use of "quiet" insertion techniques, ... "where feasible" a "standard" which results in no reasonably predictable mitigation level). The DEIR's conclusion that impacts would be less than significant relies on mitigation measures that include unenforceable, meaningless "standards" such as: "The project sponsor shall require the construction contractor limit pile driving activity to result in the least disturbance to neighboring uses." What level of exposure equates to "least disturbance"? The mitigation analysis is also flawed in that it relies on mitigation measures developed for protecting buildings identified in the cultural resource chapter (Table IV.C-4), which list does not include the McVeigh building and only protects buildings located further away from the point of construction.

NO-3

Finally, the mitigation analysis and strategy is predicated on a false legal assumption. It assumes that 5M has the right to commit trespass with significant vibration impacts to adjacent parcels.⁶ Additionally, the DEIR assumes that the City and/or developer holds the legal right to enter and repair an adversely impacted building not under the control of the City or applicant. On what factual or legal basis does the City conclude that necessary repairs can be undertaken by 5M on property it does not own or control, a necessary predicate fact to supporting a conclusion of less than significant impact?

CP-3

There is no evidence in the DEIR which supports the conclusion that the impacts to the McVeigh Family Building are less than significant. As reflected in the report by ENGEO (Attachment A), there exists the potential for significant impacts from construction vibration to the McVeigh building. These potential impacts need to be studied and disclosed to the public in a recirculated DEIR.

GC-3

V. Lateral Support/Subsidence

The DEIR is devoid of analysis for the potential of impacts to the McVeigh Building from the loss of lateral support from excavation, or subsidence due to dewatering the site or compression resulting from the adjacent proposed construction. Despite the acknowledged risk⁷,

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⁵ Note that the DEIR indicates that typical vibration impacts (DEIR pp. 368, 390) can exceed all of FTA's recommended thresholds (DEIR p. 374), all the more reason for an accurate inventory and detailed mitigation measures.

⁶ See *Staples v. Hoefke* (1987) Cal.App.3d 1397.

⁷ The Threadwell & Rollo report, the preliminary soils report for the 5M project, notes in the dewatering discussion of the inherent risks of area subsidence, caving of these soils due to dewatering and monitoring of vertical movement of adjacent improvements. T&R page. 10. On the same page, it goes on to say: "it may not be feasible to dewater the excavations sufficiently to prevent caving." Notwithstanding the unknowns and these professional

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the Initial Study dismissed issues of geology and soils from further review. This risk of impact is addressed in the attached report from ENGEO. This potential impact needs to be studied and disclosed to the public in a recirculated DEIR.

At the initial stages of the CEQA review, the City relies upon the Treadwell & Rollo (T&R) report to support its conclusions of no impact (Initial Study, pages 123-128). This upfront exclusion is flawed for several reasons. First, and as noted in the ENGEO report (Attachment A), the T&R report is incomplete. The initial study describes the onsite soil conditions in unequivocal terms: "Based on soil borings collected on the project site" (IS, page 123). There are in fact, only two borings (1978, of unknown depth) none of which underlie the buildings proposed for the greatest loads or near the McVeigh Family Building.⁸ Given that existing conditions on the development site include street level parking lots, physical access for onsite borings is readily available. Second, the T&R report was not written for purposes of providing an engineering or CEQA analysis of impacts and mitigation measures. Rather, by its express terms of limitation, this 2008 report provides: "The conclusions and recommendations presented herein are preliminary and may be used to *estimate costs and for preliminary schematic drawings.*" Third, the report only discusses conditions to 43 feet below grade, when the EIR acknowledges that depths may reach 45 feet. Fourth, there is no discussion of the location of historic buildings or the McVeigh Family Building so there has been no evaluation of impacts to nearby structures. As there has been no evaluation, no licensed professional has assessed the potential impacts or the engineering solutions.⁹ Fifth and finally, the Initial Study's conclusion that geologic conditions warrant no further investigation fails to recognize that the T&R report contains a series of recommendations designed to avoid structural failures onsite and offsite, none of which are identified as mitigation measures, conditions of approval or as part of the project. (Initial Study pages 125, 126, T&R pages 5-12).¹⁰ The T&R report, by itself, is substantial credible evidence to potentially significant impacts necessitating fully disclosure and mitigation of potential risks in a DEIR.

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cont.

warning signals, the Initial Study concluded that there is no disclosable CEQA risk. This begs the question: what evidence did the document authors rely upon?

⁸ Given the significance of the potential impacts to the McVeigh Family Building and all adjacent buildings, the borings need to be circulated as part of the DEIR.

⁹ The exercise of professional judgment in this evaluation involves engineering, and the preparer of the analysis must possess the required license by the State of California and affix his or her professional stamp. The DEIR must be recirculated to include an engineer's analysis specific to the buildings to be protected.

¹⁰ As an example, the T&R report recommends "During basement excavation, adjacent structures should be protected and may need to be underpinned" finishing with an open ended discussion of how this might be done. Page 10. The potential impact and mitigation measure must be set forth in the DEIR. To the extent the lead agency is unable to identify specific mitigation strategies, the lead agency may be able to rely upon a performance standard coupled with identification of likely strategies along with an affirmative commitment to implement. *Sacramento Old City Association v. City of Sacramento* (1991) 229 Cal.App.3d 1011.

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VI. Shadow Analysis

While the DEIR includes a shadow analysis, the analysis fails to describe the likely impacts due to the non-disclosure of the existence of the existing north facing residential units in the McVeigh building and needs to be recirculated to address these impacts.

WS-1

VII. Alternatives

Section V of the DEIR discusses alternatives. Inasmuch as the DEIR fails to recognize the impacts to the McVeigh Family Building, all of the alternatives suffer the same flaw in that all alternatives will generate similar impacts to the McVeigh building save the no-project alternative. The alternatives chapter should be expanded to include an alternative which provides effective mitigation for the McVeigh building consistent with the information to be developed as outlined above.

AL-3

VIII. Design

a. Building Separation on the north side

The most significant design conflict stems from the walling off of the north side of the McVeigh building. An EIR that makes a good faith effort at disclosure would include a photograph which shows the north facing residential units. This DEIR does not. The 5M project would potentially place a 400 foot high structure on the common property line 2-4 feet from the existing windows of the residential units which face north from the McVeigh building, effectively cutting off the view, light and air, and seriously reducing the inhabitability of those units. Ironically, the 5M project itself recognizes the need for open space as reflected on Attachment E. The Commission should direct that the site plan be modified such that open spaces serve not only the future residents and tenants of the 5M project, but the existing residents as well by pulling back the massing of the H-1 building and including open space immediately north of the McVeigh building. This strategy would still permit the developer to construct street level commercial uses on Fifth as currently exist and are desired by the City's planning documents.

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b. Howard Street Driveway Relocation

The current plan locates the H-1 driveway immediately west of the McVeigh building. (Attachment F). The plan reflects that *all* of the inbound H-1 vehicle traffic will use this entrance, as well all of the outbound non-truck traffic. This has the effect of isolating the McVeigh building. Rather the design should encourage a seamless transition and integration of the McVeigh building facade with that of its future neighbor. This can be accomplished by amending the site plan to relocate the H-1 driveway further west including possible consolidation with the Mary Street access. This would improve the pedestrian experience for all pedestrians on Howard Street.

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IX. Consistency with Relevant Planning Documents

Consistent with CEQA practice, the DEIR draws a distinction between broader general plan policies and regulations and those adopted for the purpose of avoiding or mitigating an environmental effect. DEIR pp. 50, 125. Where the DEIR falls short are the failure to recognize the impacts of the proposed project on the residential units in the McVeigh building and the consequential conflicts with adopted City policies. The impacts outlined above create conflicts with policies designed to protect the existing physical environment. The conflict with these policies needs to be disclosed in a recirculated DEIR. These relevant policies include:

The General Plan's Priority Policy "that existing housing and neighborhood character be preserved and enhanced..."¹¹

The provisions of the South of Market Area Plan which include "protect existing housing..." (DEIR p. 52.)¹²; Policy 1.2.2 ("Ensure that in-fill housing development is compatible with its surrounds"), Policy 3.1.9 ("...promote the preservation of other buildings and features that provide continuity with past development").

More specific to the McVeigh building site, the East SOMA plan provides: Objective 2.2 ("Retain and improve existing housing affordable people of all incomes."), Policy 2.2.2 ("Preserve viability of existing rental units"), Policy 3.1.6 ("New buildings should epitomize the best in contemporary architecture, but should do so with full awareness of, and respect for, the height, mass, articulation and material of the best of the older buildings that surround them."), Policy 3.1.9 ("...promote the preservation of other buildings and features that provide continuity with past development").¹³

The City's Housing Element calls for accommodating new growth "without substantially impacting existing residential neighborhood character" (Policy 11.3). The Urban Design Element is more specific, with Policies 2.4, 2.6 and 3.1 all intended to protect existing buildings.

As documented above, the 5M project will generate impacts to the physical integrity of the McVeigh building and the inhabitability of the residential units. Individually and cumulatively, the foregoing policies are intended to avoid direct and indirect impacts generated by projects such as 5M, and are not the types of broader policies relegated only to a broader policy analysis in a staff report. The DEIR needs to be expanded to evaluate the potential physical impacts associated with the policy conflicts triggered by the 5M proposal.

¹¹ These Priority Policies are to be applied literally given the special recognition in the general plan and the exclusion of flexibility which would allow for exceptions. See *Families Unafraid to Uphold Rural El Dorado County v. Board of Supervisors of El Dorado County* (1998) 62 Cal.App.4th 1332.

¹² The DEIR characterizes this policy as a "primary goal" of the South of Market Plan, invoking the greater protections of the *Families Unafraid* case.

¹³ Taking action consistent with these goals policies and objectives would be consistent with Mayor Lee's Executive Directive intended to preserve existing housing stock.

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Conclusion

In conclusion, the McVeigh family looks forward to (a) the City's consideration of the comments, and as may be mandated by CEQA, recirculation of the DEIR so that the public and the decision makers can understand and fully appreciate the full ramifications of 5M and (b) consideration of and protection for the McVeigh Family Building as an existing, desirable mixed use project in its own right.

Sincerely,



William W. Abbott

WWA/sb

Enclosures

cc: Client

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Cont.

Attachment A

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Cont.



GEOTECHNICAL
ENVIRONMENTAL
WATER RESOURCES
CONSTRUCTION SERVICES

Project No.
11732.000.000

January 2, 2015

Mr. William W. Abbott
Abbott & Kindermann, LLP
2100 21st Street
Sacramento, CA 95818

Subject: McVeigh Family Building
198 Fifth Street
San Francisco, California

REVIEW OF DRAFT ENVIRONMENTAL IMPACT REPORT AND POTENTIAL SIGNIFICANT IMPACTS RELATING TO 5M PROJECT

Dear Mr. Abbott:

At the request of the McVeigh family, we have reviewed the Draft Environmental Impact Report (DEIR) as well as a geotechnical feasibility assessment for the proposed 5M project and, in light of our experience, have focused on potential impacts that construction of the 5M project may create to the ±100-year-old McVeigh Family Building. The McVeigh Family Building is situated at 198 Fifth Street, at the corner of Fifth and Howard Streets. The structure is five stories in height plus a basement and is approximately 35 feet by 70 feet in plan area. We understand that it was constructed circa 1912.

The 5M project (Project) will include a new towering high-rise building reaching approximately 350 feet above street level that happens to be situated immediately adjacent (zero lot lines) to two sides of the McVeigh Family Building. Furthermore, the Project will include three levels of below-grade construction requiring significant excavations that will extend to depths of approximately 40 feet and below groundwater levels. The excavation will occur along two sides of the McVeigh Family Building.

The DEIR relies upon the geotechnical feasibility assessment prepared by Treadwell & Rollo (T&R) in 2008. It is based on their knowledge of regional soil conditions in the vicinity of the 5M site and includes a site plan showing 16 test boring locations that were conducted for other nearby projects. One boring location is situated across Fifth Street from the McVeigh Family Building, while others are more distant and up to 900 feet away. The T&R report includes strict language of limitation providing that the conclusions and recommendations "are preliminary and may be used to estimate costs and for preliminary schematic drawings." The report does not attempt to quantify potential impacts to surrounding structures, nor does it specify mitigation measures for impacts to surrounding structures.

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POTENTIAL GROUND SETTLEMENT

The T&R report must be considered preliminary at best. It concludes that "during final design, a detailed geotechnical investigation should be performed. The study should include test borings and the results should be evaluated to develop geotechnical design parameters for foundations, basement walls and shoring specific to this site."

In order to accurately characterize the potential geotechnical impacts that the 5M project will impart to the McVeigh Family Building, it is necessary for a Geotechnical Engineer to identify the geotechnical conditions underlying the building and in close proximity to the building on the 5M site. Since this work has not been performed, it is impossible to accurately evaluate the geotechnical impacts that the 5M project will create for the McVeigh Family Building.

Based on the subsurface conditions in this general region of San Francisco, as assumed and generalized by T&R, it is likely that ground settlement at the McVeigh Family Building will occur as a result of the construction at the 5M project. Our experience on projects of this nature¹ clearly identify that ground settlement may occur as a result of a variety of factors such as: high loads imposed by the large 5M structure on the underlying soils; vertical and lateral displacement of soil adjacent to excavation shoring; consolidation of the underlying soils caused by dewatering; densification of loose sands caused by vibrations during construction; and loss of materials during shoring installation and other construction activities. As such, a site-specific design study adjacent to the McVeigh Family Building is necessary to define and address potential geologic and geotechnical hazards for the development, an analysis that is not reflected in the DEIR. A design-level geotechnical study may determine that the proposed project poses unavoidable impacts or possibly requires special mitigation; the DEIR inadequately addresses this important issue.

The DEIR includes sections relating to cultural resources, which include historical resources under CEQA. In paraphrasing Impact CP-2, "the Project could cause a substantial adverse change in historical resources in the immediate vicinity of the Project area due to below-grade excavation and foundation work, the demolition of six buildings, possible pile driving, and associated ground-borne vibrations." The DEIR goes on to describe five historic structures located between 25 and 115 feet from the proposed construction; the McVeigh Family Building, which is over 100 years old and closer to the Project, is not listed. The DEIR identifies that there is a potentially significant impact to the five historic structures. Mitigation Measure M-CP-2c relates to a determination of the potential for settlement such that shoring or underpinning is needed at the five historic structures.

Apparently, the reason that the McVeigh Family Building is not included in this section of the DEIR is that it does not meet various thresholds to be considered a historic structure. Nonetheless, all of the associated construction- and excavation-induced settlement impacts have the potential

¹ Refer to attached curriculum vitae

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to damage the McVeigh Family Building to a greater degree than the listed structures because it is closer to the Project.²

The DEIR is silent regarding the potential settlement mechanisms described below for the McVeigh Family Building. It is our opinion that the DEIR should be revised to consider and to provide verifiable mitigation for:

- Load-induced settlement - The 5M project includes a high-rise structure that will extend nearly 350 feet above street levels with virtually zero clearance from the McVeigh Family Building. The loads imparted by the high rise will result in quantifiable settlement at the McVeigh Family Building.
- Shoring-related settlement - Shoring is expected to extend to a depth of approximately 40 feet adjacent to the McVeigh Family Building in order to construct underground parking for the 5M project. Movements of shoring systems and the adjacent ground depend on the type of soil, the excavation depth, the type of shoring, and quality of workmanship. Settlement magnitudes of one percent or more of the depth of excavation are not uncommon.
- Consolidation settlement - The adjacent excavation is expected to extend below the level of groundwater. Lowering of the groundwater outside of the excavation will result in quantifiable settlement below the McVeigh Family Building.
- Vibration-induced settlement - The preliminary geotechnical report by Treadwell & Rollo suggests that loose granular fill and dune sand underlie the 5M project at relatively shallow depths. Ground-borne vibrations from construction could result in settlement of these materials below the McVeigh Family Building.
- Settlement caused by loss of ground - Shoring activities such as installation of lagging, tiebacks, etc. can result of loss of soil materials and associated settlement. This is most likely to occur in granular soils such as the sand fill and dune sand expected at the site.

To further address these concerns, we recommend performing a settlement survey of the McVeigh Family Building due to its proximity immediately adjacent to the proposed construction. Such a survey is common practice in situations where deep excavations are made adjacent to existing buildings. This would include settlement markers established on fixed points on the McVeigh Family Building with surveying of the points prior to and periodically during construction. In our experience and based on the size of the building, we would recommend approximately 12 points on the excavation side of the building: 4 near the ground surface, 4 at the top of the building, and 4 more in between. On the Howard Street frontage, we suggest 4 additional points: two at ground level at corners and two more above them at the top of the building.

² The T&R report at page 10 recognizes the potential impacts to all adjacent buildings: "During basement excavation, adjacent structures should be protected and may need to be underpinned."

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Abbott & Kindermann, LLP
McVeigh Family Building, San Francisco
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Monitoring would be expected to occur once or twice prior to any construction (to set a baseline) and weekly thereafter as a minimum. Surveys are typically performed through construction, and at least until below-grade levels are completed, and they may continue until no significant survey changes or movements are recorded by the survey. If any acceleration of observed movement is detected, then there typically is a reason and need for more frequent monitoring (daily, twice daily, etc.).

The settlement monitoring program would also include actions to be taken in the event that settlement exceeds pre-determined amounts. It is possible that the McVeigh Family Building could be damaged to some degree if it is subjected to any significant settlement. However, it is common practice to consider that minor movements would not result in structural damage to a structurally sound building; therefore, we believe that it would be appropriate for the DEIR to consider that ground movement from 5M induced settlements must be carefully and regularly monitored and that threshold values of movement be limited to 1/2 inch total and 1/4 inch between adjacent points. If movements exceeding the threshold limits are indicated, then appropriate mitigation and protections should be engaged. A Structural Engineer who evaluates the McVeigh Family Building could specify these limits with more accuracy based on an evaluation of the existing building.

GROUND VIBRATIONS

The DEIR states that "pile driving has the potential to generate high ground vibration levels that can cause structural damage to buildings within 200 feet" and "construction-related ground-borne vibration impacts on buildings are generally assessed in terms of Peak Particle Velocity (PPV), which is a measure of the maximum speed at which a particle in the ground is moving relative to its inactive state." As noted in the DEIR, the Federal Transit Administration (FTA, 2006) has established vibration criteria for buildings that are susceptible to building damage.

As identified in the DEIR, vibrations have the potential to impact the McVeigh Family Building in various ways. High levels of ground shaking vibration, such as from nearby pile driving, have the potential to be very disruptive to building occupants and can lead to settlement and structural damage to the existing building and its equipment. Other construction-related vibrations from sources such as heavy machinery movement may also be disruptive to occupants. Lastly, traffic within the completed parking levels at the 5M project may lead to perceptible vibrations for the occupants of the McVeigh Family Building.

Publications on vibration effects indicate that most construction equipment generates small vibrations (typically less than 0.3 inch per second (in/sec) PPV). Human sensitivity to vibrations is well established; humans can feel vibrations with a PPV less than 0.1 in/sec, and vibrations between 0.1 and 0.8 in/sec are considered annoying by some people. Human response to vibration is not usually significant unless the vibration exceeds 70 VdB. Buses and trucks rarely create vibrations that exceed 70 VdB unless there are bumps in the travel surface. If there is an

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unusually rough travel surface, geologic conditions that promote efficient propagation of vibrations, or vehicles with very stiff suspension systems, the vibration levels from any source can be 10 decibels higher than typical (FTA, 2006).

Caltrans provides some guidance concerning vibration levels for construction projects recommending an "upper level of 0.08 in/sec for continuous vibrations to which 'ruins and ancient monuments' should be subjected. This criterion level may also be used for historical buildings, or buildings that are in poor condition." Similarly, FTA provides a construction vibration PPV limit of 0.12 in/sec for "buildings extremely susceptible to vibration damage."

The DEIR describes five historic structures located between 25 and 115 feet from the proposed construction and identifies that there is a potentially significant impact to these structures due to ground-borne vibrations. Mitigation Measure M-CP-2a prescribes that a historic preservation architect and a structural engineer perform an existing condition study of the structures to document cracks or spalls with continued monitoring during construction to assess adverse impacts from construction. Mitigation Measure M-CP-2b calls for an assessment of potential construction-related vibrations and possible monitoring of vibrations. The McVeigh Family Building, which is over 100 years old, is not included in this section of the DEIR because it does meet various thresholds to be considered a historic structure. Nonetheless, all of the associated ground-borne vibration impacts have the potential to damage the McVeigh Family Building to a greater degree than the listed structures because it is closer to the Project.

The topic of ground-borne vibrations is raised again in the Noise section of the DEIR where, paraphrased, it states "pile driving and associated ground-borne vibrations would be most likely to adversely affect the sensitive residential uses adjacent to the site, and specifically, the five buildings described in the Cultural Resources section. Due to the scope of construction and the proximity of the five historical resources, there is a potentially significant impact due to ground-borne vibrations from construction, especially if pile driving is used as a construction method." As noted above, this impact would be greater at the McVeigh Family Building than at the five historic structures due to its closer proximity to the Project.

As a minimum, we recommend that the McVeigh Family Building be afforded the same protections as provided in Mitigation Measures M-CP-2a and M-CP-2b. However, given the lack of consideration given to the McVeigh Family Building, the DEIR requires revision to address these potential impacts to the building since they will be more significant at the McVeigh Family Building in comparison to the more-distant other buildings. Ideally, the site-specific vibration studies identified in Mitigation Measures M-CP-2a and M-CP-2b should be performed prior to approval of the DEIR. These studies should include consideration of the potential for the underlying geologic materials to amplify or attenuate vibrations.

NO-3
cont.

CP-3

NO-3

CP-3

Letter
I-Abbott
Cont.

Abbott & Kindermann, LLP
McVeigh Family Building, San Francisco
REVIEW OF DRAFT ENVIRONMENTAL IMPACT REPORT AND
POTENTIAL SIGNIFICANT IMPACTS RELATING TO 5M PROJECT

11732.000.000
January 2, 2015
Page 6

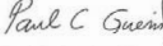
CONCLUSION

Our effort is based on a review of the Draft Environmental Impact Report (DEIR), the geotechnical feasibility assessment for the Project, the listed references, and our experience. We recommend that the McVeigh Family Building be more explicitly acknowledged as the closest potential receptor of physical impacts from the 5M project and that those impacts be studied in more detail prior to the approval of the DEIR.

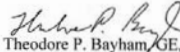
Curriculum vitae of the authors of this letter are attached. If you have any questions regarding the contents of this letter, please do not hesitate to contact us.

Sincerely,

ENGEO Incorporated


Paul C. Guerin, GE
pcg/tpbjf




Theodore P. Bayham, GE, CEO



Attachments: List of Selected References
Curriculum Vitae

cc: Ms. Frances McVeigh

GC-5

Letter
I-Abbott
Cont.



SELECTED REFERENCES

1. Caltrans, Transportation Related Earthborne Vibrations, Technical Advisory TAV-02-01-R9601, 31 pp., 2002.
2. Cunningham & Politeo Architects, Foundation Plan, Rooming House for Maggie P. Biddle, Northwest Corner of Fifth & Howard Streets.
3. Draft Environmental Impact Report, 5M Project, City and County of San Francisco Planning Department, Case No. 2011.0409E, State Clearinghouse No. 2013011055, October 15, 2014.
4. El Sawwaf, Mostafa and Nazir, Ashraf K., The Effect of Deep Excavation-induced Lateral Soil Movements on the Behavior of Strip Footing Supported on Reinforced Sand; Journal of Advanced Research (2012), Volume 3, pp. 337-344.
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7. Goldberg, D. T., Jaworski, W. E., and Gordon, M. D.; Lateral Support Systems and Underpinning; prepared for Federal Highway Administration, Report No. FHWA-RD-75-129, April 1976.
8. Hsiung, Bin-chen Benson; A Case Study on the Behavior of a Deep Excavation in Sand; Computers and Geotechnics (2009), Volume 36, pp. 665-675.
9. Long, Michael; Database for Retaining Wall and Ground Movements due to Deep Excavations; Journal of Geotechnical and Geoenvironmental Engineering (2001), Volume 127, No. 3, pp. 203-224.
10. Treadwell & Rollo, Geotechnical Feasibility Assessment, Chronicle Building Sites, Fifth & Mission Streets, San Francisco, California; September 22, 2008, Project 4879.01.

11732.000.000
January 2, 2015

**PAUL C. GUERIN, GE
PRINCIPAL**

EDUCATION

M.S. - Geotechnical Engineering,
U.C. Berkeley - 1982

B.S. - Civil Engineering, U.C.
Berkeley - 1981

REGISTRATIONS

Registered Geotechnical Engineer
in California—2099

Registered Civil Engineer in
California, Wisconsin, and
Washington—CA 38191

SPECIALIZED EXPERIENCE

- Slope stability analysis
- Deep foundation design
- Liquefaction analysis
- Seismic risk analysis
- Grading design

With more than 30 years of geotechnical engineering experience, Mr. Guerin joined ENGE0 in 1986 and now serves as Principal-in-Charge and Senior Technical Consultant on major engineering projects. He brings substantial experience in geotechnical design of foundations for major structures, including high rise structures with challenging subsurface and foundation issues.

Mr. Guerin has conducted numerous probabilistic seismic hazards analyses for critical facilities including water supply reservoirs and large structures throughout Northern California. These studies model the seismic setting of the region and are able to explicitly account for uncertainty relating to:

- Earthquake magnitude
- Rupture length
- Location of rupture
- Maximum possible earthquake magnitude
- Attenuation relationship

New Istana Project, Palace for the Sultan of Brunei, Bandar Seri Begawan, Brunei

Mr. Guerin was Geotechnical Engineer for a period during the construction of the Palace for Sultan of Brunei. The Palace complex consists of six separate buildings having 1,788 rooms covering a total of 2.2 million square feet of floor area. The Throne Hall includes the palace's most significant spaces. At one end is the Throne Room where up to 2,000 people attend royal ceremonies. The other end is the Royal Banquet Hall, large enough to sit 300 people formally at long tables. Between lies the Grand Reception Hall with a capacity of 5,000. Construction of the Palace involved over 3 million cubic yards of grading, 120,000 cubic yards of concrete, and almost 1 million square feet of masonry wall. Project costs exceeded \$250 million.

Multi-Story Structures, San Francisco, CA

Paul Guerin was the project manager responsible for geotechnical engineering services during construction of several high rise projects with basement excavations extending to depths up to 70 feet in downtown San Francisco. Mr. Guerin's technical input resulted in foundation cost savings by avoiding deep foundations.

Embarcadero Center, San Francisco, CA

ENGE0's Paul Guerin prepared geotechnical design recommendations for a 24-story hotel and a 33-story office tower, both with 50-foot-deep excavations through soft bay mud soils.

Baywest Commercial Development, San Francisco, CA

ENGE0's Paul Guerin was project manager for this large commercial development in San Francisco. Investigation consisted of 21 test borings and significant laboratory testing program. He presented conclusions and recommendations for the site development. He also provided additional consultation regarding site-specific seismic response and hazardous waste characterization.

PAUL C. GUERIN (CONTINUED)

Continental Development Company, San Francisco, CA

ENGE0's Paul Guerin was project manager during construction of this 33-story office tower in downtown San Francisco. He provided consultation regarding removal of hazardous waste which required clean-up costing more than \$1 million.

851 Van Ness, San Francisco, CA

Mr. Guerin was Principal-in-Charge. A five-story mixed-use structure, referred to as Van Ness Mixed Use, was proposed for the site. The lower two floors consist of retail use along Van Ness Avenue with indoor parking occupying the remainder of the space. Floors three through five consist of residential space. We provided geotechnical recommendations for design of the project, testing and observation during grading services, and special inspection services including sheet pile installation, reinforcing steel installation observation, welding observation and special grading observation.

Concord to North Concord BART extension, Concord, CA

Mr. Guerin provided design level geotechnical input and analysis of existing technical data. Key outcome of Mr. Guerin's involvement with this project yielded foundation support recommendations that reduced costs by roughly \$400,000.

Treasure Island and Yerba Buena Island Reuse Project, Treasure Island, CA

ENGE0 provided a geotechnical review and provided on-going engineering consultation with respect to reuse for future development on the previous 330-acre Naval Base sites. Improvements will include as many as 5,500 housing units, two hotels, a conference center and a commercial district near a proposed ferry terminal sliced into the west side of the island. There also will be five residential towers near the ferry. All essential development will be within walking distance, including a ferry straight to downtown San Francisco.

Significant geotechnical hazards and risks exist on these islands including: extensively widespread and deep deposits of loose "man-made" fills (up to 45 feet thick) considered liquefiable when subject to strong ground shaking; thick natural deposits of soft, highly compressible Young Bay Mud deposits (over 100 feet) considered susceptible to large settlements with new loads; slope stability and seismic deformation of large marine landslides along dikes along the perimeter of Treasure Island; presence of shallow ground water. These geotechnical and geologic conditions provide many developmental constraints, and special requirements for site mitigation for anticipated reuse of the properties.

ENGE0 provided preliminary consultation with regards to various mitigation approaches, foundations and redevelopment strategies including comparative cost versus risk analyses for low density and high density development alternatives, mainline utilities and arterial streets, and perimeter stabilization methods for marine landslide and dike failure areas.

Masonic Homes Apartment Project, Covina, CA

ENGE0 is providing a Geotechnical Exploration of the proposed Masonic Home Apartment Addition project located at 1650 East Old Badillo Street. The purpose of our study is to provide an assessment of the potential geologic and geotechnical hazards for the proposed development, as well as present geotechnical recommendations for site development, including grading and foundation design. The project will be located along the south and west perimeter of the existing Masonic Home campus, which consists of a cluster of approximately 16 larger buildings and outbuildings, as well as recreational areas, landscaped areas and roadways. As proposed, the apartment complex will supplement the existing campus with a grouping of approximately 6 high-density apartment buildings (totaling 108 units), 4 duplexes, 8 cottages, and appurtenant roadways, walkways and landscaped areas (including two man-made ponds). These improvements will be located on a two-tiered hillside. Challenges of the project include assessing uncontrolled and undocumented fill, slope stability of granular sediments, and identifying past land uses (including a backfilled pond) within the proposed building envelopes.



EDUCATION
BS, Engineering Geology, Northern Arizona University, 1984

EXPERIENCE
Years with ENGEО: 14
Years with Other Firms: 14

REGISTRATIONS & CERTIFICATIONS
Professional Engineer, CA, 48793
Geotechnical Engineer, CA, 2480
Professional Geologist, CA, 6331
Certified Engineering Geologist, CA, 2063
Registered Environmental Assessor, CA, 4988
Geological Engineer, AZ, 23280
Registered Civil Engineer, AZ, 27262

SPECIALIZATIONS

- Compressible Soils
- Creek Stabilization/Restoration
- Deep Foundations
- Earth Retaining Structures
- Earthquake Fault Evaluation
- Environmental Assessments and Remediation
- Excavation and Shoring
- Expert Witness
- Foundation Design
- Hillside Grading
- Historic Building Foundation Evaluation
- Landslide Investigations and Repairs
- Levee Analyses
- Liquefaction Analyses
- Pavement Evaluation and Design
- Plans, Specifications, and Estimates
- Seismic Retrofit
- Slope Stability
- Transportation Design
- Water and Wastewater Facilities
- Water Wells/Hydrogeology

AFFILIATIONS
ASCE - American Society of Civil Engineers

TED BAYHAM SR., GE, CEG PRINCIPAL ENGINEER

Mr. Bayham joined ENGEО in 1998, and has 28 years of professional experience in Geotechnical Engineering, Engineering Geology and Environmental Assessments.

His geotechnical and engineering geology experience includes: waterfront projects along San Francisco Bay, Naval Base redevelopments, numerous large earthwork projects (sizes ranging from 1/2 million cyds to 5 million cyds) situated in technically challenging hillside conditions in the Bay Area. Mr. Bayham has served as Principal Engineer on various land development projects over soft and highly compressible "Bay Mud" conditions, where surcharge programs and vertical drains were employed to pre-consolidate sites. In addition, Mr. Bayham has served as Principal Engineer on various projects that used a variety of mitigation approaches to densify and develop projects over liquefiable sites. Mr. Bayham has been Principal Engineer on historic building renovations and seismic upgrades, geotechnical instrumentation and monitoring programs, mid-rise structures and below grade structures in shallow groundwater conditions, large industrial and commercial developments, and emergency facilities. He has served as Geotechnical Engineer for numerous school and hospital projects in accordance with Title 22 of the State of California Code of Regulations.

Some of his specialized technical experience includes: slope stability and landslide characterization; fault hazard studies; liquefaction evaluation, soft "highly compressible" soils and mitigation; collapsible soils; shallow and deep foundations; design of various earth retention systems and trenchless technology; ground water evaluation and temporary and permanent dewatering; Phase I and II environmental site assessments; water well design and development; and stormwater management including SWMPs, SWPPPs and BMPs.

Mr. Bayham has been qualified and provided expert witness testimony related to legal matters on various projects in the San Francisco Bay Area. Additionally, he is the Certified Engineering Geologist in responsible charge for various Geologic Hazard Abatement District (GHAD) projects in Contra Costa and Alameda Counties.

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— Expect Excellence —

Ted Bayham Sr., GE, CEG, (continued)

Select Project Experience

Vista Del Mar Landslides at San Marco Subdivision, Legal Case and Trial—Pittsburg, CA
Geotechnical Engineer Expert, Mr. Bayham served as Principal in Charge providing the engineering consultation services in connection with the Vista Del Mar Landslides (William Lyon Homes v. Secon Builders). He provided expert witness deposition and testimony for the six month jury trial.

Vista Del Mar Southern Landslide at Faria Subdivision, Legal Case and Mediation—Pittsburg, CA

Retained Geotechnical Engineering Expert, Mr. Bayham served as expert on behalf of Green and Hall to study and provide opinions associated with Vista Del Mar landslide affecting Faria Property (Faria Land Investors LLC v. WLH). He attended and provided opinions during legal Mediation activities. He provided expert engineering observations relating to the technical issues of the landslide and recommendations for the mitigation of the landslide.

Ballard and Delbridge Residence, Legal Case and Mediation—Tracy, CA

Retained Geotechnical Engineering Expert, Mr. Bayham served as expert on behalf of Green and Hall to study and provide opinions regarding alleged damage to exiting residential structures.

Vanderpool v. K. Hovanian Forecast Home, Legal Case and Mediation—Vacaville, CA

Retained Geotechnical Engineering Expert, Mr. Bayham served as expert on behalf of Green and Hall to study and provide opinions for 13 residential units in the Vanderpool v. K. Hovanian Forecast Home case. He provided expert engineering opinions pertaining to document review, site reconnaissance observations, and subsurface data analysis.

McKillop Road Landslide Legal Case and Trial—Oakland, CA

Retained Geotechnical Engineering Expert, Mr. Bayham served as retained geotechnical engineering and engineering geologist expert for ACFCD to provide evaluation and opinions for McKillop Road Landslide case (Royal v. EBMUD). He provided expert witness deposition and testimony. He provided expert engineering opinion related to document review and technical observations. He provided the engineering trial demonstration exhibits.

Abarca v. Merced Irrigation Legal Case and Trial—Merced, CA

Retained Geotechnical Engineering, Mr. Bayham provided data review and preparation of graphics and trial exhibits for Archer Norris in connection with the Abarca v. Merced Irrigation trial. He consulted on the preparation of trial demonstration exhibits.

San Marco Subdivision—Pittsburg, CA

Principal Engineer, Mr. Bayham served as Principal in Charge of geotechnical services during mass grading, site improvement construction, and special inspections for retaining walls. He also coordinated field testing and observation during mass grading and underground trench utility backfill. The San Marco project encompasses ± 600 acres within hillside terrain north of Mount Diablo, and involved 7 million cubic yards of grading. Mass grading improvements included partial landslide removals and slope buttressing, onsite utilities, roadwork, and retaining wall installation.

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Ted Bayham Sr., GE, CEG, (continued)

Schaefer Ranch—Dublin, CA

Principal in Charge. Mr. Bayham reviewed and provided oversight and guidance during design and construction. The approximately 500-acre site is located in steep hillside terrain. Construction involved over 8 million cubic yards of civil and corrective grading and included hard-rock blasting, and engineered fills up to 180 feet deep. Site grading consisted of landslide repairs, construction of a school site, a fire station site, an East Bay Regional Park staging area and trailhead, a city park, a municipal water tank, multiple off-site mitigation ponds, several miles of roadway, underpass improvements, underground utilities, and the construction of 407 single-family residential lots.

Ross Valley Sanitary District - Sewer Rehabilitation—Larkspur, CA

Principal in Charge. Mr. Bayham oversaw geotechnical studies and was in responsible charge during observation and testing. The project consists of the rehabilitation or replacement of 10 separate sewer mains and laterals totaling a length of approximately 2.25 miles. Explorations were performed at three separate locations: Fairfax, San Anselmo, and Ross.

Mare Island Residential Development—Vallejo, CA

Principal in Charge. Mr. Bayham served as a prime consultant associated with the planning and management of the redevelopment efforts for this historic facility, and provides quality control on the geotechnical, environmental, hydrologic and construction services related to residential development. The project consists of approximately 58 residential lots and 7 mansion townhome style lots with associated infrastructure. This site required remedial grading to remove undocumented fills and a keyway to support slope grading. Currently, the site remains rough graded and infrastructure improvements remain to be completed.

Prewett Ranch-Testing & Observation Services—Brentwood, CA

Principal in Charge. Mr. Bayham served as Principal in Charge of geotechnical services during mass grading, site improvement construction, and special inspections for retaining walls. He also coordinated field testing and observation during mass grading and underground trench utility backfill. This project included grading and improvements for over 300 hundred lots.

Residential Area 6A—Vallejo, CA

Principal in Charge. Mr. Bayham served as a prime consultant associated with the planning and management of the redevelopment efforts. He provided quality control on the geotechnical, environmental, hydrologic and construction services related to residential, commercial, and industrial developments. The project includes infrastructure improvements, residential development, commercial and industrial facilities, and levee evaluation.

Seafirth Pump Station—Tiburon, CA

Principal in Charge. Mr. Bayham oversaw geotechnical studies and was in responsible charge during construction observation and testing. The project consists of improvements to the sanitary sewer system within the Seafirth neighborhood corridor. The project site is located within Seafirth Road and Seafirth Place, and contains an existing sanitary sewer line which conveys waste by means of gravity to a private treatment facility to the terminus of Seafirth Road, near the northeastern limit of the site.

Ted Bayham Sr., GE, CEG, (continued)

Sequoia/Conifer Terrace - Structural Repair Design—Danville, CA

Principal in Charge. Mr. Bayham was Principal in Charge for this project that started in early 2000 and was completed by June 30, 2002. He developed the design of an innovative tieback anchor system on an unstable slope located between Conifer Terrace and Sequoia Terrace in Blackhawk, a gated residential neighborhood in Contra Costa County. With Mr. Bayham's oversight, the tieback installation successfully arrested the movement of a large landslide that directly threatened about fifteen million-dollar homes. Mr. Bayham was involved with an evaluation of multiple alternatives for stability improvements on the hill slope. He prepared cost estimates for the Geologic Hazard Abatement District (GHAD) for design, construction and monitoring services for their use in the bid process. The project consisted of a unique structural repair for the mitigation of a large active landslide in close proximity to existing homes.

Tolenas Elementary School Modernization—Fairfield, CA

Principal Engineer. Mr. Bayham provided oversight of the geotechnical engineering aspects of construction. The project consists of constructing two new classrooms and making improvements that include new pavements and utilities.

Waters End—Benicia, CA

Principal in Charge. Mr. Bayham provided QA/QC and Principal oversight of geotechnical services during mass grading, site improvement construction, and special inspection services during construction. The hillside site included 3 million cubic yards of grading for approximately 350 homes. ENGEО provided engineering services related to site development included mass grading, landslide mitigation, slope buttressing, on-site utilities, roadwork, and retaining wall installation.

Sutter Medical Center of Santa Rosa—Santa Rosa, CA

Group Leader. Mr. Bayham is the Principal Engineer in Charge for geotechnical site investigation of the proposed medical facility campus. This project consists of a large-scale groundwater basin study as required by Sonoma County for the installation of a groundwater supply well to provide water for the proposed Sutter Medical Center to be located near the existing Wells Fargo Center in Santa Rosa, CA. Mr. Bayham led the geotechnical site investigation of the proposed medical facility campus. The proposed Sutter Medical Center of Santa Rosa consists of 70 private room hospital beds, new campus facilities, and all associated site improvements. The development involves site preparation and demolition, grading, installation of utilities and pavements, landscaping, water supply and treatment systems, and foundation and building construction.

Solano County Twin Campus—Vallejo, CA

Principal Engineer. Mr. Bayham oversaw geotechnical engineering aspects of construction. The project includes a three-story structure with a lower level podium parking constructed close to the existing site grades. The Solano County Twin Campus is sited behind the existing Health and Social Services Building and County Courthouse at the intersection of Tuolumne Street and Solano Avenue.

Ted Bayham Sr., GE, CEG, (continued)

Stonecreek Well Pipeline—Oakley, CA

Principal in Charge, Group Leader. Mr. Bayham oversaw geotechnical exploration and construction observation. The DWD Pipeline project involves constructing a pump station and water line connecting to an existing water network in Oakley. The length of proposed water line is approximately 2,800 feet. The water line will traverse under a creek constructed with bore-and-jack techniques.

Northwest Wastewater Treatment Plant—Rio Vista, CA

Principal in Charge. Mr. Bayham oversaw geotechnical exploration and construction observation. The Northwest Wastewater Treatment Plant consists of constructing the bioreactor, detention and retention basins, solar drying beds, and other administrative and mechanical buildings. In addition, it also includes an effluent pipeline that extends into the Sacramento River.

Montecito Mass Grading—Concord, CA

Principal in Charge. Mr. Bayham was Principal in Charge providing geotechnical services during mass grading, site improvement construction, and special inspection services for the construction of Montecito project. The project consists of a large-scale residential development that represented a re-use of a former quarry. ENGEQ provided services during mass grading and site improvements, landslide mitigation, slope buttressing, roadwork, and retaining wall installation.

De La Salle High School Pool Building—Concord, CA

Principal Engineer. Mr. Bayham oversaw geotechnical engineering design and construction for this project. The improvements consist of a new 2,300-square-foot building that houses offices and equipment adjacent to the existing pool, replacing a 1,400-square-foot equipment building. The superstructure of the previous building was demolished and the new building was constructed over the previous building's footprint. The new single-story structure is supported partly on the shallow footing foundations of the existing pool equipment building and partly on new spread footings with a slab-on-grade floor. Improvements at the site also included subgrade preparation for pool deck flatwork and retaining wall construction for the pool deck.

Fieldcrest - Landslide Investigation—Fairfield, CA

Principal in Charge. Mr. Bayham provided technical and quality assurance for one of the largest geotechnical explorations of a landslide in the Bay Area to date. He reviewed seismic and static stability analyses and developed appropriate remedial measures to stabilize the landslide complex for future large residential development below the slope. The landslide complex included an active portion totaling approximately 120 acres and a dormant section totaling approximately 165 acres.

Flagship Avenue—Vallejo, CA

Group Leader, Project Manager, Principal in Charge. Mr. Bayham is Principal-in-Charge for the Flagship Drive project. He provides quality control on geotechnical and construction services. Mr. Bayham served as a prime consultant associated with the planning and management of the redevelopment efforts. Flagship Avenue is the main thoroughfare between Mare Island's residential developments. Construction of this parkway involved placement of

Ted Bayham Sr., GE, CEG, (continued)

surcharge stockpiles and significant excavations for removal of compressible deposits and environmental remediation. Remedial grading activities also included demolition of existing utilities.

Crystyl Ranch, Unit 1 and 2—Concord, CA

Associate Geologist. Mr. Bayham was the project manager responsible for mitigation of massive ancient landslides and mass grading design for a two-million-cubic-yard subdivision development. Through optimizing landslide repairs, which reduced remedial grading requirements by one million cubic yards or greater, the project cost was substantially reduced. Mr. Bayham provided geotechnical services during mass grading, site improvement construction, and special inspections for retaining walls. The Crystyl Ranch property encompasses ± 600 acres within a system of hills and valleys. His mass grading improvements included partial landslide removals and slope buttressing, on-site utilities, roadwork, and retaining wall installation. He also coordinated field testing and observation during mass grading and underground trench utility backfill.

City of San Mateo South Trunk Sanitary Sewer Relief Line—San Mateo, CA

Principal in Charge. Mr. Bayham oversaw design for the new sewer project. The planned 8,025 linear foot, South Trunk Sanitary Sewer Relief Line extends from the Dale Avenue Pump Station to the intersection of Delaware Street and 25th Avenue, aligned along Sunnybrae Boulevard and Delaware Street. The currently planned South Trunk consists of a 36- to 54-inch-diameter pipe installed roughly 18 to 27 feet below existing grade at a very mild gradient (0.1 to 0.3 percent); however, the prime is also considering a deeper pipe to minimize impacts to existing improvements. The South Trunk extends under three major undercrossings including Highway 101, the 16th Avenue culvert, and the 19th Avenue culvert. Trenchless pipeline installation methods and/or open-cut trench installation methods are considered for the alignment.

Berkeley Unified School District, West Campus Facilities—Berkeley, CA

Principal Engineer. Mr. Bayham provided oversight of the geotechnical engineering aspects of construction for the project. Improvements related to the modernization of the West Campus facilities included the renovation of a one-story wood-framed building and seismic retrofit of a three-story reinforced concrete classroom building. New shear walls supported on new high-capacity deep foundations were constructed as part of the seismic retrofit. The new deep foundations consisted of micropiles installed at the ground floor and basement level of the structure using limited-access equipment. Associated improvements included new underground utility tie-ins and renovation of the parking lot.

Black Diamond Ranch—Antioch, CA

Principal in Charge. Mr. Bayham served as Principal in Charge of geotechnical services during mass grading, site improvement construction, and special inspections for retaining walls. He also coordinated field testing and observation during mass grading and underground trench utility backfill. The Black Diamond Ranch project is a residential development that includes over 300 single-family residences. This hillside grading job required the repair of several large landslides, creek bank stabilization, and slope rebuilds using geotextile reinforcement.

Ted Bayham Sr., GE, CEG, (continued)

Henry Ranch—San Ramon, CA

Principal Geologist. Mr. Bayham served as Project Manager for geotechnical services during mass grading, site improvement construction, and special inspection services for construction. The residential development consists of a large hillside project. ENGEО provided field and office engineering consultation and supported construction of the development, as well as field testing and observation of pavement area subgrade preparation and utility trench backfill, laboratory testing, and special inspection services.

Mare Island Redevelopment—Vallejo, CA

Principal in Charge. Mr. Bayham provided quality control of the geotechnical, environmental, hydrologic and construction services related to residential, commercial, and industrial redevelopment of this historic Naval Base. Mr. Bayham served as one of the prime consultants associated with the planning and management for this project. Redevelopment of Mare Island Naval Shipyard includes large residential parcels: Farragut Village and Corral Sea Residential Developments. ENGEО provided recommendations for site grading, drainage, foundation criteria, retaining wall design and preliminary pavement sections. Furthermore, ENGEО oversaw the installation of wick drains in the compressible bay mud soil layer that extended down approximately 15 feet throughout the site. Drainage challenges were mediated through horizontal collector drains, or strip drains, that were extended along the wick drains to carry water. Following installation, ENGEО designed a ± 18 inch-thick lift of fill over the strip drains prior to compaction and other soil improvements.

Mission Bay Sanitary Sewer Pump Station #3—San Francisco, CA

Principal in Charge. Mr. Bayham oversaw geotechnical exploration and construction observation. Geotechnical challenges included the design and construction of this pump station in Bay Mud with a high groundwater table. The geotechnical issues involved settlement from dewatering and differential settlement of the pipelines that connect the pump station with adjacent structures.

Liberty @ Gibbs Ranch—Rio Vista, CA

Principal in Charge. Mr. Bayham served as Principal in Charge of geotechnical services during mass grading and site improvement construction. He also coordinated field testing and observation during mass grading and underground trench utility backfill.

Hercules Village—Hercules, CA

Principal in Charge. Since 1998, Mr. Bayham has led the ENGEО team during on-going geotechnical engineering and environmental site assessment services in connection with the redevelopment of a 100-acre parcel fronting San Francisco Bay. He was also Principal in Charge during remaining mass grading, site improvement construction, and special inspection for foundations in connection with the project's Transit Village. The Hercules Project is a residential development in a former industrial location with complex environmental and geotechnical components. Site development includes installing wick drains and surcharge fills, and removing undocumented fills.

Ted Bayham Sr., GE, CEG, (continued)

Hercules Property, Historic Towne Center—Hercules, CA

Principal in Charge. Mr. Bayham has led the ENGEО team at Principal in Charge for this on-going geotechnical engineering and environmental site assessment of the Hercules Historic Towne Center development. The Towne Center is part of a large redevelopment project that totals over 100 acres fronting San Francisco Bay. The project has a historic corridor with work-live space, railway station, parking garage, and both commercial and single-family units.

Hercules Property, Parcel D—Hercules, CA

Principal in Charge, Project Manager. Since 1998, Mr. Bayham has led the ENGEО team during on-going geotechnical engineering and environmental site assessment services in connection with the redevelopment of a 100-acre parcel fronting San Francisco Bay. Mr. Bayham performed a preliminary geotechnical exploration for the train station improvements and the development of preliminary recommendations for the design and construction of the proposed railway improvements. Also, Mr. Bayham is providing geotechnical services during remaining mass grading, site improvement construction, and special inspection for foundations in connection with the Transit Village. Heavy industrial firms including old oil and gas refineries, as well as explosive manufacturing and storage for the United States dating to the mid 1800s historically occupied portions of these developments. The ongoing redevelopment projects include subdivision of property into a transit village, historic corridor, work-live space, railway station and track realignment, a ferry terminal, parking garage, commercial and mixed-use, single family and high density residential units and related infrastructure improvements. Portions of these developments entail reclamation of historic marshlands underlain by thick deposits of soft and compressible "Bay Muds."

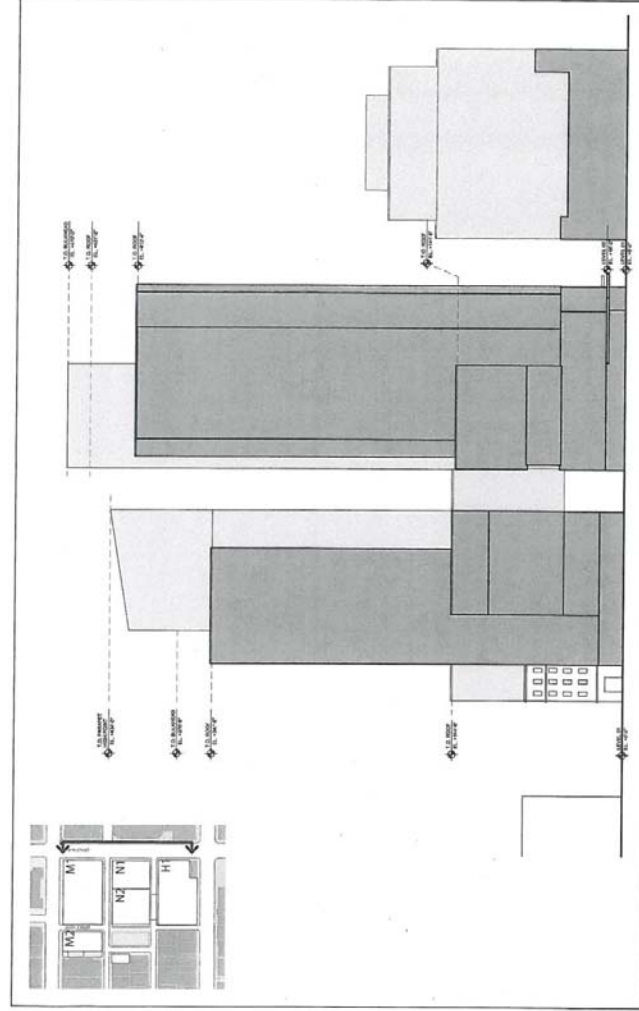
Site challenges involved special mitigation for highly compressible Bay Mud soils including surcharging, wick drain installation and detailed settlement monitoring. Mass grading has involved earthwork volumes on the order of 1/2 million cubic yards.

Alamo Summit—Alamo, CA

Principal in Charge. Mr. Bayham was Principal in Charge during design of this challenging hillside project in Contra Costa County, California. He reviewed and provided Principal guidance during design. The Alamo Summit is a steep hillside development consisting of approximately 30 estate lots. The project involves providing access roadways and utilities to lots in rugged terrain. Grading includes various landslide repair and roadway stabilization approaches.

Attachment B

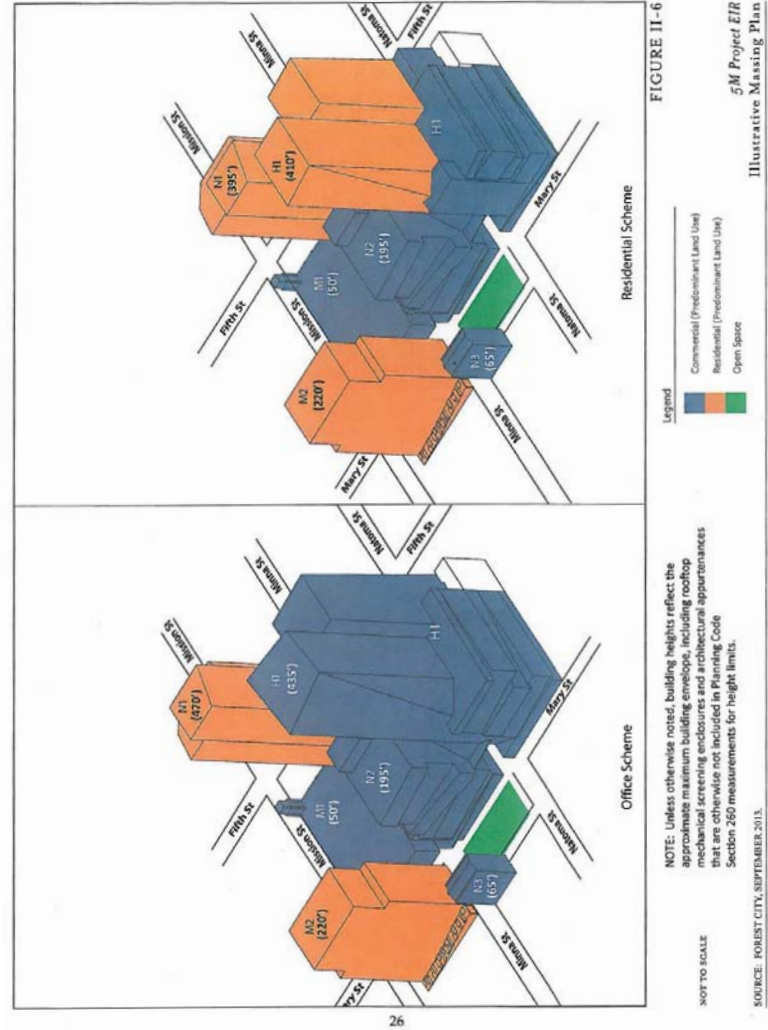
Letter
I-Abbott
Cont.



Letter
I-Abbott
Cont.

Attachment C

Letter
I-Abbott
Cont.



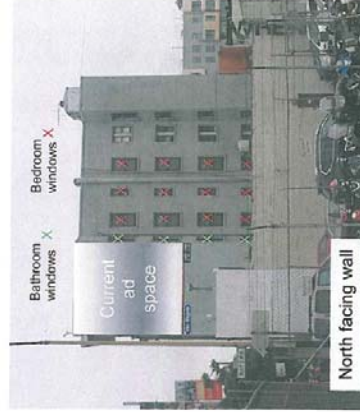
Letter
I-Abbott
Cont.

Attachment D

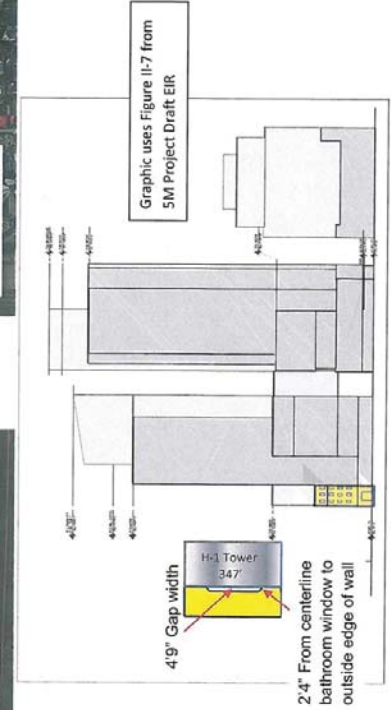
Letter
I-Abbott
Cont.



North-East facing



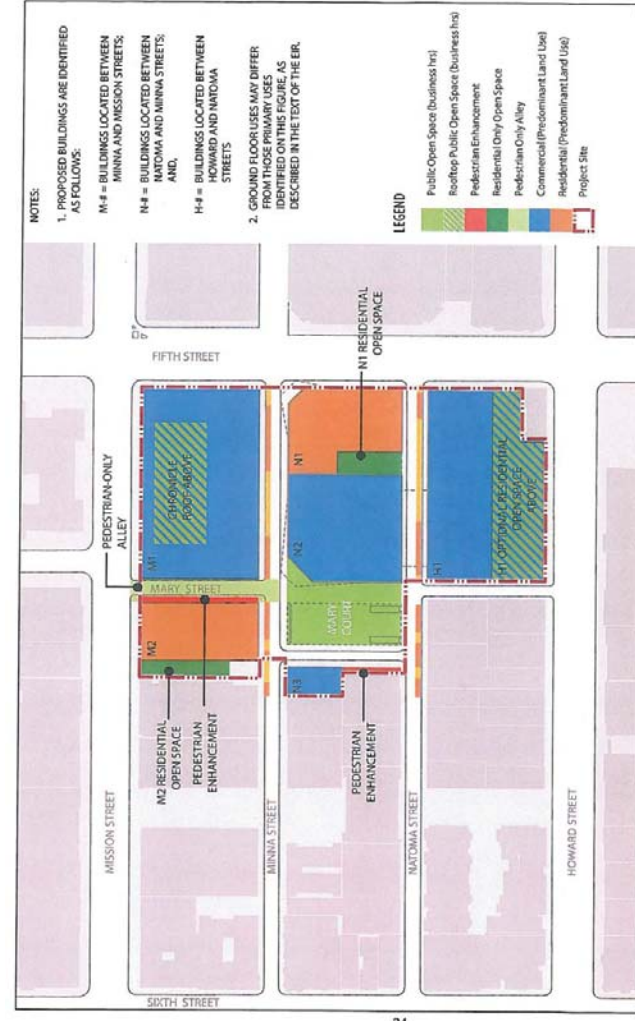
North facing wall



Letter
I-Abbott
Cont.

Attachment E

Letter
I-Abbott
Cont.



5M Project EIR
Office and Residential Schemes -
Site Plan

Letter
I-Abbott
Cont.

Attachment F

Letter
I-Abbott
Cont.

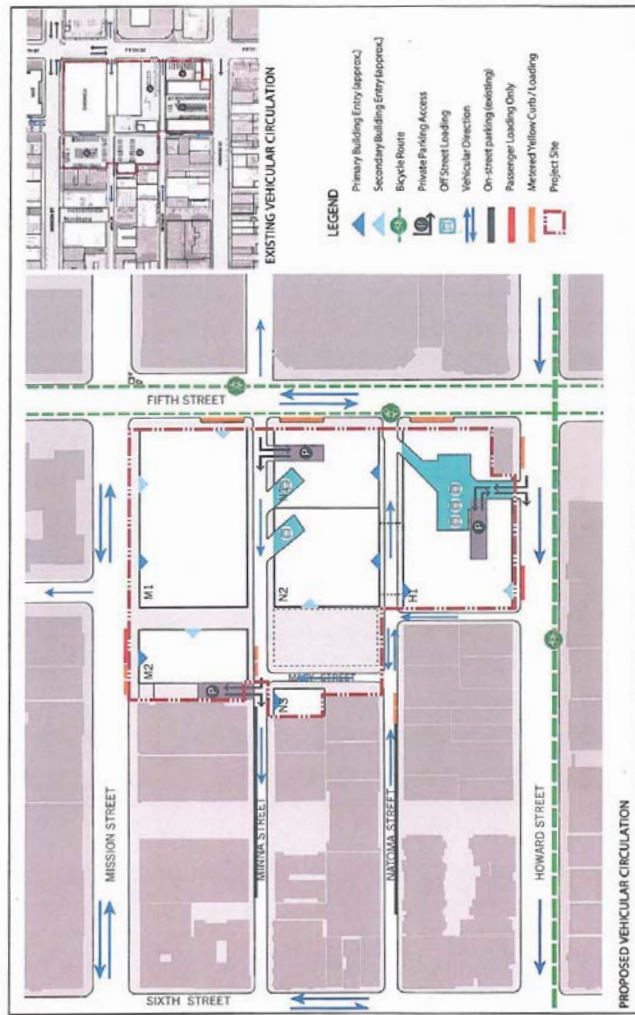


FIGURE II-19

5M Project EIR
Existing and Proposed
Vehicular Circulation and Loading Plan

SOURCE: FOREST CITY, JUNE 2014

Letter
I-Abbott
Cont.

Letter
I
Bates

From: Megan Bates
To: Jacinto, Michael (CPC); Jones, Sarah (CPC); Kim, Jane (BOG)
Cc: jane@janewell.com; HKnight@sfchronicle.com; info@sour.org
Subject: Public comment about the 5M building
Date: Wednesday, January 07, 2015 2:39:21 PM

Hello,

I am a homeowner and mother of two living at Tehama between 5th and 6th Streets, and I would like to register my opposition to the granting of the requested Special Use District to the 5M Project for the Chronicle Building site.

GC-4

While I am appreciative of many aspects of this plan, I am not in favor of allowing the developer to break current zoning regulations for this neighborhood. Although we are often overlooked, those of us who live between Mission and Folsom and 5th and 7th do in fact form a community of families and individuals—many of us low or middle income—who actually live in the area (as opposed to coming just to shop or work). Buildings of the scale proposed by 5M would cast many of our homes, businesses and open spaces in permanent shadow, and would be completely out of proportion of the neighborhood's current diverse makeup of low-height historic warehouses and storefronts, detracting from the really wonderful, unique architectural character of all the other buildings on Mission and Howard. The current height restrictions and zoning for this neighborhood take its current residents into account; please don't leave us out of future plans!

GC-4

As my husband and I decide whether we can in fact stay in this amazing city and raise our two boys here, we are grappling with many challenges, including the lack of schools/preschools/greenspaces in SOMA/Mission Bay, and the many quality of life issues here in SOMA (which, at the time that we purchased our home, was one of the only areas we could afford to buy in).

Whether or not the city of San Francisco can formulate a cohesive and forward-thinking civic plan that takes into account unique (i.e. middle/low income) families and neighborhoods like ours will be a significant deciding factor in our choice whether to stay or leave. I am in favor of the redevelopment of the parcel at 5th and Mission, however I implore the city of SF and the 5M developers to come up with a plan that will authentically complement and improve the neighborhood and cityscape of this area, as opposed to a plan that will literally put the city's richest (anticipated) residents on a higher ground than those of us who have been here for a while, trying to make a go of it in this challenging, vibrant, amazing community. A successful plan for this parcel will unite old and new San Franciscans, not divide us or wall off certain privileged folks in glitzy

GC-4

Letter
I-Bates
Cont.

towers, forcing the rest of us to live in their shadows.

GC-4
cont.

Thank you,

Megan Bates

Formal opposition text follows:

The request for the site to be up-zoned to allow the developer to break every zoning regulation on the books is literally 3X what is allowed and is an audacious request.

GC-4

The proposal would create a wall of 40 story buildings along 5th Street between Mission and Howard, a solid wall across the middle of the city, totally out of scale with the rest of the neighborhood, a "City within the City". It would be too tall, too dense, have less than the required open space, cast shadows on a park and tear down an historic building. Why would we consider allowing this?

GC-4

Mid Market is not the Financial District. It is not Rincon Hill. It is not Downtown. It is a mixed use, vibrant residential neighborhood, with small scale historic structures that deserves to be preserved for those of us who live and work here.

GC-4

What is acceptable is the "Code Compliant Alternative" included in Draft EIR of the Planning Department Study, which states:

The proposal "amends multiple zoning limits including, but not limited to, land use, density, height and bulk, tower separation, shadow, tree removal, demolition of historic buildings."

AL-2

"There will be significant and unavoidable impacts ...including considerable contribution to the cumulative loss of historic buildings in SOMA, traffic, disruption to nearby streets, transit services, pedestrian and bicycle circulation during construction, and emission of substantial amounts of pollutants"

The Code Compliant Alternative would allow "the project site to be developed with a mix of land uses, consistent with the existing Zoning and Planning Code regulations".

Please do not grant the "SUD...Special Use District" requested but rather require compliance with existing regulations.

GC-4

From: Sabrina Corvo
To: AIGasa
Subject: Objection letter to Planning Department about the Chronicle Building development
Date: Saturday, December 20, 2014 4:29:30 PM

Letter
I
Corvo

To the Planning Commission and Board of Supervisors:

I would like to register my absolute opposition to the granting of the requested Special Use District to the SM Project for the Chronicle Building site.

GC-4

The request for the site to be up-zoned to allow the developer to break every zoning regulation on the books is literally 3X what is allowed and is an audacious request!!

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"There will be significant and unavoidable impacts ..including considerable contribution to the cumulative loss of historic buildings in SOMA, traffic, disruption to nearby streets, transit services, pedestrian and bicycle circulation during construction, and emission of substantial amounts of pollutants"

AL-2

The Code Compliant Alternative would allow "the project site to be developed with a mix of land uses, consistent with the existing Zoning and Planning Code regulations".

Please do not grant the "SUD...Special Use District" requested but rather require compliance with existing regulations.

GC-4

Thank you for your consideration.

Sabrina Corvo
1160 Mission St #1506
San Francisco CA 94103
email: sabrina.corvo@gmail.com

Letter
I
Gianola, A

From: Arianna Gianola <agianola@gmail.com>
Date: December 20, 2014 at 12:24:20 PM PST
To: Sarah.b.jones@sfgov.org
Subject: Objection letter to Planning Department about the Chronicle Building development

To the Planning Commission and Board of Supervisors:

I would like to register my absolute opposition to the granting of the requested Special Use District to the 5M Project for the Chronicle Building site.

GC-4

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AL-2

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Please do not grant the "SUD...Special Use District" requested but rather require compliance with existing regulations.

GC-4

Thank you for your consideration.

Arianna A. Gianola
1160 Mission St #1506
San Francisco CA 94103

Letter
I
Gianola, M

From: [Maurizio Gianola](#)
To: [Jacinto, Michael \(CPC\)](#); [Jones, Sarah \(CPC\)](#); [Kim, Jane \(BOG\)](#)
Cc: [Al Maurizio Gianola](#)
Subject: Objection letter to Planning Department about the Chronicle Building development
Date: Friday, December 19, 2014 7:37:27 AM

To the Planning Commission and Board of Supervisors:

I would like to register my absolute opposition to the granting of the requested Special Use District to the SM Project for the Chronicle Building site.

GC-4

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AL-2

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Please do not grant the "SUD...Special Use District" requested but rather require compliance with existing regulations.

GC-4

Thank you for your consideration.

Maurizio A. Gianola
1160 Mission St #1506
San Francisco CA 94103
email: maurizio.gianola@gmail.com

Letter
I
Goodman

From: [Aaron Goodman](#)
To: [Jacinto, Michael \(CPC\)](#)
Cc: [Board of Supervisors \(BOS\)](#)
Subject: 5m project comment
Date: Thursday, January 08, 2015 9:04:59 PM
Attachments: [ATT00001.txt](#)

I know I'm late for additional feedback on extension

But since the 5m project and EIR is mostly tech offices and media and the sign now shows a big tenant aka Yahoo! And that means Alibaba. They will most likely take over or rent a good chunk of space in the future development

GC-4

Perhaps it's a good idea to talk about tech financed affordable housing and funding for improved street transit since this development is obviously going to increase auto and housing demand in the area

Tax yahoo and alibaba accordingly!!!! They like other companies need to have their impacts assessed

Aaron Goodman
DT1
Amgodman@yahoo.com

Letter
I
Graham

From: Chip
To: [Jacinto, Michael \(CPC\)](#); [Jones, Sarah \(CPC\)](#); [Kim, Jane \(BOS\)](#)
Subject: Proposed Chronicle Building development
Date: Thursday, December 18, 2014 12:01:50 PM

Hello there

I know there are some in my neighborhood that are opposed to the new project, but I am very much in favor of it. This neighborhood needs more "positive" building which brings in more businesses, more professionals and more housing that is not totally low income. I think it will be huge benefit to the neighborhood and to the businesses that are struggling to make it in this area.

Please count me in as being very much in favor of this project.

thanks
Chip Graham
469 Tehama Street #2

GC-4

Letter
I
Gruen

From: [Nina Gruen](#)
To: [Jacinto, Michael \(CPC\)](#)
Subject: Proposed 5M Project
Date: Monday, December 08, 2014 9:37:22 AM

Dear Mr. Jacinto:

Granting the 5M Project the SUD requested by the Forest City and Hearst interests would allow a project that is out of scale, out of the zoning law, and should be out of the neighborhood. Apparently the rationale for accepting the "unavoidable impacts" of the spot zoning that would be granted by the approval of the SUD are to be accepted because of the project's much heralded effect on jobs and housing. In the short run, the project's construction would generate construction jobs and some housing. But over time, by changing the character of a mixed income, mid-rise neighborhood that is becoming one of San Francisco's preferred residential areas, by greatly increasing both its height and density, SOMA/Mid-Market will take on the characteristics of New York. The resulting effect over time on the long term economic health of the City is more likely to be negative.

The evolving high density, high rise "brain hub" was allowed with the recent upzoning of the Transbay Terminal area. That area is adjacent to BART and a southward extension of the high density Financial District, and should be allowed to build out into a more powerful downtown economic center before similar high density uses are allowed to skip over into the lower intensity neighborhood above Fifth Street, which is morphing into an increasingly desirable area of residences and the associated retail, service and entertainment uses that serve a mix of residents. The Code Complaint Alternative described in the Planning Department Study would strengthen, rather than interfere with the evolving housing and residential service enhancement of the existing neighborhood.

Yours truly,

Nina Gruen
1160 Mission St. #2206
San Francisco, CA 94103

Helping clients obtain maximum benefit from real estate since 1970

Gruen Gruen + Associates
1160 Mission St. #2204
San Francisco, CA 94103
415-433-7598
www.ggassoc.com

GC-4

Letter
I
Hestor

From: Sue Hestor
To: Guy, Kevin (CPC); Jacinto, Michael (CPC); Rich, Ken (MYR); Ionin, Jonas (CPC)
Cc: John Elberling; Joseph Smooke
Subject: Forest City presentation on 5M project at 11/20/14 Planning Commission
Date: Tuesday, November 25, 2014 11:44:02 AM
Attachments: ATT00001.png
ATT00002.png
ATT00003.png
ATT00004.png
ATT00005.png

Thank you for providing this.

That this information is NOT part of the EIR is one of the problems *with* the DEIR.

Sue Hestor

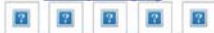
On 11/25/2014 11:37 AM, Guy, Kevin (CPC) wrote:

Sue – Here is the Powerpoint presentation given by the project sponsor team during the informational hearing last Thursday. I should note that the material in this presentation was for the informational item rather than the DEIR hearing.. therefore the content is not a part of the DEIR.

-Kevin

Kevin Guy
Current Planning/Northeast Quadrant

Planning Department, City and County of San Francisco
1650 Mission Street, Suite 400, San Francisco, CA 94103
Direct: 415-558-6163 Fax: 415-558-6409
Email: kevin.guy@sfgov.org
Web: www.sfplanning.org



Planning Information Center (PIC): 415-558-6377 or pic@sfgov.org
Property Information Map (PIM): <http://propertymap.sfplanning.org>

From: Sue Hestor [<mailto:hestor@earthlink.net>]
Sent: Sunday, November 23, 2014 11:52 PM
To: Jacinto, Michael (CPC); Guy, Kevin (CPC); Rich, Ken (MYR); Ionin, Jonas (CPC)
Cc: John Elberling; Joseph Smooke
Subject: Request copy of Forest City presentation on 5M project at 11/20/14 Planning Commission

There was substantial public comment at last week's Planning Commission noting that the **visual material on the 5M project presented by Forest City and its architect** was being seen for the first time by many members of the public. Requests were made at the hearing that it be provided to fill in information on the proposed project that is missing from the DEIR.

Would one of you please ensure that the visuals presented to the Planning Commission be provided immediately to myself, Mr. Elberling, Mr. Smooke and to others who commented at the hearing and whose email/addresses you have.

Thank you.

Sue Hestor
San Franciscans for Reasonable Growth

GC-3

PD-3

Letter
I -
Hong

On Wednesday, January 7, 2015 3:01 PM, Dennis Hong <dennisj.gov88@yahoo.com> wrote:

Dennis J. Hong
101 Marietta Drive San Francisco , CA. 94127
January 7, 2015
San Francisco Planning Department
Atten: Miss. Sarah B. Jones, Environmental Review Officer
1650 Mission Street, Suite 400 San Francisco , CA. 94103
Subject: Case Number: 2011.0490E - 5M Project - Comments
Good morning Miss. Sarah Jones,

I am writing in full support of this Project. This Project will revitalize this blighted area. I trust this email format works.

I have been a resident of San Francisco all my life – Sixty years-plus. Currently retired. Thank you for letting me review and comment on this Project and several others in the past. It's always a pleasure reviewing and commenting on these professional done EIR's. I did these way back when cut and paste was done. I appreciate all the professional efforts that are made in producing these documents. My following comments are based on the above Draft Environmental Impact Report. I understand the due date for submitting my comments are (today) January 7, 2015 at 5pm and trust I did not miss a deadline to submit my comments. And my email format works. I found several other important points that may have not been addressed in the DEIR or I may have missed.

I. In the final EIR can more information be included as to what the buildings final finishes are? Building Blocks don't really show the final project. Can the Sponsor submit/include this for the final DEIR? I believe this item would help the Sponsor in the approval process.
II. Include any comments made during any of the public Planning Commission meetings.
III. Construction Phase, request that the Final EIR provide the following analysis and or address the following:

- a. A construction time line showing all ongoing/current or upcoming projects in the vicinity of this project.
- b. Provide the following for safety/controls, signs and etc., for pedestrians and traffic during the construction; traffic control officers, signs, control barriers, etc.
- c. Communicate with the local merchants, residences in the area of the dates, construction schedules. Especially if certain streets will be closed.
- d. Provide provisions for noise/dust controls, safety barriers and control signs.

IV. Take a look at the projects loading dock and garage entry at 5th and Mina and Natoma Streets both entry and exit as it impacts the busy 6th street corridor.

V. There is a lot going on with this project and it looks very busy. Figure II-6. Can the sponsor provide an image of what the project will look like when completed? Finishes, materials colors and etc.?

VI. In Conclusion: exception for the above comments and evaluation of the DEIR I have concluded there is sufficient information and I fully support this Project and DEIR. I request that my comments be included in the Final EIR and sent a copy of the "Comments and Responses. Thanks to you, the Planning Department and the Board of Supervisors for working so hard on these projects. I will continue to review and comment of future projects as needed/requested. Thank you for your consideration of my comments as part of the DEIR.

Should you have any questions regarding this email/letter, please do not hesitate to contact me at dennisj.gov88@yahoo.com.

PS: If there are compelling reasons why this project should not continue or be delayed, I would be interested to understand why.

Sincerely,
Dennis Hong

Cc: M. Jacinto, Planning Commission, BoS

GC-4

GC-3

PD-3

GC-6

GC-8

TR-5

PD-3

GC-3

GC-6

Letter
I
Kilmer

From: [Kilmer, Jeff](#)
To: [Jacinto, Michael \(CPC\)](#)
Subject: FW: Objecting to proposed SM project...
Date: Saturday, December 20, 2014 2:17:49 PM

To the Planning Commission and Board of Supervisors:

I would like to register my absolute opposition to the granting of the requested Special Use District to the SM Project for the Chronicle Building site.

GC-4

The request for the site to be up-zoned to allow the developer to break every zoning regulation on the books is literally 3X what is allowed and is an audacious request!!

The proposal would create a wall of 40 story buildings along 5th Street between Mission and Howard, a solid wall across the middle of the city, totally out of scale with the rest of the neighborhood, a "City within the City". It would be too tall, too dense, have less than the required open space, cast shadows on a park and tear down an historic building. Why would we consider allowing this?

GC-4

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GC-4

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"There will be significant and unavoidable impacts ..including considerable contribution to the cumulative loss of historic buildings in SOMA, traffic, disruption to nearby streets, transit services, pedestrian and bicycle circulation during construction, and emission of substantial amounts of pollutants"

AL-2

The Code Compliant Alternative would allow "the project site to be developed with a mix of land uses, consistent with the existing Zoning and Planning Code regulations".

Please do not grant the "SUD...Special Use District" requested but rather require compliance with existing regulations.

GC-4

Thank you for your consideration.

Jeff Kilmer
1160 Mission Street, Unit 806
S.F., CA 94103

Letter
I
Koc

From: [Aydin, Koc](#)
To: [Jacinto, Michael \(CPC\)](#)
Cc: [Jones, Sarah \(CPC\)](#); [Kim, Jane \(BOS\)](#)
Subject: Chronicle Building Site
Date: Thursday, December 25, 2014 4:59:28 PM

To the Planning Commission and Board of Supervisors:

I would like to register my absolute opposition to the granting of the requested Special Use District to the SM Project for the Chronicle Building site. The request for the site to be up-zoned to allow the developer to break every zoning regulation on the books is literally 3X what is allowed and is an audacious request!!

GC-4

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AL-2

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GC-4

Aydin - Hulya
Koc

1160 Mission Street,
#2306
San Francisco, CA 94103

Letter
I-McVeigh2

January 7, 2015

VIA Hand Delivery & E-Mail (sarah.b.jones@sfgov.org)

Sarah Jones, Environmental Review Officer
1650 Mission Street, Suite 400
San Francisco, CA 94103

Re: 5M project – Comments on the 5M Project DEIR
Case No. 2011.0409E

Dear Ms. Jones:

We welcome this opportunity to comment on the proposed 5M Project Draft Environmental Impact Report.

We are the Martin (Al) and Frances McVeigh family. For the past 50 years some of you may have known us as the M&M Tavern the legendary newspaper bar for the Chronicle writers, pressmen and staff. Some of you know us now through the Chieftain a lively engaging Irish bar and restaurant. Some of you may know us as providing unique affordable apartments that in the 1980 remodel with continued updates reflect the roots of the building as a boarding house.



Fig 1

Through the past 50 years we have seen the neighborhood change and change dramatically. We believe for the better. There has been growth and development bringing back activity to the area. Development to this point has been in scale commensurate with the overall community.

Those changes however pale in comparison to the 5M Project scope. The scale of the project reflected in the significant variance requests of height and bulk paints a massive presence on 5th Street. The scale of the Project, as reflected in the requests for significant variances for height and bulk, contemplates a massive plan that could redefine the 5th Street area that contradicts the heart and thrust of the Central SoMa Plan.

GC-4

Letter
I-McVeigh2
Cont.

Sarah Jones, Environmental Review Officer
January 7, 2015
2

Proposition F dealt with a proposed change of only doubling the height limit from 40' to 80'. The Pier 70 developers spent 3 years working with the local residents before submitting their project. The results were proven at the ballot box. The 5M Project is asking for variances that are **tenfold** in scope. Given the magnitude of change, it is unfortunate the 5M Project did not work with its direct neighbor in the early stages of the project development as did the Pier 70 effort with its neighbors. Pier 70 was concerned about blocking views and casting shadows-at 80'. We are right next door looking at buildings' 340' and 427' in height and are concerned about substantial physical damage.

GC-4

The sought after variances stated in this DEIR are broadly written and only cursorily addressed. The 5M Project representatives in one if their public meetings could not state, in reference to one of their H-1 building representations, if there was a setback of any nature relative to our building. They failed to produce 3-D physical models that would indicate at least the bulk shape to ascertain proposed building physical relationships and impact on our building.

PD-4

PD-3

As native San Franciscans, we are very aware of the original shoreline of the bay and subsequent fill conditions in the Downtown and SoMa areas. Yet the DEIR report rests on a geotechnical report that essentially is of a very preliminary nature, lacks sufficient sampling at the actual construction site and states that further study is needed before any extensive work is undertaken.

OC-2

How is it then possible to really determine the true impact of the 5M Project given the dazzling yet substantially vague descriptions of properties and construction techniques that are adjacent to the 5M Project? How is it possible to determine whether mitigations cited are really viable?

GC-3

The purpose of the EIR is to inform the public and you, the decision makers, of the project's potential impacts. This Draft EIR (DEIR) fails as a CEQA document because it fails to fully appreciate the impacts on the building and tenants at 198 5th Street.

OUR CONCERNS:

The McVeigh Family Building at 198th 5th Street is a five story full basement non-reinforced masonry building built in 1912 on a 2,099 square foot lot corner lot. The ground floor was remodeled extensively in 1959-60 and again in 1999-01. The upper floors totally remodeled in 1979-80. Further improvements were made in 2013. The building was seismically upgraded in 1985.

LU-1

The following illustration demonstrates our physical relationship with the project.

Letter
I-McVeigh2
Cont.

Sarah Jones, Environmental Review Officer
January 7, 2015
3

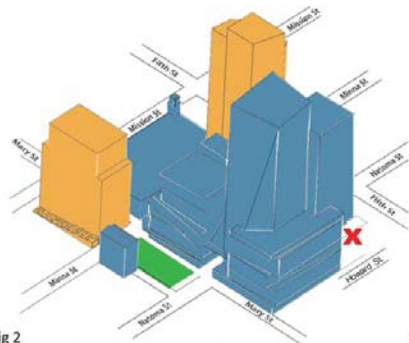


Fig 2 We have placed an X on this graphic to mark our building. It is clear that we have a zero property line relationship with the project. Given this obvious adjacency we have some serious concerns regarding the 5M Project and its very real consequences for us.

The multi-year construction impact on us is significant. We share common property lines. There are no streets, alleys, open spaces or setback corridors to attenuate the adjacent H-1 construction effects.

Of great concern regarding the 5M Project is the soil erosion and vibration impact on the integrity of our building and its waste line piping. We are concerned that the noise and vibration will so adversely impact the apartments that our tenants will find it intolerable and choose to relocate. We are concerned the traffic, noise and vibration will make it difficult, if not at times impossible, for the Chieftain to continue to conduct a successful business, literally at ground zero.

Our concerns are warranted. The DEIR identifies properties as vulnerable and states: "the scope of the construction and proximity (of the named locations) there is significant impact due to ground borne vibrations, especially if pile driving is used as a construction method. Even if pile driving is not used as a construction method...may still be significantly impacted".

Table IV.C-4: Historical Resources and Distance from Proposed Construction

Address	Historic Name	Distance from Proposed Construction
901-933 Mission Street	Chronicle Building	25 feet from M-2; 40 feet from N-1
447-449 Minna Street	Dempster Printing	40 feet from M-2; 120 feet from N-1
88 Fifth Street	The Old Mint	115 feet from M-2; 270 feet from N-1
66 Mint Street	Provident Loan Association	75 feet from M-2; 275 feet from N-1
959-965 Mission Street	California Casket Co.	90 feet from M-2

Fig3

LU-1
cont.

GC-8

GC-8

NO-3

Letter
I-McVeigh2
Cont.

Sarah Jones, Environmental Review Officer
January 7, 2015
4

None of the above named properties have a zero distance from construction. No other properties, historic or non-historic have a zero distance to the proposed construction. We do. We are not historic, just old, but subject to the same dynamic forces the report cites as a potential for causing severe damage. Page 390 states: "Pile driving would most adversely affect the sensitive residential uses that are 75 feet from the project boundary". We are zero feet from the H-1 boundary and we are an apartment house.

Those properties are afforded protections cited in Mitigation Measures M-CP-2a and M-CP-2b as described in Section IV.C., Cultural Resources. We are at ZERO distance and must be afforded the same protections. Given the real potential of damage and litigation, we must also be free to choose the engineering firm as well.

The DEIR is totally silent on any mitigation regarding the McVeigh building as to the hazards posed by the deep excavation adjacent on two sides of the building. The excavation as suggested in the DEIR extends 2 stories beneath the building basement. Other construction activities such as de-watering, vibration from heavy equipment may cause ground settlement under the foundation piers and walls. No mention of this is contained in the draft.

Given the notorious soil conditions in the entire downtown area, this is no insignificant matter. We must be apprised of any planned construction methodologies prior to any approvals allowing us to assess adequacy.

The proposed massive design of the Project also raises concerns regarding the ongoing use and physical integrity of the property. The concerns cluster around the massive bulk of the project with the ensuing traffic, noise and vibration. The design of our building has the light well setback common to similar construction during the 1912 era. The H1 buildings, with no discernable setback and at zero lot line, are planned to soar 120 to 340 plus feet up, which will effectively plunge our north side apartments into darkness. Our tenants' fresh air and light will be severely compromised.

The apartments do not have centralized HVAC. The north side (facing the proposed towers) bedrooms and bathrooms will have their air and light severely impacted. Further there is an energy reducing cooler with fan sitting in that space at the 2nd floor level. The unit substantially reduces the electrical energy needs of the Chieftains refrigeration units. The noise now dissipates into the open air. With the H-1 tower, the noise will reverberate up, concentrating its effect on all the north side units.

Also evident is that our tenants on the north side are totally exposed to the hazards of airborne Particulate Matter and Fugitive Dust as direct results from H-1 construction work. A Dust Control Plan must be spelled with specificity to the McVeigh Family Building. Again we request prior review before approvals or permits are given. The adequacy of such plans is essential to the safety and wellbeing of our tenants given the proximity.

The cumulative impact is so profound that we run the real risk of losing the current tenants forcing us to greatly reduce rents to attract new tenants. Since we are a rent controlled building any negative changes persist into the future.

NO-3
cont.

CP-3

OC-2

LU-2

LU-2

NO-4

AQ-3

ES-1

Letter
I-McVeigh2
Cont.

Sarah Jones, Environmental Review Officer
January 7, 2015
5

With a massive active underground parking structure directly next door and a major parking and delivery entrance on the West side of our building, the negative knock on effects are considerable. Again the X marks our building.



The H1 building garage provides a shared freight center for the entire complex of H-1 buildings and three subterranean floors of parking. The DEIR estimates traffic for the Howard St. entrance at 230 to 280 truck deliveries and 190 private vehicle trips per day.

Figure 4a displays the entrance/exit. The east wall of vehicle entry is immediately next to the entrance to our apartment house, elevator shaft and staircase. Noise and vibration from the traffic will travel up and through the building. Ground vibration may have an adverse impact on the elevator machinery increasing wear and decreasing service. The volume of traffic crossing the sidewalk into the building poses an additional hazard to not only pedestrians, but our apartment tenants and Chieftain customers. The extended delivery service time of 12 hours lengthens the time period of exposure as well.

Figure 4b illustrates that all three levels of parking extend up to the property line. Three subterranean floors of truck and automobile movement will radiate noise/vibration into basement of the Chieftain and apartments. Again with the soil types found in this area, additional settlement of the soil underneath us is a very real concern that must be assessed and mitigated.

Additionally heavier traffic patterns surrounding our building will directly and negatively impact the use and access. Drop off for the tenants, deliveries for the retail space will be constrained. Though the project has the curb yellow zoned for delivery, the additional traffic by sheer volume may require a red zone to provide a curb lane access to the garage. Howard Street traffic with the 5th St. right turn feeding in will create a choke point. That same curb lane is the loading point for the Chieftain's sidewalk basement doors. Compromising the Chieftain's ability to ensure timely supplies will adversely impact the business. The irony is the 5M Project touts creating exciting attractive ground level spaces yet it may strangle an entity that has been providing the same for years.

LU-2

TR-5
NO-5

NO-5

TR-3

NO-5

OC-2

TR-5

Letter
I-McVeigh2
Cont.

Sarah Jones, Environmental Review Officer
January 7, 2015
6

Given all the foregoing we find it absolutely incredulous that the DEIR states: "Impact PH-2b. The residential scheme will not displace substantial number of housing units or..." While in the narrowest of sense that may be true, yet given our buildings proximity and 5M's massive scale it is patently false. Impact C-PH-1: "The Office Scheme or Residential Scheme, in combination with past, present, and reasonably foreseeable future projects, will not displace substantial numbers of existing units", similarly is false. Losing 4 to 8 out of 8 two bedroom apartments is substantial. Loss of our building's total economic viability is substantial.

Ours and other properties on Howard Street have experienced storm water / sewer backups into our basements even in these drought years. Given the projected population densities of the 5M Project, we are fearful of even more occurrences. The troubling citation in section UT-3a of a new 8 inch line feeding into the Howard Street pipes that; "age and capacity of the collections system is not known at this time...", is not comforting.

In reviewing the alternatives posited in the DEIR, we used the narrow lens of what is the impact on our property, tenants and business vs the proposed plan alternates. We are primarily concerned with the buildings on adjacent property termed H-1.

No Alternative or Doing Nothing is simply that. It does nothing for anybody and is truly not an alternative. We want and welcome thoughtful development. In another ironic touch, when Al McVeigh successfully applied for permits to convert the run down SRO upper floors into apartments, the Hearst Corporation opposed those improvements and unsuccessfully tried to have the permits denied!

From No Alternative we see the risk to ourselves on a curve from low to extremely high, a geometric progression given the bulk that the H-1 gains as you move up the alternatives.

What has been outlined earlier as risks to us run in these alternatives too, it is the severity of the impact that varies to the point of no difference between the Proposed and Preservation alternatives. Other than a lower height in the Code alternative, we see no setbacks, separation, corridor and or feature that provide a visual or physical relief to noise, vibration, or traffic.

Thus our position is simply given the greater bulk of H-1 regardless of the other buildings; we must seek the maximum mitigation and protection possible.

IN CLOSING:

Concurrently, our attorney, William Abbott of Abbott & Kindermann, LLP., will provide his legal analysis of the DEIR. This letter is written to provide the perspective of the McVeigh family and our concern that the proposed 5M Project, without significant attention and modifications, will significantly impact our property and the usefulness of that property to us, our existing tenants and the larger SoMa community.

We were so shocked by the total indifference to our property by this DEIR, that we felt compelled to voice our concerns directly. From inception all design, engineering, socio-economic planning and studies saw our building and had to account for it in their work.

ES-1

UT-1

AL-3

LU-2

GC-3

Letter
I-McVeigh2
Cont.

Sarah Jones, Environmental Review Officer
January 7, 2015

7

Assessing the real physical impact on the McVeigh Family Building was somehow overlooked. That is the deep running flaw in this DEIR.

The McVeigh family has been a neighbor of the Hearst property for 50 years and has conducted business on 5th Street for over 80 years. One would think that someone would acknowledge our existence and incorporate our property in the plans beyond the façade treatments of buildings. We are not an artistic statement. We are part of the real, tangible fabric of SoMa. We want the developer to acknowledge our existence and legitimate concerns and to address how the developer will mitigate the potential impact on our building at all stages of this proposed development. While we have had a promising first meeting with the project, the developer needs to provide concrete assurances within this EIR process and to provide the assurances of protection for our building that have not yet been provided.

We are a San Francisco family business that Martin and Frances McVeigh built through their hard work, sacrifice and investment in the community. Their investment deserves greater consideration than previously demonstrated by the Hearst Corporation or the 5M Project.

We welcome the opportunity to work with the San Francisco Planning Department, Planning Commission, 5M Project and other relevant organizations.

Sincerely

/s/ Sharon McVeigh-Pettigrew

Sharon McVeigh-Pettigrew
445 Georgetown Av.
San Mateo, CA
94402

cc: Frances McVeigh
Daniel McVeigh
Thomas McVeigh
Martin McVeigh
Margaret McVeigh
William Abbott
John Pettigrew

Attached Contact Information

DEIR Comments-Family Case No.2011.0409E

GC-3
cont.

GC-5

Letter
I-McVeigh2
Cont.

Sarah Jones, Environmental Review Officer
January 7, 2015

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CONTACT INFORMATION

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Sacramento, CA 95814
916.444.1000
FAX 916.444.2100

DEIR Comments-Family Case No.2011.0409E

Letter
I -
Richards

From: Richards, Dennis (CPC)
Sent: Wednesday, January 07, 2015 10:06 PM
To: Jones, Sarah (CPC)
Cc: Rahaim, John (CPC); Kim, Jane (BOS)
Subject: Comment on Draft EIR 5M Project

Ms Jones:

I wanted to further expand on some of my comments on the Draft Environmental Impact Report for the 5M Project at 925-967 Mission Street.

The Federal Reserve Bank of San Francisco released an economic profile of San Francisco earlier this year (attached) that highlights the pockets of poverty contained within the city.

Interestingly, the South of Market Area (where the 5M project proposes to be built) has the 3rd highest rate of poverty with 22.7 percent of all of its residents living in poverty. SOMA's annual median income level is \$44, 145 with 80% being of SOMA's households renting. This is versus San Francisco's median income of \$73,802 and renter households of 63%.

The Federal Reserve Bank of San Francisco also published data on the net migration out of San Francisco of individuals earning \$35,000 or less (<http://www.frbsf.org/community-development/blog/san-francisco-low-income-residents-moving-out-gentrification/>)

Certainly the large scope of the 5M Project will have *both* positive and negative economic and sociological impacts (especially around housing demand mitigation) on the city and in the South of Market area. These are very legitimate impacts and need to be understood more clearly so that the best project is achieved for *all* residents of San Francisco and of SOMA in particular.

I feel that under CEQA GUIDELINES California Code of Regulations, Title 14, Division 6, Chapter 3, Article 9. Contents of Environmental Impact Reports. (Sections 15120-15132) that social and economic effects of the 5M project should be included in its EIR.

There is precedent for such an analysis that the Planning Department has already undertaken when it analyzed the social and economic effects of the Eastern Neighborhoods Plan. I am attaching a copy of that document for your reference.

This project currently will have probably the largest impact in the SOMA area since the construction of Moscone Center in the late 1970's and by thoroughly understanding what effects it could have will inform us of the kinds of community benefits and other measures needed to make it the best possible project.

Best regards,

Dennis Richards

Commissioner,
San Francisco Planning Commission

ES-1

Letter
I -
Richards
Attach.

CEQA GUIDELINES
California Code of Regulations, Title 14, Division 6, Chapter 3,
Article 9. Contents of Environmental Impact Reports. (Sections 15120-15132)

Section 15131. Economic and Social Effects.

Economic or social information may be included in an EIR or may be presented in whatever form the agency desires.

(a) Economic or social effects of a project shall not be treated as significant effects on the environment. An EIR may trace a chain of cause and effect from a proposed decision on a project through anticipated economic or social changes resulting from the project to physical changes caused in turn by the economic or social changes. The intermediate economic or social changes need not be analyzed in any detail greater than necessary to trace the chain of cause and effect. The focus of the analysis shall be on the physical changes.

(b) Economic or social effects of a project may be used to determine the significance of physical changes caused by the project. For example, if the construction of a new freeway or rail line divides an existing community, the construction would be the physical change, but the social effect on the community would be the basis for determining that the effect would be significant. As an additional example, if the construction of a road and the resulting increase in noise in an area disturbed existing religious practices in the area, the disturbance of the religious practices could be used to determine that the construction and use of the road and the resulting noise would be significant effects on the environment. The religious practices would need to be analyzed only to the extent to show that the increase in traffic and noise would conflict with the religious practices. Where an EIR uses economic or social effects to determine that a physical change is significant, the EIR shall explain the reason for determining that the effect is significant.

(c) Economic, social, and particularly housing factors shall be considered by public agencies together with technological and environmental factors in deciding whether changes in a project are feasible to reduce or avoid the significant effects on the environment identified in the EIR. If information on these factors is not contained in the EIR, the information must be added to the record in some other manner to allow the agency to consider the factors in reaching a decision on the project.



San Francisco County Economic & Community Development Profile

Federal Reserve Bank of San Francisco, Community Development February 2014

Demographics

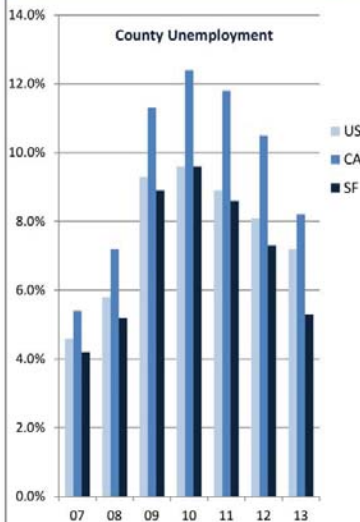
San Francisco is located on the coast of central California, south of Marin County and north of Santa Cruz and Santa Clara counties and is part of the San Jose-San Francisco-Oakland Metropolitan Area. At 47 square miles, the county is the smallest in California, but also the most densely populated with 17,179 people per square mile in 2010. San Francisco is the cultural and economic hub of the Bay Area and is home to thriving tourism and financial sectors as well as numerous universities. It is the only consolidated city-county in California and is the 13th most populated county in California with 825,863 residents.

Income			
	SF	CA	
Median Household Income	\$73,012	\$58,328	
Per Capita Income	\$47,274	\$28,341	
Race			
White	49.6%	62.1%	
Black or African American	5.6%	6.0%	
Asian	33.2%	13.5%	
Hispanic or Latino (of any race)	15.4%	38.2%	
Native Born vs. Foreign Born			
Native Born	64.1%	72.9%	
Foreign Born	35.9%	27.1%	
Educational Attainment			
High School Graduate or Higher	86.6%	81.5%	
Bachelors' Degree or Higher	53.6%	30.9%	

Source: U.S. Census Bureau

Source: U.S. Census Bureau, American Community Survey, 2012

Key Industries & Labor Market



Source: BLS, Annual and September 2013 Unemployment Rates

Industry Employment and Average Annual Income					
Sector	% of Total		Annual Earnings		
	SF	CA	SF	CA	
Private Ownership					
Natural Resources & Mining	0.0%	2.9%	\$66,425	\$33,720	
Construction	2.5%	3.9%	\$79,841	\$57,999	
Manufacturing	1.6%	8.3%	\$81,391	\$77,364	
Trade, Transportation & Utilities	11.2%	18.1%	\$60,499	\$45,562	
Information	4.0%	2.9%	\$123,942	\$113,046	
Financial Activities	8.8%	5.2%	\$170,394	\$86,125	
Professional and Business	23.7%	14.9%	\$115,277	\$76,377	
Education and Health Services	10.2%	12.3%	\$56,473	\$53,026	
Leisure and Hospitality	14.2%	10.6%	\$33,744	\$25,165	
Other Services	7.1%	5.4%	\$29,544	\$24,209	
Unclassified	0.3%	0.4%	\$67,092	\$66,414	
Government Ownership					
Federal Government	2.4%	1.7%	\$91,572	\$73,991	
State Government	6.7%	2.9%	\$82,232	\$65,685	
Local Government	7.2%	10.6%	\$76,660	\$55,538	

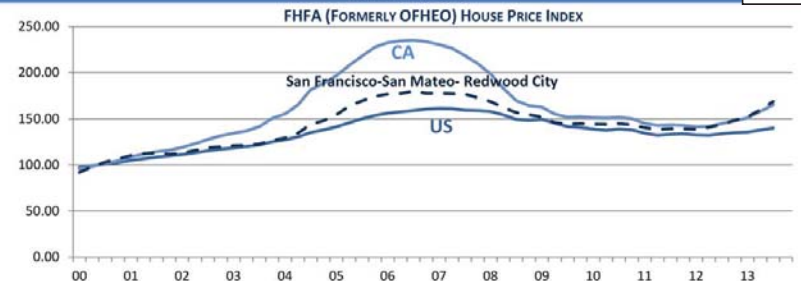
Source: U.S. Bureau of Labor Statistics, 2012

Top Private-Sector Employers in the Bay Area

Kaiser Permanente	21,789
Wells Fargo Bank	15,172
Safeway Inc.	13,661
Stanford University	12,614
PG&E Corp.	8,610
Genentech Inc.	8,600

Source: San Francisco Center for Economic Development, January 2013

Housing Market



The housing price index (HPI) is based on transactions involving conventional and conforming mortgages (single-family properties only) that have been purchased or securitized by Fannie Mae or Freddie Mac. It is a weighted, repeat-sales index, measuring average price changes in repeat sales or refinancing on the same properties. Source: Federal Reserve Bank of San Francisco calculations of the Federal Housing Finance Agency Price Index

Foreclosure and Delinquency in San Francisco County

	Percent of Loans in Foreclosure	Percent of Loans 90+ Days Delinquent	Estimated Properties at Risk of Default
SF County	0.4%	0.7%	737
CA State	0.9%	2.1%	115,922

Source: FRBSF calculations of data from Lender Processing Services Analytics Inc. Oct. 2013



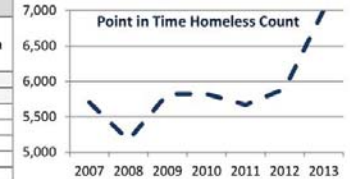
Source: REIS, Inc. Performance Monitor

Community & Economic Development

County Subdivisions

	Median Household Income	Households with SNAP Benefits in the Past 12 months	All People in Poverty
California	\$61,400	7.2%	15.3%
San Francisco County	\$73,802	4.1%	13.2%
Hayes Valley, Tenderloin, North	\$22,252	11.2%	28.0%
Financial District	\$26,223	0.0%	40.3%
Chinatown	\$33,979	4.4%	24.0%
South of Market (SoMa)	\$44,145	6.0%	22.7%
Bayview	\$46,692	14.7%	22.2%
North Beach, Fisherman's Wharf	\$46,841	5.2%	19.1%
Nob Hill, Russian Hill	\$58,915	3.7%	16.1%
Visitation Valley	\$59,690	10.0%	12.6%
Lake Merced	\$67,943	3.2%	20.3%
Outer Richmond	\$72,371	2.5%	10.5%
Ingelside-Excelsior	\$72,396	5.7%	9.5%
Pacific Heights, Western	\$73,797	3.2%	14.4%
Inner Sunset	\$77,889	2.0%	9.3%
Mission, Bernal Heights	\$79,516	4.6%	13.8%
Inner Richmond	\$81,545	3.1%	11.3%
Outer Sunset	\$82,648	2.9%	8.7%
Haight Ashbury & Cole Valley	\$91,303	2.8%	12.6%
Embarcadero, Barbary Coast	\$93,393	1.4%	9.5%
Twin Peaks, Glen Park	\$94,770	0.7%	7.9%
Marina, Cow Hollow	\$107,226	0.2%	6.0%
Castro, Noe Valley	\$115,734	2.1%	7.0%
Potrero Hill	\$117,556	2.4%	10.8%
Presidio	\$121,313	5.0%	9.8%
St. Francis Wood, West Portal	\$128,079	0.5%	4.7%
Embarcadero (south) & SoMa	\$142,389	3.3%	3.1%

Source: U.S. Census Bureau, 2007-2012 American Community Survey 5-Year Estimates



Source: US Department of Housing & Urban Development

Tax Credit Allocations

New Markets Tax Credit Allocates in SF			
Year:	Service Area:	Amount:	
2011	Local	\$45,000,000	
2011	National	\$50,000,000	
2012	Local	\$20,000,000	
2012	National	\$55,000,000	

Low Income Housing Tax Credit Allocations			
Year:	Amount:		
2011	\$136,900,000		
2012	\$102,500,000		

Sources: CDFI Fund and California Tax Allocation Committee

Small Business Development Center

San Francisco SBDC
San Francisco, CA

Source: U.S. Small Business Administration

SAN FRANCISCO COUNTY, CALIFORNIA

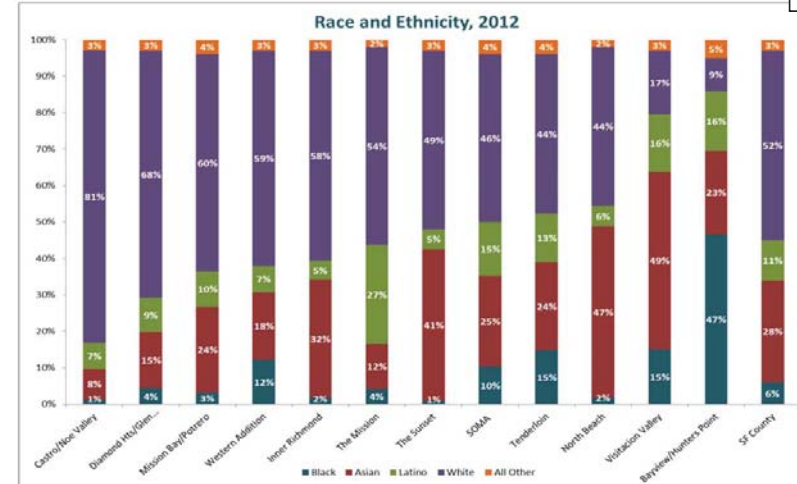
Demographic, Housing, and Economic Data Graphs

Graphs include detailed data for San Francisco neighborhoods (zip code equivalents) Bayview/Hunters Point, Castro/Noe Valley, Diamond Heights/Glen Park, Inner Richmond, Mission Bay/Potrero, The Mission, North Beach, SOMA, The Sunset, Tenderloin, Visitacion Valley, and Western Addition and comparison data for the United States, California, and San Francisco County.

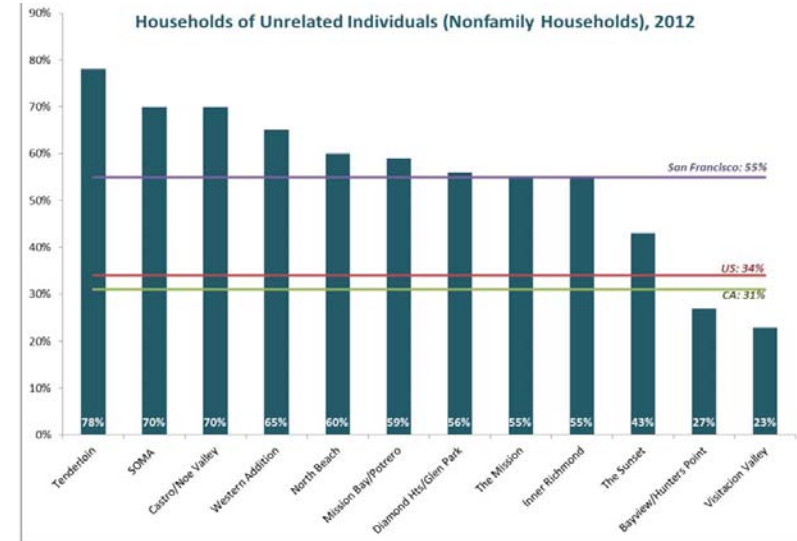
Vantage Point Community Indicators Project, November 2014

Federal Reserve Bank of San Francisco
Community Development Department
Project Contact: Gabriella Chiarenza – gabriella.chiarenza@sf.frb.org

Demographic Data

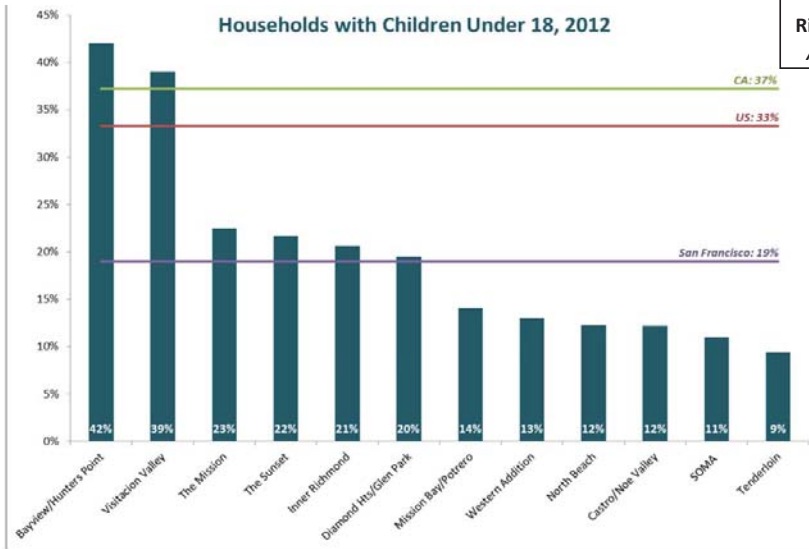


Source: American Community Survey, 5-year Estimates, 2012.

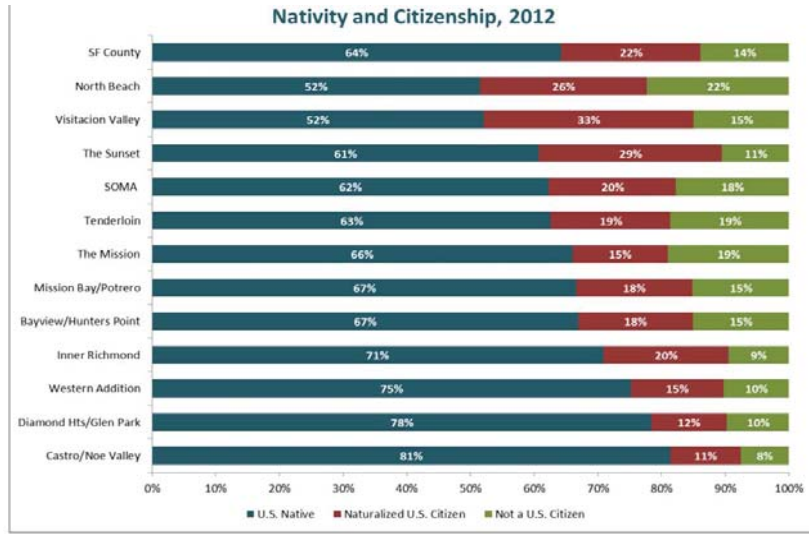


Source: American Community Survey, 5-year Estimates, 2012.

Letter
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Richards
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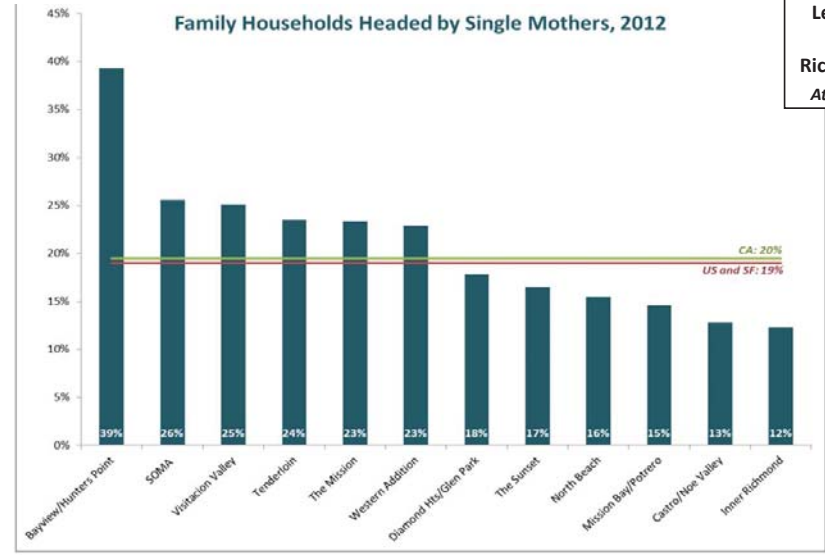


Source: American Community Survey, 5-year Estimates, 2012.



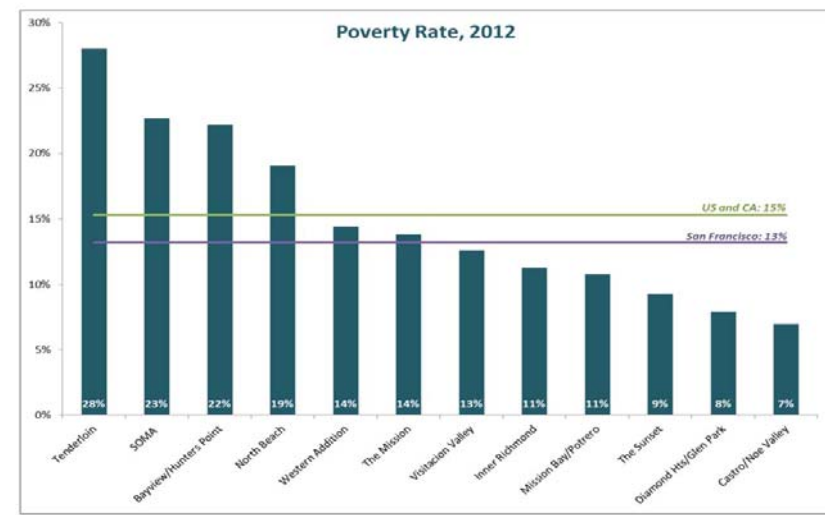
Source: American Community Survey, 5-year Estimates, 2012.

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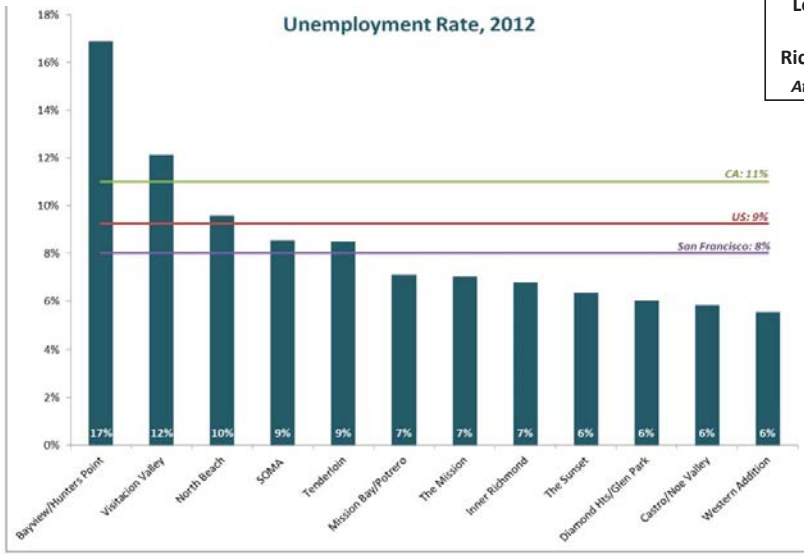
Source: American Community Survey, 5-year Estimates, 2012.

Education, Income, and Household Financial Stability

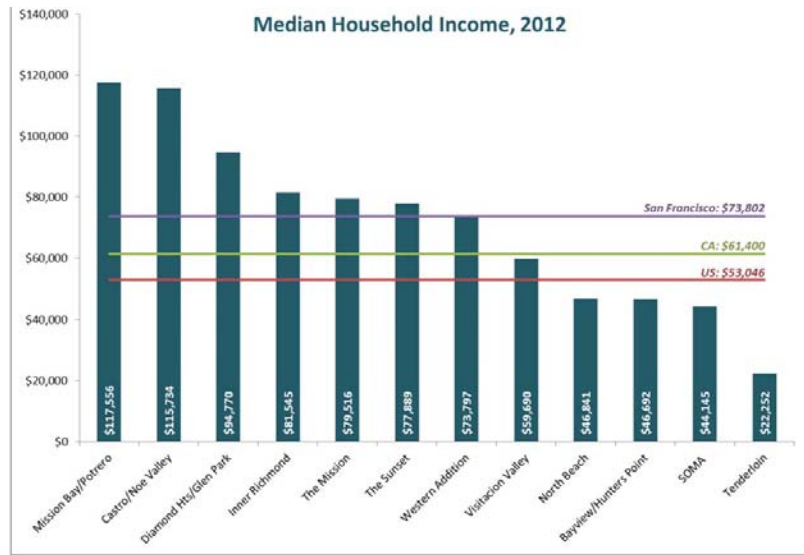


Source: American Community Survey, 5-year Estimates, 2012.

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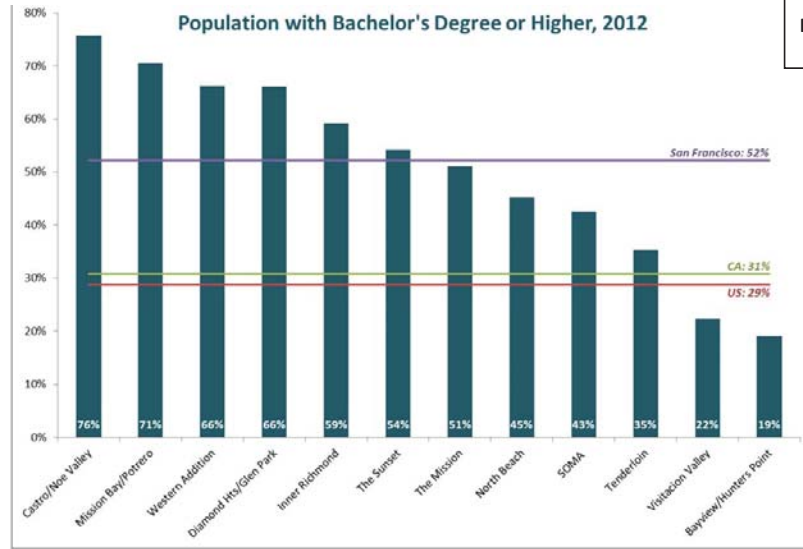


Source: American Community Survey, 5-year Estimates, 2012.



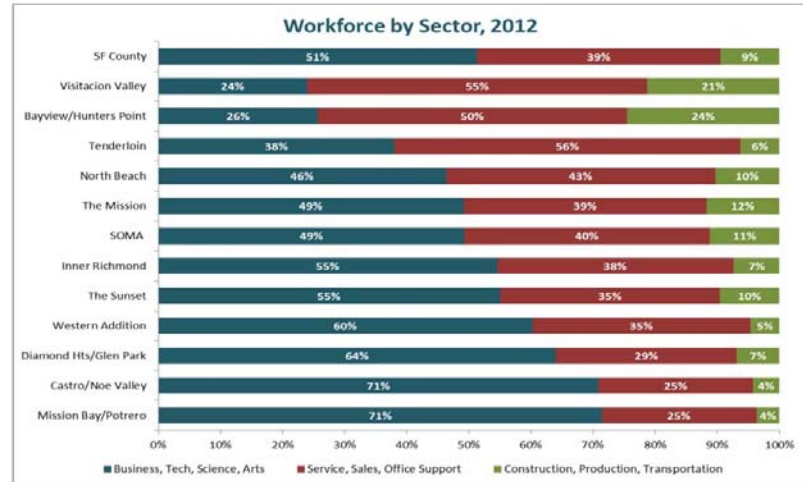
Source: American Community Survey, 5-year Estimates, 2012.

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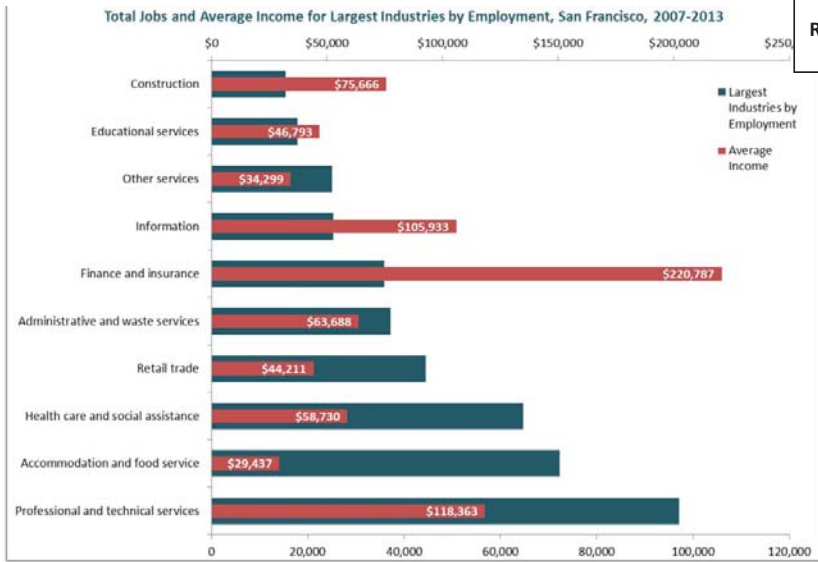


Source: American Community Survey, 5-year Estimates, 2012.

Employment

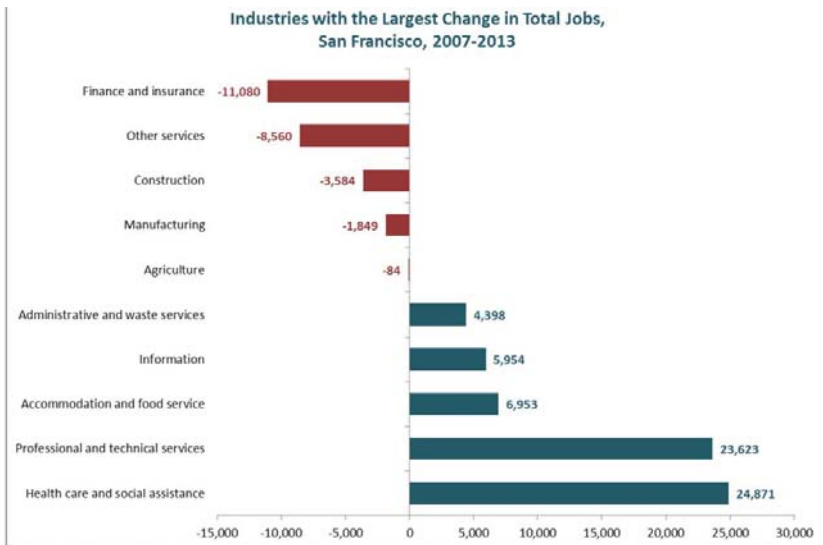


Source: American Community Survey, 5-year Estimates, 2012.

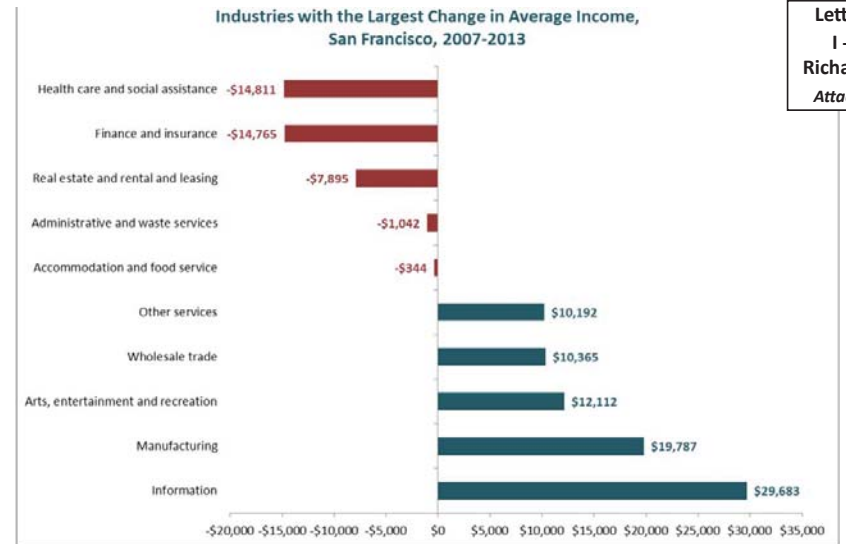


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Source: U.S. Bureau of Labor Statistics, Quarterly Census of Employment and Wages, 2013.



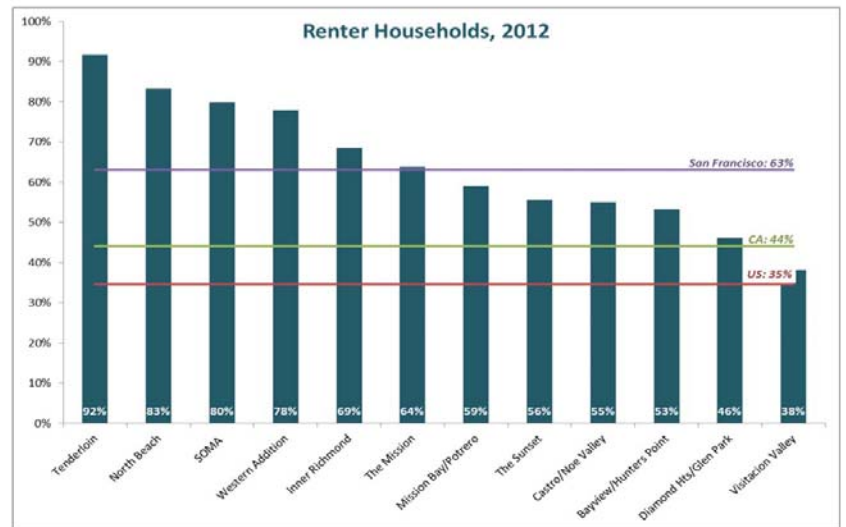
Source: U.S. Bureau of Labor Statistics, Quarterly Census of Employment and Wages, 2013.



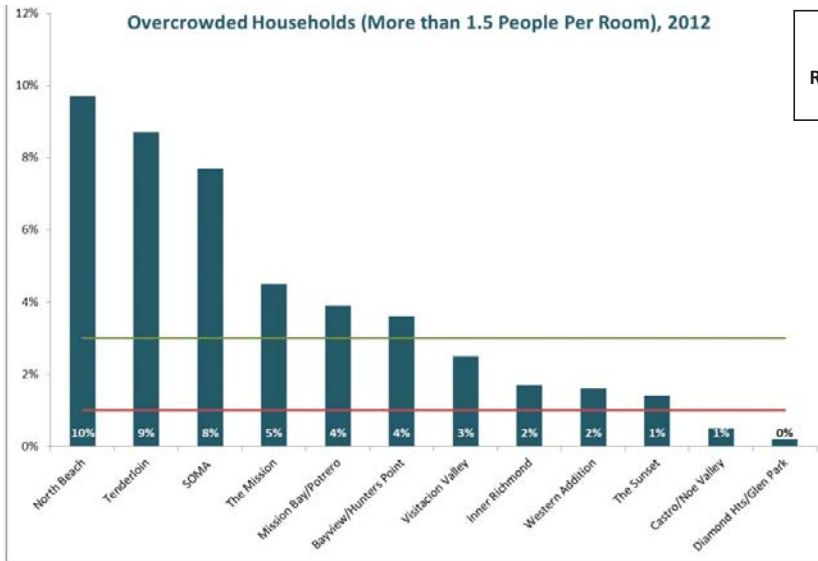
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Source: U.S. Bureau of Labor Statistics, Quarterly Census of Employment and Wages, 2013.

Housing

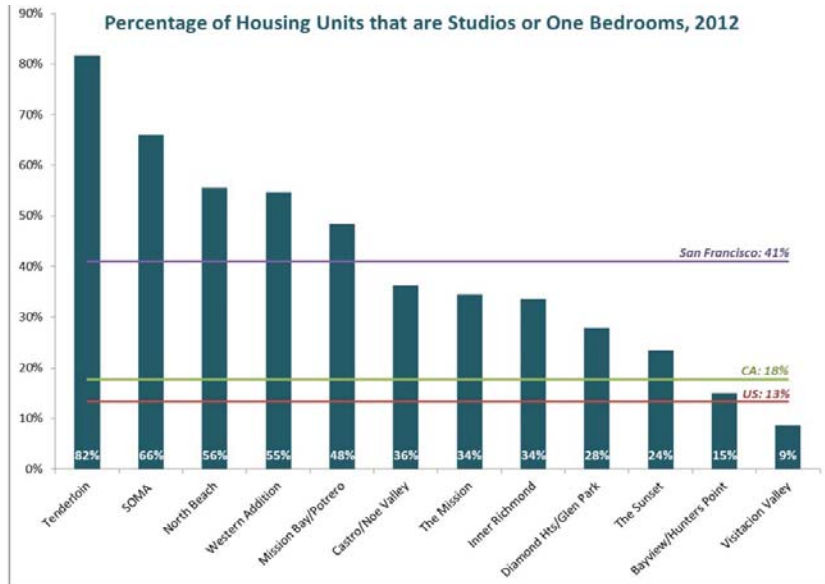


Source: American Community Survey, 5-year Estimates, 2012.



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Source: American Community Survey, 5-year Estimates, 2012.



Source: American Community Survey, 5-year Estimates, 2012.

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Data Notes

General:

- You are welcome to use this data and these graphics for your data needs. Please be sure to cite the original data source noted on the graph as well as the Federal Reserve Bank of San Francisco, and provide a link back to the Federal Reserve Bank of San Francisco's data tab: <http://www.frbsf.org/community-development/data/> Please contact us with any questions about citations.
- Please see source notations for the year and time horizon of the data shown. We have used available 3-year estimate data (representing 2013) or 5-year estimate data (representing 2012) from the American Community Survey for the selected sub-county geographies, as more recent data is only available for larger geographies. Please note that the most recent ACS zip code data available is for 2012. Data sources other than ACS used in the graphs are noted as applicable.
- The geographies shown in the graphs are intended to show a selected sample of the cities, towns, and zip codes within the county and do not include all geographies for that county.
- Please assume all percentages shown in the graphs are percentages of the total population, households, or housing units of that geography, depending on the indicator. Exceptions are noted.
- Please contact Gabriella Chiarenza if you have questions about the data or graphs, or if you need assistance locating similar data for other geographies.

Housing:

- "Affordable rent" is defined as no more than 30% of income.
- Median home values and rents shown are for September 2014.
- HUD data on subsidized housing includes all units funded in part by any of the following programs: public housing, Housing Choice Vouchers, moderate rehabilitation, project-based Section 8, Section 236 preservation, other federal multifamily housing funds, and/or the Low Income Housing Tax Credit program.



**SAN FRANCISCO'S EASTERN NEIGHBORHOODS REZONING
SOCIOECONOMIC IMPACTS**

DRAFT FOR PUBLIC REVIEW

A Report to

**PLANNING DEPARTMENT
CITY AND COUNTY OF SAN FRANCISCO**

Prepared by
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March 2007

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REZONING IN SAN FRANCISCO'S EASTERN NEIGHBORHOODS
SOCIOECONOMIC ANALYSIS

SUMMARY

This report presents the results of a socioeconomic analysis of the proposed rezoning for the Eastern Neighborhoods. The analysis evaluates proposed land use regulations that would affect the supply of housing and the production of affordable housing in the Eastern Neighborhoods and would change the land supply for PDR business activity. The analysis describes how the proposed rezoning actions would affect housing supply and location options for businesses in the Eastern Neighborhoods and compares these outcomes to what would otherwise be expected without the rezoning, assuming a continuation of recent development trends and *ad hoc* land use change. This comparison enables conclusions about what these different outcomes would mean for existing residents, workforce, and businesses in the Eastern Neighborhoods. The socioeconomic analysis of the rezoning proposal concludes generally that conditions would be better than otherwise expected for the Eastern Neighborhoods' residents and workforce and for PDR businesses and employment.

The proposed rezoning would almost double the housing development potential in San Francisco. This would mean more supply relative to demand and more housing choices for newcomers and for existing residents of the Eastern Neighborhoods. There would be less housing market pressure in these neighborhoods and therefore less displacement than otherwise expected. Without affirmative programs to preserve sites, one potential cost of the proposed rezoning would be a reduction in options for securing sites for affordable housing production.

By providing a stable land supply with restrictions that limit development of incompatible uses, the proposed rezoning would also result in better long-term outcomes for many PDR businesses. There would be some PDR displacement, but this would also be expected without the proposed rezoning. There would be a more diverse economic base and potentially more job opportunities in a more diverse range of activity that otherwise expected without the rezoning. The proposed land use regulations do not resolve the lingering tension between the need for incubator locations for emerging enterprises and the need to reserve a land supply for PDR where demand from higher-value uses and speculation do not disrupt traditional PDR clusters.

The socioeconomic analysis indicates that land use regulation alone is not adequate to address the wide range of community needs and planning goals. New financial resources, new programs, and interagency coordination to better target existing programs and resources are required to complement the proposed land use regulations.

The separate analysis of baseline data describing the characteristics of people living in the Eastern Neighborhoods, housing market conditions in the neighborhoods, business activity and employment located there, and development trends that have influenced the land use and socioeconomic characteristics of this part of the City documents existing needs, many of which would persist with or without the change in land use regulation represented by the rezoning. This analysis can be used to explore other policy options and implementation strategies to broaden the scope of the area plans.

INTRODUCTION

Purpose of this Report

This report has a twofold purpose. First, the report presents a socioeconomic analysis of the proposed rezoning for the Eastern Neighborhoods. The topics of that analysis include implications for housing supply and for housing options in the Eastern Neighborhoods; housing market implications, including discussion of displacement of existing residents; implications for land use mix and neighborhood character; implications for PDR business activity and employment, for economic diversity, and for job opportunities in San Francisco, particularly jobs for unskilled, low-wage workers, and the economically disadvantaged. The approach of the analysis is to compare conditions under the proposed rezoning to what would otherwise be expected if there were no rezoning and recent market trends and development patterns persisted.

The priority policies of San Francisco's General Plan—the master plan for guiding private development and allocating public resources to fulfill a common vision for the future—demand consideration of these topics. Specifically, the relevant priority policies are:

- Conserve and protect existing housing and neighborhood character to preserve the cultural and economic diversity of our neighborhoods;
- Preserve and enhance the City's supply of affordable housing;
- Maintain a diverse economic base by protecting industrial and service sectors from displacement and enhance future opportunities for resident employment and ownership in these sectors; and
- Preserve and enhance neighborhood-serving retail uses and future opportunities for resident employment in and ownership of such businesses.

Focusing on these concerns, the socioeconomic analysis of the proposed rezoning thereby provides the community, City staff, and decision-makers with a basis for refining proposed land use regulations during the on-going community planning process, to better achieve agreed upon goals.

The second purpose of this socioeconomic analysis is to describe existing conditions and trends for land use and development patterns, housing, population, business activity, and jobs in the Eastern Neighborhoods. This assessment provides baseline information to inform on-going community planning efforts, documenting existing needs in the Eastern Neighborhoods—existing deficits in terms of housing and job options for people living in these areas and suitable location options for businesses. Both the Housing Element and the Commerce and Industry Element of San Francisco's General Plan establish City policy to meet these types of needs.

The analysis of existing conditions and trends also establishes the context in which the rezoning proposals seek to balance competing demands for land. The description of land use trends, development patterns, land use conflicts, and housing and land market pressures in the Eastern Neighborhoods provides an indication of what would be expected to continue in the absence of rezoning proposals, at the same time that it makes the case for revising land use policies and zoning to better manage growth and change in this part of the City.

There are two things the analysis in this report is not. The report is not a needs assessment for community facilities and services in the Eastern Neighborhoods. In a separate effort, the Planning Department is evaluating existing needs and the impact of growth on the need for transportation, public protection, health care and human services, libraries, schools, child care, parks, open space, recreation, and neighborhood shops and services. The existing conditions and trends data analysis presented in this socioeconomic report provides important baseline information for use in that community needs assessment and in the public benefits proposals that will be proposed for adoption in concert with the Eastern Neighborhoods area plans and zoning controls.

This report is also not the environmental impact analysis of the proposed Eastern Neighborhoods rezoning, although the socioeconomic evaluation does present the type of data and analysis typically found in the Housing, Population, and Employment sections of an environmental impact report (EIR) in San Francisco. This report presents a greater depth and breadth of socioeconomic information than generally expected in EIRs, however. This analysis will form the basis for the relevant chapters of the Eastern Neighborhoods EIR.

This analysis is one of several consultant studies and staff and task force efforts that inform the community planning process and ultimately the resultant area plans, permanent zoning, benefits package, and implementation strategy for the Eastern Neighborhoods. Other inputs to the planning process include:

- Eastern Neighborhoods community needs assessment
- Eastern Neighborhoods public benefits package
- Supply/Demand Study for Production, Distribution, and Repair (PDR) in San Francisco's Eastern Neighborhoods
- Eastern Neighborhoods Environmental Impact Report
- Eastern Neighborhoods Community Health Impact Assessment (Department of Public Health)
- Findings and recommendations of the San Francisco Arts Task Force
- Findings and recommendations of the Back Streets Advisory Board
- Findings and recommendations of the Bioscience Task Force

- San Francisco's Economic Strategy (Mayor's Office of Economic and Workforce Development)
- Coordination with the Mayor's Office of Housing

The focus of this socioeconomic analysis is the land use regulation represented by the rezoning proposal. Land use regulations guide development patterns and the mix of uses in the City by defining the locations of allowed uses and the form and density of new development and by establishing controls on the demolition or conversion of existing buildings and uses. Land use regulations influence land value by conferring or limiting development rights on land parcels. Changes in land use regulations can be used to produce incentives to stimulate the private market to contribute to socially desirable objectives, such as producing affordable housing and preserving historic resources or open space.

Land use regulation is only one tool for achieving a city's goals and objectives for economic vitality, social equity, and environmental quality, however. Other tools include resource allocation through the annual budget process that prioritizes programs for workforce and business development, public protection, social services, housing, and education; public capital investment decisions; pricing policies implemented through taxes, fees, and other exactions; streamlining administrative procedures to encourage desired outcomes; and imposing performance standards on new development. Ultimately, the area plans could identify the full range of tools and interagency coordination that would be applied to achieve community goals for managing growth and change and improving existing conditions in the Eastern Neighborhoods.

Background on the Eastern Neighborhoods Planning and Rezoning Effort

For over a decade, the Eastern Neighborhoods have experienced some of the City's most dramatic changes in terms of land use, housing stock, population, and employment. These areas have been the focus of intense public policy debates over several different types of needs and appropriate tools to meet those needs: to manage industrial land conversion, to increase housing development potential, to increase affordable housing production, and to expand and improve housing options and job opportunities for existing residents, many of whom are economically disadvantaged.

There are about 1,500 acres of developable land (land area exclusive of streets, alleys, and other public rights-of-way) in the Eastern Neighborhoods that are the subject of the proposed area plans and rezoning (Central Waterfront, East SoMa, the Mission, and Showplace Square/Potrero Hill)—seven percent of the City's land supply. Most of this land is zoned for industrial, heavy commercial, and home and business service use (the latter limited to the South of Market areas). The businesses that find the location options in these traditionally "industrial" districts optimal

for their location needs are an important component of San Francisco's economic diversity—supporting economic base sectors in the City, providing needed goods and services to other local business activity and to resident consumer markets, and providing important job resources for the local labor force. Production, distribution, and repair land use (land area used by PDR business activity) is the predominant land use in the Eastern Neighborhoods, representing 36 percent of the citywide PDR land use. Adding adjacent Western SoMa, these areas combined account for 40 percent of citywide PDR land use. Bayview / Hunter's Point is the other part of the City where PDR is a dominant land use.

Land use regulations are more relaxed in these industrial and heavy commercial districts than they are in most other parts of San Francisco. Therefore, while these areas are uniquely attractive to what San Francisco has labeled production, distribution, and repair business activities, under the right market conditions, development in these areas of market-rate housing and other uses that represent higher land values threatens the integrity and function of a land supply that, once converted, is unlikely to be recovered for its original use.

Other parts of the Eastern Neighborhoods are zoned for residential and neighborhood commercial use. The Mission, South of Market, Potrero Hill, and Dogpatch in the Central Waterfront are some of the oldest residential neighborhoods in San Francisco and have provided important affordable housing supply for working class households and newcomers to the City, including many immigrants.

In the face of marked increases in development activity and private investment in these areas, the Eastern Neighborhoods Community Planning process began in January 2002. The Planning Department analyzed development trends; researched production, distribution, and repair business activity; and convened community workshops. The Planning Department published zoning alternatives for subareas of the Eastern Neighborhoods, focusing on land use designations and height controls in 2003 (*Community Planning in the Eastern Neighborhoods: Rezoning Options Workbook*). The EIR process was initiated, and interim controls were adopted to stabilize the areas while the analysis was completed (*Resolution 16727, Eastern Neighborhoods Policies*).

To better understand the issues associated with managing growth and land use change in this part of the City, in 2004 when the interim controls were adopted, the Planning Commission and the Board of Supervisors requested a socioeconomic report on the Eastern Neighborhoods. The PDR study—*Supply/Demand Study for Production, Distribution, and Repair (PDR) in San Francisco's Eastern Neighborhoods* (Economic & Planning Systems, April 2005) and this socioeconomic analysis are the products generated in response to that request.

Initially, the socioeconomic analysis was to focus on Option B from the 2003 *Rezoning Options Workbook*, representing the middle ground among options for promoting housing and stabilizing PDR land in the Eastern Neighborhoods. After a hiatus, the community planning process has resumed and rezoning proposals (as well as more robust area planning proposals) have evolved since publication of the 2003 *Rezoning Options Workbook*. In the interest of providing more relevant and timely analysis, the socioeconomic analysis evaluates land use and zoning proposals that incorporate elements of the most recent proposals presented by the Planning Department at community workshops in 2006. The proposals analyzed remain most closely related to Option B in the *Rezoning Options Workbook*. It is expected that more refined policies, zoning controls, and implementation strategies will emerge over the course of the next months of the planning process.

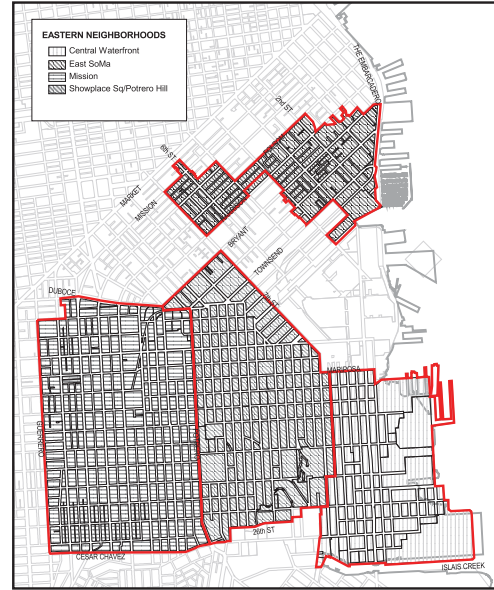
Notes on Geography

The planning area for this analysis

This report analyzes the following Eastern Neighborhoods: East SoMa, the Mission, Showplace Square/Potrero Hill, and the Central Waterfront (**Map 1**). The Central Waterfront—part of the Better Neighborhoods Program—is combined with the remaining Eastern Neighborhoods for this socioeconomic analysis and for the EIR. It is adjacent to Showplace Square/Potrero Hill and the proposed area plan and zoning controls address the same land use planning and economic issues at stake in the other Eastern Neighborhoods. Bayview/Hunters Point is part of the Eastern Neighborhoods planning effort but is not analyzed here because the planning and environmental review process were completed separately as part of a Redevelopment Plan adoption. Visitacion Valley is also now part of a joint community planning process involving the San Francisco Redevelopment Agency and the Planning Department.

Treatment of Western SoMa

Western SoMa was originally included with East SoMa as part of the South of Market planning area in the community-based rezoning effort for the Eastern Neighborhoods that the Planning Department initiated in 2002 (**Map 2**). During this process, community members in Western SoMa requested a separate community planning process. Therefore, no rezoning is proposed for Western SoMa at this time, while a citizens' taskforce develops a plan for Western SoMa. The analysis in this report includes data summaries for existing baseline Western SoMa housing, population, economic activity, and land use characteristics. The report also includes Western SoMa in the discussion of development trends. The report does not analyze potential rezoning in Western SoMa, but does give special attention to the characteristics of residents and businesses there.



Map 1
EASTERN NEIGHBORHOODS
PLANNING AREAS
SAN FRANCISCO PLANNING DEPARTMENT

Notes on Data Sources

The purpose of the socioeconomic data analysis in this report is to highlight similarities and differences between the neighborhoods and to compare the Eastern Neighborhoods as a whole to the rest of the City. For much of the analysis, indicators, rather than precise counts, are adequate and appropriate. This type of information is presented graphically (charts) as opposed to in tables.

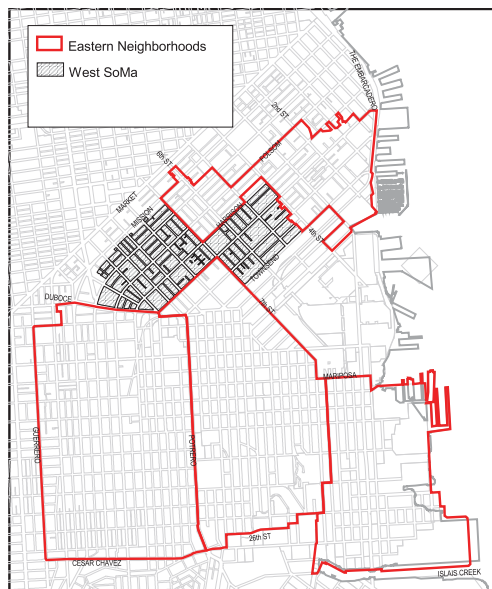
Much of the data describing the characteristics of residents and of the workforce are from the U.S. Census. Census data are the most reliable for small area analysis of housing stock, population, households, and workers by place of residence. Census 2000 is the most recent, reliable source of data for this type of analysis. Since 2000, the U.S. Census Bureau has produced updates of 2000 Census data with its American Community Survey (ACS). These updates of characteristics are only available at the geographic level of city totals, so they are not useful for an analysis that has subareas of the city as its primary focus. Moreover, the Census Bureau recommends using this ACS information (from a sample survey) to compare changes in characteristics over time, using relative measures as opposed to absolute quantities.

Use of 2000 as a baseline for much of the demographic analysis is not invalidated by the fact of what has occurred since then—especially the dot-com bust. Where possible, e.g., in describing job opportunities, unemployment, development trends, the housing market, and housing affordability, the analysis uses updated data.

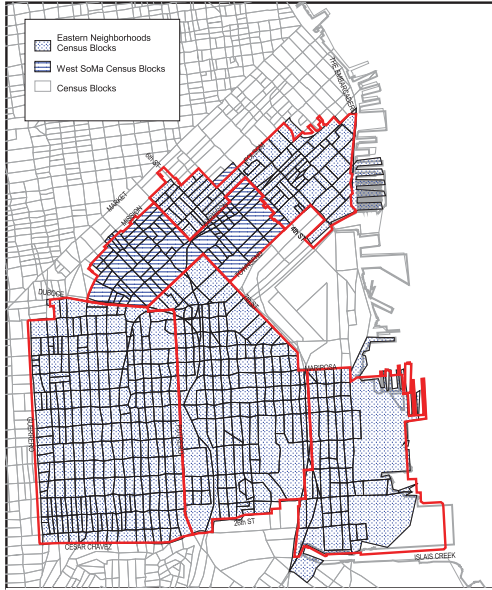
The boundaries for the detailed subarea analyses are necessarily defined by the smallest unit available from the relevant data sources—Census block or block group, zip code in the case of some market data and other City data summaries, and traffic analysis zone (TAZ) for small area projections. Although these data analysis boundaries are not coterminous with the planning areas, we have taken care to match the boundaries as closely as possible. The following maps show how analysis areas defined to summarize data from various sources align with the boundaries of the Eastern Neighborhoods:

- **Map 3** Eastern Neighborhoods and West SoMa: 2000 Census Blocks
- **Map 4** Eastern Neighborhoods and West SoMa: 2000 Census Block Groups
- **Map 5** Eastern Neighborhoods and West SoMa: Traffic Analysis Zones (TAZ)
- **Map 6** Eastern Neighborhoods and West SoMa: ZIP Code Boundaries
- **Map 7** Eastern Neighborhoods and West SoMa: MetroRent Boundaries

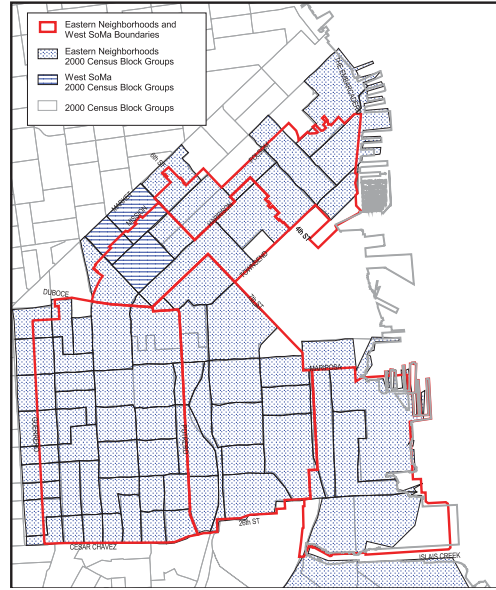
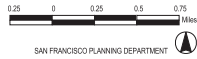
Data describing land use and the pipeline of development projects under review, approved, or under construction were provided by the Planning Department. Most of this data is current



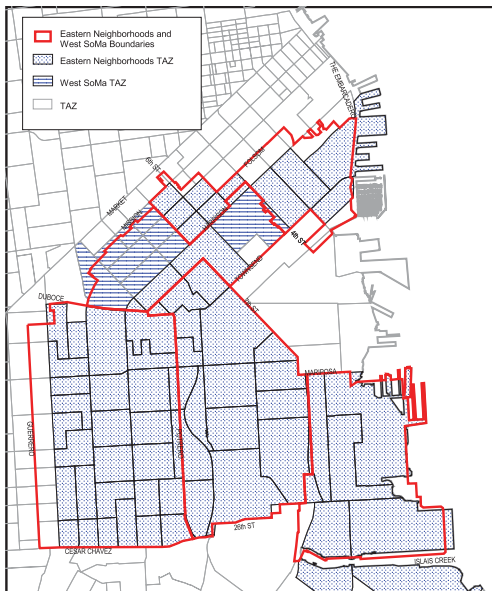
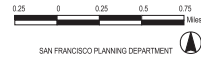
Map 2
WEST SOMA
AND EASTERN NEIGHBORHOODS
PLANNING AREAS
SAN FRANCISCO PLANNING DEPARTMENT



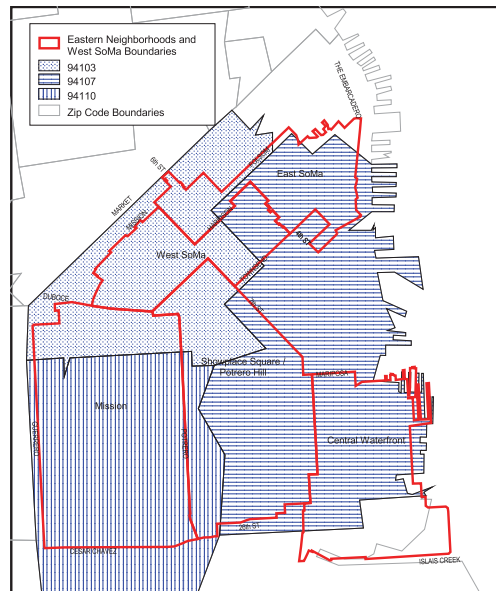
Map 3
EASTERN NEIGHBORHOODS
AND WEST SOMA
2000 CENSUS BLOCKS



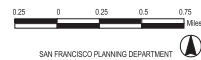
Map 4
EASTERN NEIGHBORHOODS
AND WEST SOMA
2000 CENSUS BLOCK GROUPS

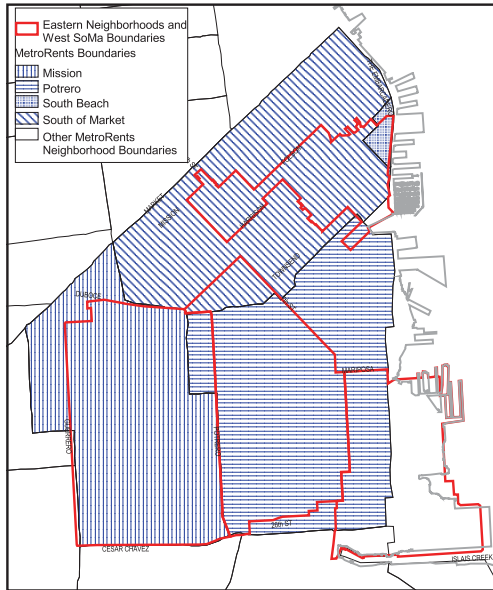


Map 5
EASTERN NEIGHBORHOODS
AND WEST SOMA
TAZ

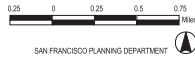


Map 6
EASTERN NEIGHBORHOODS
PLANNING AREAS AND WEST SOMA
ZIP CODE BOUNDARIES





Map 7
EASTERN NEIGHBORHOODS
PLANNING AREAS AND WEST SOMA
MetroRents Boundaries



through 2004 and 2005. Planning Department staff provided summaries for the geographic areas defined for the socioeconomic analysis.

Several reports have documented existing conditions and trends for PDR activity in San Francisco. In 2002, the Planning Department published *Industrial Land in San Francisco: Understanding Production, Distribution, and Repair*. That report expanded upon an effort undertaken in 1998—the *Citywide Land Use Study*—that described land use, economic activity, population and housing citywide with a focus on conditions, trends, prospects, and policy questions for the industrial areas. In April 2005, Economic & Planning Systems (EPS) produced an analysis for the Planning Department entitled *Supply/Demand Study for Production, Distribution, and Repair (PDR) in San Francisco's Eastern Neighborhoods*. The Planning Department also prepared estimates of existing (2000) and future (2025) PDR employment for the Eastern Neighborhoods that are the subject of the proposed rezoning (*Community Planning in the Eastern Neighborhoods: Rezoning Options Workbook*, February 2003, as revised in 2005 to be consistent with the neighborhood boundaries of the current rezoning proposal). The discussion of PDR activity in the Eastern Neighborhoods in this report draws from these other analyses.

Organization of the Report

Following this introduction, the report begins with a summary of findings from the analysis of existing conditions and trends. The many findings describe the population and workforce living in the Eastern Neighborhoods, the housing supply and housing market conditions, the types of businesses and number and types of jobs located there, with a particular focus on production, distribution, and repair business activity. The findings conclude with a description of land use trends and how much land use conversion is proposed by the development pipeline of projects under construction, approved, or under review. The next section of the report outlines the goals and objectives of the proposed rezoning. The focus is on how changes in land use regulations would affect housing supply potential and the supply of land for PDR business activity. The text describes proposed land use districts and identifies land use regulatory options for increasing housing supply.

The socioeconomic analysis of the proposed Eastern Neighborhoods rezoning follows the description of the intent of the proposed land use regulations. That analysis brings up needs that the proposed rezoning cannot adequately address. Those housing and business and employment needs are identified in the next brief section, prior to a digest of other potential policy, program, and investment options that could be applied to improve the prospects for satisfying community planning goals for housing and jobs in the Eastern Neighborhoods.

The detailed data analysis of existing conditions and trends concludes the report. The analysis includes reference to General Plan Housing Element and Commerce and Industry Element policies and highlights where the needs described in those policy documents intersect with the particular characteristics and conditions in the Eastern Neighborhoods. The figures referenced in this section of the report (Figures 1-60) are not integrated with the text but appear as a group at the end.

An Appendix provides background on city and regional population and employment—existing conditions, recent trends, and growth prospects. The population and employment scenarios prepared by the Planning Department to quantify the implications of the rezoning options for growth in San Francisco through a 2025 planning horizon are also presented in the appendix.

FINDINGS OF THE SOCIOECONOMIC DATA ANALYSIS—WHY LAND USE POLICY CHANGE IS NEEDED TO BETTER MANAGE GROWTH AND DEVELOPMENT IN THE EASTERN NEIGHBORHOODS¹

Who lives in the Eastern Neighborhoods?

- About 70,000 people—10 percent of the City's population—live in the Eastern Neighborhoods. Most of these people (70 percent) live in the Mission.
- Among the Eastern Neighborhoods, children are concentrated in the Mission and Showplace Square/Potrero Hill, while the older population is concentrated in the Mission and East SoMa.
- The Eastern Neighborhoods have a greater racial and ethnic mix than the City overall, and the mix varies among neighborhoods. Almost 30 percent of the City's Latino residents live in the Eastern Neighborhoods, almost all (90 percent) of them live in the Mission—an established Latino cultural hub for San Francisco and the entire Bay Area.
- As is the case citywide, a high percentage of the people living in the Eastern Neighborhoods were born outside the United States.
- The foreign-born in the Eastern Neighborhoods are less likely than the foreign-born elsewhere in the City to have attained citizenship status. One in eight foreign-born non-citizen residents of San Francisco lives in the Mission.
- A high percentage of the people living in the Eastern Neighborhoods do not speak English at home. One third of native Spanish-speakers who have difficulty speaking English live in the Mission.
- The full spectrum of education levels is represented among adults living in the Eastern Neighborhoods, but a relatively large segment of the adult population has not graduated from high school.
- The mix of household types in the Eastern Neighborhoods is diverse and is remarkably similar to the overall mix of household types in the City.
- The concentration of SRO residential hotels, live/work units, loft housing, and new construction of smaller units South of Market explains much of the mix of household types in that area. Families and larger households occupy the larger units in flats, older apartment buildings, single-family houses, and public housing in the Mission and Potrero Hill areas. New live/work and loft housing began to predominate in the Central Waterfront in the late 1990s, attracting new residents and more smaller households.
- Four of every five households in the Eastern Neighborhoods are renters.

¹ These findings are supported by the detailed data analysis presented in this report beginning on page 47.

- Existing housing does not adequately meet the needs of families and larger households. The Mission, claiming more than half of the Eastern Neighborhoods housing stock, shows the greatest mismatch between housing type and housing need.
- Most households in the Eastern Neighborhoods are small, but a disproportionate share of the City's large households also live in the Eastern Neighborhoods—many in overcrowded housing units.
- The *Housing Element of the General Plan* identifies overcrowding as one of several "troublesome effects" of high housing costs in San Francisco and evidence of the need for more affordable housing. These households, most of which are renters, have a set of housing needs that are difficult to meet in San Francisco. Older housing stock in the Eastern Neighborhoods has provided housing options for large families or groups of individuals who need to share housing expenses. If housing market pressures and gentrification result in displacement for these households, suitable housing substitutes are extremely limited. Among possible results are: even more over-crowding, having to find even more money to pay for housing thereby reducing resources for other household needs or requiring more hours worked to increase household income, relocating to a more affordable housing market, or, in some cases, homelessness.
- Single-parent families as well as very large households that are renters in the Eastern Neighborhoods are particularly vulnerable to displacement. These types of households have housing needs that are not easily satisfied in San Francisco—lower-cost housing and units with more than two bedrooms.
- The full spectrum of household incomes is represented in the Eastern Neighborhoods. Lower income households are concentrated in the Mission and East SoMa.
- The poverty rate in the Eastern Neighborhoods is substantially higher than the poverty rate for the city as a whole. Across all age groups, the Eastern Neighborhoods house a disproportionate share of the city's poor. The concentration is most marked for children—almost 20 percent of the children living in poverty in San Francisco live in the Eastern Neighborhoods.
- Poor families are likely to live in overcrowded conditions; poor families and the elderly have the least resources to fall back on when faced with unexpected eviction or displacement.
- Renter households bear a higher housing cost burden than do owners. Housing cost burdens in San Francisco are particularly high for lower-income newcomers and new households, such as immigrants, young entry-level workers, artists, and students, as well as for existing residents who become unemployed or find themselves in the housing market not by choice but because they are displaced from their household and former housing unit.
- The Eastern Neighborhoods and the City overall are home to many households that have moved recently.

What are the characteristics of the housing stock in the Eastern Neighborhoods and how has the housing inventory changed over time?

- Through the first part of 2000, new residential development was concentrated in selected locations in the Eastern Neighborhoods—in East SoMa and the Central Waterfront. The total housing inventory is considerably larger in both the Mission and Showplace Square/Potrero Hill neighborhoods, and more than half of the units in those neighborhoods are old. Although there were additions to the housing stock during the 1990s, new housing shows as a relatively small percentage of the total in these Eastern Neighborhoods. New development has been concentrated in subareas of these neighborhoods, resulting in substantial localized change in land use and neighborhood character, and introducing a new housing market orientation.
- The existing housing inventory in the Eastern Neighborhoods includes important affordable housing resources—government subsidized housing, below-market-rate housing produced as a consequence of new market-rate development, and single-room-occupancy units in residential hotels.
- Historical development patterns, older building stock, and relatively lower land values have also enabled parts of these neighborhoods to retain a supply of lower-rent existing housing that remains a relatively affordable housing option for working class people, although statistics on over-crowding and rent burdens illustrate the lengths to which households must go to maintain even these options.
- Much of the new housing added in the City has been added in the Eastern Neighborhoods and in adjacent areas. This land use conversion and neighborhood transition are a critical part of the impetus for the proposed Eastern Neighborhoods rezoning.
- Live/work housing has transformed many scattered parcels and some entire blocks in each of the Eastern Neighborhoods. Planning Code provisions allowing live/work housing were originally intended to provide affordable, safe housing and studio space for artists and artisans. Developing live/work and loft housing became increasingly popular and profitable in the 1990s. The surge in new live/work units produced housing that was not affordable to working artists or to most San Franciscans. Furthermore, the new residential use was for the most part incompatible with nearby existing uses—primarily production, distribution, and repair businesses.

Housing market conditions and housing affordability

- Housing prices in San Francisco are among the highest in the region, and market-rate housing is not affordable to most existing San Francisco households. High housing prices contribute to out-migration to more affordable locations and limit the housing options for newcomers and other first-time buyers who would prefer centrally-located housing near the largest number of job opportunities.
- New market-rate housing added in the Eastern Neighborhoods is beyond the reach of most existing households; strong demand relative to supply keeps prices for existing housing out-of-reach of most existing households, as well.

- Rental housing remains somewhat more affordable than for-sale housing, but listing rents are high relative to the incomes of existing households.
- A shortage of affordable for-sale housing contributes to evictions and housing hardship for many evicted renters.

Workforce characteristics and the types of jobs held by workers living in the City

- Since 2000, the decrease in job opportunities has resulted in higher unemployment in San Francisco as well as a decrease in the number of people in the labor force—as people have either moved out of the City or have dropped out of the labor force—and a decrease in the number of City residents employed.
- Labor force participation is relatively high in the Eastern Neighborhoods, and the unemployment rate is higher than the citywide average.
- Although the City's labor pool overall is highly-educated, among potential workers in the Eastern Neighborhoods, a higher than average percentage lack even a high school diploma.
- Most workers living in San Francisco also work in the City, and this pattern describes workers living in the Eastern Neighborhoods, as well.
- Growth in job opportunities elsewhere in the region as well as changes to the characteristics of the housing supply and of the labor pool living in that housing in the Eastern Neighborhoods have contributed to a decline in the percentage of Eastern Neighborhoods residents who also work in San Francisco.
- The educational attainment of the City's labor pool has a direct bearing on the employment status of the City's residents. The generally lower education attainment for some residents of the Eastern Neighborhoods translates to a higher proportion of workers in lower-wage jobs that do not require college degrees.
- A disproportionate share of the City's residents holding occupations with lower skills requirements and lower wages lives in the Eastern Neighborhoods.
- Trends in the employment status of Eastern Neighborhoods residents indicate changing employment opportunities in San Francisco, as well as change in the composition of the labor force with the influx of new, market-rate housing. The percentage of workers employed in management, professional, technical, sales, and administrative support occupations has increased citywide and in the Eastern Neighborhoods, as economic growth is concentrated in the sectors employing these people. During this period, the number of residents employed in construction, maintenance, production, and transportation occupations declined throughout the City and in the Eastern Neighborhoods.
- A relatively high percentage of workers living in the Eastern Neighborhoods have low earnings and work in low-wage occupations. The households that rely on the earnings of these workers are among those households that have the most difficulty affording housing in San Francisco.

- A disproportionate share of the City's residents working in lodging, food, and personal services sectors, in repair and construction sectors, and in the information sector lives in the Eastern Neighborhoods.
- A high proportion of workers living in the Eastern Neighborhoods rely on sectors where work is seasonal and low-paying. Others work in sectors that provide entry-level options with more opportunities for advancement.

What types of businesses and how many jobs are located in the Eastern Neighborhoods?

- There are about the same number of people working in the Eastern Neighborhoods as live there.
- Although production, distribution, and repair (PDR) businesses employ the most people in the Eastern Neighborhoods, business activity in the Eastern Neighborhoods is almost as diverse as business activity in the rest of San Francisco.
- The Eastern Neighborhoods are the parts of the City that have land zoned for industrial uses and relatively permissive land use regulations. The result is an inventory of land and building space that has traditionally accommodated businesses favoring relatively low density building types, open yards for storing vehicles and equipment, low space costs, and separation from uses that are not tolerant of 24-hour operations, lights, noise, and truck traffic. In addition, the building space and locations have served an important "incubator" function in San Francisco's land use system—providing a foothold in the city for new industries, start-up businesses, and artistic endeavors that are important to the dynamics and vitality of the City's economy.
- PDR businesses employ San Franciscans: they provide jobs for an immigrant labor pool, for workers who do not speak English well and lack higher education in the U.S.
- PDR businesses offer entry-level jobs with upward mobility: on-the-job training and opportunities for advancement as skills develop.
- PDR business are located throughout the Eastern Neighborhoods and in Western SoMa and Bayview/Hunter's Point.
- Flexibility is a key characteristic of buildings used by PDR businesses and there is considerable variation in the sensitivity of PDR businesses to the costs of space.
- PDR businesses benefit from locating in clusters.
- The prospects for PDR business activity in the City are good assuming affordable, flexible space is available in suitable locations.

Examination of land use trends and development proposals

- Land use in the Eastern Neighborhoods reflects the area's history as one of the first locations for dense urban development in the growing City. A large portion of the land area used by PDR businesses in San Francisco is in the Eastern Neighborhoods. PDR land represents the largest single use of land in the planning area—about 40 percent of total land area.
- The current development pipeline is emblematic of the longer-term land use transitions within the City's land use system. Real estate market factors continue to favor new development in the former industrial areas of the Eastern Neighborhoods. Approved projects and development proposals convert industrially-zoned land and PDR building space to residential use with associated smaller amounts of retail, office, and institutional development.
- The pipeline of potential new residential development in San Francisco remains at near-record-high levels.
- Non-residential space in the development pipeline includes space in mixed-use projects and space in solely non-residential projects.
- Most of the loss of existing space as a result of development proposals is loss of PDR space. Overall, one-quarter of the residential and mixed-use projects in the Eastern Neighborhoods would displace PDR space.

GOALS AND OBJECTIVES OF THE PROPOSED REZONING FOR HOUSING AND JOBS

The proposed rezoning balances competing demands for land.

There are two primary objectives of the proposed rezoning: increase housing development potential in distinct mixed-use and residential districts in the Eastern Neighborhoods and provide a secure and predictable land supply for production, distribution, and repair businesses and other emerging business activities that depend on relatively lower-cost building space.

San Francisco's constrained land supply requires on-going reassessment of land use patterns and land use policies to best address competing needs for land and development capacity. To accommodate housing demand in San Francisco and increase efforts to meet needs for more affordable housing, attention turns to the industrial land in the Eastern Neighborhoods where conversion of industrial land to residential use could add significantly to housing development potential in the City. The Eastern Neighborhoods offer the potential for programming large numbers of units with lower marginal costs than infill projects in existing residential neighborhoods. Some areas of the City have already been converted from industrial use to residential districts—Rincon Hill, South Beach, Mission Bay. *Ad hoc* conversion to residential use has been underway in parts of the Eastern Neighborhoods for several years.

While adding to San Francisco's housing supply, these development trends under existing zoning have at the same time eroded the capacity of the Eastern Neighborhoods to provide affordable housing. Strong demand relative to supply increases prices and rents for existing housing in these areas. Competition for land from higher value uses that are not prohibited by existing zoning—including market-rate housing and large-scale retail and office use—has converted existing land resources and increased land values in the Eastern Neighborhoods, thereby reducing the availability of land for producing lower-priced and affordable housing.

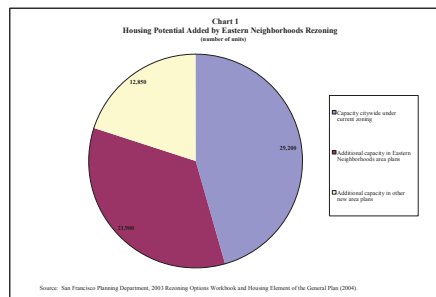
The encroachment of new market-rate housing in the City's remaining industrial districts, combined with competition for land and building space from other higher-rent-paying uses that are permitted in industrial districts, has also contributed to loss of affordable space for production, distribution, and repair business activity in San Francisco and the loss of these types of jobs in San Francisco.

Furthermore, planners, policy-makers, and the community acknowledge the importance of retaining the "incubator" function of industrial districts. Such districts typically offer location options for businesses that have limited ability to pay for building space. These can be PDR businesses or new, emerging economic activities that are to be encouraged because they offer prospects for growth in economic activity and jobs and contribute to the economic diversity of

the City. In San Francisco, recent analysis has identified "digital media" companies, "clean technology" companies, and life sciences companies as particular targets for economic development efforts. Retaining existing PDR business activity and supporting new business growth depends on establishing new zoning districts for PDR-only-type business activity and promoting PDR space in mixed-use development.

Proposed land use districts and zoning controls increase housing supply potential and more carefully define the location, intensity, and character of space for business activity in the Eastern Neighborhoods.

The proposed Eastern Neighborhoods area plans and rezoning would almost double the housing development potential in San Francisco (Chart 1). Under existing zoning, infill sites throughout the City that are suitable for residential development have the potential to provide an additional 29,000 units.² Estimates prepared by the Planning Department indicate that the proposed



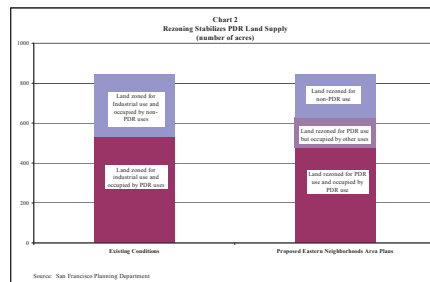
rezoning would increase the housing development potential in the Eastern Neighborhoods by almost 22,000 units, representing more than six times the potential otherwise available in these areas under existing zoning (about 3,500 units).³ Additional housing supply in other new area

² This estimate includes 6,000 units at Mission Bay and 1,600 units at Hunters Point Shipyard. It also includes about 3,500 units that could be added in the Eastern Neighborhoods under existing zoning.

³ This estimate is based on analysis presented in the 2003 *Rezoning Options Workbook* for Option B (page 121) and in the *Housing Element of the General Plan* (May 13, 2004), pages 83 - 102. In addition to new housing

plans would add another 13,000 units to the City's housing potential. Together, these land use plan and zoning changes would increase housing development potential in San Francisco to about 64,000 units.

While increasing the housing supply potential in proposed mixed use and residential zoning districts in parts of the Eastern Neighborhoods, the proposed rezoning would also establish other districts to provide a land supply reserved for PDR business activity. Under existing conditions, almost 40 percent of the land area zoned for industrial, heavy commercial, and home and business services is occupied by other uses—primarily housing office, and retail—while 60 percent is occupied by PDR uses (Chart 2). Under the proposed rezoning, almost all of that land occupied by PDR uses would be rezoned to exclude office, retail and residential use. In addition, the potential PDR land supply would include land now occupied by other uses but where new zoning and land use controls would support transition to PDR business activity. About one-quarter of the existing industrially-zoned land supply in the Eastern Neighborhoods would be rezoned for other uses, primarily to increase the housing supply potential, as described above.



potential in the Mission and Showplace Square/Potrero Hill areas, the estimate for the Eastern Neighborhoods includes Central Waterfront housing development potential. All South of Market housing development potential is included in the estimate since most of that would be in East SoMa. Housing development potential added through other planning efforts (Market Octavia, Balboa Park, South Bayshore, and Vistacion Valley) are included in the estimates of supply added in other new area plans.

This new land use template for the Eastern Neighborhoods requires new permanent zoning classifications in parts of the Eastern Neighborhoods currently zoned for industrial use. This covers areas of the Central Waterfront, Mission, East SoMa, and Showplace Square/Potrero Hill neighborhoods that have C-M, M-1, or M-2 zoning. East SoMa's existing home and business service zoning districts (SLI, SSO, RSD, and SLR zoning—already mixed-use in intent) would be refined. In addition, existing residential enclave zoning and neighborhood commercial zoning would be reinforced and expanded there. Large areas of residential zoning in the Mission and Showplace Square/Potrero Hill would remain essentially unchanged. Neighborhood commercial zoning would be strengthened in the Mission and expanded in Showplace Square/Potrero Hill. For comparison to the proposed rezoning, **Box 1** on the following page outlines the use limitations under existing industrial, heavy commercial, and home and business service zoning districts in the Eastern Neighborhoods. The objectives and specific features of the new zoning classifications are summarized below.

Mixed-use Residential Districts

These zoning district would promote high-density housing and a flexible mix of smaller neighborhood-serving retail and commercial uses, appropriate for development to take advantage of major transit investments. Restrictions on the size of non-residential uses would prohibit the development of large-scale retail and office uses. In the new area plans and implementing zoning amendments, specifics of building size and residential density controls would be tailored to existing conditions and to appropriate future development patterns in each neighborhood. A large Mixed-use Residential district is proposed in the Central Waterfront along Third Street and Tennessee Street. A majority of East SoMa will become Mixed-use districts.

Employment and Business Development/PDR Districts

These districts would establish more restrictive non-residential zoning to replace industrial districts where currently almost all uses are permitted as of right or conditionally (see **Box 1**). This zoning would encourage conservation of the existing building stock to retain appropriate space in appropriate locations for production, distribution, and repair business activity. There would be controls on demolition of existing industrial space, and new construction would be limited to PDR space—space suitable for a variety of types of businesses but in which large-scale office or retail uses would not be allowed. Incubator space for businesses, including PDR businesses that can afford the higher cost of new development, is envisioned. Compared to existing zoning, this designation would be more restrictive because there would be more stringent controls on office, retail, and housing development: housing would be prohibited, and only small office and retail uses would be allowed.

BOX 1 EXISTING ZONING IN THE EASTERN NEIGHBORHOODS			
Zoning Districts	Permitted Uses	Conditional Uses	Uses Not Permitted
C-M Commercial	Wholesale, storage, light manufacturing, retail, office, assembly and entertainment, minor auto and other repair, other home and business services, auto sales and rental, group housing, residential care, clinic, social services, child care, school.	Dwelling units, hotel/motel, hospital/medical center.	Major auto repair, building materials and contractor's equipment storage, auto wrecking.
M-1 Light Industrial	Manufacturing, wholesale, storage, retail, office, assembly and entertainment, auto and other repair, other home and business services, auto sales and rental, residential care, clinic, social services, child care, school.	Dwelling units, group housing, hospital/medical center, residential care, hotel/motel, auto-wrecking.	Junkyard.
M-2 Heavy Industrial	Manufacturing, wholesale, storage, retail, office, assembly and entertainment, auto and other repair, other home and business services, auto sales and rental, clinic, social services.	Dwelling units, group housing, hotel/motel, auto-wrecking.	Hospital/medical center, residential care, child care, school.
RSD Residential/Service Mixed Use	Retail, general commercial, home and business services, arts activity, work space of design professionals, light industrial, wholesale sales, auto repair and service, parking, dwelling units, SRO units, live/work units with arts or other permitted use, child care, school.	Group housing, residential care, assembly and social service, office or live/work units in historic buildings, live/work units with conditional use, vehicle tow service.	General office, hotel, movie theatre, nighttime entertainment, adult entertainment, heavy industrial, open lot vehicle storage, hospital/medical center, all other live/work units.
SLR Service/Light Industrial/Residential	Retail, general commercial, home and business services, arts activity, work space of design professionals, light industrial, wholesale sales, auto repair and service, parking, dwelling units, SRO units, live/work units with arts or other permitted use, child care, school.	Group housing, residential care, assembly and social service, office or live/work units in historic buildings, live/work units with conditional use, vehicle tow service.	General office, hotel, movie theatre, nighttime entertainment, adult entertainment, heavy industrial, open lot vehicle storage, hospital/medical center, all other live/work units.
SLI Service/Light Industrial	Retail, general commercial, home and business services, arts activity, work space of design professionals, light industrial, auto repair and service, parking, open lot vehicle storage, live/work units with arts or other permitted use, child care, school.	Group housing, low-income housing, SRO units, residential care, assembly and social service, office or live/work units in historic buildings, vehicle tow service.	General office, hotel, movie theatre, nighttime entertainment, adult entertainment, heavy industrial, dwelling units (except low income), all other live/work units, hospital/medical center.
SSO Service/Secondary Office	Office, retail, general commercial, home and business services, arts activity, light industrial, wholesale sales, auto repair and service, parking, live/work units, SRO units, hospital/medical center, child care, school.	Dwelling units, group housing, residential care, assembly and social service, nighttime entertainment, vehicle tow service.	Open lot vehicle storage.

In these Eastern Neighborhoods, two areas for Employment and Business Development/PDR are proposed. This designation would cover most of the Central Waterfront, surrounding the new Mixed-use Residential district proposed on either side of Third Street north of 25th. The second area would cover some of what is now zoned for industrial use in the northeast Mission, extending across Potrero and Division to cover a few blocks in the Showplace Square/Potrero Hill neighborhood. In Showplace Square/Potrero Hill some blocks along 7th Street, between 17th and 18th Street along the old rail right-of-way, and along Pennsylvania south of 22nd Street would be designated for Employment and Business Development/PDR.

Urban Mixed-Use /Mixed Use PDR Districts

These mixed-use districts would encourage transitional development patterns between business and employment districts and predominantly residential neighborhoods, thereby buffering potentially incompatible land uses. By contrast to the other new districts, new development in these mixed-use districts would be expected to be a true mix of uses—combining new housing with smaller scale retail and commercial use and those types of production, distribution, and repair activities that can coexist with housing. Retail, office, and housing uses would be allowed, but non-PDR development would be required to also provide PDR space.

Mixed-use zoning is proposed for Showplace Square/Potrero Hill for the blocks south of 16th Street that border established residential neighborhoods and for the blocks along Seventh and Bryant Streets where Showplace Square/Potrero Hill meets Mission Bay and Western SoMa. This zoning is also proposed where similar conditions prevail in the Mission—for the blocks on the edges of the current industrial district, where on-residential land use transitions to residential, generally south of Mariposa and west of Showwell. These are areas that have already evolved to a place where there is a generally compatible mix of certain types of production, distribution, and repair activity and existing residential use or, in the case of Showplace Square/Potrero Hill adjacent to Mission Bay, have the potential to develop as that kind of district.

Design and Showroom District

This district is intended to protect the unique cluster of Showplace Square design-related PDR businesses and buildings. Intensive industrial uses and housing would be prohibited, and only small office and retail uses would be allowed. Protecting the existing building stock for showroom and related interior design PDR uses would be a priority in this district.

Arts District

The Arts District is proposed for a small area in Showplace Square/Potrero Hill to encourage uses that are compatible with and benefit from the presence of the California College of Arts. In

addition to PDR (especially arts activities and design-related PDR), only small office and retail uses and institutional-related student housing would be allowed. Any non-student housing would be required to provide art-PDR space.

East SoMa Mixed-use Districts

The original proposal for rezoning in East SoMa (Option B in the 2003 *Rezoning Options Workbook* that resulted from community planning workshops in 2002) would have designated almost all of East SoMa Mixed-use Residential. There would also be neighborhood commercial zoning on transit-oriented street frontages. As described above, the Mixed-use Residential district would support expansion of high density housing while at the same time promoting a mix of smaller-scale non-residential uses consistent with retaining the existing mix of building space and business activity.

The revised proposal for East SoMa translates the existing zoning articulated in the *South of Market Plan* adopted in 1990—Service Light Industrial (SLI), Service Secondary Office (SSO), Residential Service (RSD), and Residential Enclave Districts—to a more refined set of mixed use zoning designations. The specifics of the proposed new controls encourage housing development, make small office development easier in appropriate locations, and require new development to also provide PDR space in other locations. In addition, the underlying industrial zoning for the Rincon Point/South Beach Redevelopment Area is proposed to be changed to be consistent with the mixed-use, high-density residential neighborhood that has been built there, and the Ballpark Vicinity Special Use District controls would be incorporated in the proposed East SoMa land use controls.

Consistent with the South of Market planning framework outlined in Option B of the *Rezoning Options Workbook*, the result for East SoMa is a rezoning proposal that encourages more higher density housing within a matrix of designations that both support retention of PDR business activity and encourage smaller scale mixed-use development. To add more housing supply potential in East SoMa, the proposed rezoning increases height limits for housing in certain locations and eliminates existing parcel-based density controls on the number of dwelling units allowed.

Land use policies and zoning to increase housing supply and address housing needs

To date, the community planning process and Planning Department staff efforts have identified a number of regulatory options to increase housing production in rezoning the Eastern Neighborhoods. While increasing housing supply potential overall is an important objective of the rezoning, regulatory options for housing production put a special emphasis on affordable housing and on housing for families, because of both citywide needs and the particular needs of

the people already living in the Eastern Neighborhoods. Because the area plans continue to evolve, this analysis lists generically the types of options under consideration, focusing on those options related to land use regulation. (Other program and investment options to assist in meeting these goals and objectives are discussed after the evaluation of the proposed rezoning.)

In conjunction with the Mixed-use Residential, Urban Mixed-use, and East SoMa zoning districts described above, the following land use regulatory tools could be implemented:

- Eliminate conditional use requirements for housing,
- Increase height limits for housing in certain areas,
- Eliminate residential density maximums that set a limit to the number of units that can be developed on a parcel using ratios of units to lot size,
- In transit-rich areas, revise residential parking requirements to eliminate the minimum parking requirement of one space per dwelling unit,
- Prohibit live/work development,
- Target new units, especially below-market-rate units, to families and larger households by requiring a minimum number of bedrooms for a percentage of units in larger housing development projects,
- Identify areas where only affordable housing would be allowed,
- Where new zoning regulations have increased by-right development potential, require a higher percentage of affordable housing than otherwise required through the City's Inclusionary Affordable Housing Program, and
- Require off-site inclusionary affordable housing to be built within the same plan area in areas designated for housing,
- Increase the incentives to build affordable housing on-site (2006 amendments to the Inclusionary Affordable Housing Program require that 20 percent of total units be below-market-rate if provided off-site and reduce that percentage to 15 percent of the total for below-market-rate units provided on-site).

How the proposed rezoning would work in each of the Eastern Neighborhoods

Central Waterfront

The proposed rezoning for the Central Waterfront would build on the established character of a mixed use working neighborhood. Proposed land use districts would establish controls designed to preserve land and buildings for production, distribution, and repair uses, especially south of 23rd Street by limiting options for competitive uses, restricting demolition and conversion, and requiring replacement PDR space. The proposed mixed use residential district extending north of 25th Street between Tennessee and Illinois, encompassing most of the blocks on either side of Third Street and Tennessee would encourage housing. This zoning district is very flexible—

allowing a mix of residential, retail, and commercial uses; it would not require PDR as part of new development. The rezoning would significantly expand the supply of land zoned to accommodate residential development to the north and south of the existing Dogpatch neighborhood. The mixed use residential areas emphasize higher-density development centered on the new transit nodes along Third Street.

East SoMa

The rezoning proposal for East SoMa emphasizes higher density housing, neighborhood-serving ground floor retail space, and smaller scale commercial and office uses. The proposed zoning would retain service-light industrial, service-secondary office, and residential-service districts, with neighborhood commercial uses encouraged along transit corridors. The zoning is intended to support a development pattern consistent with proximity to downtown and investment in east-west and north-south transit corridors through East SoMa. Height limits would be increased on major streets to be consistent with the height of some existing newer buildings and to accommodate more housing while allowing for attractive and functional ground floor retail spaces in mixed use buildings.

Mission

The objective of proposed rezoning for the Mission is to support and protect the existing mix of uses and density of development. In the northeast corner of the Mission—in most of the Northeast Mission Industrial Zone—the proposed rezoning would introduce use restrictions and controls on demolition and replacement of existing space. Other changes in zoning would encourage mixed-use development on the edges of that employment and business development district, to provide a transition to the residential and commercial mixed use areas that predominate in the bulk of the Mission blocks. Housing development would be encouraged by appropriate zoning and changes in height limits along streets well-served by transit: Mission and Valencia. Height limits would be refined in some limited areas, to create incentives for new development where there are major development opportunity sites. The proposed rezoning would retain the density and character of existing residential areas and neighborhood commercial districts in the Mission.

Showplace Square / Potrero Hill

The emphasis of the proposed rezoning for Showplace Square/Potrero Hill is on mixed-use and residential infill, paired with requirements to provide new PDR space and prevent conversions of PDR space to residential use. Large scale office and retail uses would be prohibited. The blocks along 16th and 17th Streets would be expected to develop as a primarily residential neighborhood supported by neighborhood and transit-oriented commercial development along an upgraded 16th

Street transit corridor. To protect the renovated and re-used brick warehouse buildings and the showroom uses that occupy them, special restrictions would be imposed limiting incompatible uses in the design and showroom district. Arts and design-related PDR uses would be encouraged to take advantage of particular opportunity sites around the California College of Arts where this neighborhood borders Mission Bay.

IMPACTS OF THE PROPOSED REZONING FOR HOUSING, POPULATION, BUSINESS ACTIVITY, AND JOBS

This section of the report describes the impacts of the proposed rezoning from a socioeconomic perspective. Throughout, assessment is based on comparison of expected outcomes under the proposed rezoning to what would otherwise be expected in the absence of the rezoning. Generally, compared to a continuation of existing trends, the proposed rezoning would offer benefits in terms of housing choice and housing affordability. These benefits would accrue to newcomers as well as to existing residents. The proposed rezoning would also result in better long-term outcomes for most PDR businesses—a stable land supply with restrictions that limit development of incompatible uses. The result would be a more diverse economy providing more job opportunities for San Franciscans.

The analysis also indicates that land use regulation alone is not adequate to address the wide range of community planning goals. These include, among others:

- producing housing that the market does not easily provide—affordable housing for families, for large households, for artists, for low-income elderly and for disabled people;
- harnessing for the neighborhood the benefits of local-serving economic development;
- improving the employment and earnings prospects for the economically disadvantaged; and
- growing new businesses that offer a sustainable source of jobs and income for San Franciscans.

New financial resources, new programs, and interagency coordination to better target existing programs and resources are required to complement the proposed land use regulations.

Housing and Population

The proposed rezoning would result in more housing supply potential in the Eastern Neighborhoods and in San Francisco than would be the case under existing plans and zoning. This would mean more supply relative to demand and more housing choices for residents of the Eastern Neighborhoods.

There would be more housing development potential in San Francisco under the proposed rezoning than without it. Housing development potential in the Eastern Neighborhoods would increase by about 22,000 units, effectively doubling the housing development potential in San Francisco.

Proposed use districts and zoning controls would create certainty for residential developers and for neighbors by defining Mixed-use Residential districts where housing was permitted and large-scale non-residential uses were not permitted. Increased heights and elimination of dwelling unit density maximums would increase housing supply potential. Reduced parking requirements would lower housing development costs.

More housing supply potential also means more below-market-rate housing as a result of application of the recently amended Inclusionary Affordable Housing Program requirements to housing projects of five or more units. On-going refinements of the area plans are focusing on means to strengthen the application of the Inclusionary Affordable Housing Program in conjunction with the rezoning of the Eastern Neighborhoods.

With the proposed rezoning, there would be more housing supply potential to meet demand across a number of market segments. Generally, housing prices and rents for both new and existing housing, including vacated rental units, would be lower than would be the case with the more limited housing supply potential in these areas under existing zoning and continuation of existing market trends. Under the proposed rezoning, there would be less demand pressure to convert existing rental housing stock to relatively affordable for-sale housing. Under these less constrained market conditions, there also would be more housing options for newcomers. Furthermore, existing residents who have to find new housing would have more options for remaining in these areas of San Francisco than they would without the additional supply of both market-rate and affordable units. As evidenced by existing conditions and trends in the local housing market, strong demand and constrained supply focus market pressure on the older, existing housing stock in centrally-located residential neighborhoods such as the Mission and Potrero Hill. Low and moderate income residents who are displaced as a result, as well as low and moderate income newcomers, bear the financial and social costs of the resultant increase in housing values and market prices and rents.

The proposed rezoning would result in less displacement than otherwise expected in the face of continued demand for housing in San Francisco.

The Mission, Potrero Hill, Central Waterfront, and South of Market neighborhoods are the neighborhoods that have experienced some of the most extreme increases in housing prices for existing for-sale housing and for rental housing. Displacement of long-term, lower-income residents as a result of gentrification has been a particular concern in the Mission. Overcrowding of multi-generational households including families with children and displacement of these and other types of existing households have been among the costs of high demand for housing from people who can afford to pay more for housing and are attracted to these close-in neighborhoods. By adding housing supply potential in these neighborhoods, the proposed Mixed-use Residential

districts would provide a relief valve reducing these housing market pressures. The result would be less displacement than otherwise expected.

The proposed rezoning would better define the character of residential development in the Eastern Neighborhoods.

Under existing zoning moderate amounts of incremental, opportunistic residential development in industrial districts would be expected to continue. More large-scale retail or office uses would be likely on the edges of existing residential neighborhoods where site conditions were advantageous.

By providing definition where none now exists, the proposed rezoning would guide more intensive residential development to locations where conditions were amenable to full-scale neighborhood development, with complementary convenient retail stores and personal services. Requirements to also construct new PDR space in Mixed-use districts and prohibitions on housing development in Employment and Business Development/PDR districts would discourage the type of incompatible residential development that has been the pattern throughout much of the Eastern Neighborhoods. Existing residential districts in the Mission, Showplace Square, Potrero Hill and Central Waterfront would be strengthened, with the intent to limit new supply to compatible infill.

While the proposed rezoning would introduce new residential neighborhoods in former industrial districts resulting in a significant land use change over time, the full complement of new zoning districts would likely result in stronger residential character and neighborhood commercial character for both new and existing residential areas than would otherwise be the case.

The additional population accommodated by new housing would provide support for more local-serving retail and personal services in the Eastern Neighborhoods.

This would mean more support for both existing and new neighborhood businesses. Property owners would benefit from higher occupancy of ground floor space. There would also be new local business opportunities. Proposed zoning regulations would limit the scale of new development to smaller floor area development types. There would be more local shopping and personal service options and potentially more convenient, affordable options for existing residents than is currently the case.

Programs to support locally-owned or operated businesses, businesses that contribute to the cultural character of the area, and organizations and businesses that serve the needs of lower-income households may be required as part of a complementary plan—outside of land use regulations—to manage neighborhood economic development without a loss in valued neighborhood character in these transitioning Eastern Neighborhoods.

By rationalizing the land use mix in the Eastern Neighborhoods, the proposed rezoning would change some of the very land use conditions that have made it possible to provide large amounts of affordable housing there.

Relatively lower land values and a rougher mix of land uses than found in most other parts of the City have made parts of the Eastern Neighborhoods conducive to the production of lower cost housing. Prime opportunities have included rehabilitating older buildings with small units and developing high-density new development in pioneering residential locations. A potential cost of the proposed more rational set of use districts would be reducing such opportunities, particularly the options for new development sites.

In some parts of the Eastern Neighborhoods, current area plan proposals would require that increases in housing development potential conferred by the rezoning be restricted to affordable housing or to housing for families and other large households. Other proposals would identify parcels in mixed-use residential areas for permanently affordable housing. These could be public parcels or parcels otherwise acquired to be held in trust for affordable housing development. Substantial housing programming and financial resources above and beyond land use regulation would be required to realize the benefits of such proposals for affordable housing.

Business Activity and Employment

The proposed rezoning would reduce the land supply for PDR uses in the Eastern Neighborhoods. This would result in eventual displacement of existing PDR business activity and employment from those areas proposed to be rezoned Mixed-Use Residential.

Some of the PDR businesses on land not proposed to be zoned for PDR are “adaptive” and would continue to operate as they have, while development patterns would be expected to change around them. Some of these businesses own their facility. Others are compatible with a mix of uses and are willing to pay to retain their current location because the nature of their operations makes alternatives less desirable. These businesses are willing to pay more because they can pass on the higher costs of a more valuable location to their customers.

Over time, however, most existing PDR businesses on land not zoned for PDR would be expected to leave these areas as the real estate market would favor residential, retail, and other higher-value uses in those areas. Some would find suitable locations elsewhere in the City; others would relocate outside San Francisco. Still others would go out of business. Under existing zoning, this has been the trend in these Eastern Neighborhoods. The extent of displacement would depend primarily on how sensitive the business was to moving and other relocation costs.

Over the long-term, the rezoning proposal offers the possibility of more location advantages for PDR activity in San Francisco and therefore more PDR business activity and jobs than would otherwise be the case if there were no rezoning.

The rezoning would also establish Employment and Business Development districts/PDR and Mixed-Use districts where PDR use would be a priority. In those districts, the controls on demolition of existing PDR buildings and the requirement to replace PDR space, combined with prohibitions on residential, large retail, and large office development, would raise the costs associated with non-PDR development (compared to other locations) and would result in more retention of existing space and more development of new space targeting PDR uses than would otherwise be the case.

The proposed Employment and Business Development/PDR districts and Mixed-Use/PDR districts in the Eastern Neighborhoods are preferred to continuation of existing conditions in which PDR land supply is not stabilized and *ad hoc* incursions of incompatible and higher-value uses gradually undermine the characteristics that make these locations suitable for clusters of PDR businesses, resulting in displacement and the disruption of networks necessary for remaining business to thrive.

Over the longer-term, much existing PDR activity in the Employment and Business Development/PDR and Mixed-Use/PDR districts would be expected to remain. Furthermore, as their function and location advantages were established under the proposed rezoning, there would be increases of PDR activity in these districts.

Under the proposed rezoning, the heart of the Northeast Mission Industrial Zone, the Central Waterfront south of 25th, and Inner and Outer Bayview would be formalized as San Francisco’s PDR business districts. These districts, along with Western SoMa (depending on the outcome of the community planning process for that area), would become suitable locations for PDR businesses willing to relocate to remain in San Francisco, and they would become a location of choice for growing PDR business activity.

PDR businesses most likely to be displaced would be those not located on land to be zoned Employment and Business Development/PDR or Mixed-Use/PDR.

In any one sector such as manufacturing, wholesale trade, construction, repair, distribution, or transportation, the diversity of PDR activity in San Francisco includes businesses that cover a large tolerance range with respect to space and location preferences and sensitivity to space costs. Therefore, it is not possible to make definitive conclusions about displacement and particular sectors. Generally, however, high-value-added businesses (businesses that can charge a premium for their product or service, that customize their work to short product life-cycles) and businesses that have strong linkages to other sectors of the San Francisco economy, including

labor force needs, would be most likely to relocate within the City, either within these Eastern Neighborhoods or in other similar locations. Types of businesses most likely to relocate outside of San Francisco rather than take on higher costs of a San Francisco location include:

- Businesses that require large single-story warehouses or open yards,
- Businesses that produce or distribute commodity products or provide services that have numerous low-cost substitutes,
- Businesses that have relatively low transportation costs,
- Businesses for whom proximity to customers and suppliers is not as important as other aspects of operations,
- Businesses that are not reliant on short delivery lead times; and
- Businesses that serve a more regional market area.

There would be more local-serving business activity, employment, and job and business opportunities in the Eastern Neighborhoods under the proposed rezoning than otherwise expected.

Residential development of a certain critical mass would provide demand to support neighborhood retail, commercial, and personal services businesses in these neighborhoods. By contrast to a continuation of existing development trends, it is more likely with the proposed rezoning that non-residential development in the Eastern Neighborhoods would occur at a smaller-scale, as part of developing neighborhood commercial districts. Large-scale retail oriented to a broader regional market would not be permitted, and large-scale office uses would not be permitted. Under existing zoning, this type of development is not prohibited, and these uses would be expected to continue to develop in the Eastern Neighborhoods on larger, underutilized parcels.

The difference in the character and orientation of business opportunities and jobs in the Eastern Neighborhoods would likely result in more employment overall and a more diverse range of employment options in San Francisco. Many of the larger-scale uses prohibited in the Eastern Neighborhoods have other location options in the City.

As noted above, land use regulations are only a starting point for defining the orientation of economic activity. Business development programs and financial resources provided by public programs and non-profit agencies more than likely would be required to fully implement the intent of the rezoning for neighborhood economic development.

There are likely to be conflicts between the two goals of, on the one hand, providing appropriate land and buildings to accommodate PDR demand and, on the other hand, looking to these same use districts to provide location options for emerging industries targeted as part of an economic development strategy.

The Eastern Neighborhoods could be attractive locations for businesses that fall somewhere in the middle of a continuum between downtown office uses and production, distribution, and repair—businesses that often combine office and processing or production functions under one roof. Compared to traditional production, distribution, and repair businesses, these businesses are more likely to use high technology equipment and processes. Some of these businesses would fall within the PDR categories identified by the Planning Department. Others, particularly those more oriented to research and development, would not. The types of businesses identified by the Mayor's Office as key to future long-term economic development in San Francisco—biotechnology, digital media, and clean technology—are representative of those technological, knowledge-based sectors that pose some regulation questions for the proposed rezoning.

While some elements of the emerging industries may be appropriate for PDR land, others may have alternative location options and permitting them in Employment and Business Development/PDR districts or Mixed-Use/PDR districts would disrupt the particular character and threaten the traditional PDR activity that those districts are intended to accommodate.

New PDR space in the Eastern Neighborhoods might be just the type of incubator space that would jump-start a cluster of clean technology companies in San Francisco. New PDR space in the Eastern Neighborhoods might provide options for the small biotechnology start-ups that are not yet ready for Mission Bay's planned bioscience campus, where millions of square feet of research and development space are planned. Offering locations for smaller scale knowledge-based technology companies in new PDR space in the Eastern Neighborhoods would also provide a relief valve for the kind of demand pressure that displaced so many lower-rent-paying uses from existing space in these areas during the dot-com boom.

On the other hand, opening to technology companies districts that were established to provide a stable reserve of land and building space for PDR uses introduces the prospect of competition from higher-value uses, speculation, and displacement of PDR from those very districts. Land use definitions and regulations may not be adequate to distinguish businesses that would contribute to the incubator function of Employment and Business Development and Urban Mixed-use districts from those that have other location options and would undermine the particular intent of these districts.

Over the longer term, the stabilization of a PDR land supply would result in a more diverse economic base and potentially more job opportunities in a more diverse range of activities than otherwise expected without the rezoning.

Without rezoning, competition for land, incompatible land uses, and no regulation of demolition and displacement of PDR activity would result in an even less adequate supply of land and building space for PDR activities. With or without rezoning, there would be displacement of PDR businesses and some of those displaced businesses would relocate outside the City or go out of business.

This would mean some San Franciscans who have limited formal education or who are immigrants who do not speak English well would lose opportunities for local, higher wage jobs that offer good opportunities for advancement. Many of these people are existing residents of the Eastern Neighborhoods. Some workers would face a longer commute. San Francisco residents and businesses that rely on PDR services would experience longer delivery times or higher costs for PDR services. San Francisco residents and businesses would have fewer local options for PDR services and would either pay more for the local option or find an alternative provider elsewhere.

While these impacts of PDR job loss would be expected due to the proposed rezoning of industrial land for housing, the losses and resultant impacts would be similar under expected future conditions without rezoning. Furthermore, the proposed rezoning offers the prospect for stemming longer-term further decline attributable to inadequate space and competition from other uses. The proposed Employment and Business Development/PDR districts and Mixed-Use/PDR districts offer some land use certainty and guidance where it is now lacking. These land use regulatory tools could work in concert with interagency coordination and economic development efforts to broaden the base of job opportunities across a range of skill and experience levels in San Francisco, thereby resulting in better employment outcomes for more San Franciscans than would otherwise be the case.

NEEDS THAT PERSIST WITH OR WITHOUT THE PROPOSED REZONING

Housing Needs

San Francisco's role as a major employment center, tourist destination, and port-of-entry, as well as the City's physical appeal and reputation for stimulating and nurturing creative and non-traditional perspectives means high demand for housing and high prices and rents across all segments of the market. Because market-rate housing is in high demand and developers can be expected to bring supply to the market to meet this demand, the need is particularly great for affordable housing for moderate, low, and very-low income households. Given the costs of construction and development in San Francisco, new affordable housing requires substantial subsidy and is thus dependent on limited public funding, redevelopment, non-profit community-based housing providers, and initiatives such as San Francisco's Inclusionary Affordable Housing Program and Office Affordable Housing Production Program.

San Francisco's official estimates of housing need are provided by the Association of Bay Area Governments (ABAG) as required by state law. The needs are defined in terms of housing market factors: accommodating projected demand (due to both household growth and the need to turn commuters into residents) and increasing the vacancy rate to provide more choice and less upward pressure on prices and rents. To satisfy these needs, ABAG establishes goals for increases in annual housing production. ABAG estimates that annual production averaging about 2,700 units per year would meet needs associated with household growth and commuting. The City increases the production goal to 2,850 units per year to achieve a higher vacancy factor.

Increasing housing production is a large component of a strategy to address housing needs. It is partly accomplished by the planning to increase housing development potential in the Eastern Neighborhoods as evaluated in this report, but also requires changes to the approval and permitting processes.

Furthermore, a substantial component of the housing need is for affordable housing production. ABAG estimates that almost two-thirds of the production should be affordable to moderate-, low-, and very-low-income households. Meeting the needs for these segments of the market requires changing land use regulations and marshalling additional resources and implementation actions. In particular, substantial financial resources are required to bridge the gap between land and development costs and the resources that very low, low, and moderate income tenants or first-time buyers can be expected to pay for housing.

Table 1 shows how affordable housing production in San Francisco over the 1999 – 2005 period has tracked with the housing need goals set for the City for that period by ABAG and the

California Department of Housing and Community Development (HCD). As a consequence of relatively high rates of housing production in the City over this period, at the end of 2005, San Francisco was three-quarters of the way to meeting the overall housing production goal. Market-rate units account for almost two-thirds (65 percent) of total production—exceeding the target amount, and production of housing affordable to low and moderate income households is substantially below the target amount. The situation is better for very low income units. Allocation of public funds for affordable housing, development activity by non-profit housing developers, and other efforts and resources have enabled the City to achieve about 70 percent of the ABAG goal for meeting the housing needs of very low income households.

**TABLE 1
HOUSING PRODUCTION TARGETS, 1999-June 2006 and ACTUAL PRODUCTION, 1999-2005
Including Acquisition and Rehabilitation of Existing Units as Permitted by HCD Guidelines**

Income Category	ABAG/HCD Regional Housing Needs Determination (RHND) Production Goals 1999-June 2006		Actual New Housing Production and Acquisition/Rehabilitation 1999 - 2005		% of RHND Goal
	No. of Units	% of Total	No. of Units	% of Actual Production	
Very Low (< 50% AMI)	5,244	25.7%	3,666	24.1%	69.9%
Low (50-79% AMI)	2,126	10.4%	1,097	7.2%	51.6%
Moderate (80-120% AMI)	5,639	27.7%	555	3.7%	9.8%
Market (over 120% AMI)	7,363	36.1%	9,870	65.0%	134.0%
TOTALS	20,372	100.0%	15,188	100.0%	74.6%

SOURCE: San Francisco Planning Department, *Housing Inventory 2000, 2001-2004, 2005*.

In addition, there are special categories of people who have particular housing needs and are therefore especially vulnerable when demand for housing exceeds supply to the extent that it does in San Francisco. The City's *Housing Element* identifies 11 such special population groups and notes that many in these vulnerable populations fall into more than one group, i.e., many of the homeless are mentally ill, some elderly are physically disabled, some immigrants also have low incomes and large families. The special population groups of concern and their estimated need for permanent housing are presented below.

Population Group	Number and Type of Units Needed
Homeless	3,500 units in shelters, transitional housing, SROs, some small and large family units
Mentally ill	2000 beds in board and care and institutional facilities
Physically disabled	3,177 accessible units of all types
Elderly	1,500 studio and one bedroom units in senior housing projects
Low income minorities	Rehabilitation of existing units and housing subsidies and more larger units, generally
Families with children	4,000 units of two-or-more bedroom family housing
Low-income singles	Preservation of SRO housing stock; more housing supply generally
Students	1,000 dorm rooms or studios
New immigrants	Small and large family housing
Terminally ill patients	3,000 beds in board and care and institutional facilities
Artists	1,500 units of affordable live/work space

SOURCE: City and County of San Francisco, *Housing Element of the General Plan*, Adopted May 13, 2004.

Some of the people who fall into these special needs groups live in the Eastern Neighborhoods. In particular, low income households, including many larger families, are concentrated in the Eastern Neighborhoods and these neighborhoods have a disproportionate share of crowded housing units. In the Mission and East SoMa, over 40 percent of the population are immigrants. Artists are also a notable element of housing demand in the Eastern Neighborhoods. These are the types of people and households most vulnerable to the housing market consequences of neighborhood change. Rezoning proposals affect the housing options for these groups, either directly through new housing construction or indirectly through housing market effects of changes in supply and demand. It is also true that making substantial progress to meeting many of these needs demands more than land use regulation.

Business and employment needs
San Francisco's *Commerce and Industry Element* sets forth goals for evaluating land use and other public policy directions that guide economic development. Economic vitality, social equity, and environmental quality are the three lenses offered. In establishing objectives for commerce and industry in the City, many of which the Element acknowledges are largely beyond the realm of local control—particularly land use control, the Element identifies several needs that have resonance for Eastern Neighborhoods planning:

- a diverse economic base,
- locations for business expansion and relocation,
- adequate land area to retain existing industries free from encroachment of incompatible land uses,

- expanded employment opportunities for city residents, particularly the unemployed and economically disadvantaged,
- employment stability, decent wages, and opportunities for advancement,
- job training and retraining to provide the skills needed in the labor market,
- assistance for arts activities, and
- relatively inexpensive space for "incubator" industries.

The Eastern Neighborhoods provide among the most important land resources in the City for nurturing new enterprises and for retaining those PDR business activities that have provided jobs at decent wages with opportunities for advancement for unskilled and semi-skilled workers. A large component of that workforce also lives in the Eastern Neighborhoods. Many live in households that are stretched thin financially, depending on multiple jobs and multiple wage-earners to meet expenses for housing, food, health care, and other necessities. These workers and households are among those most likely to benefit from efforts to retain PDR business activity in San Francisco. As is the case with housing needs, land use regulation is only one component of a comprehensive strategy to improve conditions for those businesses and workers most vulnerable to dislocation as a result of development trends and land conversion.

OTHER POLICY/PROGRAM/INVESTMENT OPTIONS TO MEET HOUSING AND EMPLOYMENT NEEDS AND TO IMPROVE PROSPECTS FOR PDR BUSINESS ACTIVITY AND THE JOB OPPORTUNITIES IT PROVIDES

- Housing and neighborhood**
- Require on-site affordable family units
 - Identify sites for permanently affordable housing and provide financial resources to acquire and develop that housing
 - Increase financial resources for subsidizing low and very low income housing in San Francisco
 - Impose fees on new development to expand public facilities and services to meet the needs related to growth
 - Allocate more public and non-profit resources to meet the persistent needs for low and very low income housing, including housing for the homeless and for others who have need of support services
 - Target public/private investment in neighborhood services and facilities to existing residential districts in the Eastern Neighborhoods
 - Require neighborhood improvements as part of new residential development projects

- Business and employment**
- Make land and affordable PDR building space part of the development plan for the Hunter's Point Shipyard
 - Secure surplus Port backlands for long-term PDR use
 - Retain PDR land and building supply in Western SoMa
 - Develop recommendations through the Back Streets Advisory Board for methods of providing affordable PDR building space and other tools to support retention of important PDR business activity in San Francisco
 - Work with the Mayor's Office of Economic and Workforce Development to resolve potential conflicts between economic development strategies and land use planning for the remaining industrial districts. Focus on defining activities in ways that can be regulated by the planning code and zoning ordinance.
 - Identify resources for workforce development to focus on appropriate education and training for low-wage workers, the unemployed, and immigrants.
 - Identify community-based-organizations to monitor neighborhood economic development trends and provide needed business support resources.

EXISTING CONDITIONS AND TRENDS—POPULATION, HOUSING, JOBS, LAND USE, AND DEVELOPMENT

This section describes the characteristics of the people living and working in the Eastern Neighborhoods and the types of businesses and economic activity located there. The Eastern Neighborhoods are described with reference to citywide patterns and any particular concentrations of population groups are identified.⁴ The section also presents information changes in neighborhood characteristics over time and on the real estate market and development trends in the planning area. Analysis identifies land use and development trends that the rezoning would shape, characteristics that are indicative of neighborhood transition, as well as populations and issues of concern for land use, housing, and economic development policy. This part of the socioeconomic analysis is concerned with documenting existing needs, primarily those related to housing options and employment opportunities.

Understanding the Eastern Neighborhoods in terms of these characteristics provides a guide for land use policy and for public facility and community service planning. This data can inform needs assessment for community facilities and services, for housing, and for workforce development and economic development planning. To better target facility planning and services, community planning efforts can sharpen the focus even further by identifying subareas within these neighborhood where particular population groups (such as youth, elderly, families with children, single-parent families, non-English-speakers, or immigrants) are concentrated.

Who lives in the Eastern Neighborhoods?

The Eastern Neighborhoods are home to about 70,000 people, just under 10 percent of the City's population (Table 2). Almost all of these people live in households; less than five percent are classified as "group quarters" population.⁵ The households and household population are not evenly distributed across the four Eastern Neighborhood planning areas (Figure 1). Households and population are concentrated in the Mission—home to 60 percent of the households and 70 percent of the household population in the four Eastern Neighborhoods. At the other end of the spectrum, less than two percent of the Eastern Neighborhoods households and population were

⁴ While the discussion highlights the differences and similarities among the four Eastern Neighborhoods, the large number of people living in the Mission relative to the other neighborhoods means that the characteristics of households and population in the Mission dominate planning area patterns and that the numbers of people or households of almost any type are larger in the Mission than in any of the other Eastern Neighborhoods. At the other end of the spectrum, a relatively small number of people live in the Central Waterfront; within that neighborhood, features that stand out because they are common to a high percentage of the neighborhood population represent only a small number of people in the context of the overall Eastern Neighborhoods population.

⁵ The U.S. Census Bureau classifies people living in such places as dormitories, group homes, shelters, nursing homes, and correctional facilities as group quarters population.

located in the Central Waterfront in 2000. Showplace Square/Potrero Hill and East SoMa each house 15 – 20 percent of the Eastern Neighborhoods population. Adjacent Western SoMa is home to a relatively small number of people compared to all of the other Eastern Neighborhoods except the Central Waterfront.

At just under three persons per household, the average household in the Mission is 30 percent larger than the average household in San Francisco (Figure 2). The average household is notably smaller in the Central Waterfront and in East SoMa, and just under the City average in the Showplace Square/Potrero Hill area.

**TABLE 2
POPULATION IN THE EASTERN NEIGHBORHOODS AND IN SAN FRANCISCO
2000**

	Central Waterfront	East SoMa	Mission	Showplace Square/Potrero Hill	All Eastern Neighborhoods	Western SoMa	Total City	EN % of City
Population	907	9,516	48,458	11,518	70,399	5,318	776,733	9%
Household Population	814	8,511	47,274	11,245	67,844	3,524	756,976	9%
Households	465	4,899	15,812	5,242	26,416	1,689	329,700	8%
Persons per household	1.76	1.74	2.99	2.15	2.57	2.09	2.30	
Group Quarters Population	93	1,005	1,184	273	2,555	1,794	19,757	13%
Group quarters percentage of total population	10%	11%	2%	2%	4%	34%	3%	

NOTE: The estimates of population and households by neighborhood in this table are based on Census block data. This is the smallest unit at which Census data are available. The Planning Department provided the correspondence between Census block and neighborhood boundary. Census block data were not available at the time the land use forecast for the rezoning options (LUA 2002) was prepared. The year 2000 estimates for each neighborhood developed for the LUA 2002 were based on census tract allocations prepared by the Association of Bay Area Governments (ABAG) for Projections 2002, other census tract information, and the Planning Department's land use database. As a result of the difference in methods attributable to data availability, the estimates presented in the Appendix of this report elsewhere as the base year for the LUA 2002 differ from the estimates presented above, which represent a closer match to the boundaries of the neighborhoods defined for the rezoning.

SOURCE: U.S. Census Bureau, Census 2000

About 2,500 of the people living in the Eastern Neighborhoods, less than five percent of the planning area population, are classified as "group quarters" population. Even so, the Eastern Neighborhoods claim a somewhat disproportionate share of the city's group quarters population—13 percent of the group quarters population, compared to nine percent of the total population. Most of the group quarters population lives in the Mission and East SoMa, with about equal numbers in each area; 83 percent of the total Eastern Neighborhoods group quarters population live in non-institutional settings such as rooming houses, group homes, shelters, and halfway houses in the Mission and East SoMa. Notably, the group quarters population in the

adjacent Western SoMa neighborhood (about one-third of the population in that neighborhood) includes inmates at San Francisco County jail facilities at the Hall of Justice and at 425 7th Street. Those inmates account for two-thirds or more of the Western SoMa group quarters population.⁶

Among the Eastern Neighborhoods, children are concentrated in the Mission and Showplace Square/Potrero Hill, while the older population is concentrated in the Mission and East SoMa.

Generally, the age distribution of the population in the Eastern Neighborhoods mirrors that of the City overall, although, in the Eastern Neighborhoods, a somewhat higher percentage of the population is under 18 years of age and a lower percentage of the population is elderly (Figure 3). Over 90 percent of the children under 18 are in the Mission and in Showplace Square/Potrero Hill. The other areas house very small numbers of children. The older population—people aged 65 and older—live mostly in the Mission and East SoMa. These areas combined house 85 percent of the older population of the Eastern Neighborhoods. Studying the variation in age distribution can inform assessment of needs for different types of public facilities and support services.

The Eastern Neighborhoods have a greater racial and ethnic mix than the City overall, and the mix varies among neighborhoods.

Only one-third of the Eastern Neighborhoods' population is white, and more than 40 percent of the population is Hispanic (Figure 4). The racial and ethnic mix varies quite a bit among the Eastern Neighborhoods. Almost 30 percent of the City's Latino residents live in the Eastern Neighborhoods, almost all (90 percent) of them live in the Mission—an established Latino cultural hub for San Francisco and the entire Bay Area. Central Waterfront and Showplace Square/Potrero Hill have the highest percentages of white residents—68 percent and 56 percent respectively, and of Black residents—13 percent and 15 percent respectively. Asian and Pacific Islanders are generally under-represented in the Eastern Neighborhoods, with the exception being East SoMa, where just under one-third of the population is Asian or Pacific Islander—about the same as the citywide average. The racial and ethnic character of these Eastern Neighborhoods was fairly stable during the 1990s.

Concentrations of particular ethnic groups such as Latinos in the Mission and Filipinos in East SoMa provide a critical mass of support for such neighborhood services as ethnic groceries and

⁶ This estimate is based on capacities for the various San Francisco County Jail facilities as stated in *San Francisco Jail: An Investigative Visit*, A Report of the 2005–2006 Civil Grand Jury for the City and County of San Francisco (June 26, 2006). The high proportion of this inmate group quarters population skews the population characteristics for Western SoMa, so direct comparison to the characteristics of the population of the Eastern Neighborhoods is not attempted.

⁷ Almost all Asian and Pacific Islanders in East SoMa are Filipinos.

eating places. Community-based organizations that serve the needs of a non-English-speaking population can also provide services more efficiently by locating in neighborhoods where their service population is concentrated. These dependencies illustrate some of the potential costs of disrupting these community and cultural networks and the benefits of providing an environment that can sustain affordable housing options for immigrants.

As is the case citywide, a high percentage of the people living in the Eastern Neighborhoods were born outside the United States.

Nationally, San Francisco ranks as one of the top 10 cities in the number of foreign-born residents. Thirty-seven percent of the City's population was foreign-born in 2000. In the Eastern Neighborhoods overall, a somewhat higher percentage—closer to 40 percent of the total—was foreign-born (Figure 5). The profile varies among neighborhoods. In the Central Waterfront and Showplace Square/Potrero Hill, the foreign-born are a relatively small share of the total population; 15 – 20 percent of the population were not born in the U.S. On the other hand, in East SoMa and the Mission, 40 – 45 percent of the population is foreign-born.

The foreign-born in the Eastern Neighborhoods are less likely than the foreign-born elsewhere in the City to have attained citizenship status. One in eight foreign-born non-citizen residents of San Francisco lives in the Mission.

These (along with the related factors of ability to speak English and educational attainment, both of which are described below) are important characteristics of the local labor pool; they are part of the information needed to evaluate local employment options that fit the needs of local residents and to target workforce development efforts. Citywide, almost 60 percent of the foreign-born are citizens, while in the Eastern Neighborhoods, only 40 percent are citizens (Figure 6). Non-citizens are concentrated in the Mission, where 65 percent of the foreign-born are not citizens. In fact, the Mission is home to 13 percent of the City's foreign-born, non-citizen population, but only seven percent of all City residents live in the Mission. The next largest number of foreign-born in the Eastern Neighborhoods lives in East SoMa. There, the foreign-born are more likely to be citizens; the percentage that are citizens is the same as for the City overall.

The foreign-born population increased at almost twice the rate of citywide population growth during the 1990s. The increase in the foreign-born population accounts for three-quarters of the net change in population in San Francisco between 1990 and 2000. The changes have been less marked in the Eastern Neighborhoods, but the pattern varies by neighborhood (Figure 7). East SoMa saw the greatest percentage change, with a doubling of the foreign-born population between 1990 and 2000. By contrast, in the Mission, there was essentially no net change in the

foreign-born population. Both the Central Waterfront and Showplace Square/Potrero Hill experienced moderate increases in the foreign-born population.

A high percentage of the people living in the Eastern Neighborhoods do not speak English at home. One third of native Spanish-speakers who have difficulty speaking English live in the Mission.

Almost half (46 percent) of the population of San Francisco speaks a language other than English at home. The percentage is somewhat higher (52 percent) in the Eastern Neighborhoods, consistent with the higher proportion of foreign-born population (Figure 8). These patterns are quite a bit different from national averages, but similar to averages for California. Nationally, only 18 percent of the population speak a language other than English at home, and in California, 40 percent of the population do. Furthermore, nationally, 55 percent of non-English-speakers speak English very well, while the pattern is inverted in San Francisco: 55 percent of non-English-speakers speak English only well, not well, or not at all. This population—people who live in households where the primary language is not English and no person aged 14 or over speaks English at least “very well”—is defined by the U.S. Census Bureau as “linguistically isolated”.

Overall in the Eastern Neighborhoods, the propensity of the population to be linguistically isolated is about the same as it is citywide—55 percent of the non-English-speaking population and 30 percent of the total population. Although the Eastern Neighborhoods have proportionally more people who speak a language other than English at home, a sizeable number of those people (25 percent) speak English very well. Citywide, 21 percent of non-English-speakers speak English very well.

Again, as is the case with many of the other variables, the patterns vary considerably by neighborhood (Figure 9). Most non-English speakers live in the Mission and speak Spanish; 60 percent of the population of the Mission lives in households where English is not the primary language. While 40 percent of those people speak English very well, more than half—60 percent—do not. These people are a large share of the City’s linguistically isolated Spanish speakers. One-third of the neighborhood’s population qualifies as linguistically isolated. A substantial majority of the people living in the Central Waterfront and Showplace Square/Potrero Hill neighborhoods speak only English (85 percent and 67 percent, respectively), and linguistic isolation is relatively rare, at half or less of the citywide average rate. In East SoMa, almost 60 percent of the population speaks only English. Among non-English-speakers, Asian and Pacific Island languages predominate, but the rate of linguistic isolation is slightly lower than the citywide average of 25 percent.

During the 1990s, there was a small increase citywide in the percentage of the population that did not speak English at home, consistent with the increase in the foreign-born population. In the Eastern Neighborhoods overall, the percentage actually declined (Figure 10). Furthermore, the percentage of non-English-speakers who are linguistically isolated declined in the Eastern Neighborhoods overall (Figure 11). The pattern for the Eastern Neighborhoods is dominated by characteristics of the Mission where there was little net change in the foreign-born population, illustrating a link between English-speaking ability and stable neighborhood residence patterns.

The full spectrum of education levels is represented among adults living in the Eastern Neighborhoods, but a relatively large segment of the adult population has not graduated from high school.

Compared to the citywide average, a higher proportion of the Eastern Neighborhoods population 25 years and older does not have a high school diploma (Figure 12). Fully 25 percent of the adult population in the Eastern Neighborhoods has not attained this minimum education level. The percentage is highest in the Mission, where almost 30 percent do not have a high school diploma. In the other Eastern Neighborhoods, college degrees and higher levels of education are more common—approaching 50 and 60 percent of the population 25 years and older in Showplace Square/Potrero Hill and the Central Waterfront. Compared to the Mission, however, these areas have relatively small populations; more people with college degrees and graduate or professional degrees live in the Mission than in all of the other Eastern Neighborhoods combined.

During the 1990s, education levels rose across the board and the differences between the Eastern Neighborhoods and the rest of the City narrowed. In 1990, almost one-third of the Eastern Neighborhoods population 25 years and older did not have a high school diploma. Citywide, 22 percent did not. In the Eastern Neighborhoods, only about one-quarter of the adults had at least a college degree, compared to 35 percent citywide in 1990. In all neighborhoods, the number of adults achieving higher levels of education increased during the 1990s, while the number without a high school diploma stayed about the same.

As with other indicators of neighborhood change, this trend is explained by several factors: an increase in education levels within long-time resident households (the children of immigrants tend to achieve higher levels of education than their parents); residents of new housing have higher education levels on average than existing residents; and some newcomers who move into existing housing have higher education levels than former residents.

The mix of household types in the Eastern Neighborhoods is diverse and is remarkably similar to the overall mix of household types in the City.

There are just over 26,000 households in the Eastern Neighborhoods in 2000—eight percent of all households in San Francisco. Considering the Eastern Neighborhoods together, the proportion of single-person households (36 percent) is just slightly below the proportion of single-person households citywide (Figure 13). The pattern varies by neighborhood: half and more of the households in the Central Waterfront and East SoMa are single-person households, and the percentage is lower than the area-wide average in the Mission. The household composition in Western SoMa is very similar to that in East SoMa, although an even higher percentage of all households in Western SoMa are single-person households.

The variation in household types among neighborhoods is to some extent a function of the characteristics of the housing stock in each area. The concentration of SRO residential hotels, live/work units, loft housing, and new construction of smaller units South of Market explains much of the mix of household types in that area. Families and larger households occupy the larger units in flats, older apartment buildings, single-family houses, and public housing in the Mission and Potrero Hill areas. New live/work and loft housing began to predominate in the Central Waterfront in the late 1990s, attracting new residents and more smaller households.

As is the case citywide, families with children (both married-couple families and single-parent families) are the smallest household group in the Eastern Neighborhoods. Married-couple families with children represent 12 percent of Eastern Neighborhoods households—the same as the citywide average. These households are concentrated in the Mission and account for only a small share of households elsewhere in the Eastern Neighborhoods. Single-parent families with children are a smaller number of households in the Eastern Neighborhoods and citywide, but they are a disproportionate share of Eastern Neighborhoods households. Thirteen percent of the City’s single-parent families live in the Eastern Neighborhoods, compared to eight percent of all households. These households are concentrated in the Mission and also make up a relatively large share of the households in the Showplace Square/Potrero Hill neighborhood (10 percent of all households in that neighborhood).

Families without children and other non-family households (two or more unrelated people living together) are well-represented in the Eastern Neighborhoods as they are citywide. They are well-represented across all of the Eastern Neighborhoods, ranging from 37 percent of all households in East SoMa to 47 percent of all households in Showplace Square/Potrero Hill.

The most notable change during the 1990s in the mix of household types in San Francisco has been the decline in the number and percentage of families with children. Citywide, the number of married-couple families and the number of single-parent families was lower in 2000 than in

1990. These same changes are reflected in the changing mix of households in the Eastern Neighborhoods.

Four of every five households in the Eastern Neighborhoods are renters.

Renter-occupied housing accounts for almost two-thirds of the City’s occupied housing. This is the inverse of the national average, where two-thirds of the housing stock is owner-occupied. The high percentage of renters is typical of large cities; in New York, Los Angeles, Chicago, Dallas, and Houston, renters were a majority of households in 2000.

The proportion of renter-occupied housing is even higher in the Eastern Neighborhoods, where, in 2000, almost 80 percent of occupied units were rental units (Figure 14). The share varies by subarea, ranging from a high of almost 90 percent renter occupancy in East SoMa to 60 percent renter occupancy in the Central Waterfront and Showplace Square/Potrero Hill neighborhoods. As described in more detail below, the rental housing stock in the Eastern Neighborhoods houses many who are faced with high rents relative to household income: for almost 40 percent of renter households, rent requires more than 30 percent of household income.

There have been some notable changes in tenure as a result of housing development activity and trends in the City’s housing market. Overall, there has been a small decline in the percentage of units that are renter-occupied in the Eastern Neighborhoods, while, citywide, between 1990 and 2000, there was no change in the proportion of the housing stock that was renter-occupied. In the Eastern Neighborhoods, the most notable changes were in the Central Waterfront and East SoMa, where most of the new units added appear to be owner-occupied units, resulting in a substantial decrease in the proportion of the local housing stock that is renter-occupied.

Existing housing does not adequately meet the needs of families and larger households.

The number of bedrooms in a housing unit is an indicator of whether or not housing is suitable for families and other types of larger households. San Francisco’s housing stock is dense, particularly in the eastern parts of the City. So the City overall has a high proportion of units (46 percent) with no bedrooms or only one-bedroom (Figure 15). In the Eastern Neighborhoods, the share is substantially higher—fully 54 percent of all housing units have one bedroom or less. Most of these units are in the Mission, but 80 percent of the units in East SoMa fall in this category of small, non-family units. The relatively large proportion of units with no bedrooms in the Central Waterfront in 2000 (30 percent of the total inventory there) likely reflects the structural characteristics of the live/work units and loft-style housing added in the 1990s.

In all of the Eastern Neighborhoods except East SoMa the percentage of larger units—units having two or more bedrooms—is about the same as the citywide average distribution. Thirty

percent of units citywide were two-bedroom units in 2000, and the percentage of two-bedroom units ranges from 28 percent in the Mission to 43 percent in Showplace Square/Potrero Hill. Twenty-four percent of units citywide have three or more bedrooms, and the percentage ranges from 20 percent in the Mission to 26 percent in Showplace Square/Potrero Hill.

The Mission, claiming more than half of the Eastern Neighborhoods housing stock, shows the greatest mismatch between housing type and housing need. Overcrowding is greatest in the Mission, where the most families live and where the percentage of larger housing units (units with two or more bedrooms) is lowest. The City's *Housing Element* identifies large households, including multi-generational families, as a population group that should receive particular attention with respect to housing policy and housing services because the existing housing inventory does not provide well for their needs. The result is unacceptable levels of overcrowding.

Most households in the Eastern Neighborhoods are small, but a disproportionate share of the City's large households also live in the Eastern Neighborhoods—many in overcrowded housing units.

As noted above, there are marked differences in average household size among the Eastern Neighborhoods (Table 1 and Figure 2). Although the Eastern Neighborhoods have a substantial number of smaller households (overall 65 percent are one- and two-person households), there are also a relatively large number of households with four or more people (Figure 16). These households are concentrated in the Mission, where 20 percent of households have four or more people. The 1990s brought very little change in these patterns.

These large households translate to crowded housing units (Figure 17). In the Eastern Neighborhoods, 18 percent of households are classified as "crowded" (defined by the U.S. Census Bureau as more than one person per room). The citywide average is 12 percent. In the Eastern Neighborhoods, almost three quarters of these "crowded" households are "severely crowded" (defined as more than 1.5 persons per room). Fully 16 percent of the City's severely crowded households are found in the Eastern Neighborhoods. There are crowded households throughout the Eastern Neighborhoods, but the percentages are particularly high in the Mission, East SoMa, and Central Waterfront.

San Francisco's *Housing Element of the General Plan* identifies overcrowding as one of several "troublesome effects" of high housing costs in San Francisco and evidence of the need for more affordable housing. These households, most of which are renters, have a set of housing needs that are difficult to meet in San Francisco. Older housing stock in the Eastern Neighborhoods has provided housing options for large families or groups of individuals who need to share housing expenses. If housing market pressures and gentrification result in displacement for these

households, suitable housing substitutes are extremely limited. Among possible results are: even more over-crowding, having to find even more money to pay for housing thereby reducing resources for other household needs or requiring more hours worked to increase household income, relocating to a more affordable housing market, or, in some cases, homelessness.

Overcrowding (more than one person per room) increased citywide between 1990 and 2000, a result of the extreme housing market pressures at the end of the 1990s caused by the dot-com-fueled surge in demand meeting limited increases in supply. In the City overall, the number of severely crowded units increased by one third between 1990 and 2000. The change was not as dramatic in the Eastern Neighborhoods where there was only a 16 percent increase in the number of severely overcrowded units. Almost all of that increase was measured in two neighborhoods—East SoMa and the Central Waterfront, where it is likely symptomatic of a mismatch between family/household size and the size of available affordable housing, as well as of the particular changes in the housing stock and housing market in those neighborhoods that accompanied the dot-com boom. (These changes in the housing stock are discussed in a subsequent section of the report.) Both East SoMa and the Central Waterfront were especially attractive to the dot-com workforce and to other new San Francisco residents pioneering in areas where new live/work and loft housing was constructed at a rapid pace in the late 1990s. The unique characteristics of live-work units (a mezzanine/loft instead of a separate bedroom) may also contribute to the "overcrowding" statistics.

Single-parent families as well as very large households that are renters in the Eastern Neighborhoods are particularly vulnerable to displacement.

Consistent with the predominance of rental housing stock in the City and in the Eastern Neighborhoods, all types of households are renters (Figure 18). Because renter households are more vulnerable to displacement, it is important to focus on who lives in rental housing in the Eastern Neighborhoods. Across all of the Eastern Neighborhoods, single-parent families are a disproportionate share of renters, meaning the percentage of single-parent families that are renters is substantially higher than the percentage of all households that are renters. In the Mission and East SoMa, 85 to 95 percent of single-parent families are renters. It is interesting to note that citywide, single-parent families are somewhat under-represented among renter households (Figure 19).

While a large share of renter households are single-person households (45 percent citywide and 37 percent in the Eastern Neighborhoods), there are also a large number of very large households that are renters, particularly in the Eastern Neighborhoods (Figure 20). One-quarter of the City's renter households of six-or-more people live in the Eastern Neighborhoods. In East

SoMa, 96 percent of households of four or more people are renters; in the Mission, 83 percent of households with four or more people are renters.

Both of these types of households—single-parent families and large households—have housing needs that are not easily satisfied in San Francisco: lower cost housing and units with more than two bedrooms. The vulnerability and the needs of these existing residents of the Eastern Neighborhoods are important considerations for devising policies and priorities to guide neighborhood change, as well as for allocating other housing and community services resources.

The full spectrum of household incomes is represented in the Eastern Neighborhoods. Lower income households are concentrated in the Mission and East SoMa.

Twelve percent of households in the Eastern Neighborhoods have incomes below \$10,000 per year; nine percent have incomes of \$150,000 or more (Figure 21). The Eastern Neighborhoods house a disproportionate number of lower income households, however, particularly East SoMa and the Mission. In those neighborhoods in 2000, median household income was 80 – 90 percent of the citywide median of \$55,200 in 1999 dollars (Figure 22).⁸ In Western SoMa, median household income was even lower—70% of the citywide median measured in the 2000 Census. With household incomes less than 80 percent of the citywide median, almost half of East SoMa and Mission households fall into the low income and very low income categories.⁹ A substantial percentage of Showplace Square/Potrero Hill households also fall into the lower income categories—particularly the very low income category. Overall, however, this neighborhood and the Central Waterfront do not show the same concentration of lower income households evident elsewhere in the Eastern Neighborhoods (Figure 23).

Income averages do not fully capture disparities in the income distribution. This can be measured by the ratio of lower income to higher income households within each neighborhood. For this analysis, the ends of the income distribution are defined as the household income categories that capture the bottom 25 percent and the top 25 percent of households in San Francisco. Thus, for San Francisco, the number of households having incomes less than \$25,000 is about equal to the number of households having incomes of \$100,000 or more; the ratio of low income to high income households is .94-to-one, indicating a rough balance between the two

⁸ The median measures the mid-point of a distribution—half of the households have incomes below the median and half have incomes above the median. This measure is more representative of the norm than an average measure that can be skewed by extremes at either end of the distribution.

⁹ The Department of Housing and Urban Development defines income categories for the purpose of determining eligibility for federal housing assistance. These categories are widely used to analyze housing affordability and eligibility for a variety of housing programs. "Very low income" households have incomes below 50 percent of area median income. "Low income" households have incomes from 50 – 80 percent of area median income. "Moderate income" households have incomes from 80 – 120 percent of area median income.

ends of the income distribution (Figure 24). A lower ratio indicates the predominance of high income households, and a higher ratio indicates the predominance of low income households.

For the Eastern Neighborhoods overall, the ratio of 1.28-to-1 indicates generally a higher incidence of low income households, compared to the rest of the City. The ratios vary dramatically at the level of the individual neighborhoods, however. The Mission and East SoMa have ratios of 1.7-to-1 and 1.5-to-1, respectively, indicative of substantially more low income than high income households. Almost 90 percent of the low income households in the Eastern Neighborhoods live in the Mission and East SoMa. By contrast, the ratios are substantially lower than one in the Showplace Square/Potrero Hill (.6-to-1) and the Central Waterfront (.35-to-1). In these neighborhoods, high income households outnumber low income households by almost two to one. With a ratio of 2.3-to-one, the pattern is reversed in Western SoMa, where the lowest income households outnumber the highest income households by more than two to one.

The poverty rate in the Eastern Neighborhoods is substantially higher than the poverty rate for the city as a whole.

Poverty statistics describing the population in the Eastern Neighborhoods are consistent with the findings about household income in the Eastern Neighborhoods. In the Eastern Neighborhoods, 17 percent of the population lives in poverty, according to federal poverty definitions; the rate is 11 percent for San Francisco overall (Figure 25).¹⁰ This includes people living alone or with other unrelated individuals, as well as families of all types, e.g., two or more adults with children or one adult with one or more children. Only in the Central Waterfront (with a relatively small population) is the poverty rate (at six percent) less than the citywide average of 11 percent. In East SoMa, the poverty rate (21 percent) is almost twice the city average.

Across all age groups, the Eastern Neighborhoods house a disproportionate share of the city's poor. The concentration is most marked for children. While the Eastern Neighborhoods house 10 percent of the City's population of children (those under 18 years of age), these neighborhoods house twice that proportion of children in poverty (19 percent of the city total).

¹⁰ Poverty status is measured for all people except those in institutions, college dormitories, military group quarters, and unrelated individuals under age 15. The Census Bureau uses a set of money income thresholds that vary by family size and composition to determine who is in poverty. Unrelated individuals living alone or in a household with others are treated as single-person families. The thresholds were originally defined in the 1960s, based on evaluation of food budgets and what portion of income families spent on food. If family (or individual) total income is less than the threshold, then that family and every individual in it is considered in poverty. The official poverty thresholds do not vary geographically so they are not sensitive to regional or local variations in the cost of living, but they are updated using the Consumer Price Index for national changes in the cost of living. The official poverty definition uses money income before taxes and does not include capital gains or non-cash benefits (such as public housing, Medicaid, and food stamps). <http://www.census.gov/hhes/www/poverty/povdef.html> - 2

Three-quarters of that population of poor children live in the Mission. In the Central Waterfront and Showplace Square/Potrero Hill neighborhoods, children are a higher share of the people in poverty than is the case citywide and higher than would be expected based on the age distribution of the population in those neighborhoods (Figure 26). In East SoMa, the population in poverty mirrors more closely the age distribution of the population—relatively few children and proportionally more working age and elderly people. Among the Eastern Neighborhoods, East SoMa has the highest proportion of elderly people living in poverty.

The *Housing Element of the General Plan* identifies the needs of these types of existing residents of the Eastern Neighborhoods, in particular poor families and poor elderly, as requiring particular attention. Poor families are likely to live in overcrowded conditions; poor families and the elderly have the least resources to fall back on when faced with unexpected eviction or displacement. Homeless families are a growing segment of the City’s homeless population.

Citywide, the number of people in poverty and the poverty rate declined during the 1990s, and this was also the case in most of the Eastern Neighborhoods (Figure 25). The overall trend likely is the result of a number of different factors: real income growth for some households, households leaving the City have lower per capita incomes than those who remain, and households moving into the City have higher per capita incomes than the existing average. In the Eastern Neighborhoods, increases in economic opportunities and wages in some sectors that employ people living in these areas, new housing development marketed to higher income households, combined with housing turnover following from strong demand for the existing housing stock all contributed to neighborhood changes reflected in the decline in the poverty rate. (The poverty rate also declined nationally during the 1990s. On the other hand, California was one of ten states plus the District of Columbia where the poverty rate increased during the 1990s.)

Among the Eastern Neighborhoods, only in East SoMa did the number of people in poverty and the rate of poverty increase during the 1990s. In this neighborhood, several large housing projects in the Rincon Point-South Beach redevelopment project area were completed and occupied in the early 1990s. Two projects are entry for low-income residents, and the others have significant numbers of units for low income households.

Renter households bear a higher housing cost burden than do owners.

Overall, about 35 percent of households in the Eastern Neighborhoods face housing costs that claim a burdensome percentage of their household income. According to the U.S. Census and the Department of Housing and Urban Development (HUD), a household is considered financially burdened by housing costs if those costs equal or exceed 30 percent of household income. Housing cost burdens in San Francisco are particularly high for lower-income

newcomers and new households, such as immigrants, young entry-level workers, artists, and students, as well as for existing residents who become unemployed or find themselves in the housing market not by choice but because they are displaced from their household and former housing unit.

The pattern of housing cost burden for renters in the Eastern Neighborhoods mirrors the pattern for San Francisco as a whole (Figure 27). In almost two out of every five renter households (about 40 percent of renter households), rent is greater than 30 percent of household income, and for a high percentage of these financially-burdened households, rent is 50 percent or more of household income. These households are classified as “severely rent-burdened” by HUD and housing program planners and managers. Among Eastern Neighborhoods, the highest percentages of financially-burdened households are in East SoMa, and the percentage is equally high in Western SoMa. On the other hand, in the Mission and Showplace Square/Potrero Hill neighborhoods, higher than average shares of households devote 30 percent or less of household income to rent.

These financial burden patterns for renters reflect to some extent the residential mobility and housing turnover described below. Because of rent control, longer-term tenure in a housing unit—as evidenced for a substantial percentage of Mission and Showplace Square/Potrero Hill households—translates to more affordable rent levels with respect to household income. At the same time, in San Francisco’s housing market many such long-term tenants face substantial increases in housing cost burdens if they are displaced from their rent controlled unit.

The pattern can also be evidence of income disparity within these neighborhoods, where rent levels may be relatively affordable for higher income households while, at the same time, a high percentage of households have lower incomes and high rent burdens. “Overwhelming rent burdens” are cited in the *Housing Element of the General Plan* among the evidence of need for affordable housing production in San Francisco.

Owner households are more likely to be older, have higher incomes, and be more stable. As a result, a lower percentage of these households are financially burdened by their housing costs. In 2000, in the Eastern Neighborhoods and in San Francisco as a whole, the costs of ownership equaled or exceeded 30 percent of household income for 30 percent of owner households (Figure 28). The comparable percentage for renter households was 37 percent. As with renter households, the highest burdens were in the neighborhoods with new housing stock and a high percentage of recent movers—East SoMa and the Central Waterfront. Because the inventory of owner-occupied housing is not large in these neighborhoods—accounting for less than five percent of all occupied housing units in the Eastern Neighborhoods, these burdens affect a relatively small number and percentage of area households.

The Eastern Neighborhoods and the City overall are home to many households that have moved recently.

In 2000, one in five households had moved in the 15 months preceding the Census enumeration, i.e., between January 1999 and April 2000 (Figure 29)¹¹. Reflecting the substantial additions to the housing stock in parts of the Eastern Neighborhoods during the 1990s as well as turnover of residents in the existing housing stock attributable to strong housing demand, there were proportionally more households that had moved within the previous five years in those neighborhoods than in the rest of the City; in 2000, over half of households (57 percent) had moved in the last five years. In 2000 for the rest of the City, less than 50 percent of households had moved within the preceding five years. As a corollary, households in the Eastern Neighborhoods were less likely to be long-term residents. Citywide, one-third of households had lived in their home more than 10 years. In the Eastern Neighborhoods overall, the percentage was 24 percent long-term residents in 2000.

In neighboring Western SoMa, there is evidence of even more moving and turnover of households. Almost three-quarters (72 percent) of Western SoMa households had moved within the last five years at the time of the 2000 Census. Only 15 percent of Western SoMa households had not moved in more than 10 years.

Residential mobility during the 1990s tracks changes to the housing stock. Where there were increases to the housing stock, the proportion of movers is high. Households were more stable in neighborhoods that have larger amounts of older units and where new housing is not as large a part of the inventory. For example, more than one-third of the households in the East SoMa and Central Waterfront neighborhoods were new to their housing unit between January 1999 and April 2000. In the Mission and Showplace Square/Potrero Hill neighborhoods, the proportion of recent movers was less than or equal to the citywide average. In those neighborhoods, almost 30 percent of the households had lived in the same housing unit for at least 10 years, just under the citywide average. In the East SoMa and Central Waterfront neighborhoods, only 10–15 percent of households had been in the same housing unit for more than one decade.

What are the characteristics of the housing stock in the Eastern Neighborhoods and how has the housing inventory changed over time?

Through the first part of 2000, new residential development was concentrated in selected locations in the Eastern Neighborhoods.

The recent rapid pace of change in the housing inventory in parts of the Eastern Neighborhoods is evident in Census data classifying housing units according to when they were built (Figure

¹¹ This discussion is limited to length of residency in a particular housing unit. Movers include households that may be long-term residents of a neighborhood but have moved recently to a new housing unit.

30. In the 15 months preceding April 2000, the Census counted 1,700 newly constructed units in San Francisco. Almost one-third were in the Eastern Neighborhoods, and the large majority of those were in East SoMa. In 2000, in East SoMa, almost 40 percent of the housing stock had been built in the preceding 10 years and almost 60 percent was new since 1980. The other area showing major change in housing inventory in the last decade was the Central Waterfront, where 20 percent of the housing stock (one in five units) was built in the 1990s.

The housing inventory is considerably larger in both the Mission and Showplace Square/Potrero Hill neighborhoods, and more than half of the units in those neighborhoods are old—dating from before 1940. Although there were additions to the housing stock during the 1990s, new housing shows as a relatively small percentage (less than 10 percent) of the total in these Eastern Neighborhoods. As indicated above, however, new development has been concentrated in subareas of these neighborhoods, resulting in substantial localized change in land use and neighborhood character, and introducing a new housing market orientation to these areas.

The existing housing inventory in the Eastern Neighborhoods includes important affordable housing resources.

At the end of 2004, there were almost 30,000 housing units in the Eastern Neighborhoods—eight percent of the total housing stock in San Francisco (Table 2). Over half (55 percent) of those units were in the Mission (16,700 units), and most of the rest were split about evenly between East SoMa (6,700 units) and Showplace Square/Potrero Hill (5,700 units). There were only about 740 housing units in the Central Waterfront at the end of 2004. There were about 2,500 housing units in Western SoMa in 2004—less than one percent of the City’s housing stock.

The count of housing units in Table 3 includes government-subsidized affordable housing. There are about 2,000 units of this primarily rental housing stock in the Eastern Neighborhoods, just over 10 percent of the citywide inventory (Figure 31). Many of these developments are for families; some developments are limited to seniors and/or disabled residents. In the Eastern Neighborhoods, most of this housing is in East SoMa and the Mission. Examples of larger projects include Steamboat Point and Delancey Street in the Rincon Point/South Beach Redevelopment Project Area in East SoMa; Mendelsohn House, San Lorenzo House, and the Knox Hotel on Sixth Street elsewhere in East SoMa; Bernal Dwellings, Bethany Center, and Plaza del Sol in the Mission; and Potrero Terrace on Potrero Hill.

These affordable housing units represent a relatively large share of the housing inventory in East SoMa, where they are 11 percent of the count of official housing units. In neighboring Western SoMa, affordable housing units are an even larger share of the total, accounting for 14 percent of all units in the area.

**TABLE 3
HOUSING INVENTORY IN THE EASTERN NEIGHBORHOODS AND IN SAN FRANCISCO
2004**

	Central Waterfront	East SoMa	Mission	Showplace Square/Potrero Hill	All Eastern Neighborhoods	Western SoMa	Total City
Total Housing Units ¹	739	6,703	16,683	5,742	29,867	2,475	356,494
Percent of City Total	0.2%	1.9%	4.7%	1.6%	8.4%	0.7%	100.0%
Percent of Eastern Neighborhoods	2%	22%	56%	19%	100%		
Affordable Housing ²	-	752	940	238	1,930	349	18,426
Percent of City Total	-	4.1%	5.1%	1.3%	10.5%	1.9%	100.0%
Percent of Eastern Neighborhoods	-	39%	49%	12%	100%		
Percent of Total Units by Area	-	11%	6%	4%	6%	14%	5%
Residential Hotel Units ³	49	1,628	1,735	16	3,428	99	20,015
Percent of City Total	0.2%	8.1%	8.7%	0.1%	17.1%	0.5%	100.0%
Percent of Eastern Neighborhoods	1%	47%	51%	1%	100%		

¹ The estimates of total housing units by neighborhood in this table start with Census block data for 2000. This is the smallest unit at which Census data are available. The Planning Department provided the correspondence between Census block and neighborhood boundary. Census block data were not available at the time the land use forecast for the rezoning options (LUA, 2002) was prepared. The year 2000 estimates for each neighborhood developed for the LUA 2002 were based on census tract allocations prepared by the Association of Bay Area Governments (ABAG) for Projections 2002, other census tract information, and the Planning Department's land use database. This estimates for 2004 presented in this table add housing unit changes by neighborhood to the 2000 block-level data for each neighborhood. As a result of the difference in methods attributable to data availability, the estimates presented elsewhere as the base year for the LUA 2002 may not appear consistent with the estimates presented above, which represent a closer match to the boundaries of the neighborhoods defined for the rezoning.

² This count of affordable housing was compiled by the Planning Department based on lists provided by the San Francisco Redevelopment Agency and the San Francisco Housing Authority. The units counted are primarily subsidized rental housing for very low income tenants (households that have incomes less than 50 percent of the area median income). This unit count does not include other types of affordable housing such as below-market-rate units in market-rate housing development (sometimes referred to as "inclusionary units" because they are required as a result of San Francisco's Inclusionary Affordable Housing policy).

³ Residential hotel units are shown separately in the table because they are an important part of the housing stock in the Eastern Neighborhoods.

SOURCE: U.S. Census Bureau, Census 2000 and San Francisco Planning Department.

This count of government-subsidized housing is not the complete picture of affordable housing resources in the Eastern Neighborhoods. Inclusionary housing units produced as a result of City policy requiring that below-market-rate housing also be produced as a condition of approval for larger market-rate housing projects are not counted in these estimates. Many of the City's resources for increasing the supply of permanently affordable housing have been applied in the Eastern Neighborhoods in recent years; this includes funding for non-profit organizations to acquire and rehabilitate buildings thereby increasing and improving the affordable housing

supply. (The residential hotels discussed below have benefited from a substantial portion of these resources.) Furthermore, historical development patterns, older building stock, and relatively lower land values have also enabled parts of these neighborhoods to retain a supply of lower-rent existing housing that remains a relatively affordable housing option for working class people, although statistics on over-crowding and rent burdens illustrate the lengths to which households must go to maintain even these options.

Residential hotels contribute to the inventory of affordable housing.

Units in residential hotels are also an important part of the affordable housing stock in San Francisco, particularly in the Eastern Neighborhoods. There are over 3,400 units in 87 residential hotel buildings in the Eastern Neighborhoods, however, and these units represent just over 10 percent to the overall housing supply (Table 3 and Figure 31). The number of units is split about evenly between East SoMa and the Mission. In East SoMa, residential hotel units are almost 25 percent of the total housing supply.

Some residential hotels are operated by non-profit organizations that have rehabilitated the buildings and operate them as permanently affordable housing. In the Eastern Neighborhoods, almost one-third of the residential hotel units are run by non-profits; citywide, only 20 percent are. Non-profit operators are equally active in the Mission and in East SoMa (Figure 32).

Much of the new housing added in the City has been added in the Eastern Neighborhoods and in adjacent areas.

The San Francisco Housing Inventory (July 2005) describes the characteristics of the existing housing stock and trends in housing construction in San Francisco (Figure 33 and Figure 34). Over the 15-year period from 1985 through 1999, about 20,000 housing units were built in San Francisco. The net change in units, after accounting for demolitions and alterations, was 18,111 for the period. The average annual rate of net new production was about 1,200 units per year. More recently, the pace of housing production has increased significantly, averaging almost 2,000 units per year over the five year period 2000 to 2004, when over 10,000 units were completed. The proportion of units lost due to demolitions has declined, and there has been an increase in the net gain due to alterations.

There have been substantial recent changes in the housing stock in the Eastern Neighborhoods. These changes and the longer-term trends they represent are a critical part of the impetus for the proposed Eastern Neighborhoods rezoning. Increases in the housing supply and housing development proposals in areas zoned for industry combined with market-induced changes in the character of older residential neighborhoods prompted community and political interest in

updating land use policy and zoning controls to better address these development pressures and associated community planning issues.

From April 2000 – 2004, over 2,400 new units were constructed in the Eastern Neighborhoods, almost one-quarter of the total housing construction in the City during this time period (Table 4 and Figure 35). After accounting for demolition, there was a net increase of over 2,000 housing units in the Eastern Neighborhoods, 20 percent of the net increase in housing citywide.¹² Most of the changes in the housing stock (fully 60 percent of the net change) occurred in East SoMa. The development activity in that neighborhood has resulted in a 24 percent increase in the East SoMa housing inventory. Although only about 250 units were added in the Central Waterfront during this time period, the increase is large relative to the small base of existing housing stock. New units added since April 2000 have increased the Central Waterfront housing inventory by over 50 percent. Conversely, the percentage changes are small in the Mission and Showplace Square/Potrero Hill neighborhoods, where the base existing inventories are considerably larger (Figure 36).

In Western SoMa, there were also substantial additions to the housing inventory between 2000 and 2004—a net addition of about 660 units, representing a seven percent increase in the inventory. The magnitude of the change was not as great as in the Eastern Neighborhoods, however. Notably, in Western SoMa, many of the additions were the result of alterations of existing buildings. In Western SoMa, a large percentage of the increase in housing is attributable to affordable housing development, such as Soma Studios and Family Apartments with 162 units (new construction) of very-low-income rental units at 8th and Howard.

¹² HOPE VI replacement housing projects in the Mission have a disproportionate influence on the changes in the housing stock in that subarea during this time period. At the beginning of the time period, the new units constructed include the 160-unit New Bernal Dwellings replacement housing. At the end of the time period, the Valencia Gardens demolition occurred, accounting for 70 percent of total units demolished in the Eastern Neighborhoods during this time period. These units are being replaced with 260 units in flats and townhouses, but that new construction was not complete when this inventory was prepared so the replacement units are not counted in these housing stock changes.

**TABLE 4
HOUSING PRODUCTION TRENDS
2000 – 2004**

	Eastern Neighborhoods						Total City
	Central Waterfront	East SoMa	Mission ¹	Showplace Square/Potrero Hill	Western SoMa	Total	
Changes in the Housing Stock							
New Units Constructed	256	1,305	558	293	2,412	484	10,248
Units Demolished ²	(1)	(37)	(291)	(17)	(346)	(10)	(874)
Net Units Gained or (Lost) by Alteration	(1)	10	23	-	32	187	593
Total Net Change	254	1,278	290	276	2,098	661	9,967
	Percent of Eastern Neighborhood Total						
New Units Constructed	10.6%	54.1%	23.1%	12.1%	23.5%	4.7%	
Units Demolished ²	0.3%	10.7%	84.1%	4.9%	39.6%	1.1%	
Net Units Gained or (Lost) by Alteration	-3.1%	31.3%	71.9%	0.0%	5.4%	31.5%	
Total Net Change	12.1%	60.9%	13.8%	13.2%	21.0%	6.6%	

¹ The 160-unit New Bernal Dwellings low-income rental replacement housing in the Mission was completed in 2002 and the 246-unit Valencia Gardens in the Mission was demolished in 2004. The Valencia Gardens replacement housing (not completed at the time of this inventory so not included in the count of units constructed) includes 260 units in flats and townhouses.

² The demolition of the Valencia Gardens units without counting the replacement units means that the net change in units during this time period is not representative of prevailing conditions.

SOURCE: San Francisco Planning Department

Live/work housing has transformed many scattered parcels and some entire blocks in each of the Eastern Neighborhoods.

Live/work units have been part of the increase in the City's housing supply since the late 1980s. A total of about 4,500 live/work units in 290 buildings have been added to the housing stock from 1987 through June 2005, as shown in Table 5, accounting for almost one in five units added to the San Francisco housing inventory over this time period.

Almost all of that development activity has happened in the Eastern Neighborhoods—63 percent in the Eastern Neighborhoods covered by the proposed rezoning and another 27 percent in Western South of Market (Figure 37). The large South of Market area (East and West combined) has undergone the most absolute change as a result of live/work development, accommodating more than half of total development activity, or 2,400 housing units. The

Central Waterfront, Mission, and Showplace Square/Potrero Hill areas have each accommodated 500 – 600 live/work units over this period.

Live/work development activity has resulted in the most substantial change in the housing inventory in relative terms in the Central Waterfront. In that neighborhood, live/work units now represent about two-thirds of the housing stock. Since about 1990, live/work development has more than doubled the housing inventory in the Central Waterfront.

TABLE 5
LIVE/WORK COMPLETED
1987- JUNE 2005

	No. of Structures	No. of Units	% of Total Structures	% of Total Units
Eastern Neighborhoods	163	2,832	56.4%	63.2%
Central Waterfront	29	495	10.0%	11.0%
East SoMa	69	1,135	23.9%	25.3%
Mission	36	612	12.5%	13.7%
Showplace Square/Potrero Hill	29	590	10.0%	13.2%
Rest of the City	126	1,651	43.6%	36.8%
Western SoMa	92	1,243	31.8%	27.7%
TOTAL	289	4,483	100.0%	100.0%

Source: San Francisco Planning Department

The Planning Code provisions allowing live/work housing were originally intended to provide affordable, safe housing and studio space for artists and artisans. Most of the first official live/work units were conversions of former industrial buildings and warehouses where high ceilings, flexible space, sweat equity, and minimal improvements combined to satisfy the needs of artists willing to live in relatively unfinished and unconventional conditions.

Subsequently, builders, tapping the strong demand for ownership housing in San Francisco, translated these industrial loft conversions to new construction that was initially classified by the Planning and Building Codes as commercial space. Development of live/work and loft housing became increasingly popular and profitable in the 1990s. The surge in new live/work units produced housing that was not affordable to working artists or to most San Franciscans. Furthermore, the new residential uses were for the most part incompatible with nearby existing uses—primarily businesses engaged in production, distribution, and repair.

The disruption of traditional land use patterns prompted the interim controls in 1999 that created Industrial Protection Zones and separate Mixed Use Districts where housing and associated residential neighborhood planning would be encouraged. Those interim controls—established

with some variations as area policies by resolutions in 2001 and 2004—were the genesis of the rezoning proposals currently under development for the Eastern Neighborhoods.

The scale and density of recent housing development activity stands in stark contrast to the residential building types that historically characterized the Eastern Neighborhoods.

Until about 20 years ago, the older residential neighborhoods of the Mission and Potrero Hill and the residential enclaves South of Market and in the Central Waterfront (Dogpatch) defined the characteristics of the housing supply in the Eastern Neighborhoods. As late as 2000, 60 percent of Eastern Neighborhoods' housing units were in buildings of less than 10 units, and more than half of those were in two-to-four unit buildings. By contrast, about 80 percent of the recent increase in housing in the Eastern Neighborhoods has been in buildings of 20 units or more (Figure 38).

A closer look at the changes by neighborhood shows that the larger scale new construction was the predominant characteristics of new development activity in East SoMa and the Central Waterfront (Figure 39). Three-quarters of the new housing units added recently were added in East SoMa—mostly in large high-rise and mid-rise development projects. In East SoMa, five projects of greater than 100 units each account for a total of over 950 units—60 percent of the net increase in housing in this area between 2000 and 2004. In the Central Waterfront, the great majority of new housing has been in projects of 20 – 50 units each, representing a major change in density and intensity of residential development.

Smaller scale development (including live/work development) occurred throughout the Eastern Neighborhoods. These projects have been concentrated in the Mission and Showplace Square/Potrero Hill, however. Smaller projects of less than 20 units account for two-thirds of the increase in housing in these neighborhoods.

Live/work development activity has averaged about 15 units per building and is included in these summaries of recent changes in the housing stock. As noted above, on a relative basis, live/work construction has made the most difference to the Central Waterfront housing inventory. In the other neighborhoods, although live/work development has not represented such a large addition to the housing inventory in the aggregate, the concentration of live/work development in a few locations (areas of industrial or mixed commercial zoning) and, alternatively, the opportunistic appearance of projects on available sites, have added new important elements to the housing market and to neighborhood character. In these areas, the result has often represented a considerable change not only in land use, but also in the size and scale of prevailing development, and in the market orientation of the housing stock.

The characteristics of the vacant housing stock offer insights into the place of the Eastern Neighborhoods in the City's housing market.

Data from 2000 provide an interesting snapshot of those vacant units (Table 6). In 2000, although there were almost 17,000 units classified as vacant in San Francisco, only 6,500 of them were available for sale or for rent, and most of those were for rent. The vacancy rate was extremely low: the citywide vacancy rate for rental housing was three percent and the vacancy rate for for-sale housing was one percent. In the Eastern Neighborhoods, the rental market was somewhat tighter, with a two percent vacancy rate, while there was a bit more room in the for-sale market, with a three percent vacancy rate. Vacancy rates were higher in the Eastern Neighborhoods because of the recent additions to the housing supply in those areas—particularly in East SoMa. In 2000, almost one-in-five vacant, available, for-sale housing units in San Francisco were in the Eastern Neighborhoods, and most of those (60 percent) were in East SoMa.

TABLE 6
PROFILE OF VACANT HOUSING UNITS
2000

	All Eastern Neighborhoods							EN share of City Total
	Central Waterfront	East SoMa	Mission	Showplace Sq./Potrero Hill	Eastern Neighborhoods	Western SoMa	San Francisco	
Total Vacant Housing Units								
For rent	6	203	222	44	475	49	5,594	8%
For sale only	3	96	46	22	167	5	910	18%
Rented or sold, not occupied	4	21	59	29	113	6	1,419	8%
For seasonal, recreational, or occasional use	5	108	52	28	193	12	3,762	8%
For migrant workers	-	32	2	-	34	-	79	43%
Other vacant	4	66	200	101	371	53	5,063	7%
Total	22	526	581	224	1,353	125	16,827	8%
Rental Housing Vacancy Rate	2%	5%	2%	1%	2%	4%	3%	
For-Sale Housing Vacancy Rate	2%	13%	2%	1%	3%	1%	1%	
Percent Distribution by Category of Vacancy by Neighborhood								
For rent	27%	39%	38%	20%	35%	39%	33%	
For sale only	14%	18%	8%	10%	12%	4%	5%	
Rented or sold, not occupied	18%	4%	10%	13%	8%	5%	8%	
For seasonal, recreational, or occasional use	23%	21%	9%	13%	14%	10%	22%	
For migrant workers	0%	6%	0%	0%	3%	0%	0%	
Other vacant	18%	13%	34%	45%	27%	42%	30%	
Total	100%	100%	100%	100%	100%	100%	100%	

SOURCE: U.S. Census Bureau, Census 2000

Of other units classified as vacant, eight percent both citywide and in the Eastern Neighborhoods were units that were rented or sold but not yet occupied. Among the Eastern Neighborhoods, there were higher than average shares in this category in the Mission, Showplace Square/Potrero

Hill, and Central Waterfront. This is indicative of on-going housing turnover and an active housing market.

Citywide, over 20 percent of vacant units are held by their owners for seasonal, recreational, or occasional use. This includes time-share units, second homes for people with another primary residence, pied-à-terres, and corporate apartments held by businesses for employee and business travel use. In the Eastern Neighborhoods, generally, a smaller percentage of vacant units falls into this category; most of these units in San Francisco are located in and around the downtown area. Nevertheless, occasional vacant units are more than 20 percent of all vacant units in the Central Waterfront and East SoMa. Anecdotal information on more recent additions to the housing inventory in East SoMa in particular indicates that the current percentage is likely higher; the target markets for some new housing developments include second-home buyers and buyers who will use the units as pied-à-terres.

Finally, the category of "other vacant" is substantial—almost as large as the "vacant for rent" category citywide and in the Mission. This category includes any units that do not fall into the other categories. Most notably, it includes units held vacant by personal reasons of the owner. This includes both units that are uninhabitable (e.g., some public housing units) and others suitable for occupancy that have been removed from the housing market. These other types of vacant units are a high proportion of all vacant units throughout the Eastern Neighborhoods; in the Mission they are one-third of all vacant units, and in Showplace Square/Potrero Hill they are 45 percent of all vacant units, more than the vacant-for-sale and for-rent combined.

Examination of housing market conditions and housing affordability

Housing prices in San Francisco are among the highest in the region, and market-rate housing is not affordable to most existing San Francisco households

Throughout the state and the region during the 1980s and 1990s, housing production did not keep pace with demand associated with employment growth, in-migration, and household formation. Housing price increases reflect this imbalance between supply and demand. More recently, housing production levels increased at the same time that employment opportunities fell off dramatically. Nevertheless, historically low mortgage interest rates contributed to maintaining housing price levels in spite of the significant downturn in economic activity in the region. In April 2006, market prices for single-family houses in the Bay Area were more than double price levels observed in 1999. In April 2006, the median sales price for new housing in the Bay Area was \$630,000 and the median for existing housing was about \$600,000. New home prices in the Bay Area are 30 to 50 percent higher than new home prices in neighboring San Joaquin and

Stanislaus counties, and prices for existing homes in the Bay Area are 60 – 80 percent higher than those in the neighboring counties.¹³

This house price differential contributes to out-migration from high-priced housing markets in the center of the region. It also limits the options for newcomers and other first-time buyers in those central areas close to the largest number of job opportunities.

Housing prices in San Francisco are among the highest in the region, considering prices for both new and existing housing, only Marin County had consistently higher price levels throughout 1990s. In 2005, the median price for houses sold in San Francisco was \$737,000—\$135,000 (20 percent) higher than the regional median price of \$602,000. The price differential between San Francisco and the region has narrowed from 2000/2001, when there was a 40 percent difference in median price levels. Increased supply in the City, shifts in demand to other locations in response to high housing prices in the City, as well as an increase in the inventory of smaller, relatively lower priced units such as tenancies-in-common explain some of these trends.

New market-rate housing added in the Eastern Neighborhoods is beyond the reach of most existing households; strong demand relative to supply keeps prices for existing housing out-of-reach of most existing households, as well.

Strong housing demand, new ownership housing construction in the Eastern Neighborhoods, and, in East Soma, Redevelopment Agency planning and investment, have been responsible for introducing a higher-end housing market to these former industrial areas and older residential neighborhoods on the eastern side of the City. The average price for new market-rate housing in the Eastern Neighborhoods, based on initial sales during the 2000 – 2003 period, was about \$680,000 (Figure 40).¹⁴ On average, prices for new market-rate units in the Eastern Neighborhoods were about 30 percent greater than the citywide average price for new units during this period.

As with many of the factors analyzed, there are notable differences among the neighborhoods. Prices were highest in the South of Market area, where by far the greatest number of units were developed. As a result, these more expensive units dominate the planning area average. Average prices for new units were lower than the citywide average in the other Eastern Neighborhoods. Among possible reasons for the higher average prices for South of Market units are price premiums for proximity to downtown, to the waterfront, and to new neighborhood amenities, as well as premiums for larger-scale, high-rise construction with views.

¹³ Real Estate Research Council of Northern California, *Northern California Real Estate Report*, Second Quarter 2006.

¹⁴ Although the data are somewhat outdated, they are representative of recent and on-going trends in the for-sale housing market in San Francisco and of the changing role of parts of the Eastern Neighborhoods in that market.

More recent sales data for all housing types (re-sales as well as new housing) indicate more parity among the Eastern Neighborhoods and continued strong demand relative to supply (Table 7). The median sales price in San Francisco in 2005 was \$740,000. In the Mission, the median was exactly the same as the citywide median. Price levels in the South of Market and Potrero Hill areas were about 10 percent lower. The data also show substantial year-to-year increases in median prices, reflecting changes in inventory characteristics, as well as market pressures. Increases in the South of Market were highest, with median prices in 2005 almost 25 percent higher than prices in 2004. The median price in the Mission increased by almost 15 percent, consistent with the pattern citywide. Price increases were less marked in the Potrero Hill neighborhood.

Neighborhood	Median Sales Price, 2005 ¹	Percent Change from Prior Year
South of Market	\$ 651,000	22%
Potrero Hill/Central Waterfront	\$ 685,000	5%
Mission	\$ 739,000	14%
San Francisco	\$ 740,000	15%

NOTE: Neighborhoods are defined by zip code: South of Market is 94103, Potrero Hill is 94107, and the Mission is 94110.
¹ Median sales price for new and existing units, including single-family residences and condominiums.
 SOURCE: DataQuick

In spite of evidence that the rapid increase in housing prices may have begun to slow in 2006, house prices in San Francisco remain at record-high levels. New market-rate housing in the Eastern Neighborhoods is a large component of that high-priced supply, and strong demand continues to result in record-high prices for much of the older housing stock as well. By standard measures of affordability, this market-rate housing is beyond the means of most existing residents of the Eastern Neighborhoods. Table 8 shows the household income required to purchase a median-priced unit in each neighborhood and compares that income to the household incomes of existing residents. These prices require household incomes of \$180,000 to \$200,000. Applying standard criteria for measuring the relationship between house price and household income, less than 10 – 15 percent of existing households can afford these prices. The mismatch between house price and income is most obvious in the Mission, where almost no existing households can afford the median-priced unit.

Neighborhood	Median Sales Price, 2005 ¹	Household Income Required ²	Percent of Households that Cannot Afford Median Housing Price ³
South of Market	\$ 651,000	\$180,000	88%
Potrero Hill/Central Waterfront	\$ 685,000	\$189,000	85%
Mission	\$ 739,000	\$203,000	98%
San Francisco	\$ 740,000	\$203,000	93%

NOTE: Neighborhoods are defined by zip code: South of Market is 94103, Potrero Hill is 94107, and the Mission is 94110.
¹ Median sales price for new and existing units, including single-family residences and condominiums.
² Income required is based on factors used by the San Francisco Mayor's Office of Housing to estimate pricing for affordable housing in 2006 under San Francisco's Inclusionary Housing Program. The factors include assumptions about the percent of income available for housing, annual condo fees and taxes, interest rates, and down payment percentages.
³ Based on an estimated 2005 household income distribution for each neighborhood that assumes that the change in income distribution in each neighborhood between 2000 and 2005 was the same as the change in income distribution estimated for the City overall over that period. The analysis compared the San Francisco household income distribution estimated by the 2005 American Community Survey conducted by the U.S. Census to the San Francisco household income distribution from the 2000 Census.
 SOURCE: DataQuick, San Francisco Mayor's Office of Housing, U.S. Census, and Hausrath Economics Group

Rental housing remains somewhat more affordable than for-sale housing, but listing rents are high relative to the incomes of existing households.

The rental housing market is the largest component of the housing market citywide and in the Eastern Neighborhoods. Rent levels in San Francisco are by far the highest in the region; the least expensive asking rent in San Francisco (about \$1,550-\$1,630 per month on average for all unit sizes in the Richmond or the Sunset) is more expensive than the average rent all other in other Bay Area counties.¹⁵

For most existing residents and newcomers, rents are the most important housing market indicator. After falling from peak levels in 2000 and 2001, average listing rents citywide and in the Eastern Neighborhoods are increasing (Figure 41). In the South of Market and Potrero Hill/Central Waterfront neighborhoods, average listing rents in 2005 and 2006 have surpassed 2001 averages and are higher than the citywide average. Average asking rents in the Mission remain about 10 percent lower than the citywide average.

Average listing rents in the South of Market were the highest across all City neighborhoods in early 2006 (Figure 42). Because of the concentration of larger scale new development activity in this part of the City in recent years, it is likely that these South of Market averages are heavily

¹⁵ MetroRent, Inc., 2004 and 2006, data supplied by the San Francisco Planning Department.

influenced by large projects that may not be representative of the overall characteristics of the rental housing sub-market in this part of the City. Nevertheless, the data underscore the shift in housing market orientation represented by new high density, higher-end housing.

The annual household income required to afford the average listing rent in the Eastern Neighborhoods ranges from \$76,000 in the Mission to \$130,000 in the South of Market neighborhoods (Table 9). With average rent levels this high, the options for lower income households are extremely limited and, as described above, many households take on severe rent burdens.

Neighborhood	Average Listing Rent, 2006 (2 nd qtr.) ¹	Household Income Required ²	Percent of Households that Cannot Afford Average Asking Rent ³
South of Market	\$ 3,238	\$130,000	80%
Potrero Hill/Central Waterfront	\$ 2,642	\$106,000	63%
Mission	\$ 1,902	\$76,000	73%
San Francisco	\$ 2,090	\$84,000	66%

NOTE: The neighborhood boundaries do not match precisely with Eastern Neighborhood planning area boundaries. Nevertheless, the listing rents are generally representative of the rental market in the planning areas.
¹ Average listing rent for all unit sizes.
² Income required is based on the assumption that households should spend no more than 30 percent of their income for housing costs. This is a standard threshold used in many housing programs. Households paying more than 30 percent are defined as "rent burdened".
³ Based on an estimated 2005 household income distribution for each neighborhood that assumes that the change in income distribution in each neighborhood between 2000 and 2005 was the same as the change in income distribution estimated for the City overall over that period. The analysis compared the San Francisco household income distribution estimated by the 2005 American Community Survey conducted by the U.S. Census to the San Francisco household income distribution from the 2000 Census.
 SOURCE: Metro Rent, U.S. Census, and Hausrath Economics Group

Throughout most of the Eastern Neighborhoods, market-rate rents are out-of-reach of proportionally more households than is the case in the rest of the City (Table 9). Citywide, two-thirds of existing households cannot afford average listing rents. The share that cannot afford market-rate rents is about the same in the Potrero Hill/Showplace Square and Central Waterfront neighborhoods. In the Mission and South of Market neighborhoods, 70 – 80 percent of existing households cannot afford units marketed at the average listing rent.

A shortage of affordable for-sale housing contributes to evictions and housing hardship for many evicted renters.

The San Francisco Rent Board publishes eviction statistics by zip code that offer another indicator of housing market dynamics in the Eastern Neighborhoods. Although evictions affect a relatively small number of households every year, these data illustrate housing market pressures, particularly those attributable to a shortage of affordable for-sale housing, and resultant disruptions in the rental housing market—disruptions for evicted renters.

The negative impacts of eviction fall on people who find themselves—not by choice—faced with limited housing options in one of the most expensive rental housing markets in the country. The options for evicted households depend on their financial resources and their mobility. Evicted households may move in with others to share housing costs. Other might take on a higher housing cost burden or might move out of the City to find affordable housing. In extreme cases, evicted individuals may end up homeless.

Three San Francisco zip codes most closely corresponding to the Eastern Neighborhoods cover the Mission, South of Market, and Potrero Hill/Central Waterfront neighborhoods. The geographic area covered is larger than the particular boundaries of the Eastern Neighborhoods planning area; in addition to the Eastern Neighborhoods planning area, it covers Western SoMa and the Outer Mission south of Cesar Chavez. In 2000, there were 33,000 renter-occupied housing units in these zip codes, while there were 20,700 renter-occupied units in the smaller Eastern Neighborhoods planning area.

The Eastern Neighborhoods and vicinity (the larger geographic area defined by zip codes as described above) accounted for about 15 percent of the renter-occupied housing in San Francisco in 2000. More than half of the units (55 percent) were in the Mission. A disproportionate share of owner-move-in (OMI) evictions and reports of alleged wrongful evictions have occurred in the Eastern Neighborhoods (Figure 43). The eviction activity is concentrated in the Mission.

Cumulatively, the reported evictions represent a relatively large share of Eastern Neighborhoods households. If we assume that each report represents a unique housing unit and household, reports of alleged wrongful evictions from 1998 through 2006 affected about one-quarter of renter households and OMI eviction notices from 1995 through 2006 affected another five percent of Eastern Neighborhoods renter households. In the rest of the City, the comparable percentages were about ten percent for alleged wrongful evictions and OMI evictions combined.

From 1994 through June 2006, 20 percent of all OMI eviction notices were filed in the area of the Eastern Neighborhoods, and 73 percent were from the Mission. From 1990 through June 2006, 23 percent of all reports of alleged wrongful eviction were generated by tenants living in these areas. Seventy percent of these reports were from tenants in the Mission.

Finally, citywide, almost 1,000 Ellis Act eviction petitions have removed about 3,500 units from the rental market in the 20 years since July 1986. Almost all of that activity has happened in the last eight years; 95 percent of the petitions accounting for 90 percent of the units have been filed since 1998. The last two years have seen the second and third highest count of units removed from the market by means of Ellis petitions. (The highest count was 880 units in 1999-2000.) These last two years of Ellis Act eviction data are published showing detail by zip code. Over the 2004-06 reporting periods, of the 934 units for which Ellis petitions were filed, 25 percent were in the Eastern Neighborhoods zip codes. Just over 60 percent of these were in the Mission.

For both OMI evictions and reports of alleged wrongful eviction, the number of filings and notices each year in the Eastern Neighborhoods and vicinity has followed the rise and fall of filings and notices in the rest of the City. The number of OMI eviction notices filed spiked in 1997-98 (Figure 44). In that year, 1,400 notices were filed citywide, 300 of which were filed on units in the Eastern Neighborhoods. By 2005-2006, annual filings had dropped to the levels below those of the mid-1990s. In 2005-2006, 248 notices were filed citywide, representing about 20 percent of the annual filings of a few years earlier. Reports of alleged wrongful eviction increased each year through the late 1990s, peaking at almost 1,000 per year citywide in 1999-2000 (Figure 45). In that year, there were 239 reports in the Eastern Neighborhoods. The number of reports filed annually dropped for each of the next five years, then showed a 15 percent increase during the most recent annual reporting period. In 2005-2006, the number of annual reports (445 citywide) was less than half of the peak number filed in 2000. The level remains above the number of reports filed annually in the early 1990s, however.

Workforce characteristics and the types of jobs held by workers living in the City.

One of the three overall goals of the *Commerce and Industry Element of the San Francisco Master Plan* is “to assure that all segments of the San Francisco labor force benefit from economic growth.”¹⁶ The following discussion describes the City’s labor force and the characteristics of those residents of the City who are employed. The labor force in the Eastern Neighborhoods is emphasized, and the characteristics of workers living in the Eastern Neighborhoods are compared to workers living elsewhere in the City. The discussion provides background for evaluating the implications of the proposed Eastern Neighborhoods rezoning for the City’s labor force, particularly for those who also live in the Eastern Neighborhoods.

¹⁶ Department of City Planning, *Commerce and Industry: An Element of the Master Plan of the City and County of San Francisco*, page 12.2.

A healthy percentage of San Francisco’s labor force is employed; the size of the labor pool is a function of job opportunities.

As shown in Table 10, about 428,000 of the people living in San Francisco were employed in 2000, according to the U.S. Census, representing 63 percent of the working age population (the population 16 years of age and older) and 95 percent of the civilian labor force (those 16 years of age and older working or looking for work). These employed residents hold jobs in San Francisco and elsewhere.

Population 16 years and older	676,376	
In Labor Force	448,669	66 percent of working age population
In Armed Forces	237	
Civilian labor force:	448,432	
Employed	427,823	63 percent of working age population and 95 percent of civilian labor force
Unemployed	20,609	
Not in labor force	227,707	34 percent of working age population

SOURCE: U.S. Census Bureau, *Census 2000*

Since 2000, the decrease in economic activity in the nation and particularly in San Francisco and the rest of the Bay Area has resulted in higher unemployment in the City, a decrease in the labor force—as people have either moved out of the City or have dropped out of the labor force—and a decrease in the number of City residents employed. The California Employment Development Department (EDD) estimates there were 400,000 employed residents of San Francisco in 2005—28,000 less than in 2000, but about the same number as employed in 1998. The number of City residents actively looking for work and unemployed has declined from a peak of almost 32,000 in 2002 to 21,500 in 2005. With the fall off in local and regional job opportunities, this reduction is primarily a consequence of potential workers moving out of the City or leaving the labor force.

Labor force participation is relatively high in the Eastern Neighborhoods, and the unemployment rate is higher than the citywide average.

In 2000, about 50,000 people living in the Eastern Neighborhoods were in the labor force. This translates to a labor force participation rate of 68 percent (Figure 46). This is a slightly higher rate of labor force participation than pertained citywide (66 percent of the working age population) and even higher than the national rate (64 percent) and the statewide rate (62 percent). In Western SoMa, labor force participation, at less than 50 percent, was low compared to both Eastern Neighborhoods and citywide averages.

A disproportionate share of San Francisco’s unemployed live in the Eastern Neighborhoods—16 percent of the unemployed live in these neighborhoods while 11 percent of the working age population and of employed residents live there. At 6.6 percent in 2000, the unemployment rate in the Eastern Neighborhoods was two percentage points above the citywide unemployment rate (Figure 47). The unemployment rate was higher than the citywide average in all neighborhoods except the Central Waterfront, where the relatively small population is almost entirely of working age, and almost all of them were working in 2000. The unemployment rate was even higher in Western SoMa. It is highly likely that the number of unemployed Eastern Neighborhoods residents has increased since 2000 and that the unemployment rate in the Eastern Neighborhoods remains higher than the citywide average.

During the 1990s, San Francisco’s labor force grew in step with population growth for the working age population, and there was no change in labor force participation. The unemployment rate was lower in 2000 than it was in 1990, in the Eastern Neighborhoods and in the rest of the City. Although unemployment remains high there, the change was most dramatic in Western SoMa, where unemployment exceeded 20 percent of the labor force in 1990.

In 1990 as in 2000, the Eastern Neighborhoods were home to a disproportionate share of the unemployed, housing 10 percent of the working age population and 10 percent of employed residents, but 15 percent of unemployed San Franciscans. In 1990, the unemployment rates in East SoMa and the Central Waterfront were about 14 percent—more than two times the citywide average. (These areas have lower populations so small shifts in the absolute number of employed and unemployed have a large influence on percentages and rates.) In the Mission and Showplace Square/Potrero neighborhoods, the employment patterns were more like the citywide average.

Although, the City’s labor pool overall is highly-educated, among potential workers living in the Eastern Neighborhoods, a higher than average percentage lack even a high school diploma.

People who have at least a high school diploma represent 80 percent of the City’s labor pool, and most of those (45 percent of the total labor pool over aged 25) have college degrees or graduate degrees. Nationwide, the percentage of people who have college or graduate degrees is only 24 percent, and the California average is 27 percent. In San Francisco, almost one of every six working age people has a graduate or professional degree.

The educational profile for potential workers living in the Eastern Neighborhoods shows a higher percentage without a high school diploma and a lower percentage having advanced degrees. Almost 15 percent of the City’s working age population without a high school diploma lives in the Eastern Neighborhoods, primarily in the Mission. While the citywide average shows 19

percent of the working age population have not graduated from high school, in the Eastern Neighborhoods and Western SoMa, 25 percent have not.

The relatively high educational attainment of the City's labor force is a foundation of the City's competitive advantage with respect to economic growth. Figure 48 compares the education of employed residents across labor markets in California. San Francisco ranks highest in terms of the percentage of employed residents holding at least a college degree. Bay Area counties tend to have the highest percentages having college degrees or graduate/professional degrees and the lowest percentages with no high school diploma.

Most workers living in San Francisco also work in the City, and this pattern describes workers living in the Eastern Neighborhoods, as well.

Overall, 77 percent of employed residents of San Francisco held jobs in San Francisco in 2000.¹⁷ In the Eastern Neighborhoods and in Western SoMa, the percentage was about the same as this citywide average (Figure 49). Among all workers living in the Eastern Neighborhoods, those living in the Mission and Central Waterfront neighborhoods are most likely to work in San Francisco.

The share of the City's employed population working in San Francisco has eroded since the 1960s when almost all employed residents (94 percent) worked in the City (Figure 50). During the 1990s, the likelihood of City residents working in San Francisco did not change as much as it had in prior decades, however. Citywide, in 1990, about 80 percent of employed residents worked in San Francisco, three percentage points greater than the 2000 share.

This pattern held true in Western SoMa and in all of the Eastern Neighborhoods except the Central Waterfront, where the share of residents working in San Francisco actually increased from 1990 to 2000 (Figure 51). As in 2000, workers living in the Eastern Neighborhoods and in Western SoMa were somewhat more likely to work in the City than workers living elsewhere in San Francisco. In 1990, the likelihood of working in San Francisco was highest in East SoMa and the Mission, as well as in Western SoMa.

Growth in job opportunities elsewhere in the region as well as a changing housing supply and resident workforce in the Eastern Neighborhoods have contributed to a decline in the percentage of Eastern Neighborhoods residents who also work in San Francisco.

The decrease in the percentage of the City's employed population that also works in the City is a function of the increase in job opportunities elsewhere in the region. More recently, the changes evident between 1990 and 2000 for the Eastern Neighborhoods may also reflect changes in the

¹⁷ Metropolitan Transportation Commission, County-to-County Commuting in the San Francisco Bay Area, 1960–2000 (http://www.mtc.ca.gov/mtc_and_data/datamart/census/county2county/)

composition of the employed population living in these neighborhoods. The new market-rate housing stock has attracted new types of households whose workers are more likely to work outside of the City. The stereotype of the high tech workers moving into live-work and loft housing near San Francisco freeway on-ramps and commuting to jobs in San Mateo and Santa Clara counties is the prime example of this phenomenon.

The educational attainment of the City's labor pool has a direct bearing on the employment status of the City's residents.

The City's *Commerce and Industry Element* describes the particular employment needs of people living in the City who lack the skills or education to take advantage of the most promising employment opportunities in high growth economic sectors. To achieve social equity goals, policies in the *Commerce and Industry Element* are directed to meet the needs of these unemployed and economically disadvantaged residents.

Although, as noted above, the City's labor force is generally highly educated, the education and training possessed by San Francisco residents spans a range from very high to very low. This is reflected in the wide range of occupations and earnings for San Francisco residents. The generally lower educational attainment for some residents of the Eastern Neighborhoods translates to a higher proportion of workers in lower-wage jobs that do not require college degrees.

Half of the employed residents of San Francisco work in management and professional occupations, generally occupations that require college or advanced degrees and prior work experience. About one-quarter work in sales and office support occupations. Sales positions in the financial, insurance, and real estate sectors require college degrees or vocational degrees. Other sales occupations require prior work experience, and still others are entry-level positions offering on-the-job training. Of the balance of San Francisco's employed residents, most are in service occupations. College degrees and prior training are not required, and wage levels are low. About 10 percent of the working population of San Francisco holds jobs in construction, repair, maintenance, production, or transportation occupations. These occupations cover a range of skill levels mostly relating to prior on-the-job training.

A disproportionate share of the City's residents holding occupations with lower skills requirements and lower wages lives in the Eastern Neighborhoods.

Most of the employed residents of the Eastern Neighborhoods (86 percent) work in management, professional, sales, office, and service occupations. Only 13 percent work in the traditional "blue collar" occupations: construction, maintenance, production, and transportation. In Western SoMa, an even smaller percent of employed residents work in these "blue collar" occupations,

and a higher percent work in sales and office occupations. At this least-detailed summary level, the distribution for the Eastern Neighborhoods is generally similar to the pattern for all employed residents in San Francisco (Figure 52).

There are a few noteworthy distinctions, however. Employed residents living in the Eastern Neighborhoods are under-represented in the management, professional, and related occupations group and in the sales and office occupations group. The percentage difference is small because these are the largest occupational groups for San Francisco—representing almost 320,000 workers or three-quarters of the employed population of the City. The distinctions are greater in the smaller occupational groups, the groups where workers living in the Eastern Neighborhoods are a disproportionately large share of the total. At one extreme, 30 percent of the City's population employed in farming, forestry, or fishing occupations (less than 500 people overall) live in the Eastern Neighborhoods. Among workers in service occupations, 15 percent live in the Eastern Neighborhoods, and the percentage is similar for the construction, maintenance, production, and transportation occupational groups.

A more fine-grained look at the occupations and wages of San Francisco's employed residents is revealing. This analysis examines the ten occupations employing the most San Franciscans, at a more detailed occupational classification. The analysis was conducted for the City as a whole, the Eastern Neighborhoods overall, and for each neighborhood, as well as for Western SoMa. The top ten occupations represent from 72 percent (for all of San Francisco) to 84 percent (for the Central Waterfront) of the respective group of workers. For each area, the top ten occupations were ranked in terms of the number of workers employed. Results are summarized for the City overall, for the Eastern Neighborhoods overall, and for Western SoMa in Table 11.

Occupations	Rank in San Francisco overall	Rank in Eastern Neighborhoods	Rank in Western SoMa	Mean Annual Wage
Office and administrative support	1	1	1	\$ 38,380
Management occupations, except farmers and farm managers	2	2	2	\$ 111,220
Sales and related occupations	3	3	4	\$ 45,750
Food preparation and serving related occupations	4	4	5	\$ 21,560
Arts, design, entertainment, sports, and media occupations	5	5	3	\$ 60,150
Computer and mathematical occupations	6	6	6	\$ 85,540
Education, training, and library occupations	7	8		\$ 52,350
Production occupations	8	9	8	\$ 33,660
Business operations specialists	9		9	\$ 70,670
Financial specialists	10		7	\$ 70,670
Building and grounds cleaning and maintenance		7	10	\$ 27,160
Personal care and service occupations		10		\$ 30,720
Percent of employed residents in top ten occupations	72%	74%	82%	

NOTE: Occupations are ranked in terms of the number of workers employed from 1 to 10, with number 1 employing the most workers. A shaded cell means the occupation did not rank in the top ten among workers living in this area.

SOURCE: U.S. Bureau of the Census, *Census 2000*; U.S. Department of Labor Bureau of Labor Statistics, *Metropolitan Area Occupational Employment and Wage Estimates*, San Francisco PMSA, November 2004, and Hausrath Economics Group.

For San Francisco and the Eastern Neighborhoods overall, the list and the ranking of top ten occupations is identical through the first six occupations. The list is also identical for Western SoMa, but there are differences in the ranking. For the City overall and for the Eastern Neighborhoods, in order of number of workers, highest to lowest, the top-ranked occupations are: office and administrative support; management; sales; food preparation and serving; arts, design, entertainment, and media; and computer programmers, engineers, and analysts. Among the top six, arts and design occupations rank higher in Western SoMa than they do in Eastern Neighborhoods and the City overall. Education and training occupations and production occupations are in the top ten for both the City overall and for the Eastern Neighborhoods.

The wages for these occupations employing the most San Franciscans and residents of the Eastern Neighborhoods cover a wide range. Management occupations are at the high end of the

range, with average annual wages of \$111,000. Food preparation and serving occupations are at the low end of the range at annual average wages of \$22,000.¹⁸

Among all city workers, business specialists and financial specialist occupations that have relatively high wage levels rank in the top ten, but do not make the list for the Eastern Neighborhoods overall. They are among the top ten in Western SoMa. In the Eastern Neighborhoods, the top ten occupations are filled out by cleaning and maintenance occupations and personal care occupations, occupations for which the average wage is low—50 – 60 percent of the average across all occupations. Cleaning and maintenance occupations are also among the top ten in Western SoMa.

As shown in Table 12, the rank order of the occupations employing the most workers varies by neighborhood, although the predominance of office employment in San Francisco is evident in that office occupations—both high-wage management occupations and lower-wage office and administrative support occupations—are ranked among the top three in each neighborhood, including Western SoMa.

Among the notable differences, in the Mission, where by far the greatest number of workers live, low-wage food preparation occupations rank number two in terms of numbers employed. In the Central Waterfront, with less than 1,000 workers in 2000, this occupational group and education, production, and cleaning and maintenance occupations are not represented among the top ten occupations employing the most workers. Instead, Central Waterfront employed residents work in relatively high-wage business operations occupations and other higher-wage occupations that are not represented among the top ten in any of the other Eastern Neighborhoods: healthcare (diagnosing, treatment, and technical occupations rank number four in the Central Waterfront); life, physical, and social science occupations; and fire fighting and law enforcement occupations. The workers living in the Showplace Square/Potrero Hill neighborhood are similar to those in the Central Waterfront. Production occupations and cleaning and maintenance occupations do not rank in the top ten. Instead, a relatively high percentage of the workers living in this neighborhood are employed in business operations occupations, and this is the only neighborhood in which high-wage legal occupations appear in the top ten (at number eight). The Mission is the only neighborhood where construction trades workers (occupations that garner mid-level wages) rank in the top ten (at number ten). In East SoMa and Western SoMa, the rankings are relatively similar. These are the only neighborhoods where financial specialist occupations rank among the top ten.

¹⁸ Wage levels are based on 2004 averages for the San Francisco PMSA (San Francisco, Marin, and San Mateo counties). The U.S. Department of Labor Bureau of Labor Statistics prepares the estimates based on survey data collected from employers in all industry sectors.

TABLE 12
TOP TEN OCCUPATIONS BY NEIGHBORHOOD
(IN TERMS OF NUMBERS EMPLOYED)

Occupations	Rank of Occupations for Workers in Each Neighborhood					Mean Annual Wage
	Central Waterfront	East SoMa	Mission	Showplace Square/Potrero Hill	Western SoMa	
Office and administrative support	2	3	1	2	1	\$ 38,380
Management occupations, except farmers and farm managers	1	1	3	1	2	\$ 111,220
Sales and related occupations	5	2	4	4	4	\$ 45,750
Food preparation and serving related occupations		5	2	7	5	\$ 21,560
Arts, design, entertainment, sports, and media occupations	3	6	5	3	3	\$ 60,150
Computer and mathematical occupations	7	4	9	5	6	\$ 85,540
Education, training, and library occupations		10	7	6		\$ 52,350
Production occupations		9	8		8	\$ 33,660
Business operations specialists	6	7		9	9	\$ 70,670
Financial specialists		8			7	\$ 70,670
Building and grounds cleaning and maintenance			6		10	\$ 27,160
Personal care and service occupations	8			10		\$ 30,720
Healthcare practitioners and technical occupations	4					\$ 74,560
Life, physical, and social science occupations	9					\$ 73,010
Fire fighting, prevention, and law enforcement workers	10					\$ 96,000
Construction trades workers			10			\$ 54,370
Legal occupations				8		\$ 106,610
Percent of employed residents in top ten occupations	84%	79%	74%	76%	82%	

NOTE: Occupations are ranked in terms of the number of workers employed from 1 to 10, with number 1 meeting the most workers. A shaded cell means the occupation did not rank in the top ten among workers living in this area.
SOURCE: U.S. Bureau of the Census, Census 2000; U.S. Department of Labor Bureau of Labor Statistics, Metropolitan Area Occupational Employment and Wage Estimates, San Francisco PMSA, November 2004; and Hausrath Economics Group.

Trends in the employment status of Eastern Neighborhoods residents indicate changing employment opportunities in San Francisco, as well as change in the composition of the labor force with the influx of new, market-rate housing.

The percentage of workers employed in management, professional, technical, sales, and administrative support occupations has increased citywide and in the Eastern Neighborhoods, as economic growth is concentrated in the sectors employing these people.¹⁹ Since 1990, there has been a particularly large percentage increase in the number of residents employed in these types of occupations in the Eastern Neighborhoods, a 50 percent increase compared to a 20 percent increase citywide. Much of that change is likely attributable to the emergence of new types of

¹⁹ There were major revisions to the Standard Occupational Classification system in the late 1990s, so close comparison of 1990 and 2000 occupation data is not recommended. At the least-detailed summary level, the categories remain roughly parallel, so it is possible to discern broad shifts.

economic activity in this part of the City—Mission Bay/UCSF development and high technology expansion—and the changes in the housing inventory, particularly the addition of higher-priced new housing affordable only to higher-income households.

During this period, the number of residents employed in construction, maintenance, production, and transportation occupations declined throughout the City and in the Eastern Neighborhoods. On a percentage basis, the shift was about equal, implying no greater or lesser change in the Eastern Neighborhoods than in the City overall.

A relatively high percentage of workers living in the Eastern Neighborhoods have low earnings and work in low-wage occupations. The households that rely on the earnings of these workers are among those households that have the most difficulty affording housing in San Francisco.

Earnings measures income from employment. In the Eastern Neighborhoods and Western SoMa, earnings levels are lower than the citywide average (Figure 53). The proportion of residents of the Eastern Neighborhoods working less than 35 hours per week—less than full-time—is only one percentage point greater than the citywide average (21 percent compared to 20 percent). Therefore, almost all of the difference is attributable to generally lower wages and the higher proportion of low-wage occupations among workers living in the Eastern Neighborhoods.

Almost one-half of the people with earnings in the Eastern Neighborhoods earn less than \$25,000 per year, while the comparable percentage citywide is 40 percent. In Western SoMa, over half earn less than \$25,000 per year. Compared to their overall representation among the city's workforce, people living in the Eastern Neighborhoods and in Western SoMa are over-represented among those earning less than \$12,500 per year and those earning between \$12,500 and \$25,000 per year and under-represented among the higher earners.

The average for the Eastern Neighborhoods overall masks some considerable variation among the neighborhoods, largely reflective of different occupations and associated wages and salaries. Three quarters of the workers with low earnings (earnings less than \$25,000 per year) live in the Mission. In the Central Waterfront, East SoMa, and Showplace Square/Potrero Hill neighborhoods, 50 percent of the workers have annual earnings of \$45,000 or more. In the Mission, less than 20 percent have annual earnings in this range.

Language barriers and lack of particular education and/or training pre-requisites mean that it is difficult for these workers to move into higher-wage occupations. Furthermore, these less skilled and less-educated workers have difficulty finding new jobs if they are laid off because their options are more limited to start.

At low wage levels, households must combine the earnings of several wage-earners to afford housing and other necessities. These types of workers and the households they support are particularly vulnerable to lay-offs, reductions in hours worked, or job losses because employers move or go out of business.

The City's *Commerce and Industry Element* identifies the employment needs of the economically disadvantaged and the under- or marginally-employed as a primary focus of public efforts related to the City's economic development. Towards this end, the *Commerce and Industry Element* promotes land use policies and economic incentives to retain and expand employment opportunities for unskilled and semi-skilled workers while at the same time emphasizing policies to encourage growth of business activities that provide more opportunities for advancement. The *Commerce and Industry Element* recognizes that supportive worker education and training programs are required to bridge the gap between these types of opportunities and those in the labor pool who lack the necessary skills and/or education.

A disproportionate share of the City's residents working in lodging, food, and personal services sectors, in repair and construction sectors, and in the information sector lives in the Eastern Neighborhoods.

At the relatively aggregate level of 14 industrial sectors, workers living in the Eastern Neighborhoods and in Western SoMa are employed in a roughly similar mix of industries as are all workers living in San Francisco (Figure 54). Notable differences are the lower percentage of Eastern Neighborhoods and Western SoMa residents working in education, health, and social services and the higher percentage of Eastern Neighborhoods and Western SoMa residents working in the lodging and food services sector. A lower than average percentage of Eastern Neighborhoods residents work in the financial sector, and a higher than average percentage work in repair, maintenance, and personal services sectors. In Western SoMa, the percentage of employed residents working in both the financial sector and in information services is relatively high.

Across all industries, 11 percent of the employed residents of San Francisco live in the Eastern Neighborhoods. In some industries, the share of workers living in the Eastern Neighborhoods is higher than this average. This is the case for the lodging and food service sector (15 percent of City residents working in that sector live in the Eastern Neighborhoods), repair and personal services and construction sectors (14 percent live in the Eastern Neighborhoods), and the information sector (12 percent live in the Eastern Neighborhoods). Also, as noted above in the description of workers by occupation, although the numbers are small, a large share of City residents employed in the agriculture and fishing industries lives in the Eastern Neighborhoods.

A high proportion of workers living in the Eastern Neighborhoods rely on sectors where work is seasonal and low-paying. Others work in sectors that provide entry-level options with more opportunities for advancement.

Citywide and across each of the Eastern Neighborhoods and Western SoMa, four industrial sectors employ 50 to 60 percent of all employed residents. Ranking the sectors in terms of the number of residents employed reveals some distinctions in the way that each neighborhood's workers relate to the local economy. The differences shown in Table 13 reinforce the profile of neighborhood workforce characteristics described above in terms of occupations.

Industries	Eastern Neighborhoods					
	San Francisco	All Eastern Neighborhoods	Central Waterfront	East SoMa	Mission	Showplace Square/Potrero Hill/Western SoMa
Professional, scientific, management, administrative services	1	1	1	1	1	1
Educational, health and social services	2	2	2	3	4	3
Retail trade	3	4	4	2	4	4
Finance, insurance, and real estate	4	4	3	2	2	4
Accommodation and food services	4	3	4	3	2	2
Manufacturing				4		
Information						3
Percent of residents employed in top four industry sectors	56%	55%	61%	61%	55%	58%

NOTE: Industry sectors are ranked in terms of the number of workers employed from 1 to 4, with number 1 employing the most workers. A shaded cell means the industry did not rank in the top four among workers living in this area.

SOURCE: U.S. Bureau of the Census, *Census 2000* and *Hausrath Economics Group*.

For San Francisco as a whole, those sectors are (in descending rank order): professional, technical, management, and administrative services; education, healthcare, and social services; retail trade; and finance, insurance, and real estate. Indicative of the dominance of the corporate management and business services sectors, in all of the Eastern Neighborhoods and Western SoMa, professional, technical, management and administrative services businesses also employ the most residents. The education, healthcare, and social services sector also ranks among the top four in each of the Eastern Neighborhoods but not in Western SoMa. Retail trade ranks among the top four in all neighborhoods except East SoMa. After this, the rankings diverge.

In the Mission, home to most Eastern Neighborhoods workers, lodging and food services ranks second, employing 14 percent of all workers living in the Mission. This sector also ranks among the top four in East SoMa (at number three) and in Western SoMa (at number two).

East SoMa is the only Eastern Neighborhood where finance, insurance, and real estate ranks in the top four sectors. People who work in the nearby Financial District are a target market for much of the new market-rate housing in East SoMa. This sector also ranks among the top four among Western SoMa workers.

Showplace Square/Potrero Hill is the only Eastern Neighborhood where the information sector ranks among the top four. Publishing (including software publishing); motion picture, video, and sound recording; broadcasting and telecommunications; and data processing and internet and other information services all fall within this major sector. These are the types of businesses most closely associated with new technology industries in the San Francisco and Bay Area economies. The Showplace Square/Potrero Hill area has been a preferred location for these types of businesses, as well as a preferred place of residence for the young adults employed in these businesses, in San Francisco and south of the City.

Manufacturing ranks among the top four sectors in the Central Waterfront, employing almost 10 percent of the relatively small number of workers living in that least densely populated of the Eastern Neighborhoods. This sector ranks seventh or eighth citywide and in each of the other Eastern Neighborhoods. Central Waterfront workers employed in manufacturing could be employed in a wide range of businesses. Likely candidates—considering the industrial composition of San Francisco and the rest of the region—include apparel, printing, food and beverages, computers and electrical equipment, and electronic products and appliances.

What types of businesses and how many jobs are located in the Eastern Neighborhoods?

There are about the same number of people working in the Eastern Neighborhoods as live there.

In 2000, there were about 73,000 jobs in the Eastern Neighborhoods.²⁰ Together these areas accounted for just over ten percent of all employment in San Francisco (Table 14). There were more jobs in Western SoMa than in any one of the Eastern Neighborhoods in 2000. There were about 24,000 people working in Western SoMa, about four percent of total employment in the City.

²⁰ This section describes business activity and jobs by place of work. Some of these employ people living in San Francisco and living in the Eastern Neighborhoods—the labor pool of workers by place of residence described in the preceding section.

By contrast to the situation for housing and population, however, jobs in these Eastern Neighborhoods were fairly evenly distributed among the neighborhoods. Historically in the City's land use system, the industrially-zoned lands have been locations for business activity and jobs, and relatively distinct parts of these planning areas—the residential districts in the Mission and Potrero Hill—have been locations for substantial amounts of housing. While most jobs in 2000—one-third of the total—were in the Mission, both Showplace Square/Potrero Hill and East SoMa each claimed 25 – 30 percent of Eastern Neighborhoods jobs. About 15 percent of total Eastern Neighborhoods employment was located in the smaller Central Waterfront district in 2000.

	Business Activity (see definitions below)					Total	Percent of Total
	MIPS	PDR	Retail	Visitor	CIE		
Eastern Neighborhoods							
Mission	3,508	12,071	4,718	42	2,764	23,103	32%
Showplace Sq./Potrero Hill	6,827	6,966	1,988	-	4,954	20,735	29%
East SoMa	8,688	6,579	1,412	150	758	17,587	24%
Central Waterfront	3,526	6,851	558	102	184	11,221	15%
Subtotal	22,549	32,467	8,676	294	8,660	72,646	100%
Rest of City	269,025	63,080	87,929	20,029	121,648	561,711	
Western SoMa	8,399	10,436	3,803	225	1,515	24,378	
Total	291,574	95,547	96,605	20,323	130,308	634,357	
Percent Distribution by Business Activity							
Eastern Neighborhoods	31%	45%	12%	0%	12%	100%	
Rest of City	48%	11%	16%	4%	22%	100%	
Western SoMa	34%	43%	16%	1%	6%	100%	
Eastern Neighborhoods Share of City Total	8%	34%	9%	1%	7%	11%	

NOTE: The employment categories used in this analysis (which was originally prepared by the Planning Department in 2002) are based on classifications developed in the late 1990s to represent groups of businesses with similar functions, job types, and space use characteristics. The classifications rely on employment defined by the Standard Industrial Classification (SIC) System that was used until 2001 to describe and categorize types of business and economic activity. The North American Industry Classification System (NAICS) replaces the SIC system. Categories of employment developed using NAICS are not directly comparable to the categories used in this table.

MIPS: Management, information, and professional services
PDR: Production, distribution, and repair
Retail: Retail and entertainment, including amusements, recreation, and personal services
Visitor: Hotels and other lodging
CIE: Cultural, institutional, and educational facilities and services, including medical and healthcare services

SOURCE: San Francisco Planning Department (Land Use Allocation 2002), October 2003.

Although production, distribution, and repair (PDR) businesses employ the most people in the Eastern Neighborhoods, business activity in the Eastern Neighborhoods is almost as diverse as business activity in the rest of San Francisco.

PDR businesses account for almost half (45 percent) of all jobs in the Eastern Neighborhoods (Figure 55). These businesses also employ the most people in Western SoMa (43 percent of total jobs). Just under one-half (45 percent) of all PDR employment in San Francisco is located in the Eastern Neighborhoods and Western SoMa. Other concentrations of PDR business activity are in the Bayview/Hunter's Point area. There are also a substantial number of smaller PDR businesses—repair, distribution, transportation, construction companies—located in neighborhood commercial districts throughout the City.

PDR includes a variety of businesses engaged in manufacturing, arts and design, construction, wholesale trade, distribution, transportation, storage, repair, and maintenance. It includes traditional "industrial" activities and repair shops, as well as high-value-added production and distribution activities. Examples of the latter may include custom consumer-goods production, digital media and audio-visual production, internet services, and the production and distribution functions of telecommunications, wireless communications, health care, and biomedical technology firms. Because of the importance of this sector in these Eastern Neighborhoods, it is described in more detail below.

Management, information, and professional services is the next largest category of both Eastern Neighborhoods' and Western SoMa business activity, measured in terms of employment.

Almost one-third of the jobs in these areas are in this category. This category includes what are traditionally considered office jobs (legal, architecture, engineering, accounting, management, marketing, advertising, financial, and real estate services, public administration), as well as businesses involved in research, communications, and information processing, including new technology, media, and internet-related companies.

Retail and entertainment is also part of the mix of economic activity in the Eastern Neighborhoods, representing 12 percent of all jobs, a lower percentage than pertains in the rest of the City. Well-developed residential districts within these neighborhoods (Potrero Hill and the Mission) support nearby neighborhood-serving retail establishments. Retail businesses and employment are particularly important in the Mission, where retail jobs are 20 percent of total employment. Retail businesses in the Mission serve both neighborhood and citywide markets. The area's stores, eating establishments, history, and cultural and visual and performing arts attractions attract tourists and other out-of-town visitors. The Mission's function as a destination in turn supports the relatively high level of retail employment in the neighborhood.

Retail activity also claims a relatively high share of total employment in Western SoMa (16 percent of all jobs). Western SoMa is home to numerous clubs and entertainment venues that

serve citywide and visitor markets. Both Civic Center performing arts venues and the cluster of lodging facilities in the area also support higher levels of retail activity and jobs in Western SoMa.

The lodging component of the visitor sector is not a significant contributor total economic activity in these Eastern Neighborhoods. Although many of the area's residents work in the visitor sector, the lodging facilities where they work are located elsewhere (Downtown, Van Ness Corridor, Fisherman's Wharf). There is also a cluster of lodging establishments located in the adjacent Western SoMa and many larger hotels near Yerba Buena Gardens and the Moscone Convention Center South of Market. As noted above, much of the retail activity and employment in the Mission is attributable to that neighborhood's function in San Francisco's visitor economy.

There is a sizable component of cultural and institutional economic activity in the Eastern Neighborhoods. This category accounts for 12 percent of total employment, a smaller share than is found in the rest of the City. This diverse classification includes education, health care, social services, visual and performing arts, and advocacy organizations, including much of the non-profit sector. Many of the larger institutions in this category are population-serving and are located throughout the City. Others are concentrated in the downtown and Civic Center. The establishments located in the Eastern Neighborhoods include some large institutions (San Francisco General Hospital), local schools, colleges and vocational schools, as well as smaller performance and exhibit venues, and social service and other non-profit entities. This category broadens the base of economic activity and jobs in the Eastern Neighborhoods.

Why do we care about production, distribution, and repair (PDR) economic activity in the Eastern Neighborhoods?

As described above, production, distribution, and repair (PDR) economic activity is the largest single component of business activity and employment in the Eastern Neighborhoods, accounting for about 32,000 jobs in these four neighborhoods. These are the parts of the City that have land zoned for industrial uses and relatively permissive land use regulations. The result is an inventory of land and building space that has traditionally accommodated businesses favoring relatively low density building types, open yards for storing vehicles and equipment, low space costs, and separation from uses that are not tolerant of 24-hour operations, lights, noise, and truck traffic. In addition, the building space and locations serve an important "incubator" function in San Francisco's land use system—providing a foothold in the city for new industries, start-up businesses, and artistic endeavors that are important to the dynamics and vitality of the City's economy.

The Commerce and Industry Element of the Master Plan supports retention of these types of businesses to ensure economic diversity, support the economic base sectors to which many PDR businesses are linked, and to provide relatively well-paying employment opportunities for the those people in San Francisco's labor force who have limited formal education. Land use planning efforts over the last several years in the Eastern Neighborhoods have focused on managing the land use changes brought about by demand in these locations from uses that are willing to pay more for land and building space than do the existing businesses historically located in these districts.

PDR businesses employ San Franciscans.

About 70 percent of PDR businesses surveyed by the Planning Department for the 2002 PDR study indicated that they employed San Francisco residents. One-third responded that 70 percent or more of their employees lived in San Francisco. Twenty five percent responded that their employees lived in the immediate area, i.e., the Eastern Neighborhoods Community Planning Areas of Bayview, Mission, South of Market, and Showplace Square/Potrero Hill.

These results are reinforced by the Census data analysis describing the occupations and industries that employ residents of the Eastern Neighborhoods. A relatively high percentage of the workers living in the Eastern Neighborhoods are employed in construction, maintenance, production, and transportation occupations in what would be considered typical PDR industries. Furthermore, these types of jobs have historically relied upon the immigrant labor pool. As in other large port-of-entry cities, San Francisco's immigrant labor pool has been an important competitive advantage for companies that have come to rely on that workforce. This population benefits in return, since jobs in production, distribution, and repair businesses provide opportunities for workers who do not speak English well and lack higher education in the U.S.

PDR businesses offer entry-level jobs with upward mobility: on-the-job training and opportunities for advancement as skills develop.

Many PDR jobs do not require college degrees. Just over 50 percent of the PDR businesses responding to the Planning Department survey indicated that, on average, non-managerial staff had no more than a high school diploma.

There are notable differences in the skills ladder for PDR occupations and retail and low-wage service occupations that also have minimal education requirements (Figure 56). Production, distribution, and repair occupations are more evenly distributed across a range of experience levels. Considering all production, construction, transportation, and repair and maintenance occupations in San Francisco, occupations are relatively evenly divided among entry-level jobs with the most minimal experience requirements (short-term, or 30-day, on-the-job training), jobs

requiring moderate-term (one – twelve months) on-the-job training, and jobs requiring long-term (one year or more) on-the-job training. Although the share of jobs in more experienced levels of these occupational groups diminishes, there are positions for supervisors, managers, and inspectors, and for operators, technicians, and mechanics with specialized skills. These positions command higher wages. By contrast, most sales and service occupations are limited to those having only the lowest entry-level requirements: 85-90 percent of food preparation and serving jobs and building and grounds cleaning and maintenance occupations require only short-term on-the-job training. Personal care service occupations and sales occupations are also heavily weighted towards the minimal experience entry-level end of the spectrum. Across all of these occupation groups there are very few positions (with associated higher wages) that fall in the categories requiring more work experience.

Wage levels in production, distribution, and repair occupations are consistently higher than wage levels in sales and service occupations (Figure 57). In 2004, median hourly wages for food preparation and serving, sales occupations, buildings and grounds maintenance, and personal care and other service occupations in San Francisco, San Mateo, and Marin counties ranged from \$9 - \$15 per hour. Median hourly wages for construction, production, repair and maintenance, and transportation occupations ranged from \$13 per hour to \$26 per hour, almost twice the wage level for sales and service occupations.²¹

PDR business are located throughout the Eastern Neighborhoods.

In the Central Waterfront, they line Illinois Street, extending into Port land east of Illinois; they occupy parcels fronting Third Street, particularly south of 23rd, and, skirting the Dogpatch residential neighborhood, they are the predominant land use in the blocks that extend west to the freeway and the slope of Potrero Hill. In East SoMa, PDR businesses are concentrated in the blocks south of the freeway and north of Townsend, between Fourth Street and about mid-block between Second and Third Streets. A second set of PDR businesses is located north of the freeway, along Harrison and Folsom and some of the alleyways that line those blocks east of Yerba Buena Gardens and Moscone Convention Center. In East SoMa, the broad east-west streets (Folsom, Harrison, Bryant, and Brannan) have been important locations for PDR activity. PDR businesses are widely distributed throughout the Mission: larger traditional facilities and new digital production establishments in the Northeast Mission Industrial Zone and smaller garages, workshops, arts-related, and other production operations in the commercial and residential blocks that make up the rest of the neighborhood. In the Showplace Square/Potrero Hill neighborhood, PDR businesses are more concentrated in the design and wholesale

showroom district south of Division Street and the large adjacent blocks that front on 7th Street, bordering Mission Bay. The blocks of industrial zoning south of 16th Street also support a variety of manufacturing, distribution, design-related, and other PDR businesses. There are some PDR businesses operating in the residential and neighborhood commercial parts of Potrero Hill, but not to the same extent as is found in the Mission.

It is also important to remember that PDR businesses are located elsewhere in the broader Eastern Neighborhoods planning area. Planning Department estimates show about 10,000 PDR jobs in Western SoMa and 18,000 PDR jobs in Bayview/Hunter's Point in 2000. Two-thirds of PDR employment in San Francisco is located in these combined areas on the east side of the City.

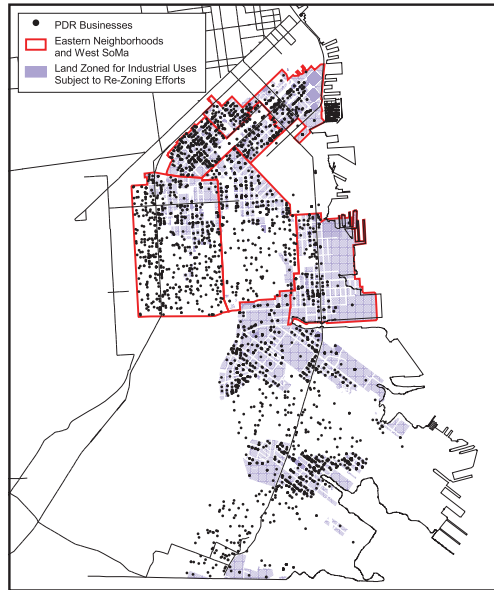
Map 8 illustrates the locations of PDR businesses in the broader Eastern Neighborhoods planning area. The map also indicates where PDR businesses are located on land zoned for industrial use and subject to rezoning and where PDR businesses are located on land not currently zoned for those uses.

Not all PDR business are located on land zoned for PDR use.²² The 2005 Supply/Demand Study for PDR identifies, for each neighborhood, PDR employment on land not zoned for PDR. In the Central Waterfront and Showplace Square/Potrero Hill, almost all PDR activity is on land designated for PDR; less than 10 percent of PDR employment is on land zoned for residential or neighborhood commercial use. South of Market (including both East SoMa and Western SoMa), 25 percent of PDR employment is on land not zoned for PDR, and in the Mission almost one-third of PDR employment is located outside the industrial district. Overall, for the Eastern Neighborhoods, roughly 20 percent of PDR employment is located outside of the heavy commercial, industrial, and service districts where they are permitted uses.

It is also the case that not all land in the industrial, heavy commercial, and service/light industrial zoning districts is in PDR use. Land use tends to be quite mixed in these districts. Office, retail, live/work, and residential uses are not prohibited. Until development pressures elsewhere in the City sought an outlet in what had been perceived as under-developed locations, land use change was not as highly scrutinized in these areas as elsewhere in the City.

²¹ U.S. Department of Labor, Bureau of Labor Statistics, November 2004 Metropolitan Area Occupational Employment and Wage Estimates, San Francisco PMSA (Marin, San Francisco, and San Mateo counties) http://stats.bls.gov/oes/current/oes_7360.htm

²² Under existing zoning in these Eastern Neighborhoods, zoning categories that allow PDR activities include: C-1, C-M, M-1, M-2, RSD, SLJ, SLR, SPD, and SSO.



Map 8
PDR BUSINESSES IN
LAND CURRENTLY ZONED FOR INDUSTRIAL USES
AND SUBJECT TO RE-ZONING
SAN FRANCISCO PLANNING DEPARTMENT

Flexibility is a key characteristic of buildings used by PDR businesses and there is considerable variation in the sensitivity of PDR businesses to the costs of space.

PDR businesses are located in a variety of building types, and any one particular building often houses a diverse collection of PDR businesses. The buildings that accommodate PDR businesses are adaptable to changing business operations and can accommodate multiple business functions in one location. These businesses do not require costly finishes, and public reception areas are not a high priority. More important are open plans to accommodate the people and equipment required for various production processes, high ceilings, and loading docks. Some businesses require ground floor locations, while others operate well in upper-story space. Some PDR businesses relying on vehicles for pick-up and delivery require good transportation access. Other businesses require open yards to store vehicles and equipment.

Some PDR businesses in San Francisco own their buildings.²³ These businesses are the least sensitive to space costs but may be influenced by real estate market conditions where selling the property for a higher value use would generate significant economic returns for the property owner.

Businesses that lease their space range from some of the lowest-rent payers to businesses that can afford to pay higher rents, approaching those expected of non-downtown office users. Rent-paying ability is directly related to location preferences and the trade-offs between location and cost of space. Specialized PDR businesses for whom proximity to customers, suppliers, or particular labor networks is critical are able to pass along space costs to customers as part of the cost of doing business. Examples include auto repair operations, furniture repair shops, and interior design showrooms that have customers willing to pay for the convenience of a local provider, as well as custom video processing, digital printing, or building materials production that depend on particular networks of suppliers, labor, and customers. Businesses that have high costs for transportation (for supplies, labor, or products) are more willing to pay premiums for convenient locations. Other PDR businesses in more competitive lines of work are likely to be more sensitive to the costs of space.

The density of the business activity also influences sensitivity to space costs. PDR businesses that require large floor areas for vehicles, equipment, inventory, or production processes can afford relatively low rent on a per square foot basis and are vulnerable to competition from higher-rent paying uses. These businesses often also require open accessory yards. Examples of

²³ About 30 percent of PDR businesses own their property, according to a Planning Department survey of PDR business owners, cited by Economic & Planning Systems, in *Supply/Demand Study for Production, Distribution, and Repair (PDR) in San Francisco's Eastern Neighborhoods*, April 15, 2005.

these types of businesses are vehicle and equipment rental and repair, construction materials and services, animal care services, arts production, and wholesale trade and distribution operations.

PDR businesses that can operate more compactly, such as printing operations, food processing, video and audio processing, apparel and accessories manufacturing, and design studios can afford to pay higher rents and can adapt their operations to higher cost building types or locations. Particular space characteristics are not the priority input factor for these businesses. When faced with higher space costs, they will use space more efficiently to maintain a location that offers access to the higher priority inputs of labor or materials or particular advantages of market access or clustering, described below.

PDR businesses benefit from locating in clusters.

Clusters are businesses of like kind taking advantage of the characteristics of a particular location or set of buildings. Clusters enable businesses to share resources and services and exchange information. Access to a particular labor pool or proximity to a particular customer base are other reasons for business clustering. While this interdependence can stimulate innovation and economic expansion and provide a support system for businesses in trouble, it also means that loss of a cluster's critical mass may result in more widespread business closures and job losses.

The 2002 Planning Department report on industrial land use and PDR business activity identifies the building types that predominate in the different Eastern Neighborhoods and the locations of various clusters of PDR activities. The 2005 Supply/Demand Study for PDR also identifies industry clusters by subarea within the Eastern Neighborhoods.

East SoMa and Western SoMa offer primarily small floor plate structures, many with second and third story loft space. There are also a number of garages, mostly along the east-west streets. Showplace Square is characterized by single and multi-story showrooms, while the North Potrero area has mostly single story, medium floor plate buildings, many with accessory open yards. The Central Waterfront offers a wide range of building types: medium and large floor plate buildings, single-story and multi-story structures, and accessory yards. In the industrial areas of the Mission, there are medium and large floor plate buildings, single-story and multi-story structures, and some accessory yards. Elsewhere in the Mission, PDR businesses occupy garages and upper floor lots of commercial buildings. South of these Eastern Neighborhoods, in the Bayview, PDR locations are characterized by medium- and large-floor-plate, single-story buildings, often with accessory yards. **Box 2** on the following page links these building and location characteristics with the clusters of similar PDR activities in each neighborhood.

BOX 2 BUILDINGS AND LOCATIONS / PDR CLUSTERS	
<i>East SoMa</i>	
Building Types / Location Characteristics	PDR Clusters
Small floor plates Garages Upper floor lofts Proximity to Downtown	Printing and publishing Paper products manufacturing and distribution Broadcasting and telecommunications Graphic design Auto repair and auto body repair Sound recording/film production Parking/towing
<i>Showplace Square / Potrero Hill</i>	
Building Types / Location Characteristics	PDR Clusters
Showrooms Medium floor plates Single-story and multi-story buildings Accessory yards Freeway access Proximity to residential neighborhoods	Wholesale jewelry, furniture, appliances, auto parts Import/export trading Graphic design Small scale manufacturing Garment manufacturing Arts activities Animal services Shipping and delivery services Construction services and materials wholesale Heavy equipment wholesale
<i>Central Waterfront</i>	
Building Types / Location Characteristics	PDR Clusters
Medium and large floor plates Single-story and multi-story buildings Accessory yards Freeway access	Vehicle and equipment rental Transportation services Food distribution Printing services Paper products manufacturing and distribution Graphic design Garment manufacturing Appliance repair and distribution Other repair and maintenance services Construction services and materials wholesale
<i>Mission</i>	
Building Types / Location Characteristics	PDR Clusters
Medium and large floor plates Single-story and multi-story buildings Accessory yards Upper floor lofts Garages Proximity to residential neighborhoods	Printing services Auto repair and auto body repair Photography services Broadcasting Sound recording/film production Garment and accessories manufacturing Wholesale apparel Import/export trading Utilities Food processing Animal services Landscape maintenance services Arts activities

The building type/location characteristics/PDR cluster chart highlights the diversity of this economic activity. While there are clear location preferences for some PDR businesses, others are more adaptable. Some are particularly sensitive to space costs, while others can afford higher rents. PDR activities cluster for different reasons. Some cluster in areas with open yards and freeway access because of their rely on storage and distribution. Others cluster together to create efficiencies for clients and customers. Showrooms and auto repair are examples of these types of clusters. Other PDR activities such as small manufacturers seek out inexpensive open plan floor plates as are available in the upper floors of older multi-story commercial and industrial buildings.

The prospects for PDR business activity in the City are good assuming affordable, flexible space is available in suitable locations.

The bulk of the larger manufacturing and distribution businesses that had historically located in urban centers left San Francisco in the 1970s and 1980s. A combination of push-and-pull factors common to industrial location patterns nationally and influenced market forces beyond the control of local land use policy dictated this relocation. Older industrial facilities no longer met the standards of modern production and distribution techniques. Increasing congestion and increase in property values in the City made suburban and exurban locations more attractive and affordable. Firms gained better access to a wider range of the growing regional market by relocating to the suburbs or the metropolitan fringe.

A core of production, distribution, repair, construction, and transportation activities remains in San Francisco. Many of those establishments serve business and resident markets in the City. They are likely to remain in the City over the longer-term provided they can find locations and building types that satisfy their facility needs and cost structures. Businesses most likely to remain and grow are in the following categories: printing and publishing, audio-visual production and services, interior design, art and performance production, construction, custom manufacturing, and motor vehicle repair/parts supply businesses. These businesses have some combination of the following characteristics: ability to pass on increases in costs to customers; strong linkages to San Francisco markets; operations that are adaptable to higher density building types; operations that are compatible with a mixed use environment.

New and yet to emerge technologies will also sustain an evolving PDR presence in San Francisco in the future. Some elements of digital media, internet publishing and broadcasting, communications, biotechnology, nanotechnology, and clean/alternative energy businesses have the characteristics of PDR activity, particularly at early stages of their development. To the extent that space suitable for PDR uses is also *incubator* space, it will accommodate firms in these emerging industry categories.

Examination of land use trends and development proposals in the Eastern Neighborhoods
This section of the report focuses on recent land use change and on proposed development, describing how the planning area has evolved over time within the City's land use system. Analysis of the pipeline of new development projects in the Eastern Neighborhoods highlights the current incarnation of development pressure and land use transition.

Land use in the Eastern Neighborhoods reflects the area's history as one of the first locations for dense urban development in the growing City.

The Eastern Neighborhoods cover 1,480 developable acres—seven percent of San Francisco's land area—not counting streets, alleys, and other public rights-of-way (Table 15). These areas are some of the oldest areas of urban development in San Francisco. Historically, residential, commercial, and industrial uses grew side by side, before modern zoning controls to segregate uses were applied. The current diversity of use in the Eastern Neighborhoods grows out of both those historic development patterns and more recent real estate market and land use trends that have residential, retail, and office uses moving into areas that had been more exclusively "industrial" in character.

A large portion of the land area used by production, distribution, and repair (PDR) businesses in San Francisco is located in the Eastern Neighborhoods; the 570 acres of land classified as in PDR use represent 36 percent of the total PDR land in the City. Most of the rest of the land in use by PDR businesses is in the Bayview and in Western SoMa. PDR land represents the largest single use of land in the Eastern Neighborhoods—about 40 percent of the total and is the distinguishing feature of these areas from the perspective of the City's land use system.

Interestingly, residential land and residential mixed use land cover just over 500 acres in the Eastern Neighborhoods. At 35 percent of the total land area in these neighborhoods, residential use is a large part of the mix. In the rest of the City, 45 percent of the land is in residential use.

Figure 58 shows the percentage distribution of land area by use for the Eastern Neighborhoods, Western SoMa, and the other parts of the rest of the City. The importance of PDR use to the landscape of the Eastern Neighborhoods and Western SoMa is very clear in this figure. What is surprising is the mix of other uses. Under existing zoning, residential land use is almost as large as PDR land use in the Eastern Neighborhoods. Relatively large shares of the City's retail and entertainment land and cultural, institutional, and educational land are located in the Eastern Neighborhoods, as is 12 percent of the City's office land. Parks and open space and visitor uses are under-represented in the Eastern Neighborhoods and Western SoMa.

**TABLE 15
SAN FRANCISCO LAND AREA BY LAND USE IN 2004
(ACRES)**

Land Use Category	Total City	Percent of City Total			
		Eastern Neighborhoods	Western SoMa	Eastern Neighborhoods	Western SoMa
Cultural, Institutional, Educational & Other Public Facilities	1,292.79	89.61	6.14	7%	—
Mixed Uses	1,176.08	76.73	28.79	7%	2%
Offices	363.30	42.47	10.48	12%	3%
Parks and Open Space	6,096.83	48.62	0.23	1%	—
Production, Distribution and Repair	1,582.38	567.81	62.72	36%	4%
Residential	9,774.25	477.21	20.23	5%	—
Residential Mixed Use	222.85	42.00	3.95	19%	2%
Retail/Entertainment	512.13	87.34	20.06	17%	4%
Visitor	67.35	1.52	1.56	2%	2%
Vacant	550.91	47.13	11.18	9%	2%
Total	21,638.96	1,480.44	165.34	7%	1%

SOURCE: San Francisco Planning Department Land Use 2004 database

As locations for business activity in San Francisco, the former industrial districts including these Eastern Neighborhoods as well as Western SoMa, Mission Bay, and Bayview/Hunter's Point have been in a state of transition for many years. An earlier exodus of large-scale manufacturing and warehouse uses left an inventory of underutilized buildings and land area. First, office activities that needed larger sites and small offices seeking affordable space near downtown migrated to the South of Market area. In the 1990s, "multi-media" and dot-com businesses occupied under-utilized, often multi-story, industrial buildings in the South of Market, Inner Mission, Central Waterfront, and Potrero Hill neighborhoods, following the lead of the design and showroom cluster that transformed parts of North Potrero into Showplace Square in the 1980s. More recently, in a former warehouse and distribution hub, UCSF has started to occupy new facilities at their Mission Bay campus, and this new residential neighborhood and the ballpark at China Basin have begun to attract retail and other population-serving businesses to the area.

Capitalizing on these real estate trends and guiding future development patterns, most of the formerly industrial land that hugged San Francisco's eastern bay shoreline has been planned and programmed for mixed use redevelopment. Intensive development is now proceeding under these plans: Rincon Hill/Transbay, Rincon Point/South Beach, Mission Bay, Hunters Point.

The Port of San Francisco also controls land in maritime and industrial use along San Francisco's Bayshore. Prospects for re-use and redevelopment are more limited on Port land. In

the Central Waterfront, the Waterfront Land Use Plan reserves land for maritime use, consistent with the governing "public trust doctrine" directing such important waterfront resources to be reserved for water-dependent use, including industrial maritime, waterborne commerce, and public assembly and recreation. To finance infrastructure improvements and public benefits that are key objectives of the Waterfront Land Use Plan, however, revenue-generating non-maritime uses are allowed in some mixed-use opportunity areas, including a portion of Pier 70 and the former Western Pacific property north of Pier 80 in the Central Waterfront. (The latter property has since become the site for the Metro East Light Rail Maintenance and Operations Facility.) In the absence of demand for land for maritime use and pending project sponsors willing to assume the risk and make the investment in redeveloping the opportunity areas, the Port allows interim uses consistent with the underlying industrial zoning. As such, these waterfront areas have become an important part of the San Francisco's industrial land supply.

The current development pipeline is emblematic of the longer-term land use transitions within the City's land use system.²⁴

Real estate market factors continue to favor new development in the former industrial areas, including the Eastern Neighborhoods. In the Eastern Neighborhoods, approved projects and development proposals convert industrially-zoned land and PDR building space to residential use with associated smaller amounts of retail, office, and institutional development.

The pipeline of potential new residential development in San Francisco remains at near-record-high levels. As of March 2006, the housing development pipeline totaled 21,800 additional units, counting units in projects that have applications filed with the Planning Department, approved projects that have permit applications filed with the Department of Building Inspection, projects that have approved and issued building permits, and projects that are under construction. As shown in Figure 59, about one-third of the total are not yet approved; they have applications filed and are in the midst of the planning process. About half of the units are in projects that are approved and are in some stage of the building permit process, but not yet under construction. Twenty percent of the units in the residential development pipeline (5,400 units) were under construction as of the March 31, 2006.

Of this total, 176 projects representing 7,000 units were in the Eastern Neighborhoods. This amounts to 27 percent of all the units in the residential development pipeline. In the Eastern Neighborhoods as in the rest of the City, about one-third of the units in the pipeline are in the planning review stage—not yet approved. Just over 3,000 units (45 percent) are approved and at some stage of the building permit process. In the Eastern Neighborhoods, one-quarter of the

²⁴ The development pipeline information presented here represent project status as of the end of the first quarter (end of March) 2006.

units in the residential development pipeline (about 1,700 units) are under construction in early 2006. **Table 16** presents the detail on the residential pipeline for the Eastern Neighborhoods.

**TABLE 16
RESIDENTIAL PIPELINE BY PLANNING APPLICATION AND BUILDING PERMIT STATUS
(NET NEW UNITS AS OF MARCH 31, 2006)**

Pipeline Status	Showplace Square/ Potrero Hill Neighborhoods					Total City	Eastern Neighborhoods Share of Total City
	Central Waterfront	East SoMa	Mission	Eastern Neighborhoods	Western SoMa		
Planning Application Filed	55	873	590	745	2,243	632	7,956
Planning Approved	195	232	274	8	709	135	3,329
Bldg. Permit Application Filed	174	531	498	799	2,002	80	5,788
Bldg. Permit Approved/Issued	110	1	47	156	314	103	3,493
Under Construction	24	659	460	531	1,674	345	5,411
Percent of total units	8%	33%	27%	32%	100%	1,295	25,977

NOTE: Net new residential units after adjusting proposed project totals for demolition of existing units. Detail from Planning Department Case Tracking and Department of Building Inspection data from Permit Tracking, as of March 31, 2006.
SOURCE: San Francisco Planning Department

Some of these projects are permanently affordable housing, sponsored by non-profit housing developers, that will add to the inventory of that type in the Eastern Neighborhoods. Examples include 18th and Alabama Apartments (151 units), 275 10th Street Supportive Housing (140 units), 10th and Mission family housing (135 units), 9th and Jessie Senior Housing (107 units), and Mission Street Studios (100 units). Some of the other projects will include on-site below-market-rate units.

The distribution of pipeline units among the Eastern Neighborhoods shows a fairly even distribution of about 2,000 units each in East SoMa, the Mission, and Showplace Square/Potrero Hill. The Central Waterfront shows a smaller number of pipeline units. According to this snapshot of the pipeline, East SoMa is no longer the primary focus of proposed new residential development activity.

The table also shows detail for the residential development pipeline in Western SoMa. Thirty one residential development projects totaling about 1,300 units are either under review, approved, or under construction. This amounts to five percent of the total residential development pipeline in the City.

Non-residential space in the development pipeline includes space in mixed-use projects and space in solely non-residential projects. **Table 17** presents the detail by land use for the Eastern

Neighborhoods, Western SoMa, and the City overall. Citywide, 2.1 million sq. ft. of net additional office space is in the development pipeline. One million sq. ft. of this office space is under construction, another one million sq. ft. has been approved; and about 600,000 sq. ft. are under review. None of the major new office projects is in the Eastern Neighborhoods. The non-residential pipeline includes a similar amount of retail/entertainment space (2.0 million sq. ft. of net additional space). Unlike the situation for office development, a substantial part (20 percent) of the net additional retail/entertainment space in the pipeline is located in the Eastern Neighborhoods. More than half of this development citywide is in approved projects that are either under construction or in some stage of the building permit process; in the Eastern Neighborhoods, two-thirds of the net additional retail/entertainment space in the pipeline is approved or under construction. The pipeline for visitor accommodations totals 845,000 sq. ft. of net additional space, and institutional, educational, and medical facilities plan another 748,000 sq. ft. of net additional space. Only a small amount of the development pipeline for visitor accommodations is in the Eastern Neighborhoods and 15 percent of the institutional, educational, or medical space is in projects in the Eastern Neighborhoods.

**TABLE 17
NON-RESIDENTIAL PIPELINE BY LAND USE
(NET ADDITIONAL BUILDING SPACE AS OF MARCH 31, 2006)**

Non-residential Land Use	Showplace Square/ Potrero Hill Neighborhoods					Total City	Eastern Neighborhoods Share of Total City
	Central Waterfront	East SoMa	Mission	Eastern Neighborhoods	Western SoMa		
Office	-	(79,404)	23,124	(38,909)	(95,189)	(14,275)	2,133,977
Retail and Entertainment	50,265	96,044	61,235	204,833	412,377	30,116	2,039,904
Visitor	-	49,500	-	-	49,500	41,000	845,442
Cultural, Institutional and Educational	-	-	74,287	12,000	86,287	25,600	651,041
Medical	-	20,000	-	-	20,000	-	96,908
Production, Distribution and Repair	(196,350)	(185,027)	(320,970)	(213,008)	(915,355)	(55,250)	(1,550,966)
Total net additional non-residential development	(146,085)	(98,887)	(162,324)	(35,084)	(442,380)	27,191	4,215,406

NOTE: Some of the new non-residential development is in mixed-use projects and the residential units in those projects are shown in Table 16. Some of the net loss of production, distribution, and repair building space shown in this table is attributable to some of the residential projects detailed in Table 16. Detail from Planning Department Case Tracking and Department of Building Inspection data from Permit Tracking, as of March 31, 2006.
SOURCE: San Francisco Planning Department

The Western SoMa pipeline of potential development activity for these types of new development projects looks similar to that in the Eastern Neighborhoods plan areas. The pipeline results in a small net loss of office space and modest net additions to the inventory of retail/entertainment, visitor accommodations, and cultural/institutional space.

Most of the loss of existing space as a result of development proposals is loss of PDR space. Some of the development projects in the pipeline require the demolition or conversion of existing space. In some cases, office, retail, or residential space is demolished or converted. As shown in **Table 17** most of the loss of existing space is building space currently or formerly occupied by production, distribution, or repair activities, however. The citywide development project pipeline shows a net loss of about 1.6 million sq. ft. of PDR space to accommodate conversion or new construction. Two-thirds of this loss of PDR space will occur because of development projects that are under construction or approved. There are some projects in the pipeline that would add PDR space. These are generally smaller projects, so the net result summarized by planning area is a net loss of PDR building space. For example, there are two market-rate housing projects (one in the Central Waterfront and one in Showplace Square/Potrero Hill) that have a PDR component. The Central Waterfront mixed-use project includes 20,500 sq. ft. of PDR space with 27 housing units, and the Showplace Square/Potrero Hill mixed-use project includes about 5,000 sq. ft. of PDR space with 41 housing units. **Table 18** shows the detail for the loss of production, distribution, and repair space by neighborhood and by project status in the pipeline.

**TABLE 18
PIPELINE STATUS OF PRODUCTION, DISTRIBUTION, AND REPAIR BUILDING SPACE
(NET ADDITIONAL BUILDING SPACE AS OF MARCH 31, 2006)**

Neighborhood	Planning				Totals
	Filed	Approved/Building Permit Issued	Under Construction	Under Construction	
Central Waterfront	(27,740)	(168,610)	-	-	(196,350)
East SoMa	(48,659)	(118,843)	(17,525)	-	(185,027)
Mission	(239,475)	(81,495)	-	-	(320,970)
Showplace Sq./Potrero Hill	(10,663)	(171,055)	(31,290)	-	(213,008)
Total Eastern Neighborhoods	(326,537)	(540,003)	(48,815)	(915,355)	
Rest of City	(191,857)	(306,210)	(137,544)	(635,611)	
Western SoMa	(5,775)	(22,450)	(27,025)	-	(55,250)
Total City	(518,394)	(846,213)	(186,359)	(1,550,966)	

NOTE: There are some projects in the pipeline that would add PDR space. These are generally smaller projects, so the net result summarized by planning area is a net loss of PDR building space.
SOURCE: San Francisco Planning Department, Department Case Tracking and Department of Building Inspection data from Permit Tracking, as of March 31, 2006.

Within each of the Eastern Neighborhoods, Western SoMa, and the rest of the City, the development pipeline would result in the loss of building space for PDR uses. Most of the loss of PDR building space is in the Eastern Neighborhoods; over 900,000 sq. ft. (60 percent of the citywide total) would be lost in the Eastern Neighborhoods. These losses are distributed across

all four plan areas, each show net losses of 200,000 – 300,000 sq. ft. (**Figure 60**). A notably small amount of PDR space would be lost as a result of the development pipeline in Western SoMa; only about 55,000 sq. ft. would be lost to accommodate new development or conversion to other uses. The relatively large net loss of PDR space in other parts of the rest of the City would occur in the Bayview, Hunter's Point, and Visitation Valley areas, and in other parts of the City such as Mid-Market and Polk Street.

Almost all of the PDR demolition or conversion in the Eastern Neighborhoods would be the consequence of residential or mixed-use development, some of which would include affordable housing (**Table 19**). Overall, one-quarter of the residential or mixed-use projects in the Eastern Neighborhoods pipeline would displace PDR building space. These projects are among the larger residential development projects—representing one-half of all residential units in the pipeline. The proportion of projects and units resulting in the displacement of PDR building space is greatest in the Central Waterfront and East SoMa. In Showplace Square/Potrero Hill a smaller percentage of the projects, but large projects representing 55 percent of all Showplace Square/Potrero Hill units in the pipeline, would displace PDR building space. In the Mission, a smaller percentage of projects and units would displace the largest amount of PDR building space.

**TABLE 19
RESIDENTIAL PROJECTS IN THE PIPELINE THAT WILL DISPLACE PDR BUILDING SPACE**

	Showplace Square/ Potrero Hill Neighborhoods					Rest of City	
	Central Waterfront	East SoMa	Mission	Total Eastern Neighborhoods	Western SoMa	All the Rest	
Number of Projects	5	19	12	9	45	7	
Number of New Units	285	1,316	577	1,223	3,401	403	
Net Loss of PDR (sq. ft.)	(246,850)	(185,027)	(326,620)	(217,848)	(976,345)	(55,250)	
Percent of Projects ¹	42%	49%	15%	20%	26%	6%	
Percent of New Units	53%	57%	31%	55%	49%	17%	
Ratio of PDR space lost to units added	(866)	(141)	(566)	(178)	(287)	(137)	

¹ Number of residential or mixed-use projects in the pipeline that will displace PDR building space as a percent of all projects in the pipeline that have housing units (residential only and mixed-use projects).
SOURCE: San Francisco Planning Department.

The loss of PDR building space as a result of residential and mixed-use development in the pipeline would range from 185,000 sq. ft. in East SoMa to over 325,000 sq. ft. in the Mission. A notably smaller amount of space in Western SoMa would be displaced, but the number is quite high for other parts of the City. **Table 19** also shows the ratio of net PDR space lost per housing unit gained. The ratio is lowest in East SoMa (and in Western SoMa)—about 140 square feet of

PDR lost per unit developed—where relatively large housing projects are proposed on PDR sites. The ratio is highest in the Central Waterfront—866 square feet of PDR lost per unit developed. In the rest of the City, outside of Western SoMa, the ratio of PDR space lost to new residential development in the pipeline is about the same as the average for the Eastern Neighborhoods.

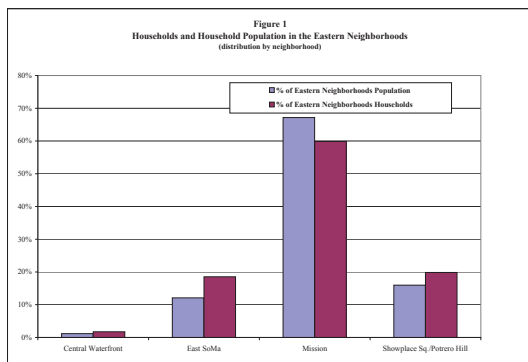
Under San Francisco's Inclusionary Housing Policy, some portion (10 – 15 percent—or somewhat more depending on the timing and conditions of project approval) of these units in projects that will displace PDR building space are expected to be “below-market-rate” units affordable to households whose incomes do not exceed 100 percent of median income. None of these Eastern Neighborhoods pipeline projects that would displace PDR building space would be 100 percent affordable housing.

Elsewhere in the City, there are currently three 100 percent affordable housing projects in the pipeline that would displace PDR building space. These are larger projects. One approved project is in Western SoMa, another is on Polk Street, and one project is proposed in the Mid-Market planning area. Combined, these three projects would produce about 525 affordable housing units and would displace about 44,000 sq. ft. of PDR building space (83 sq. ft. of PDR space lost per unit, on average).

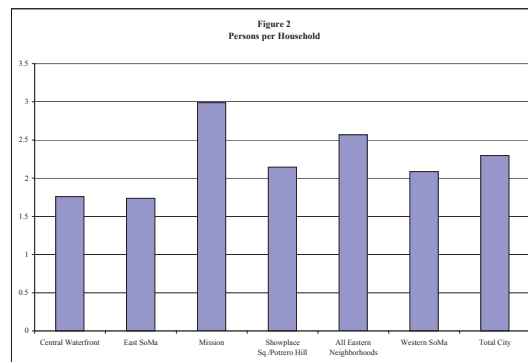
Details of the development pipeline in the Eastern Neighborhoods:

- In the **Central Waterfront**, there are 14 projects in the development pipeline, four of which have not been approved and are still in the review process. All but two of all Central Waterfront pipeline projects are residential or mixed-use projects that would add overall about 540 housing units in the Central Waterfront. The pipeline of development projects would add about 50,000 sq. ft. of retail space as well, all in approved projects. Housing and retail development in approved projects would mean the loss of about 170,000 sq. ft. of PDR space as a result of either demolition or conversion. Projects still in the review process propose to demolish or convert another 30,000 sq. ft. of PDR space. A recent large addition to the inventory of PDR space in the Eastern Neighborhoods is in the Central Waterfront. A project adding 224,000 sq. ft. was completed in 2005, so it is no longer included in the development pipeline.

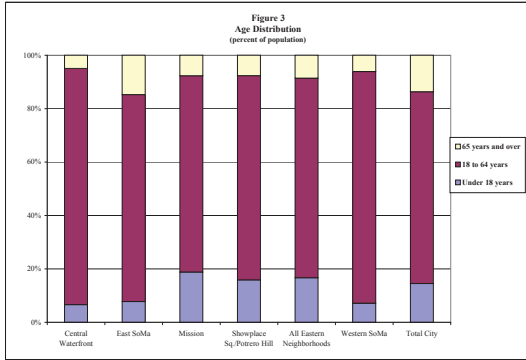
- Most of the development pipeline in **East SoMa** is in approved projects; 85 percent of the 43 projects in the development pipeline are approved, in the building permit process, or under construction. Most of the pipeline projects are residential or mixed-use and would increase the housing inventory in this neighborhood by 2,300 units. About 60 percent of the housing units are in approved projects, and most of those units are under construction. The non-residential pipeline consists of about 96,000 sq. ft. of retail space and 20,000 sq. ft. of medical space. In addition, this is the only Eastern Neighborhood where new visitor lodging development is proposed. The development pipeline in East SoMa would result in the loss of about 185,000 sq. ft. of PDR space, as well as the loss of some existing office space. Most of the demolition and/or conversion of PDR space (75 percent of the total) will result from projects that have been approved and are in some stage of the building permit or construction process.
- The **Mission** is the largest of these Eastern Neighborhoods and also has the most projects in the development pipeline: 86 projects as of March 31, 2006. Most of the projects in the Mission (80 of 86) are residential or mixed-use with some housing. These projects would add almost 1,900 housing units to the housing inventory of this neighborhood. Compared to the other Eastern Neighborhoods, the pipeline in the Mission is characterized by a larger number of smaller projects. The non-residential development pipeline in the Mission includes a small amount of office space (23,000 net additional sq. ft.), 61,000 sq. ft. of retail/entertainment space, and 74,000 sq. ft. of institutional or educational space. This pipeline of residential, non-residential, and mixed-use development activity would result in the loss of about 320,000 sq. ft. of PDR space. Most of this conversion or demolition (75 percent) would be attributable to projects that are not yet approved.
- There are a total of 49 projects in the **Showplace Square/Potrero Hill** development pipeline—including some of the largest projects proposed across all of the Eastern Neighborhoods. Almost all of the projects are residential or mixed use. The residential development pipeline in Showplace Square/Potrero Hill totals over 2,200 units in 45 projects. Most of those units (two-thirds) are in approved projects. The non-residential development pipeline consists of a relatively large amount of retail/entertainment space (over 200,000 sq. ft.) and smaller amounts of new or converted office space and educational or institutional space. Overall pipeline projects would reduce the office inventory in this area. About 210,000 sq. ft. of PDR space would be demolished or converted as a consequence of some of the projects in this development pipeline. Almost all of that loss (95 percent) is associated with projects that have been approved.



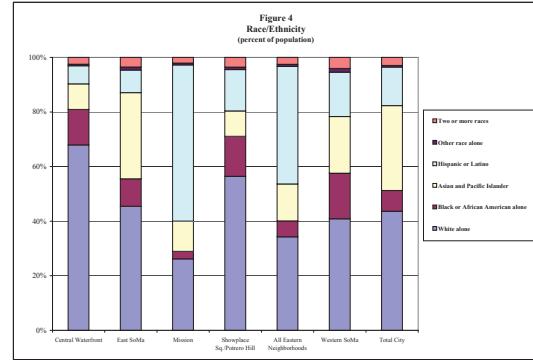
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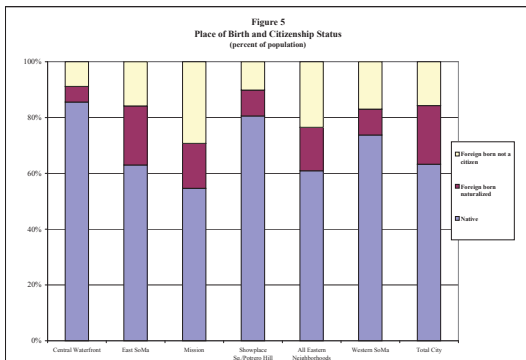
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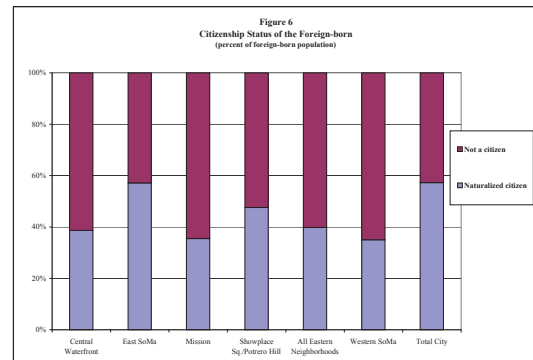
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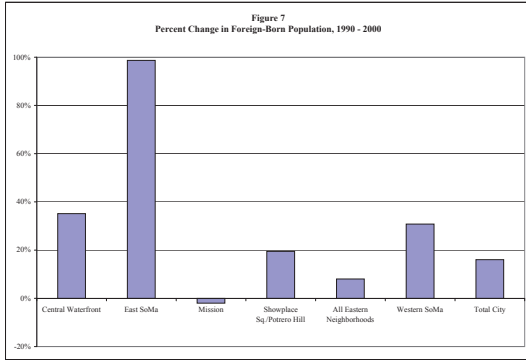
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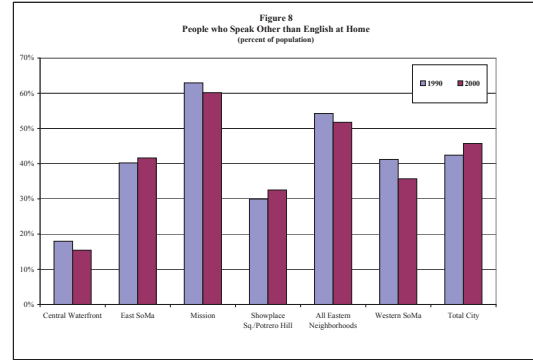
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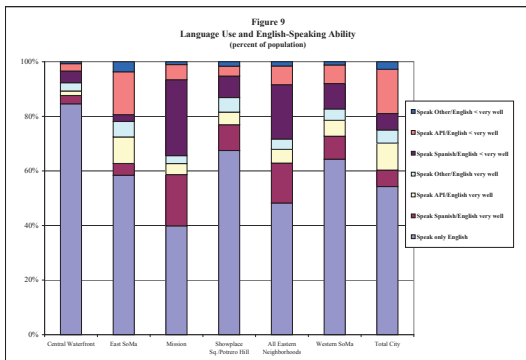
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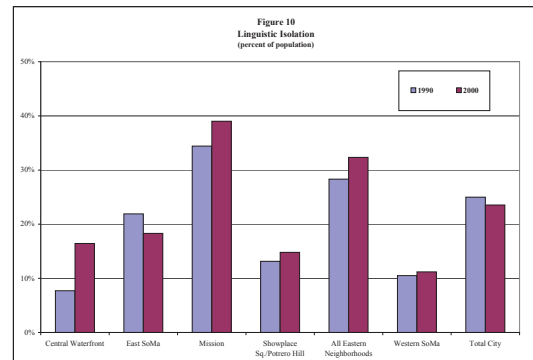
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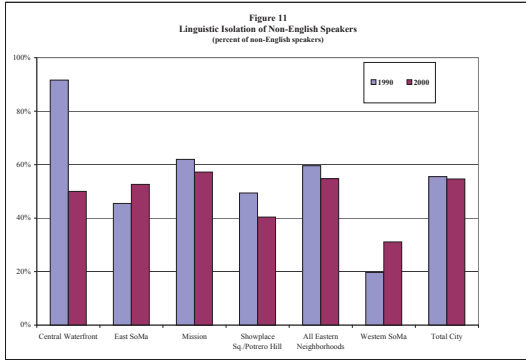
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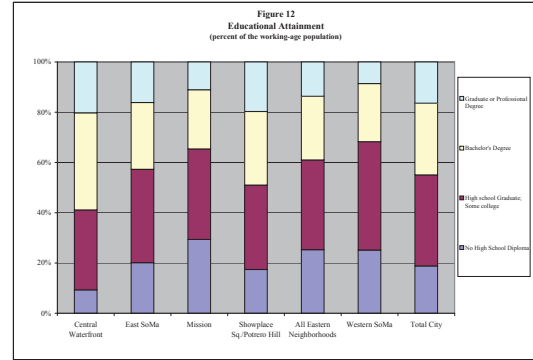
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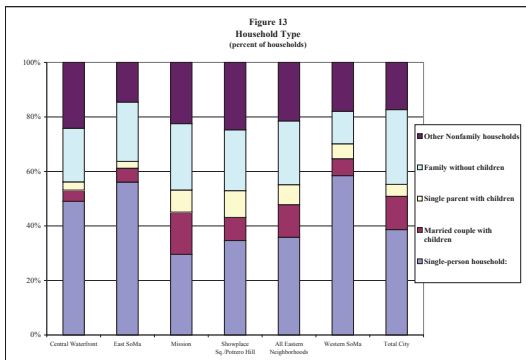
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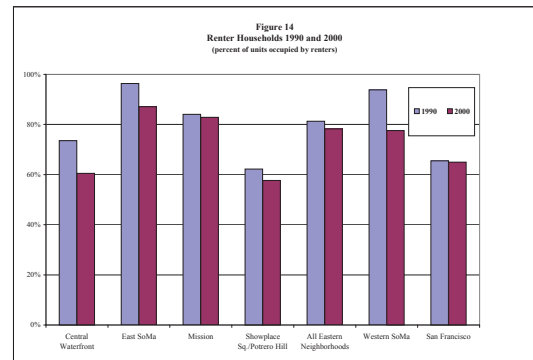
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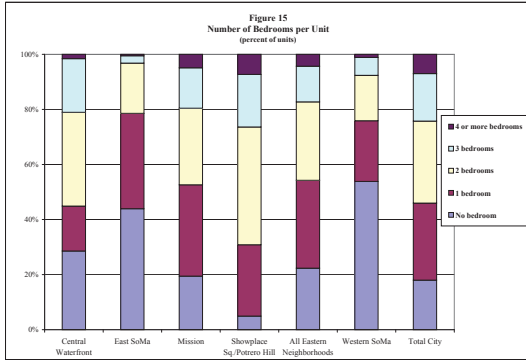
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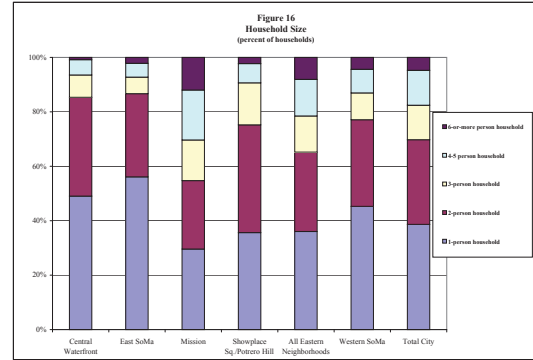
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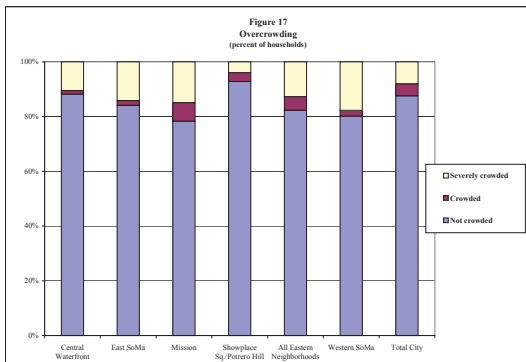
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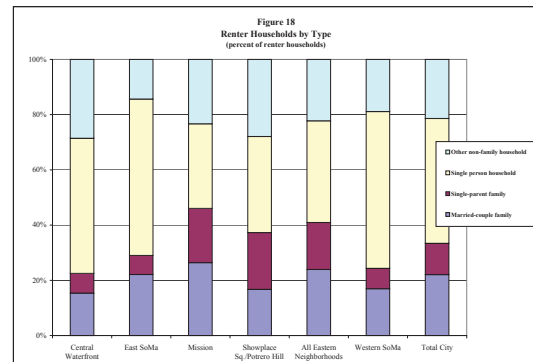
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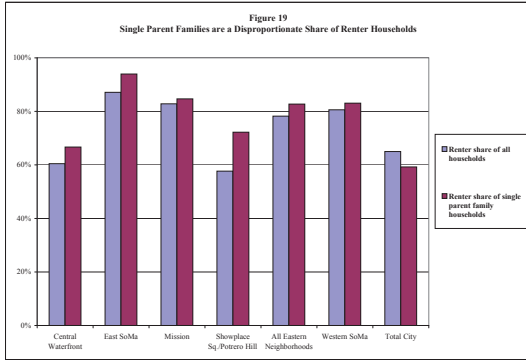
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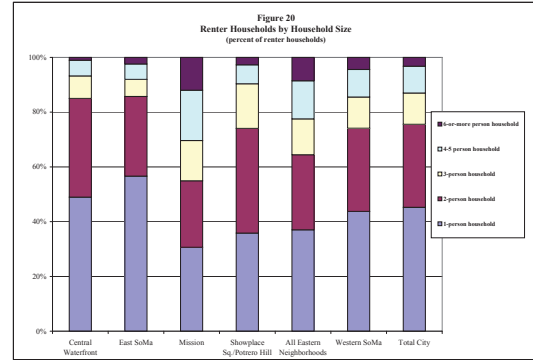
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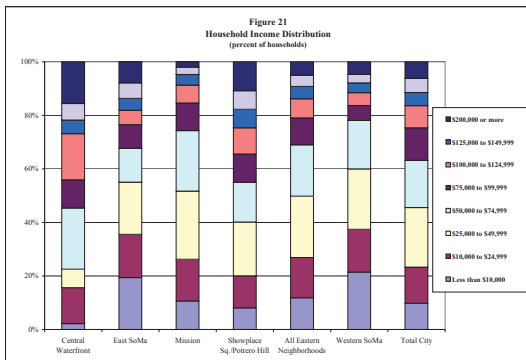
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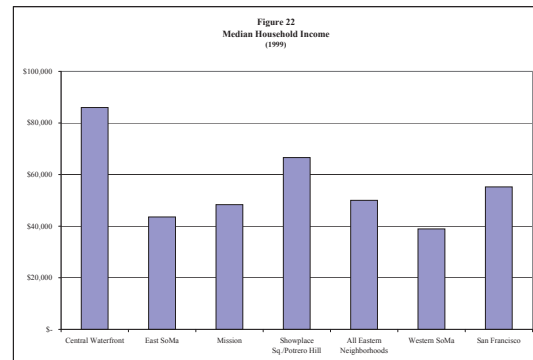
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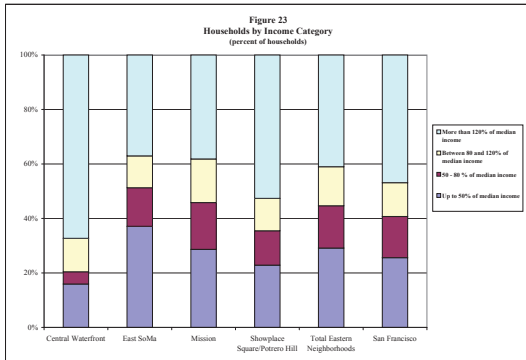
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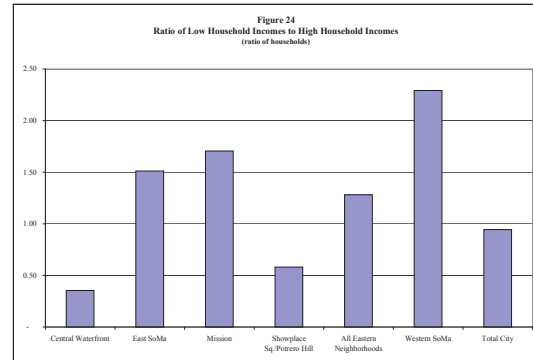
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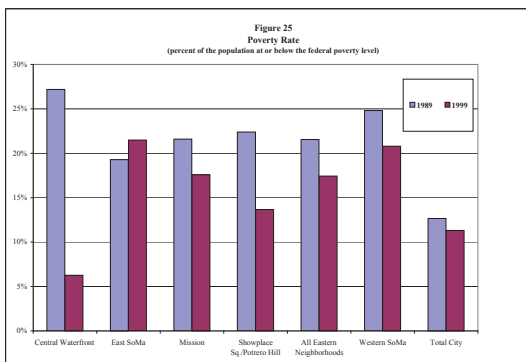
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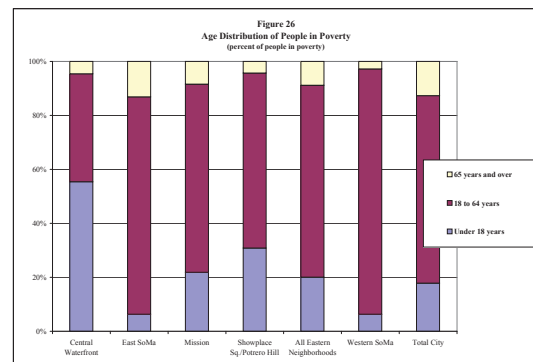
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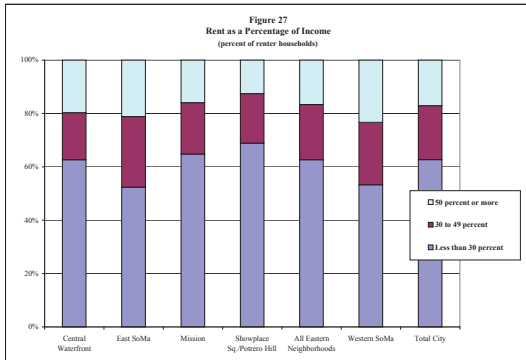
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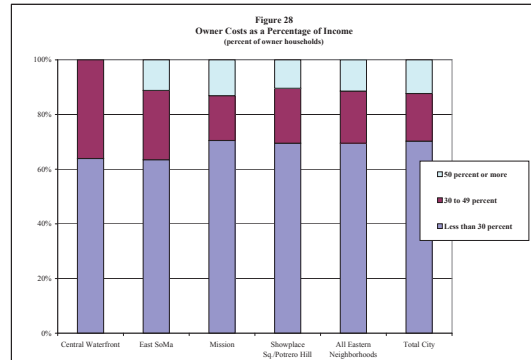
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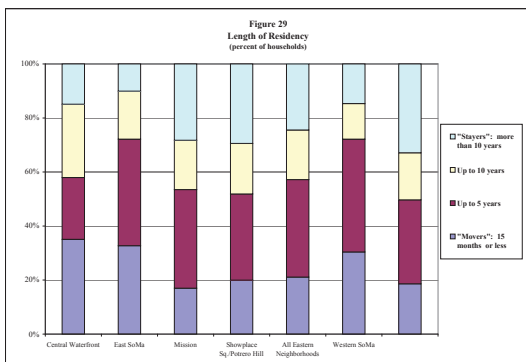
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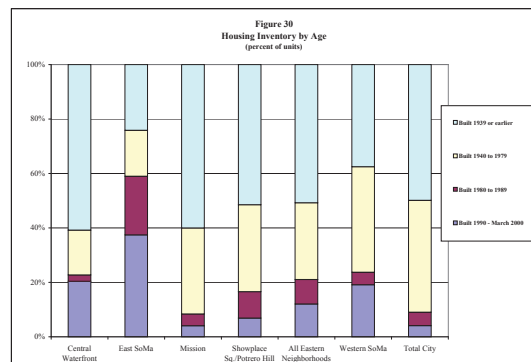
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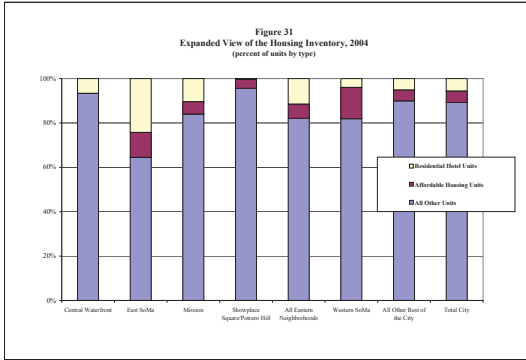
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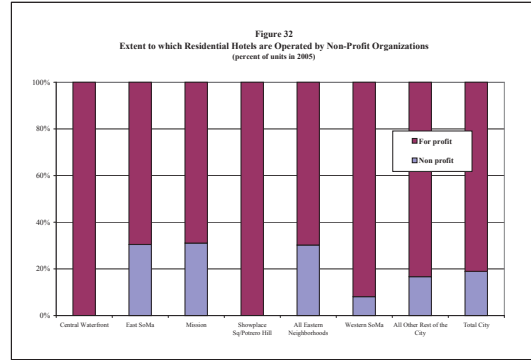
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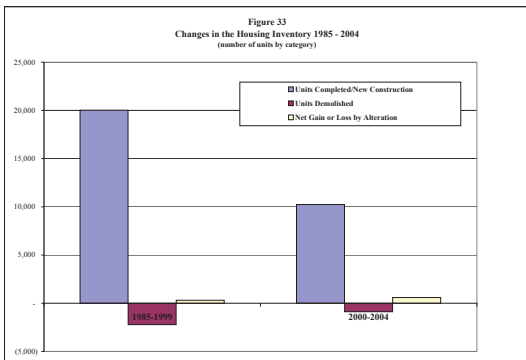
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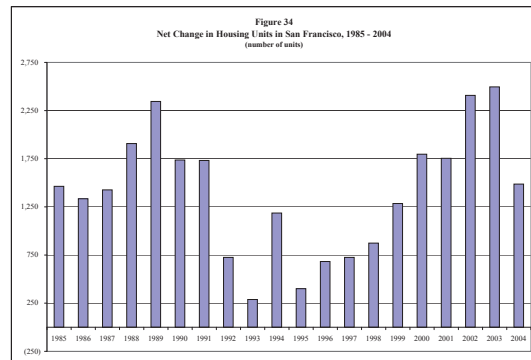
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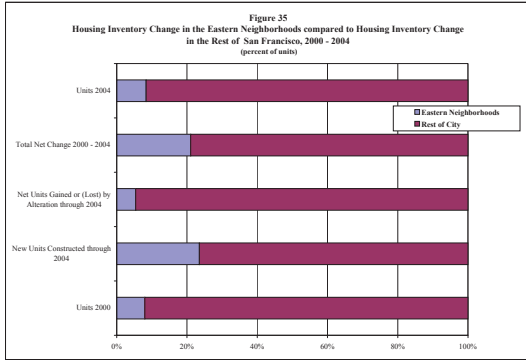
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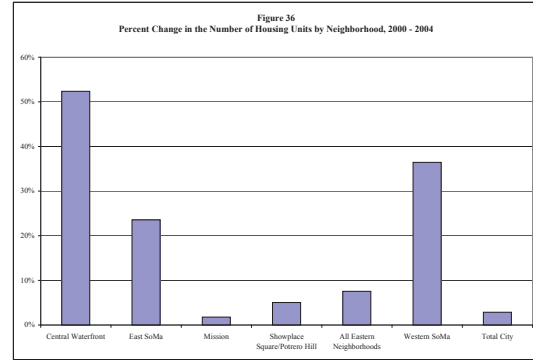
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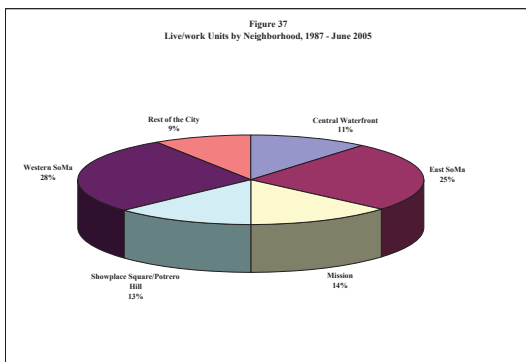


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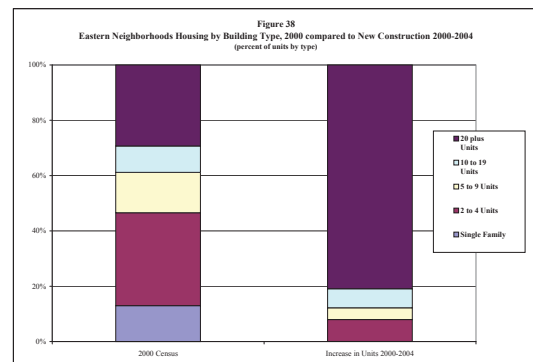


Source: San Francisco Planning Department

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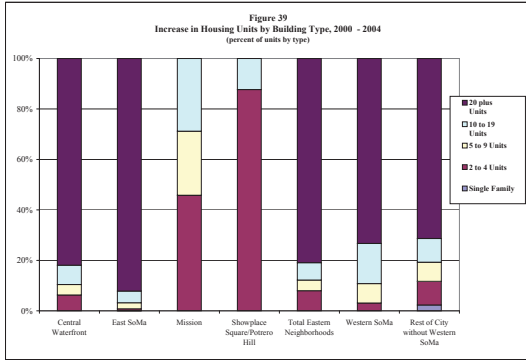


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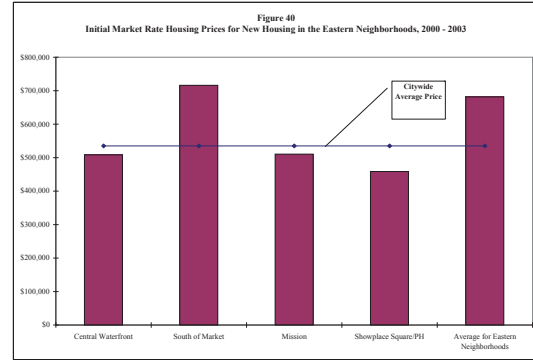


Source: Census 2000 and San Francisco Planning Department

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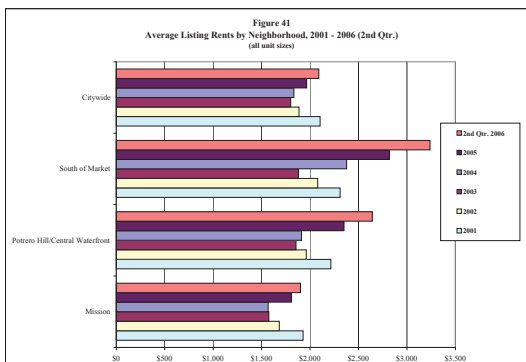


Source: San Francisco Planning Department

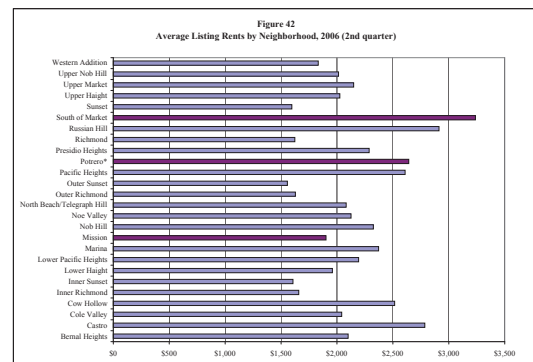


Source: MetroScan, San Francisco Assessor's Office

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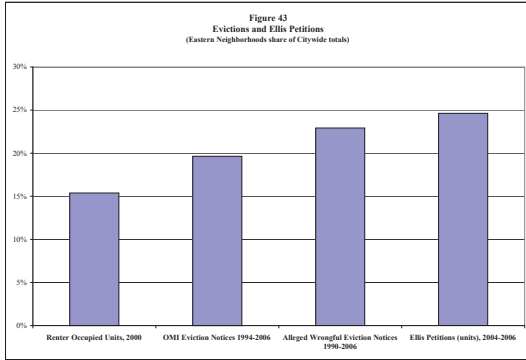


Source: MetroRent, Inc.

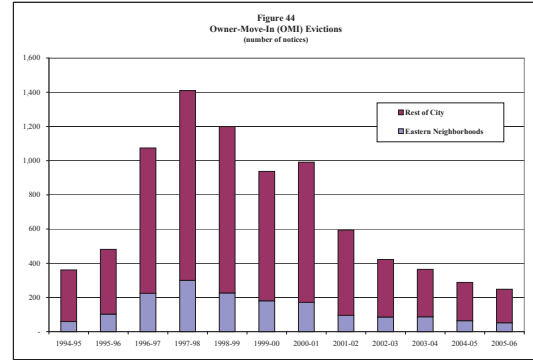


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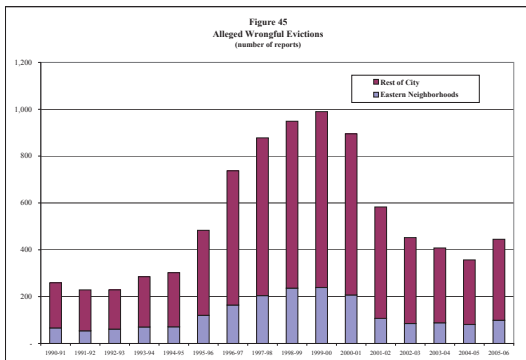
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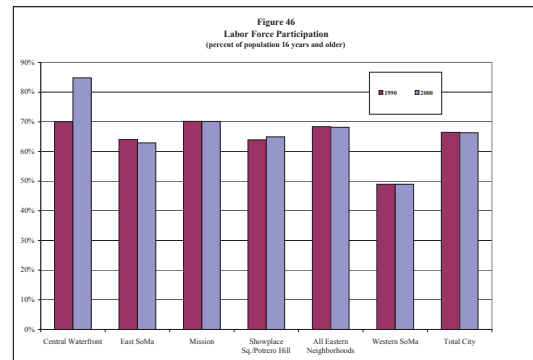
Source: San Francisco Rent Board Annual Statistical Report, FY 2005-06 and Census 2000



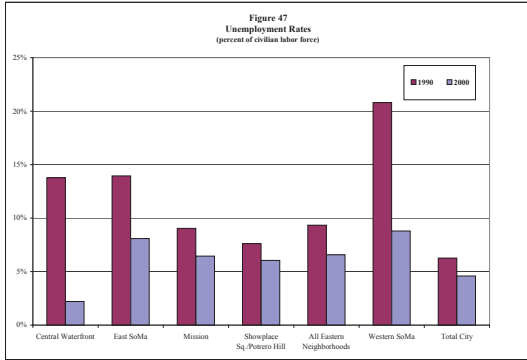
Source: San Francisco Rent Board Annual Statistical Report, FY 2005-06



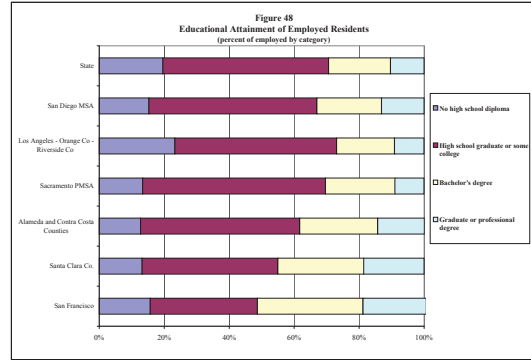
Source: San Francisco Rent Board Annual Statistical Report, FY 2005-06



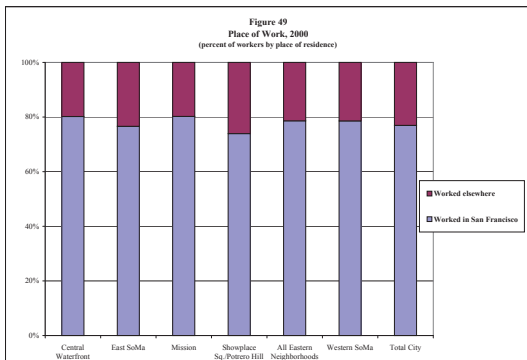
Source: 1990 Census and Census 2000



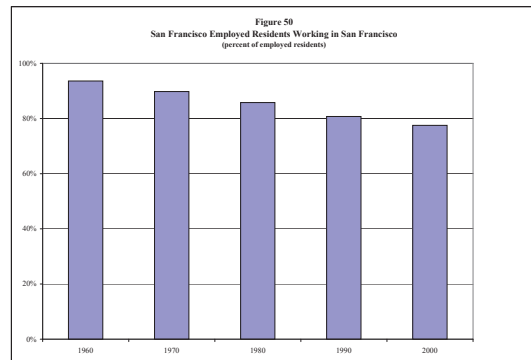
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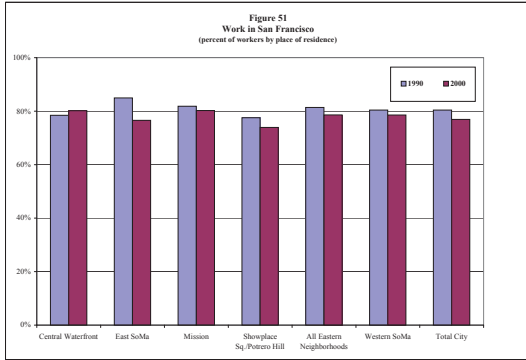
Source: U.S. Census Bureau, American Community Survey, 2004



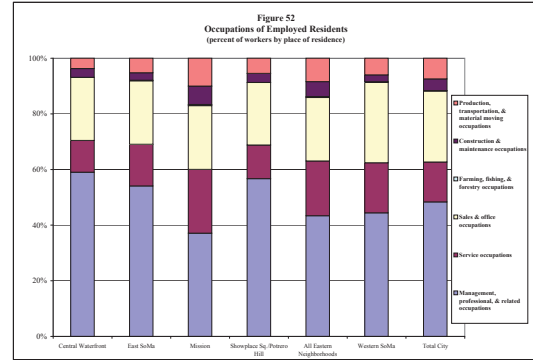
Source: Census 2000



Source: 1960 - 2000 Decennial Census summarized by the Metropolitan Transportation Commission

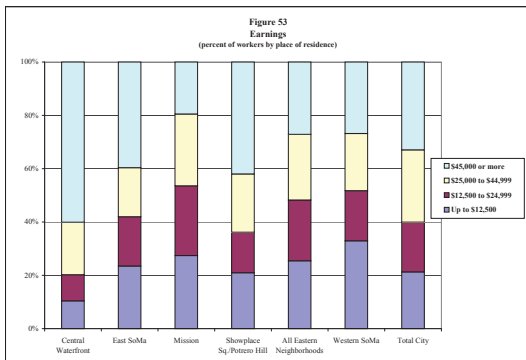


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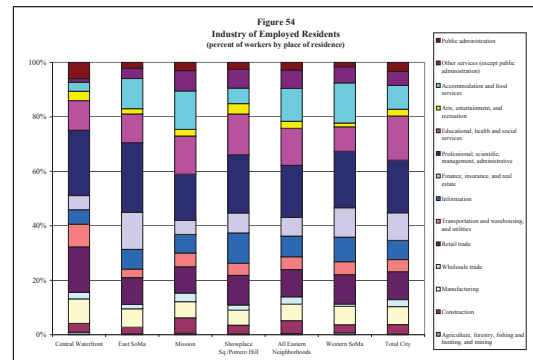


Source: Census 2000

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Source: Census 2000

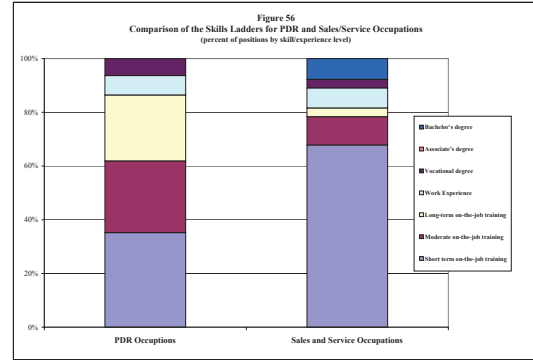


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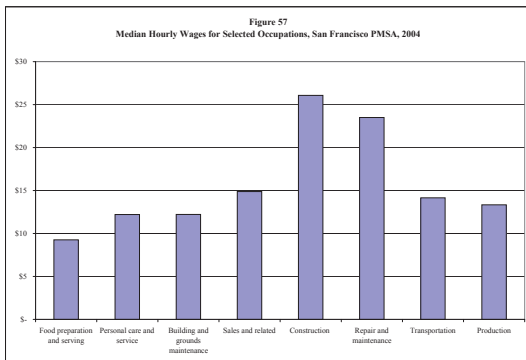
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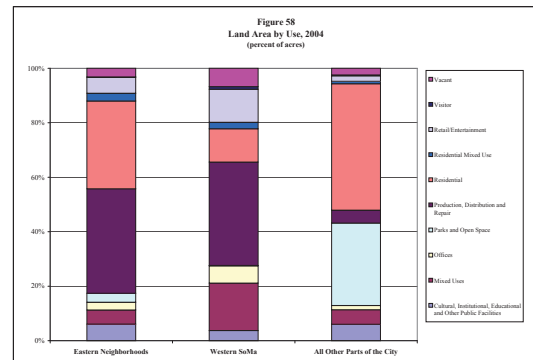
Source: San Francisco Planning Department



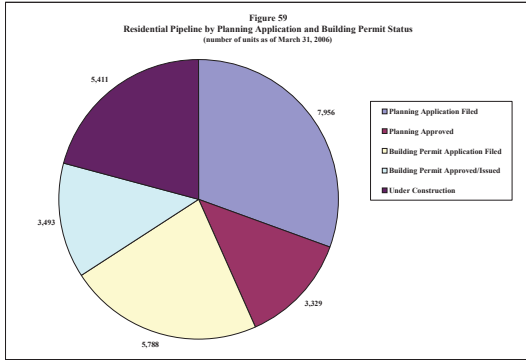
Source: U.S. Department of Labor, Bureau of Labor Statistics



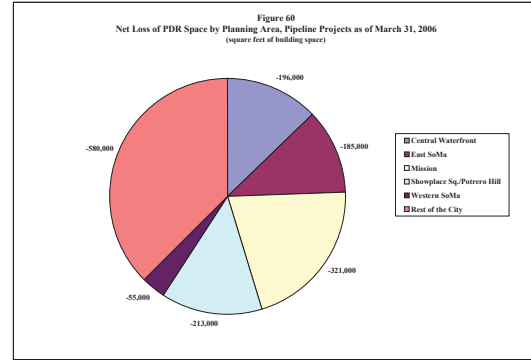
Source: U.S. Department of Labor, Bureau of Labor Statistics



Source: San Francisco Planning Department Commerce and Industry Inventory, 2005



Source: San Francisco Planning Department Pipeline Summary Report - First Quarter 2006



Source: San Francisco Planning Department, Pipeline Summary Report, March 31, 2006

APPENDIX

CITYWIDE AND REGIONAL CONTEXT FOR POPULATION AND EMPLOYMENT

SAN FRANCISCO'S POPULATION: INCREASING OR DECREASING?

In 2000, there were 777,000 people living in San Francisco, just over 11 percent of the total Bay Area population. The number of people occupying housing in the city (household population) totaled 757,000; others (the group quarters population) numbered about 20,000 residents, or 2.5 percent of the total living in the city. There were 329,700 households in San Francisco, and the average household size was 2.3 persons-per-household.

Both the state government and the federal government prepare annual estimates of local population—official estimates for the purpose of revenue allocation, among other things. As shown in Table A.1, there are significant differences in the assessment of what has happened to San Francisco's population since 2000. The official state estimates prepared by the Department of Finance show an increase in the number of people living in the City—an increase of about 18,000 people from April 2000 through July 1, 2005. The official federal estimates prepared by the U.S. Census show a decrease in San Francisco's population; the federal estimates show 37,000 fewer people living in San Francisco in 2005 than were counted in the 2000 Census.¹

Year	Population	Source
April 1, 2000	776,733	U.S. Census, Decennial Census
July 1, 2005	794,850	State of California Department of Finance
July 1, 2005	739,426	U.S. Census, Annual Population Estimates
2000 - 2005 change	18,117 (37,307)	DOF Census

The difference is surprising, since both agencies rely on many of the same primary data sources—vital statistics (registered births and deaths), Medicare enrollment records, federal income tax returns, and immigration reports. The DOF estimates also use drivers' license address changes. The Census incorporates information from the annual American Community Survey of San Francisco households.

¹ The Department of Finance releases the January 1 series of population estimates in May of each year. The estimates for San Francisco released in May 2006 show San Francisco's population reaching almost 799,000 by January 1, 2006, an increase of 5,700 over the updated population estimate for January 1, 2005 (792,952).

The state and federal estimates are in agreement on natural increase—the difference between births and deaths. Both show a net natural increase of about 11,000 people between April 2000 and July 1, 2005. The estimates diverge significantly on migration—most significantly on internal or domestic migration. Table A.2 presents the comparison of the July 1, 2005 estimates and the components of the 2000-2005 change as estimated by each agency.

	U.S. Census Annual Population Estimates		California Department of Finance Official State Estimates	
	2000 (April 1)	2005 (July 1)	2005 (July 1)	2005 (April 1, 2000)
Total population	776,733	739,426	794,850	18,117
Births		43,679		44,592
Deaths		(33,128)		(33,063)
Net International Migration		44,659		51,782
Net Domestic Migration		(91,409)		(45,194)
Residual		(1,108)		-
		(37,307)		18,117

SOURCE: U.S. Census Bureau and State of California Department of Finance.

While the state estimates show about 7,000 more international migrants than do the federal estimates, the key difference is the estimate of domestic migration—people moving between San Francisco and some other county in California or elsewhere in the U.S. While both sets of estimates show a net out-migration during this period, the federal estimates are two times the state estimates—91,000 people moving out of the City and County of San Francisco over these five years, compared to 45,000 people moving out. Review of the annual estimates for each intervening year indicates that the federal estimates of net domestic migration are consistently twice as high as the state estimates.

The state annual estimates track more closely the level of economic activity in the City. The state estimates show positive net migration in the early years of the period, from 2000 – mid-2002 and an increase in out-migrants as job opportunities are substantially reduced by late 2002-early 2003.

The Census annual population estimates are also influenced by the results of the new American Community Survey. Those results for San Francisco also show a decline in population. Analysts caution that those survey results are best used as indicators of the characteristics of the population—age distribution, race/ethnicity, employment status, income, household type, etc.—and are less reliable as estimates of absolute numbers.

The state estimates showing ongoing population growth in San Francisco are more consistent with the changes in the City's housing supply. City data show a net increase of about 10,000 housing units in San Francisco from the 2000 Census through 2004.² Even accounting for the observation that substantial numbers of the new units may not be occupied by households living full-time in San Francisco (some units are maintained as secondary housing in San Francisco for people whose permanent residence is elsewhere, and some units are maintained as corporate apartments), the dramatic population decline implied in the federal estimates is not consistent with this substantial increase in the housing stock. Furthermore, rental market data indicate a decline in the citywide apartment vacancy rate—to under four percent in 2006.

An increase in the City's population, consistent with the increased housing supply, represents a change from conditions of the 1980s and 1990s. During those decades, the growth of the City's population was not matched by an increase in housing supply. Therefore, population growth occurred as a result of increases in the number of people living in existing housing.

BUSINESS ACTIVITY AND EMPLOYMENT IN SAN FRANCISCO

There were about 600,000 people working in San Francisco in 2004.³ This estimate includes full-time and part-time wage and salary employment as well as proprietors employment (the self-employed and partners in partnerships).⁴ Wage and salary jobs in San Francisco total about 503,600 in 2004. With the ratio of proprietors to wage and salary employment generally about one-to-five (or 20 percent), the self-employed add about 100,000 to the total employment count.

San Francisco's role as a place of work in the region has diminished over time as employment has grown at a faster rate in other parts of the region. In 1990, San Francisco claimed about 20 percent of total regional wage and salary employment—one in every five jobs. By 2004, 16 percent of Bay Area jobs were in San Francisco.

There have been significant fluctuations in the level of employment in San Francisco and elsewhere in the Bay Area over the past decade. While the region's economy in general

² San Francisco Planning Department, *Housing Inventory 2001-2004*, July 2005.

³ These estimates of employment by place of work count part-time and full-time jobs equally. People who hold more than one job may be counted more than once.

⁴ The estimate of total employment by place of work including partners and the self-employed is based on data from the U.S. Bureau of Economic Analysis (BEA) combined with estimates from the State of California Employment Development Department (EDD). The State data measure wage and salary employment by place of work and do not include the self-employed, a significant number in San Francisco, or unpaid family workers or private household workers. The more complete estimate of jobs by place of work combines this data with estimates of sole proprietors and partners from the BEA. The BEA estimates sole proprietors and partners using IRS tax returns which generally reflect the place of residence of the worker. Many of the self-employed work out of their home. Partnership tax returns generally reflect the address of the business enterprise. The BEA attributes "relatively little error" to labeling the combined data series "place of work."

experienced strong growth through 2000 and regional employment levels were highest in 2000, the job loss in San Francisco has been more severe than the job loss in most other parts of the region, with the exception of Santa Clara County.

State data indicate *wage and salary jobs* peaked in San Francisco in 2000 at almost 600,000 jobs. From 1995 through the year 2000, the number of jobs in San Francisco increased by over 84,000. The same data series indicates that, by 2004, the city had lost 94,500 jobs, as employment levels returned to those of the mid 1990s. Over 60 percent of the job loss was concentrated in professional and business services and information sectors. While many of the job losses were in the technology and internet companies that fueled the boom in San Francisco economic activity in the late 1990s, there were also significant reductions in the level of employment in corporate management functions in San Francisco during this time period.

Through these fluctuations, the core of the city's economy has remained quite diverse. No one sector accounts for more than 20 percent of total employment, as shown in **Figure A.1**. There are some telling longer-term trends.

- **Government** employment is a significant and steady component of local economic activity, accounting for the second largest share of employment in the City after professional and business services. Local government, serving City residents and businesses, accounts for almost half (45 percent) of government employment in San Francisco. San Francisco also benefits from a substantial state government presence, as well as from Federal offices, many of which serve the western region from a base in San Francisco.
- **Leisure and hospitality** is also a fundamental element of the City's economic base. This sector includes the lodging industry, as well as eating and drinking places and arts, entertainment, recreation, and amusements. The sector overall had steady growth through most of the 1990s and has generally maintained employment levels across the board since 2002, never falling far below 2000/2001 levels. San Francisco is an attraction to international visitors and to leisure and business travelers from throughout the state and nation. The City also remains a regional arts and entertainment destination.
- **Education and health services and business, civic and advocacy associations** also benefit from San Francisco's role as a regional center. Medical and educational institutions, and social assistance programs that serve City residents also serve a regional market area. Other non-profit entities are included in this sector in this summary: business and professional associations, social and other advocacy organizations, unions, civic, and political organizations. This sector represents an increasing share of economic activity in the City.

- **Retail** stores account for about eight percent of total employment in San Francisco and have maintained that share throughout the boom and bust of the last decade. Trends in retail trade employment parallel those in the leisure and hospitality sector. San Francisco's appeal as a destination for leisure and business travel, conventions, and day trippers is important to the retail sector. The foundation of economic activity for retail trade, however, is the consumer spending of City residents and of people who work in San Francisco.
- The **financial activities** sector includes businesses engaged in banking, investment, insurance, real estate. From the Gold Rush, San Francisco has been a center of financial activity on the West Coast. Overall, this sector in the City did not experience the large swings in employment that marked information and other technology services during the dot-com period, although employment in some investment companies mirrored the technology companies' volatility. The 1990s saw significant declines in San Francisco employment in some financial institutions, with restructuring, acquisitions, and mergers playing a role. Employment in finance, insurance, and real estate has been relatively stable over the last few years.
- The **information** sector—newly defined with the 2002 revision to the national industrial classification system—is significant in San Francisco. Companies in this sector produce, distribute, and process information. This includes both traditional publishing and digital media production; motion picture, video, and sound recording; broadcasting; internet publishing and broadcasting; telecommunications; and internet service providers. The aggregate growth and decline in this sector in San Francisco from 1990–2004 is attributable almost entirely to the emergence and subsequent shake-out in the internet subset of information activities. Employment has been fairly stable in traditional publishing in San Francisco. Until the last year or so, there was growth in motion picture and sound recording and broadcasting employment. Overall, the employment decline has slowed. Industry-watchers tout good prospects for future growth in this sector in San Francisco as the broad adoption of high speed internet services and mobile devices creates demand for applications and content.

- The pattern of mid-period volatility trending towards stabilization is similar for the large and diverse **professional and business services** sector. This largest single category for employment in the City includes much of the economic activity attributable to San Francisco's historic role as a regional economic center. Many of the professional services located in the City (legal services, architecture, accounting, advertising, management consulting, and computer systems design) have maintained a large, stable base of employment, contributing to net employment gains between 1990 and 2004. Employment levels in administrative support services (employment services, facilities support, security) have followed closely the overall trend in San Francisco economic activity and employment—peaking in 2000 and stabilizing since then. It is the management/headquarters component of this sector that has declined most significantly in San Francisco. In 1990 almost 34,000 people were employed in company management functions in San Francisco. There was a slow but steady decline through the 1990s, and state data show a drop of about 17,000 jobs since 2000.
- Other sectors—**construction, manufacturing, wholesale trade, transportation, and warehousing, and repair and personal services**—make up about 13 percent of total wage and salary employment in San Francisco in 2004. As now classified, the employment in these sectors does not include employment in corporate headquarters or other administrative offices of larger manufacturing, construction, or transportation enterprises. That employment is categorized under business management services, which, as noted above, has experienced significant decline in San Francisco over the last 15 years. The economic activity classified here and counted in these 66,000 jobs represents a significant component of what has been defined as **production, distribution, and repair** in San Francisco. Employment in these activities was fairly steady through the recession of the early 1990's in San Francisco. Manufacturing, warehousing, and transportation have experienced steady declines in employment in the City since the late 1990's, corresponding with the technology boom. Wholesale trade has had a slower decline and appears more stable in the last few years, and there has been small growth in construction employment. Repair and personal services, primarily population-serving, has maintained a fairly stable level of employment, mirroring the broader trends in economic activity and population in the City.

THE LABOR MARKET FOR SAN FRANCISCO JOBS IS REGIONAL

The employed residents living and working in San Francisco hold 56 percent of the jobs in the City. Commuters from other Bay Area counties hold about 43 percent of San Francisco jobs, and commuters from neighboring counties outside of the Bay Area account for about one percent of San Francisco jobs. As with the percentage of City residents working in the City, the percentage of San Francisco jobs held by people also living in the City has declined over time (**Figure A.2**). In 1960, San Francisco residents held almost three-quarters of the jobs in the City. The percentage declined to about 56 percent through 1980 and has remained at about that level ever since. These patterns are illustrative of the growth of Bay Area suburbs, San Francisco's

role as a regional employment center, and the development of transportation systems designed to get commuters to central city jobs.

REGIONAL GROWTH CONTEXT

Projections of population and employment for the Bay Area are based on regional economic, demographic, and transportation assumptions and analysis of land use patterns and land availability. *Projections 2002*, published by the Association of Bay Area Governments (ABAG) in December 2001 continues to represent a trend-based “base case” forecast for the region. Subsequent projections prepared by ABAG (*Projections 2003* and *Projections 2005*) reflect a “smart growth” forecast for the Bay Area. Those scenarios incorporate smart growth policy assumptions, emphasizing infill development to revitalize central cities, support and enhance public transit, and preserve open space and agricultural land. There is not much difference between the base-case forecast and the smart growth scenarios at the regional level over the long-term. The differences lie in where the growth is assumed to occur.

In the *Projections 2002* base case scenario, the region is expected to gain about 1.4 million people between 2000 and 2025 and about 1.2 million jobs (Table A.3). Rates of population and employment growth slow somewhat from those of the prior ten years. Housing production is expected to continue at about the same average pace—just over 20,000 units per year, region-wide. Incorporating regulatory and policy changes and government funding to increase housing production, the regional scenario in *Projections 2005* shows somewhat more household and population growth through 2025 (almost 600,000 households and 1.6 million people) over the 25-year period. On the other hand, regional employment growth is expected to be somewhat less robust in this updated scenario, as the lack of job growth in the early years of this decade has influenced expectations for the longer-term job outlook. *Projections 2005* forecasts an increase of about one million jobs in the Bay Area region through 2025.

	1990 - 2000			2000 - 2025			
	1990	2000	2025	Number	Annual Rate	Number	Annual Rate
Household Population	5,869,683	6,640,972	8,068,600	771,289	1.2%	1,427,628	0.8%
Households	2,246,242	2,466,019	2,977,990	219,777	0.9%	511,971	0.8%
Jobs	3,206,080	3,753,670	4,932,590	547,590	1.6%	1,178,920	1.1%

SOURCE: Association of Bay Area Governments. *Projections 2002*, December 2001.

POPULATION AND EMPLOYMENT SCENARIOS FOR SAN FRANCISCO

Baseline scenario

The baseline scenario for growth in San Francisco is defined as the growth forecast for the City identified by ABAG in *Projections 2002*. The regional outlook incorporated in this scenario is described above. For San Francisco, this scenario illustrates what were considered to be the future prospects for the City, just after the 2000-2001 downturn, under existing zoning, with no land use policy changes to encourage housing production or other “smart growth” objectives. As is the case for the region overall, the long-term economic assumptions that underlie this base case scenario remain valid for planning purposes. Although the recovery for jobs has been slower than anticipated, the long-term outlook has not changed significantly. In 2002/2003, as part of the analysis for the Eastern Neighborhoods community planning process and for use in impact analysis of the proposed rezoning, Planning Department staff prepared an allocation of the citywide baseline scenario to planning areas in San Francisco.

Households and household population

The baseline scenario projects new households and continued population growth in San Francisco, although the City’s share of regional population and household totals is expected to continue to decline, as has been the case since the 1980s. Household population would reach 800,000 in San Francisco in 2025 under the baseline scenario (Table A.4). The annual growth rate of 0.2 percent per year is slower than the annual growth rate for population in the City during the 1990s (0.7 percent per year). Nevertheless the baseline scenario does not indicate a return to the pattern of population loss experienced from the 1950s through the 1970s. Modest population growth is consistent with the projected increase in the housing supply and a modest decrease in the average household size. It also assumes San Francisco continues to attract new residents and manages to keep existing residents.

This baseline scenario shows an increase of 19,000 households in San Francisco over the 25 years between 2000 and 2025. The underlying ABAG forecast limits significant new residential development to what were the primary programmed areas in 2001: Rincon Point/South Beach, Mission Bay, Hunter’s Point, and Transbay. This was prior to Better Neighborhoods, Eastern Neighborhoods, Mid Market and other community planning initiatives. At 760 households per year on average, the baseline scenario is reflective of the relatively low level of housing production occurring in the City in the late 1990s. With a net increase of almost 2,000 units per year over the last five years, San Francisco has seen a boom in housing construction and housing proposals since ABAG’s *Projections 2002* was prepared. Net new housing construction between 2000 and 2005 is about half of the total baseline scenario for household growth in San Francisco through 2025.

	Eastern Neighborhoods		Rest of City	Total City		Eastern Neighborhoods Share of Total City
	2000	2025		2000	2025	
Households						
2000	26,416	303,287	329,703		8%	
2025	29,287	319,494	348,781		8%	
Change 2000 - 2025	2,871	16,207	19,078		15%	
Percent Change	11%	5%	6%			
Household Population						
2000	67,844	689,123	756,967		9%	
2025	74,129	725,088	799,217		9%	
Change 2000 - 2025	6,285	35,965	42,250		15%	
Percent Change	9%	5%	6%			

NOTE: The estimates for the Eastern Neighborhoods in 2000 do not match the Eastern Neighborhoods EIR Initial Study table because they are based on the more refined definition of neighborhoods, using Census block data. The 2025 estimates in this table are derived by adding the 2000 - 2025 increment for the Eastern Neighborhoods to the 2000 base year estimate.
SOURCE: San Francisco Planning Department and Hausrath Economics Group.

The baseline scenario allocates 15 percent of that household growth to the Eastern Neighborhoods. Although this is a high share for an area that until recently has not been a location for significant new housing development, the numbers are relatively small and do not fully capture recent housing development trends. The net additional housing construction in these Eastern Neighborhoods between 2000 and 2005 (2,100 units) accounts for almost three-quarters of the baseline household projection for this part of San Francisco.

Under the baseline scenario, although the Eastern Neighborhoods would accommodate a higher share of household growth than they do of the existing housing stock, the number of additional households would be small in the context of the total number of households in the City. Therefore, the share of the City’s housing stock located in the Eastern Neighborhoods would not change under the baseline scenario. Overall, the baseline scenario assumes an increase of just over 10 percent in the number of households in the Eastern Neighborhoods. Reflecting a continuation of recent development trends, over half of that growth would occur in East SoMa, where the number of units would increase by about one-third. The substantial relative change is projected to continue in the Central Waterfront, where the number of households would increase by almost 50 percent. The baseline scenario shows very modest household growth in the Mission—an increase of less than 500 households over the 25-year period—and moderate growth in Showplace Square/Potrero Hill.

Under the baseline scenario, there would be a moderate increase in the household population in the Eastern Neighborhoods. The eight percent increase projected between 2000 and 2025 is a greater percentage change than projected for the rest of the City (five percent) and reflects primarily the distribution of new housing.

Employment

Under the baseline scenario, total employment in San Francisco would increase by 20 percent to almost 765,000 jobs; there would be net addition of about 130,000 jobs between 2000 and 2025, representing just over 10 percent of the 1.2 million additional jobs expected in the region by 2025 (Table A.5). The share of regional employment located in San Francisco continues to decline over time according to this baseline forecast scenario.

	Eastern Neighborhoods		Rest of City	Total City	Eastern Neighborhoods Share of Total City
	2000	2025			
Production, Distribution, and Repair					
2000	32,467	63,080	95,547		34%
2025	29,091	74,226	103,317		28%
Change 2000 - 2025	(3,376)	11,146	7,770		-43%
Percent Change	-10%	18%	8%		
All Other Employment					
2000	40,188	498,700	538,888		7%
2025	53,218	607,619	660,837		8%
Change 2000 - 2025	13,030	108,919	121,949		11%
Percent Change	32%	22%	23%		

SOURCE: San Francisco Planning Department

Considering the City as a whole, there would be a net increase in employment across all major business activity groups. Management, information, and professional services and visitor lodging are the sectors expected to experience the strongest growth over this period. The baseline scenario shows a modest eight percent increase in employment in production, distribution, and repair business activities citywide and a 23 percent increase in employment associated with office, retail, and other business activity.

The share of San Francisco jobs located in the Eastern Neighborhoods would not change, but the composition of the jobs would change. Job losses in PDR business activities would be offset by increases in employment in office, retail, and other business activities. Total employment of about 82,000 jobs is forecast for the Eastern Neighborhoods in 2025 under the baseline scenario.

There would be a net decline of about 10 percent of PDR jobs in the Eastern Neighborhoods, with these job losses concentrated in the Showplace Square/Potero Hill and East SoMa subareas. There would be a moderate decline of PDR jobs in the Mission and a small increase of PDR jobs in the Central Waterfront. The loss of PDR jobs is attributable to continuation of development patterns that ultimately favor higher-rent-paying uses, including housing, in areas where the mix of uses is not regulated. Real estate market pressures and the expansion of incompatible land uses contribute to the decline of PDR economic activity and jobs in the Eastern Neighborhoods under the baseline scenario. PDR employment would increase in the rest of the City—primarily in the Bayview-Hunters Point area and potentially in Western SoMa (attributable both to growth and to relocations from Eastern Neighborhoods), and there would be some smaller increases in the primarily neighborhood-serving PDR activity located throughout much of the rest of San Francisco.

The baseline scenario assumes strong growth of economic activity in the Eastern Neighborhoods outside of the PDR sectors. The rate of growth is faster than the rate of growth elsewhere in the City. Under the baseline scenario, there would be 13,000 more office, retail, and other non-PDR jobs in the Eastern Neighborhoods by 2025. Growth is expected in professional services, research, communications, media, and information-processing business activities. The education services and institutional sector also contributes to growth of employment in the Eastern Neighborhoods under the baseline scenario. Increased employment is expected in retail, entertainment, and personal services establishments. A moderate amount of medical services employment is expected as these locations become attractive to economic activity associated with the UCSF research campus and planned medical facilities in Mission Bay. Most of the growth would occur in the Showplace Square/Potero Hill and East SoMa subareas. Moderate amounts of change are forecast for the Mission subarea, and relatively small amounts of change would occur in the Central Waterfront.

Proposed rezoning scenario

The scenario for San Francisco population and employment under the proposed rezoning was developed by the San Francisco Planning Department and first introduced in the February 2003 report *Community Planning in the Eastern Neighborhoods: Rezoning Options Workbook—First Draft*. The Department prepared three scenarios to illustrate the likely outcomes under alternative rezoning proposals for the Eastern Neighborhoods. The scenario presented here is based on Option B in the *Rezoning Options Workbook*. With the exception of modifications to

reflect changing planning area boundaries and some new pipeline projects, it is essentially the same as the scenario outlined in 2003 for Option B.⁵

The Eastern Neighborhoods rezoning is not the only factor that distinguishes the Option B scenario from the baseline scenario based on *Projections 2002* and described above. The Option B scenario assumes significantly more housing production in San Francisco between 2000 and 2025 than projected by ABAG in *Projections 2002* (and assumed in the baseline scenario). A more aggressive housing scenario (about 35,000 units added instead of 19,000 units) assumes that production trends evident over the last 20 years are maintained. Data for the preceding twenty years of production in San Francisco show about 1,200 units added per year on average, substantially higher than the average annual net addition implied in the baseline scenario. The scenario also takes into account more recent development trends, including the relatively large number of projects developed and proposed that have 200 units or more. Finally, the scenario also assumes implementation of a number of pro-housing policies and programs in San Francisco. In addition to the larger programmed areas such as Mission Bay, Hunter's Point Naval Shipyard, and Rincon Hill, this includes planning for significant housing as part of the Better Neighborhoods efforts in the Market-Octavia, Balboa Park, and the Central Waterfront (analyzed here as one of the Eastern Neighborhoods); and planning near transit, such as the Geary Corridor and Glen Park. It also includes the housing initiatives considered as part of the rezoning of the Eastern Neighborhoods (including South Bayshore and Visitacion Valley) and other efforts designed to encourage affordable and market-rate housing near transit and services.

Households and household population

Under the proposed rezoning, an additional 36,500 households are forecast for San Francisco between 2000 and 2025 (Table A.6). This is almost two times the amount of household growth forecast under the baseline scenario. Most of this growth (80 percent) would be in the rest of the City, outside the Eastern Neighborhoods. Likely locations include Mission Bay, Market-Octavia, Hunter's Point Naval Shipyard, Balboa Park, Glen Park, Rincon Hill, the C-3 district, Mid-Market, and on vacant or underutilized land in medium and high-density residential zones and neighborhood commercial districts. The rezoning scenario shows 20 percent of the household growth occurring in the Eastern Neighborhoods. The estimated 7,400 additional households is 2.5 times the number of households forecast for these areas under the baseline scenario, representing more than double the amount of housing production for these areas.

⁵ Appendix B and Appendix C of *Community Planning in the Eastern Neighborhoods: Rezoning Options Workbook—First Draft*, February 2003 describe the methodology of the forecast and growth allocation.

Under the proposed rezoning, the percentage of the City's households and household population living in the Eastern Neighborhoods would increase.⁶

	Eastern Neighborhoods	Rest of City	Total City	Eastern Neighborhoods Share of Total City
Households				
2000	26,416	303,287	329,703	8%
2025	33,801	332,410	366,211	9%
Change 2000 - 2025	7,385	29,123	36,508	20%
Percent Change	28%	10%	11%	
Household Population				
2000	67,844	689,123	756,967	9%
2025	82,321	752,127	834,448	10%
Change 2000 - 2025	14,477	63,004	77,481	19%
Percent Change	21%	9%	10%	

NOTE: The estimates for the Eastern Neighborhoods in 2000 do not match the *Eastern Neighborhoods EIR Initial Study* table because they are based on the more refined definition of neighborhoods, using Census block data. The 2025 estimates in this table are derived by adding the 2000 - 2025 increment for the Eastern Neighborhoods to the 2000 base year estimate.
SOURCE: San Francisco Planning Department and Hausrath Economics Group.

Assuming the proposed rezoning and assuming more aggressive housing production elsewhere in the City, San Francisco's population would exceed 830,000 by 2025. With this amount of growth, San Francisco would maintain its current share of regional households and household population.

The number of households in the Eastern Neighborhoods would increase by about 30 percent under the proposed rezoning, compared to a more moderate 10 percent increase under the baseline scenario. Growth would occur in all of the neighborhoods. There would be a 50 percent increase in households in both East SoMa and Showplace Square/Potero Hill; each neighborhood would accommodate about one-third of the household growth forecast for the Eastern Neighborhoods between 2000 and 2025 under the proposed rezoning (2,500 - 2,600 additional households in each neighborhood). Less than half of this increase in housing is

⁶ This projection through 2025 does not represent buildout of the development capacity created under the proposed rezoning. For example, the forecast for the Mission represents about 20 percent of the capacity for new residential development that would be created under the proposed rezoning (based on estimates for Option B presented in the *Rezoning Options Workbook - First Draft* and the forecast for Showplace Square/Potero Hill represents about 40 percent of the Option B capacity for new residential development in that subarea.

projected for the Central Waterfront and the Mission under the proposed rezoning. About 1,100 additional households are forecast for each of these neighborhoods.

Compared to the baseline scenario, the rezoning proposal through 2025 would result in five times as much housing production and household growth in the Central Waterfront, four times as much housing production and household growth in Showplace Square/Potero Hill, almost three times as much growth in the Mission, and 60 percent more housing production and household growth in East SoMa.

Employment

Compared to the baseline scenario, there would be less total employment in San Francisco in 2025 under the proposed rezoning (Table A.7). This is because land in the Eastern Neighborhoods that would otherwise continue to be available for non-residential use—much of which is in PDR use now—would be rezoned to accommodate substantial housing, and planning would encourage new residential neighborhoods there. By 2025, there would be a difference of about 4,000 jobs citywide. There would be more PDR job loss in the Eastern Neighborhoods than under the baseline scenario. The net decline of 4,100 PDR jobs would mean a 13 percent reduction in this type of employment in the Eastern Neighborhoods. The net change is made up of greater job loss in East SoMa, the Mission, and Showplace Square/Potero Hill combined with somewhat less PDR job growth for the Central Waterfront. Under the proposed rezoning, a core of production, distribution, and repair activity remains and grows in the Central Waterfront, and, although location options in that neighborhood are more constrained than under the baseline scenario, that area becomes a potential location for PDR re-locating from other parts of the City.

The prospects for PDR business activity and employment in the rest of the City outside of the Eastern Neighborhoods are not fully resolved in the proposed rezoning scenario. Population - serving PDR businesses are likely to remain and grow in locations throughout the City. Both the Bayview Hunter's Point subarea and Western SoMa are important locations for PDR activity and could continue to fulfill this function. Both areas have been analyzed as part of the original Eastern Neighborhoods planning effort. Port-controlled land along the Central and Southern Waterfronts accommodates PDR use on an interim basis.

**TABLE A.7
REZONING SCENARIO FOR THE EASTERN NEIGHBORHOODS AND THE REST OF THE CITY
EMPLOYMENT
2000 - 2025**

	Eastern Neighborhoods	Rest of City	Total City	Eastern Neighborhoods Share of Total City
Production, Distribution, and Repair				
2000	32,467	63,080	95,547	34%
2025	28,351	72,064	100,415	28%
Change 2000 - 2025	(4,116)	8,984	4,868	-85%
Percent Change	-13%	14%	5%	
All Other Employment				
2000	40,188	498,700	538,888	7%
2025	53,801	606,720	660,522	8%
Change 2000 - 2025	13,613	108,020	121,634	11%
Percent Change	34%	22%	23%	

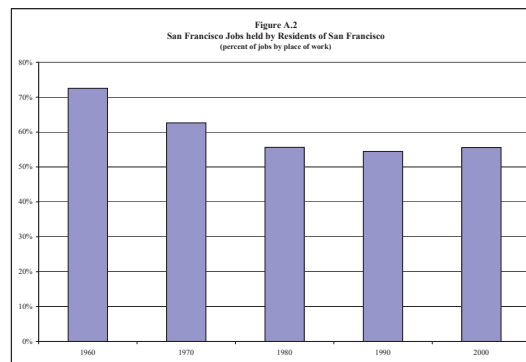
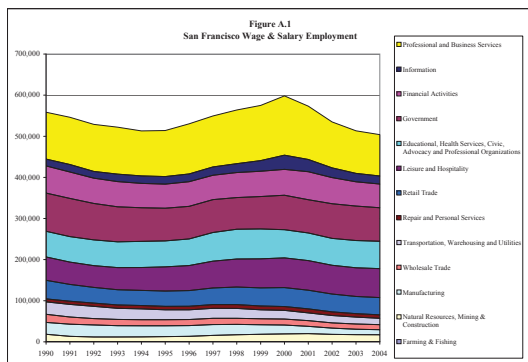
SOURCE: San Francisco Planning Department

The proposed rezoning does not make a major difference in the employment growth scenario for office, retail, entertainment, institutional, educational and other employment in San Francisco. In the rest of the City, this job growth is identical to the baseline scenario—an increase of 22 percent (108,000 jobs) between 2000 and 2025.⁷

In the Eastern Neighborhoods, the proposed rezoning would result in relatively small differences from the baseline employment scenario for some of these other business activities. East SoMa would see the most difference; the employment growth scenario for the proposed rezoning shows more jobs in most other sectors (office, institutional, and retail/entertainment sectors) in that neighborhood. This reflects the likely effects of more flexible zoning than currently exists. It also represents the continued maturation of East SoMa as a residential neighborhood with an increasingly full range of population-serving retail and personal service uses. There would also be more retail, entertainment, and personal services employment in Showplace Square/Potrero Hill. In Showplace Square/Potrero Hill, the higher level of retail, entertainment, and personal services employment reflects the larger amount of new residential development compared to the baseline and the related emergence of neighborhood commercial development along an upgraded 16th Street transit corridor. In the Central Waterfront, parcels that might have accommodated

⁷ More housing and population in the City than projected under the baseline scenario is likely to result in more population-serving economic activity. A subsequent forecast for San Francisco in which the housing production and population projections were integrated more fully with the employment projections would likely show more employment growth citywide in the retail, entertainment, recreation, and personal services sectors than is indicated in this rezoning scenario. The scenario does project these kinds of linkages and secondary effects in the Eastern Neighborhoods, as described below.

office development under the baseline scenario in that neighborhood adjacent to Mission Bay would instead be favored by residential development, resulting in less of office employment growth in this neighborhood under the rezoning scenario. In the Mission, more flexible zoning would encourage more smaller-scale office employment than expected under the baseline scenario, and there would be an intensification of retail activity over time.



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Letter
I
Rockman

From: Saul Rockman [mailto:saul@rockman.com]
Sent: Monday, December 08, 2014 10:56 PM
To: Jacinto, Michael (CPC); Jones, Sarah (CPC); Kim, Jane (BOS)
Subject: Objections to 5M Project at Chronicle building site

To the Planning Commission and Board of Supervisors:

I am quite concerned and fully opposed to the granting of the requested Special Use District to the 5M Project for the Chronicle Building site.

The request for the site to be up-zoned in such a dramatic fashion permits Forest City and the Hearst Corporation to flout myriad zoning regulations and ignore the nature of the neighborhood. Fifth and Mission is not the financial district, where very tall buildings are progressively more the norm. And as traffic is increasingly moved from Market to Mission, adding to the density of the area seems unwise, to say nothing of the disruption that the building process may cause.

The proposal would create a wall of 40 story buildings along 5th Street between Mission and Howard, a solid wall across the middle of the city, totally out of scale with the rest of the neighborhood. West of 7th Street, between Market and Mission, is rapidly being filled with 20-25 story buildings. The proposed 5M buildings go almost twice the height of the new buildings going up to the west and there is nothing of that size in the north or south. For those of us who live in the neighborhood, it is a wall: too tall, too dense, providing less than the required open space, cast shadows on a park and tear down an historic building.

We live in a mixed use, vibrant residential neighborhood, with small scale historic structures that deserve to be preserved for those of us who live and work here. It is a neighborhood replete with many social services and the people who require them. Adding such a dense intrusion would do more harm to them, as well.

What is acceptable is the "Code Compliant Alternative" included in Draft EIR of the Planning Department Study, which states:

The proposal "amends multiple zoning limits including, but not limited to, land use, density, height and bulk, tower separation, shadow, tree removal, demolition of historic buildings."

"There will be significant and unavoidable impacts ..including considerable contribution to the cumulative loss of historic buildings in SOMA, traffic, disruption to nearby streets, transit services, pedestrian and bicycle circulation during construction, and emission of substantial amounts of pollutants"

The Code Compliant Alternative would allow "the project site to be developed with a mix of land uses, consistent with the existing Zoning and Planning Code regulations".

Please do not grant the "SUD...Special Use District" requested but rather require compliance with existing regulations.

Thank you for your consideration.
Saul and Barbara Rockman
1160 Mission Street, Unit 2008
San Francisco, CA 94103
415-285-1066

GC-4

GC-4

GC-4

AL-2

GC-4

Letter
I
Swenson

From: frank_swenson
To: [Jacinto, Michael \(CPC\)](mailto:Jacinto, Michael (CPC))
Subject: Special Use District to the 5M Project for the Chronicle Building site.
Date: Wednesday, December 17, 2014 7:28:24 PM

To the Planning Commission and Board of Supervisors:

I would like to register my absolute opposition to the granting of the requested Special Use District to the 5M Project for the Chronicle Building site.

The request for the site to be up-zoned to allow the developer to break every zoning regulation on the books is literally 3X what is allowed and is an audacious request!!

The proposal would create a wall of 40 story buildings along 5th Street between Mission and Howard, a solid wall across the middle of the city, totally out of scale with the rest of the neighborhood, a "City within the City". It would be too tall, too dense, have less than the required open space, cast shadows on a park and tear down an historic building. Why would we consider allowing this?

Mid Market is not the Financial District. It is not Rincon Hill. It is not Downtown. It is a mixed use, vibrant residential neighborhood, with small scale historic structures that deserves to be preserved for those of us who live and work here.

What is acceptable is the "Code Compliant Alternative" included in Draft EIR of the Planning Department Study, which states:

The proposal "amends multiple zoning limits including, but not limited to, land use, density, height and bulk, tower separation, shadow, tree removal, demolition of historic buildings."

"There will be significant and unavoidable impacts ..including considerable contribution to the cumulative loss of historic buildings in SOMA, traffic, disruption to nearby streets, transit services, pedestrian and bicycle circulation during construction, and emission of substantial amounts of pollutants"

The Code Compliant Alternative would allow "the project site to be developed with a mix of land uses, consistent with the existing Zoning and Planning Code regulations".

Please do not grant the "SUD...Special Use District" requested but rather require compliance with existing regulations

Sincerely,
Francis J. Swenson
1160 Mission St
Unit 2202
San Francisco, CA 94103

GC-4

GC-4

GC-4

AL-2

GC-4

Letter
I
Weil

From: Jane Weil [mailto:jane@janewell.com]
Sent: Thursday, December 04, 2014 4:13 PM
To: Jones, Sarah (CPC); Jacinto, Michael (CPC); Kim, Jane (BOS)
Subject: Opposition to the Draft EIR for the SM Project

To the Planning Commission and Board of Supervisors:

I would like to register my absolute opposition to the granting of the requested Special Use District to the SM Project for the Chronicle Building site.

GC-4

The request for the site to be up-zoned to allow the developer to break every zoning regulation on the books is literally 3X what is allowed and is an audacious request!

The proposal would create a wall of 40 story buildings along 5th Street between Mission and Howard, a solid wall across the middle of the city, totally out of scale with the rest of the neighborhood, a "City within the City". It would be too tall, too dense, have less than the required open space, cast shadows on a park and tear down an historic building. Why would we consider allowing this?

GC-4

Mid Market is not the Financial District. It is not Rincon Hill. It is not Downtown. It is a mixed use, vibrant residential neighborhood, with small scale historic structures that deserves to be preserved for those of us who live and work here.

GC-4

What is acceptable is the "Code Compliant Alternative" included in Draft EIR of the Planning Department Study, which states:

The proposal "amends multiple zoning limits including, but not limited to, land use, density, height and bulk, tower separation, shadow, tree removal, demolition of historic buildings."

AL-2

"There will be significant and unavoidable impacts including considerable contribution to the cumulative loss of historic buildings in SOMA, traffic, disruption to nearby streets, transit services, pedestrian and bicycle circulation during construction, and emission of substantial amounts of pollutants"

The Code Compliant Alternative would allow "the project site to be developed with a mix of land uses, consistent with the existing Zoning and Planning Code regulations".

Please do not grant the "SUD...Special Use District" requested but rather require compliance with existing regulations.

GC-4

Thank you for your consideration.

Jane Weil
1160 Mission St #2108
San Francisco CA 94103
415-409-6396

ATTACHMENT B

DRAFT EIR PUBLIC HEARING TRANSCRIPT

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Table B-1: Matrix of Commenters in Draft EIR Public Hearing Transcript and Topic Codes

Comment Code	Full Name	Topic Code
Federal, State, Regional and Local Agencies, Boards, and Commissions		
A-CPC-Antonini	Michael Antonini	ES-1 Displacement of Existing Uses, Future Tenant Mix, and Related Social Impacts
		PO-4 Provision of Open Space
		AL-1 Support for the Preservation Alternative
		AL-3 Alternatives Considered but Rejected From Further Analysis
		GC-1 Comments Related to Dog Ownership and Childcare
		GC-3 Adequacy of the Draft EIR
		GC-5 General Concerns Related to the Project's Impacts
		GC-6 Environmental Review and Community Outreach Process
		GC-8 General Construction-Period Impacts
A-CPC-Johnson	Christine Johnson	PD-5 Design for Development and Special Use District Controls
		PO-2 Proposed Land Use Amendments and Project Consistency with Applicable Policies and Regulations
		PH-1 Jobs-to Housing Balance
		TR-8 Cumulative Pedestrian and Bicycle Conditions
		GC-6 Environmental Review and Community Outreach Process
A-CPC-Moore	Kathrin Moore	PD-3 Project Massing and Design
		CP-1 Completeness and Adequacy of Cultural Resources Analysis
		GC-6 Environmental Review and Community Outreach Process
A-CPC-Richards	Dennis Richards	ES-1 Displacement of Existing Uses, Future Tenant Mix, and Related Social Impacts
		PD-2 Proposed Open Space
		PO-1 Existing Planning Context
		GC-1 Comments Related to Dog Ownership and Childcare
		GC-4 Project Merits
		GC-6 Environmental Review and Community Outreach Process
		GC-9 Cumulative Analysis
A-CPC-Wu	Cindy Wu	ES-1 Displacement of Existing Uses, Future Tenant Mix, and Related Social Impacts
		PH-1 Jobs-to Housing Balance
		GC-6 Environmental Review and Community Outreach Process

Table B-1: Matrix of Commenters in Draft EIR Public Hearing Transcript and Topic Codes

Comment Code	Full Name	Topic Code
Organizations		
O-IFTA	Randy Rollison	GC-4 Project Merits
O-SFRG2	David Jones	GC-9 Cumulative Analysis
O-SOMCAN3	Joseph Smooke	PH-2 Affordable Housing
		PO-2 Proposed Land Use Amendments and Project Consistency with Applicable Policies and Regulations
		TR-3 Pedestrian Impacts
		WS-1 Wind and Shadow Impacts on Off-Site Open Space
		AL-1 Support for the Preservation Alternative
		GC-6 Environmental Review and Community Outreach Process
		GC-7 Development Agreement or Other Community Benefit Agreements
O-SPUR	Jennifer Warburg	GC-3 Adequacy of the Draft EIR
O-TODCO-Koss	Sonja Koss	ES-1 Displacement of Existing Uses, Future Tenant Mix, and Related Social Impacts
		GC-6 Environmental Review and Community Outreach Process
O-TODCO-Light	Alice Light	PO-4 Provision of Open Space
		AL-1 Support for the Preservation Alternative
		GC-1 Comments Related to Dog Ownership and Childcare
O-YBNC5	John Elberling	PD-3 Project Massing and Design
		PO-2 Proposed Land Use Amendments and Project Consistency with Applicable Policies and Regulations
		GC-3 Adequacy of the Draft EIR
		GC-6 Environmental Review and Community Outreach Process
Individuals		
I-Cohen	Peter Cohen	ES-1 Displacement of Existing Uses, Future Tenant Mix, and Related Social Impacts
I-Hestor2	Sue Hestor	PO-1 Existing Planning Context
		TR-2 Transit Impacts
		GC-6 Environmental Review and Community Outreach Process
I-McVeigh1	Dan McVeigh	GC-4 Project Merits
		GC-6 Environmental Review and Community Outreach Process

Table B-1: Matrix of Commenters in Draft EIR Public Hearing Transcript and Topic Codes

Comment Code	Full Name	Topic Code
I-McViegh3	Sharon McVeigh-Pettigrew	ES-1 Displacement of Existing Uses, Future Tenant Mix, and Related Social Impacts
		LU-2 Compatibility of the Project with Surrounding Land Uses
		TR-1 Traffic Impacts
		TR-3 Pedestrian Impacts
		NO-3 Construction-Period Vibration Impacts
		AQ-3 Construction-Related Dust and Air Quality Impacts to Adjacent Residential Uses
		AL-1 Support for the Preservation Alternative
I-Nagle	Mark Nagle	GC-8 General Construction-Period Impacts, TR-5 Loading Impacts
I-Phillips	Heather Phillips	GC-3 Adequacy of the Draft EIR
I-Welch	Calvin Welch	ES-1 Displacement of Existing Uses, Future Tenant Mix, and Related Social Impacts
		PH-1 Jobs-to Housing Balance
		PH-2 Affordable Housing
		GC-3 Adequacy of the Draft EIR
		GC-7 Development Agreement or Other Community Benefit Agreements

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In The Matter Of:
*SAN FRANCISCO PLANNING COMMISSION VS.
5M PROJECT DRAFT EIR*

*HEARING PROCEEDINGS
November 20, 2014*

*CLARK REPORTING & VIDEO CONFERENCING
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SAN FRANCISCO PLANNING COMMISSION
HEARING ON AGENDA ITEM NUMBER 11
5M PROJECT DRAFT EIR

Thursday, November 20, 2014

REPORTER'S TRANSCRIPT OF PROCEEDINGS
BY STACY L. LOZANO, CSR 12831

CLARK REPORTING AND VIDEOCONFERENCING
2145 SHATTUCK AVENUE, SUITE 405
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A P P E A R A N C E S:

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- John S. Rahaim, Director of Planning
- Commissioner Kathrin Moore
- Commissioner Dennis Richards
- Commissioner Michael Antonini
- Commissioner Christine D. Johnson
- Commission President Cindy Wu
- Commission Vice-President Rodney A. Fong
- Commissioner Rich Hillis
- Zoning Administrator Scott Sanchez
- Commission Secretary Jonas P. Ionin

1 PROCEEDINGS

2 ---oOo---

3 SECRETARY IONIN: Commissioners, I'm going to
4 place you on Item 11 for case number 2011.0409E at 925
5 Mission Street, the 5M project.

6 This is the Draft Environmental Impact Report.
7 Please note that written comments on the draft EIR will be
8 accepted at the Planning Department until 5:00 p.m. on
9 December 1st, 2014.

10 MICHAEL JACINTO: Good afternoon, Planning
11 Commissioners. Michael Jacinto, Planning Department
12 Staff.

13 This is Department Case No. 2011.0409E, the 5M
14 Project, draft EIR.

15 The purpose of today's hearing is to take public
16 comment on the adequacy, the accuracy and the completeness
17 of the draft EIR, and no approval action on this document
18 is requested at this time.

19 The subject property is located at the confluence
20 of three evolving neighborhoods -- central SoMa, Downtown
21 and mid-Market, and occupies about a four-acre site, on
22 the block bounded by Mission Street to the north, Howard
23 Street to the south, Fifth Street to the east and Sixth
24 Street to the west.

25 The project entails development of mixed-use

1 building program with up to 1.8 million square feet of
2 office, residential, commercial and open space uses at and
3 around the site.

4 The project's physical characteristics entail
5 demolition of six buildings on the site, retention and
6 rehabilitation of two buildings, and construction of four
7 new buildings in accordance with special use district
8 legislation and guidelines and make the requirements
9 contained within a design for development document that
10 this Commission will consider as part of project approval.

11 The EIR studies two different program variants,
12 residential and office scheme, each with a greater
13 emphasis on housing or office uses, depending on the
14 scheme. And the buildings on the site would range from
15 about 50 feet in height to up to about 470 feet.

16 This draft EIR finds significant impacts
17 associated with the demolition of the Camelline building
18 at 430 Natoma Street, which the EIR determines eligible
19 for listing on the California register.

20 Demolition of this historic resource would be
21 considered a significant and unavoidable impact if the
22 project were implemented.

23 The Historic Preservation Commission commented on
24 this EIR on November 5th, and requested additional
25 information related to the Camelline building be included 4

1 in the record.

2 The HPC also supports the preservation of
3 historical resources in the area, and indicated that the
4 project should explore a broader range of alternatives
5 that preserves the resources on the site while also
6 achieving some of the other goals that the project has
7 such as activating alleyways.

8 Aside from the historic resources, the draft EIR
9 also finds significant air quality impacts associated with
10 the criteria air pollutants and impacts that can also be
11 mitigated to less than significant levels with
12 implementation measures included in the document.

13 Commissioners, staff published this draft EIR
14 October 15, 2014, and it has a 46-day public review
15 period, which closes December 1st, 2014.

16 For those who are interested in commenting on the
17 draft EIR in writing, please submit the comments to the
18 Environmental Review officer at 1650 Mission, Suite 400,
19 San Francisco by 5:00 p.m. on December 1st.

20 For members of the public at the hearing today,
21 please state your name for the record and address comments
22 to the adequacy and completeness of this EIR.

23 All comments will be responded to -- excuse me,
24 be transcribed and responded to in a comments and
25 responses document.

1 The Planning Department will provide copies to
2 those who have made comments on this draft EIR.

3 In the spring of 2015, we will likely request
4 that the Commission certify this EIR.

5 Commissioners, this concludes my presentation,
6 unless you have any further questions.

7 Thank you.

8 PRESIDENT WU: Thank you. So, we will take
9 public comment. As Mr. Jacinto said, please keep your
10 comments to the adequacy and accuracy of the EIR.

11 Joseph Smook, Sonja Koss, Mark Nagle, Sharon
12 McVeigh Pettigrew.

13 JOSEPH SMOOK: Commissioners, Joseph Smook,
14 President of the Board of South of Market Community Action
15 Network.

16 Just a few comments on the adequacy of the EIR.
17 Actually, I'm -- honestly, it just came out October 15th,
18 and it's a 700-page document. It's a lot for us to
19 review. But one of the things that we need to look at
20 further, and we encourage further review on this, is
21 something Commissioner Moore brought up, which is the
22 relevance of the project of the Central SoMa plan. And
23 one of the things that's dear to us at SOMCAN is the
24 expansion of the youth and family and senior zone.
25 Someone need to pay close attention to that.

O-SOMCAN3
PO-2

1 We're also interested, as is noted in the
2 presentation by Planning, about the preservation project
3 alternative, and looking at the impact of the project as
4 presented on the historic resources.

5 At SOMCAN we're also very interested in
6 pedestrian safety. We just got a crosswalk, crossing
7 signal installed at 6th and Minna, and with the amount of
8 cars that will be brought in by the proposed project,
9 we're concerned that there be further pedestrian safety
10 issues in the area.

11 We're also concerned about shadow impacts,
12 something we haven't been able to study enough. We have
13 to be able to bring comments to this hearing right now,
14 but it's something that we'll be looking at during the
15 comment period.

16 Something to bring up around the development
17 agreement. We understand from Ken Richards' comments that
18 there have been meetings about a development agreement.
19 South of Market Community Action Network has not been
20 involved in those discussions, and we would like to be.
21 We think that we represent a broad constituency in the
22 district, and we'd like to be included in those
23 discussions. And not just a development agreement, but
24 also a collateral agreement that keeps community groups at
25 the table through project implementation.

O-SOMCAN3
AL-1

O-SOMCAN3
TR-3

O-SOMCAN3
WS-1

O-SOMCAN3
GC-7

O-SOMCAN3
GC-6

O-TODCO
ES-1

1 So finally, just also to request that
2 December 1st is coming up very soon, and it's a lot for us
3 to review as a community. And we would like an extension
4 as far into January as possible to give us time to give
5 you substantive comments on the EIR in writing. So, if we
6 can get that to the end of January, that would be great,
7 as long as we're able to get.

8 Thank you so much.

9 PRESIDENT WU: Thank you. Next speaker.

10 SONJA KOSS: Good afternoon, Commissioners. I'm
11 Sonja Koss with TODCO Community Advocate.

12 And the draft EIR is woefully inadequate and did
13 not discuss the displacement of PDR uses that are now on
14 the site. These businesses include the Impact Hub, Tech
15 Shop and Intersection of the Arts.

16 And what are PDR jobs? Manufacturing,
17 construction, printing and publishing, audio, film and
18 video, media and the arts.

19 The Planning Department's central SoMa Draft
20 policy document, Production, Distribution and Repair,
21 November 2014, the summary to ensure space for PDR through
22 such means as maintaining some PDR-protected zoning,
23 limited conversions of PDR, incentivizing protection of
24 existing PDR, and incentivizing and requiring development
25 of new space for PDR.

1 The aforementioned uses on the site must be
2 accommodated and/or relocated into the new project with
3 useable space.

4 And I'm also asking to please extend the comment
5 period on the draft EIR.

6 Thank you very much.

7 PRESIDENT WU: Thank you. Next speaker.

8 DAVID JONES: I have copies.

9 Hi, I'm David Jones. I joined San Franciscans
10 for Reasonable Growth in 1980, and began commenting on
11 high-rise EIRs at that time.

12 At that time, the cumulative impact of the
13 downtown office high-rises were based on the proposed
14 project and other projects in the vicinity.

15 SFRG prepared a list that showed that there were
16 18 million square feet of office space in the planning
17 department pipeline. We contend that CEQA's definition of
18 "probable future" should include all 18 million square
19 feet.

20 Over the next few years, the Planning Department
21 agreed. However, in the interim, we ensued over a dozen
22 high-rise EIRs on the inadequacy of the probable impact
23 definition.

24 In 1984, a California appeals court ruled that
25 they agreed with SFRG. That the -- defining the

O-TODCO
ES-1-cont.

O-TODCO
GC-6

1 cumulative impacts on projects in the vicinity of the
2 proposed projects was not adequate and it should be the
3 entire downtown area.

4 In 1984, SFRG sued the City on the adequacy of
5 downtown plan EIR.

6 In 1988, we reached a consent agreement with the
7 City and County of San Francisco, saying that the
8 subsequent Mission Bay EIR would be the prototype for all
9 EIRs. And at that time, 26 years ago, I have never
10 testified on another high-rise EIR. Until today.

11 For the 5M EIR states, "The cumulative impact is
12 based on the 5M EIR project and the projects within the
13 vicinity."

14 This is a 1980 methodology that was rejected by
15 the California appeals court and rejected by the Planning
16 Department and San Franciscans for Reasonable Growth in
17 their consent agreement.

18 This EIR must be redone to show the probable
19 future impacts of all office development in the greater
20 downtown area on housing and transit.

21 SFRG in its comments has made a calculation of
22 what they believe to be the number of workers in the
23 future. We calculate there'll be 195,000 additional
24 workers in the next 15 years.

25 I hope you will look at that methodology. If

1 you're surprised by that high number, you're like the
2 commissioners in 1980, who were surprised by the high
3 number we came up with at that time. But we were correct
4 then and I think we're correct now.

5 PRESIDENT WU: Thank you. Next speaker.

6 DAN McVEIGH: Good afternoon, Commissioners. My
7 name is Dan McVeigh, and I'm here with my -- the other
8 members of the family, the McVeigh family, including
9 Sharon Pettigrew, who will speak; my brother, Martin; John
10 Pettigrew and Tom McVeigh.

11 Our mother, Francis McVeigh, who's 91 years old,
12 was unable to speak today. She's a surviving owner of the
13 property at the northwest corner of 5th and Howard
14 Streets, that we're going to try to put up on the screen
15 if we can.

16 This structure is -- houses the Chiefton Bar, and
17 it was the M & M Tavern for many, many years.

18 My grandfather, Martin McVeigh, immigrated from
19 Ireland. Originally operated the M & M at 150 5th Street.

20 My father, Alan McVeigh, after he served in the
21 Pacific in the navy in World War II, came back and took
22 over the business in 1946, at that 150 5th Street
23 location.

24 In 1958, my parents were kicked out of that
25 location by the landlords at that time, and they went

1 ahead and purchased the building that we're looking at
2 right now, which is at 5th and Howard. That was 1958.

3 My parents consequently purchased that, and then
4 developed the M & M Tavern, and they ran that from 1946 to
5 1986, when my dad retired.

6 In 1978, they then renovated what used to be a
7 pensioner's hotel, and they renovated it into eight
8 apartments. We came before the commission at that time.
9 It was a conditional use permit. So, we basically
10 operated eight apartments and the bar for the last 80
11 years, approximately. Not in this location, from 1958 in
12 this location.

13 Our concern is we expressed that this proposed
14 project that abuts us directly is going to destroy our
15 building. And we need to have the sponsor look seriously
16 at doing this, because among other things, there's a zero
17 lot line that abuts our property. It's going to destroy
18 half the building, access to air and views.

19 The property is a full, five-story, full
20 basement, non-reinforced masonry, built in 1912 on
21 approximately 2,100 square feet. The Figure 2
22 demonstrates where we are. We are the "X." The thing
23 that's morphed by the huge project there, that's where we
24 are.

25 And from looking at some of these other drawings 12

I-McVeigh1
GC-4

1 that you're going to be seeing, there's a zero lot line
2 that directly abuts us and gives us concern.

3 The huge size, the unusual height of the area,
4 the proximity of proposed the project to our building,
5 causes serious concern about destroying not only use of
6 the building, but the actual building, because it's a 1912
7 building.

8 Since we're long-time owners, the other concern
9 we had is we never have been contacted by anyone about
10 this project until about a week ago. We didn't receive
11 notice of the proposed EIR. We did not receive notice of
12 the community workshop, and my sister contacted the
13 sponsor --

14 SECRETARY IONIN: Thank you, sir. Your time is
15 up.

16 DAN McVEIGH: -- and was not able to do that --
17 my sister can finish up, that would good.

18 PRESIDENT WU: Thank you. Next speaker.

19 As the next speaker comes up, I'll call more
20 names -- Martin McVeigh, Mark Nagle, Jennifer Warburg
21 Alice Light, John Elberling.

22 SECRETARY IONIN: I'd also like to remind members
23 of the audience that your comments should be limited to
24 the adequacy and inaccuracies -- adequacy and accuracy of
25 the Environmental Impact Report itself, not necessarily

I-McVeigh1
GC-4-cont.

I-McVeigh1
GC-6

1 the project.

2 SHARON McVEIGH PETTIGREW: Good afternoon,
3 Commissioners. Sharon McVeigh Pettigrew.

4 I'm the property manager of the property at the
5 corner of 5th and Howard, the property that you saw "X"
6 marks the spot, that is dwarfed by the proposed 5M
7 project.

8 That property is mixed-use residential and
9 commercial, so we have a commercial on the ground floor
10 and eight apartments.

11 The -- based on the documents in the EIR, the
12 McVeigh Family Building looks as if it's zero feet from
13 the H1 boundary.

14 We are concerned that vibration, noise, debris
15 and dust could considerably impact the commercial tenant,
16 as well as the eight apartments above it.

17 Focusing specifically on the DEIR, the report,
18 the 5M project states, "Significant impact due to
19 ground-borne vibrations, especially if pile driving is
20 used as a construction method, could have significant
21 impact."

22 Again, it's a 1912 building, and it probably will
23 have significant impact.

24 We're looking to have some form of mitigation to
25 protect the building and to protect the integrity of the 14

I-McVeigh3
NO-3 and
AQ-3

1 building.

2 When we get down to looking at the tenants,
3 there's a risk that the north side of the building which
4 looks as if it abuts immediately on the largest of those
5 buildings, will have a zero clearance. So, special dust
6 and noise and vibration control is something that we would
7 look for.

8 Our building has a setback. The windows for the
9 bedrooms and the window for the bathroom now look out.
10 Five stories is pretty tall right now on the corner of 5th
11 and Howard. Five stories ain't going to be nothing once
12 5M is in place.

13 So, half of those apartments will look out onto,
14 we're really not sure what, because it doesn't show any
15 setback, and we've had no discussions or information on
16 that.

17 The bulk of the project is of concern, and we've
18 already had speakers speak about pedestrian safety. When
19 you go to the Howard Street side, Mary is the closest
20 street. There's two buildings -- you walked there
21 yesterday -- there's two buildings that are next to it.
22 The proposed driveway with hundreds of trucks and hundreds
23 of cars a day, is going to be immediately next to our
24 building.

25 So, I'm worried about the eight people in the

I-McVeigh3
NO-3 and
AQ-3-cont.

I-McVeigh3
LU-2

I-McVeigh3
LU-2
I-McVeigh3
TR-3

I-McVeigh3
TR-1

I-McVeigh3
LU-2

I-McVeigh3
LU-2-cont.

1 apartment. I'm worried about the ground floor and all the
2 people that go to the Chiefton, and I'm also worried about
3 the handicapped people and pedestrians that use Howard
4 Street.

5 Thank you very much for listening to our
6 comments.

7 PRESIDENT WU: Thank you. Next speaker.

8 MARK NAGLE: Thank you members of the Commission.

9 I'd like to comment on the 3M (sic) project and
10 the impact it's going to have on my business, which is the
11 Chiefton Irish Pub and Restaurant located at 190 5th
12 Street on the corner of Howard.

13 We're a popular business in the SoMa area, and
14 very proud this is our 14th year as a successful
15 operation. We employ 20 hardworking, dedicated staff
16 members. We're open seven days a week for brunch, lunch
17 and dinner. We run a full kitchen of bartenders, wait
18 staff, kitchen team, all rely heavily on the Chiefton
19 Irish Pub as their sole revenue income in order to live
20 their lives, as I do.

21 I have some serious concerns regarding the plans,
22 as they currently are presented, which I'd like to outline
23 for your consideration.

24 First and foremost, I'm very concerned that the
25 location of the Howard Street parking entrance for the H1 16

I-Nagle
TR-5

1 building.

2 As you've mentioned, Commissioner, it's a
3 nightmare just trying to drive down that street alone,
4 without all this additional traffic, which is significant.
5 It's just too close to the sidewalk outside our business
6 and basement delivery doors. We require those delivery
7 doors in order for us to operate our business. We get our
8 beer, our liquor, our dry goods, our produce, our meats,
9 you name it. Without those, we're done.

10 I'm very concerned about this impact. We're
11 often at the mercy of our vending companies. They give us
12 a four-hour window between 8:00 and noon. We don't know,
13 they could show up at five to noon or they could show up
14 at 8:00 a.m., but if we've got traffic coming around that
15 corner 5th Street, backing things up, what are we going to
16 do? We're going to be in serious, serious doo doo. I'm
17 very concerned about it.

18 We're looking at 280 trucks and vans are trying
19 to get into the docks, which are only a stone's throw from
20 where our business is. It just doesn't make sense. Plus
21 an additional 190 private vehicles, they're looking to
22 come around that street, where you've got up and down on
23 5th Street, and Howard Street is one way. I just don't
24 see environmentally how this makes sense. I really
25 believe this has to change.

1 Where do we stand? My big question is, where do
2 we stand? We've got noise, drilling, digging, banging,
3 pounding 18 inches away from our wall, literally. Can you
4 imagine trying to come in and sit down and have lunch or
5 dinner or relax? Where people have been able to do this
6 for 14 years, and now all of the sudden we're going, "Do
7 we have to close?" That's our major concern.

8 Please, I strongly urge you to consider my points for our
9 survival. We're an established piece of SoMa history and
10 culture, and we really strongly want to be considered, and
11 not be considered as collateral damage. We need your
12 help. Please consider us. Thank you.

13 PRESIDENT WU: Thank you. Next speaker.

14 JENNIFER WARBURG: Good afternoon, members of the
15 Commission. My name is Jennifer Warburg, I'm the special
16 projects manager at SPUR, and I'm here today to express
17 SPUR's support for the draft EIR of the 5M Project.

18 We think this is an important project for the
19 City, and we find the DEIR to be clear, organized and
20 describe a reasonable range of alternatives.

21 The summary has a clear roadmap to impacts,
22 mitigation and improvement measures for a complex project.

23 This transit-rich location is the right place for
24 density and height and for office and housing. SPUR is
25 excited by the project's provision of space for arts and 18

I-Nagle
GC-8

O-SPUR
GC-3

1 community organizations, and its proposal to provide
2 significant new public open space. And we commend the
3 plan to retain two important historic buildings.

4 We find the EIR to be adequate and support its
5 certification. The stated impacts on traffic circulation
6 and air quality are a result of legacy metrics that are
7 currently being reevaluated by the state.

8 SPUR believes that dense, well-designed in fill
9 like this project proposes will support the City's goals
10 to create better pedestrian environments, encourage
11 sustainable transportation options and reduce our
12 environmental impact.

13 We encourage the Commission to move this project
14 forward.

15 Thank you.

16 PRESIDENT WU: Thank you. Next speaker.

17 JOHN EBERLING: Good afternoon, Commissioners.

18 John Eberling of the Yerba Buena Neighborhood
19 Consortium.

20 And as to the EIR, we share in asking you to
21 extend the comment period to the end of January with our
22 community colleagues.

23 I found this EIR very difficult to work through
24 and navigate through, and perhaps because there was so
25 much missing.

O-SPUR
GC-3-cont.

O-YBNC5
GC-6

O-YBNC5
GC-3

1 To begin with, almost all of the project design
2 graphics you saw presented today are not in the document.
3 They're -- they just are not there. The prospectives for
4 how this massive development will appear from the various
5 surrounding neighborhood locations are not in the
6 document.

7 Now, how can anybody comment on it by
8 December 1st, when in fact, these very important design
9 presentation is not generally available to the public?

10 They have to send it out. They have to send it
11 out to the same list they sent out the EIR to, and let --
12 give people time enough to react.

13 The perspective from 6th Street, which is --
14 shows the massive building looming over the alley, no
15 one's ever seen before today, to my knowledge. No one.
16 It's brand new.

17 The EIR itself needs, of course, as I presented
18 earlier, to have a chart like our chart that documents the
19 mass -- the scale of the upzoning compared to the existing
20 zoning. We use the existing zoning alternative for our
21 calculation. I assume that's the right way, but if
22 there's some other way, they need to put it on paper.
23 They need to get it out there. So that when the
24 development agreement's negotiated in a transparent way, I
25 hope we see the calculations of the value increase that we₂₀

O-YBNC5
PD-3

O-YBNC5
PO-2

1 can tie it back to the zoning itself -- the zoning change
2 itself.

3 The document does identify the preservation
4 alternative as the environmentally superior alternative,
5 and we concur. It does it because of historic building
6 preservation, but also as you'll hear, that's the only
7 alternative that comes close or actually meets the open
8 space requirements in the current code. The others are
9 badly deficient in open space. That alternative is not.

10 It is also the alternative, because it has the
11 least housing, that makes it the easiest to achieve the 33
12 percent Prop K balance. We believe that alternative
13 should, in fact, be the preferred alternative, not the one
14 in the back of the book, way in the back of the EIR, as it
15 is now. It should be up in the front on an equal footing
16 with the other two.

17 What is also missing from the growth inducement
18 section is any discussion of gentrification. You don't --
19 you will not find anything in that section talking about
20 the consequences of the increased -- obviously spinoff
21 impacts on the adjacent blocks of the increased value of
22 commercial space and housing, existing housing.

23 These are relatively low costs today. This
24 project would undeniably have a major impact on
25 gentrifying this district. It has to be disclosed. The 21

O-YBNC5
PO-2-cont.

O-YBNC5
AL-1

O-YBNC5
ES-1

O-YBNC5
ES-1-cont.

1 displacement consequences are environmental. They need to
2 be discussed and mitigations need to be proposed to deal
3 with that.

4 Thank you.

5 PRESIDENT WU: Thank you. As the next speaker
6 comes up, I'll call more names.

7 A number of these people spoke on the last item,
8 but again, if you have comments on the EIR, come forward.

9 Heather Phillips, James Powell, Sy Popkin, Vivian
10 Araullo.

11 ALICE LIGHT: Okay. Good afternoon. Thank you,
12 Commissioners. I'm Alice Light, Director of Community
13 Planning at the TODCO Group.

14 There is not enough open space in this project.
15 And that is not just my opinion, that's according to San
16 Francisco Zoning Districts and Planning Code.

17 If you see chart one, open space analysis, you'll
18 see that the office scheme and residential scheme, both
19 fall woefully deficient in terms of open space provision.
20 This deficiency ranges from 8,000 square feet to
21 22,000 square feet. This is not acceptable.

22 The SUD in this area must meet current zoning
23 requirements that are also in the neighborhood, and either
24 provide open space onsite or provide an in lieu fee for
25 any deficient open space.

O-TODCO-
Light
PO-4

1 The one project alternative that does come close
2 is the preservation alternative, and this is one of the
3 reasons we think this project should become the preferred
4 alternative.

5 The other reasons the preservation alternative is
6 -- should be prioritized, are kids, dogs, and accessible
7 open space. From our experience in this SoMa neighborhood
8 with projects of this type, ten percent of households can
9 be expected to have children, young children, like
10 daycare-age children, ten percent can be expected to have
11 dogs.

12 And yet, and there are employees who have daycare
13 needs and enjoy perks like bringing their dogs to work.
14 And yet, there is literally no mention of dogs or children
15 in this EIR.

16 Dogs have a direct environmental impact on the
17 City. They are great when they have a place to go, but it
18 becomes an environmental hazard if their waste isn't
19 managed. So, provision for the -- for dogs, and also
20 facilities for these new children in the neighborhood must
21 be provided in the project. For children, that should be
22 in the form of play areas, as well as onsite child care.

23 And the preservation alternative is great for
24 those uses, because there's a direct connection from the
25 residential tower to the Chronicle building open space,

O-TODCO-
Light
AL-1

O-TODCO-
Light
GC-1

1 the Chronicle rooftop open space that would allow for
2 users to -- residents to go directly to that space. And
3 we know that rooftop open space can be challenging for the
4 general public to reach.

5 Finally, the preservation alternative preserves
6 one building, and it provides more ground-level open
7 space. If this is an atrium, it could be well-used by the
8 neighborhood, and in inclement weather and evenings.

9 Thank you.

10 PRESIDENT WU: Thank you. Next speaker.

11 I'll call just a few more names: Randy Rollison,
12 Peter Cohen and Rede Carpus.

13 HEATHER PHILLIPS: Good afternoon. My name is
14 Heather Phillips, and I just wanted to speak on behalf of
15 somebody who doesn't know very much about EIRs, but I
16 actually took a crack at the 740-page document, at least
17 the summary portions, and I was really, as a resident,
18 impressed with the way that the concerns that were brought
19 forth the most, which were pedestrian safety, open space,
20 how are you going to mitigate construction noise? What
21 about traffic? The things that people on the ground talk
22 about, were all thoroughly discussed in this EIR, for what
23 are the measures that are going to be taken?

24 And I know there are a lot of complex issues that
25 need to be dealt with in this process, but I can speak

O-TODCO-
Light
GC-1 cont.

O-TODCO-
Light
AL-1

I-Phillips
GC-3

1 just on that behalf saying I really feel like the draft
2 EIR really does address pretty thoroughly the concerns
3 that folks have in the neighborhood. It seems as though
4 For City has really done its due diligence in the
5 document. It's well thought out, and I think it reflects
6 the community dialogue.

7 Thank you.

8 PRESIDENT WU: Thank you. Next speaker.

9 RANDY ROLLISON: Good afternoon, Commissioners.
10 I'm Randy Rollison, and I'm the program director for
11 artist resources and the interim executive director of
12 Intersection for the Arts, which has been referenced here
13 several times today.

14 We're part of the 5M Project, and we're excited
15 to know they're committed to a collaboration with the
16 arts. They actually invited the arts in first on this
17 project, which is very refreshing and not heard that
18 often. And it informs the culture of the project and the
19 environment. Cultural spaces, open cultural spaces that
20 are proposed can do a lot for that.

21 Like the previous speaker, I don't know a lot
22 about an EIR, but I lived in Manhattan for over three
23 decades, and when I thought of this project, and I'm on
24 the ground there a lot, I thought, "What is this going to
25 do to the human experience on the ground here? What is it₂₅

I-Phillips
GC-3-cont.

O-IFTA
GC-4

1 going to do to my commute to work?"

2 And I was really impressed with -- I sat down
3 with one of the staffers, and I said, "Tell me about this.
4 How is this going to do it?" And I think the EIR, it has
5 a robust commitment to transit and to solving the problems
6 here.

7 Like the previous speaker said, "This is handling
8 a lot." And like all these comments in the prior section,
9 it's not going to answer everything, but I'm really
10 convinced, as somebody who's been on the ground with this
11 development since we were first invited in, that they're
12 making meaningful progress, and they're very intentional,
13 and very transparent in what they're trying to do.

14 So, I'm hoping that you'll support it. We
15 certainly do. We have a home there and we will continue
16 to support it.

17 Thank you.

18 PRESIDENT WU: Thank you. Next speaker.

19 SUE HESTOR: Sue Hestor, the attorney for San
20 Franciscans for Reasonable Growth.

21 What David said was true. We had a ten-year
22 struggle in the courts to get this department and this
23 city to face up to the cumulative impacts of office
24 development.

25 I'm going to concentrate on two areas.

1 One is please use a map and superimpose it that
2 shows all the area plans back to downtown -- downtown
3 plan. Without lines that show downtown plan, Mission Bay,
4 South of Market rezoning, Rincon Hill, eastern
5 neighborhoods area plans, western SoMa, central SoMa,
6 transit center. How close and what overlap is there on
7 this plan?

8 The second thing is I want you to pay attention
9 to transit and traffic. What mechanisms happened last
10 night? There was a major backup in the entire South of
11 Market and in the Financial District on transit, going to
12 the bridge, blocking all the intersections all the way
13 around.

14 Whenever those kind of backups happen, the first
15 thing that is a victim is transit circulation. Is there
16 any proposal or any mechanism right now that there is a
17 debriefing of what happened when traffic comes to a
18 grinding halt?

19 MUNI lost runs. That's -- I understand it. The
20 area around this project has been totally bonkers, because
21 of a combination of the Salesforce and Oracle stopping of
22 traffic on Howard Street, as well as a big dig on 4th
23 Street.

24 What mechanism do we have and should we have to
25 correct traffic studies and projections? All of the

I-Hestor
PO-1

I-Hestor
TR-2

1 traffic things that are in this EIR and every other EIR
2 are fantasies, because they're not real.

3 The real world of 5th and Market, which is my
4 experience, that's where our SFRG office has been, and 5th
5 and Mission is -- it's gridlocked.

6 So, we need to have real transit information that
7 is based in the world. Not airy-fairy people -- the
8 Planning Department doesn't usually have anything, because
9 they're in an isolated area of the City.

10 If your office was down in the middle of this
11 mess, you would be paying attention. So, area plans,
12 superimpose them, layer them on. You can -- and give us
13 more traffic information that's real.

14 Thank you.

15 PRESIDENT WU: Thank you.

16 Can you please extend the comment period as well?

17 PRESIDENT WU: Thank you. Next speaker. Is
18 there any additional comments on the draft EIR?

19 Okay, then the comment period is closed -- oh,
20 sorry.

21 CALVIN WELCH: I'm just slow.

22 Calvin Welch, San Francisco Information Clearing
23 House.

24 The draft EIR is insufficient in three specific
25 areas.

I-Hestor
TR-2-cont.

I-Hestor
GC-6

I-Welch
GC-3

1 First is there is not any real discussion in the
2 public policy section of the passage of Proposition K and
3 how it applies or if it applies. That should be included.

4 Second, and I think far more significant is the
5 failure of the DEIR to discuss in any meaningful detail
6 the development agreement ordinance in San Francisco,
7 specifically Chapter 54 of the administrative code, and
8 specifically within that, the role of collateral
9 agreements.

10 You will remember, some of you who were here in
11 the CPMC deal, that absolute significance the community
12 groups placed on the collateral agreement. Collateral
13 agreements give to parties who are part of those
14 collateral agreements a say at the table for any material
15 changes in the development agreement downline.

16 And unless there is a discussion, and unless you
17 as policymakers understand the significance of Chapter 54
18 of the administrative code, the development agreement
19 ordinance and the role of collateral agreements, I don't
20 think you can make a real assessment should the community
21 assert its right to have a collateral agreement. I think
22 that's a significant thing that should be placed before
23 you in the EIR.

24 Finally, the easy and quick assumption of
25 Commissioner Antonini that this is good mixed-use

I-Welch
ES-1
PH-1
PH-2

I-Welch
GC-7

I-Welch
ES-1
PH-1
PH-2

1 development because the workers are going to be living
2 next to where they work, is without substance in this EIR.

3 It is a practice of this department never to look
4 at how much workers make and how much they have to pay for
5 housing. It is an absurdity to assume, minus data, on the
6 price -- projected price of the market rate units, and the
7 projected income of the workers to make the easy
8 assumption that Commissioner Antonori (sic) makes.

9 That if you want to make that assumption, you're
10 going to have to have the data that is not in this EIR
11 that shows there's a reasonable nexus between what people
12 earn working in that office building, and what they will
13 pay in the housing immediately adjacent to it.

14 You don't have that data, you need it before you
15 make easy assumptions, Commissioner.

16 PRESIDENT WU: Next speaker.

17 PETER COHEN: Commissioners, Peter Cohen,
18 Counseling Community of Housing Organization.

19 I think I'm going to be reenforcing a couple of
20 things that you've already perhaps heard about calculating
21 the real affordable housing needs and the impact of this
22 project on housing in general.

23 To, I believe the last speaker's comment, you
24 really need to look at what the demand is that's going to
25 be generated by this project at a much more fine grain

I-Welch
ES-1
PH-1
PH-2
cont.

I-Cohen
ES-1

1 scale. There's both commercial, and there's residential.
2 And understanding what that workforce profile is, and the
3 income levels based on what they get paid, whether they're
4 janitorial or app designers, and what kind of housing
5 needs there are, and to what extent this project is
6 directly mitigating that housing need. Not just paying
7 money, but actually creating units ideally, and/or offsite
8 or money or some combination.

9 So, I think it would be valuable for this EIR to
10 look much more carefully at what really is the need
11 generated by this project at income levels, and whether
12 this project is fully mitigating, half mitigating,
13 33 percent mitigating, whatever it is, and that is
14 something the EIR can do.

15 Secondly, there's been a lot of discussion about
16 the indirect economic impacts or indirect economic impacts
17 leading to displacement of other stuff in the community --
18 South of Market, in the Mission, central City, the Castro,
19 et cetera. And that is something that an EIR can and
20 should in this case look at. We are not only losing
21 residents, but we're losing small businesses, we're losing
22 nonprofit service providers, we're losing light industry.

23 And this isn't just because a building comes in
24 and displaces something that's there -- these are parking
25 lots, as we heard earlier -- but because rents go up as a 31

I-Cohen
ES-1-cont.
PH-1

I-Cohen
ES-1

1 result of the increased economic -- the capital invested.

2 To what extent can we expect that to happen and
3 how is this project trying to actually mitigate that
4 effort?

5 We heard a lot about the outreach, that's good,
6 but these are guesses in many respects. And I think the
7 EIR provides an opportunity to analyze what kind of impact
8 it may have and to what extent either the City or the
9 developer in combination with the City can help to
10 stabilize those things in the neighborhood that ultimately
11 should be benefitting from big capital investment, but may
12 inadvertently be pushed out as a result.

13 Those are two areas of the EIR that I suggest you
14 have your consultants explore. And it would be a good
15 precedent for a project of this scale to do this in the
16 future as well.

17 PRESIDENT WU: Thank you.

18 Is there additional public comment?

19 Okay. Commissioner Antonini?

20 MICHAEL ANTONINI: Yeah, in terms of the many
21 EIRs I've read, I think this one ranks among some of the
22 most complete and accurate as alternatives. But because
23 this is a very large project, and it's a hybrid between an
24 individual project and an area plan in many ways, we
25 certainly need to have comments and responses to comments 32

I-Cohen
ES-1-cont.

A-CPC-
Antonini
ES-1

A-CPC-
Antonini
GC-3-cont.

A-CPC-
Antonini
AL-1

A-CPC-
Antonini
GC-8
GC-5

A-CPC-
Antonini
AL-3

1 as we always do.

2 And a few things that came up in the discussion,
3 that was brought up and came to my attention when I read
4 it was the Carmelline Building, and there was a lot of
5 interest in this possibility of that being retrofitted,
6 and possibly being part of the development, as opposed to
7 being torn down and replaced by the new building as
8 planned.

9 I'm not saying that that is a recommendation, but
10 I think there is an analysis of preservation alternative
11 is in there, which does allot for this, but it sort of
12 allows for other things to be preserved which may not
13 necessarily need to be preserved.

14 So, that's something that would be addressed in
15 the responses to comments as to whether that's a
16 possibility or a hybrid between the preservation
17 alternative and the alternative as presented as it was
18 favored.

19 And then, of course, the impacts that were
20 brought up by some of the speakers on the Chiefton, the
21 McVeigh Building next door. And again, these are things
22 that, you know, we will deal with as we move forward,
23 making sure the construction impacts are mitigated, the
24 traffic impacts are mitigated.

25 You know, the alternative, if there is one, for 33

1 the entrance into one of the parking facilities for the
2 new project, as opposed to being directly adjacent to the
3 Chiefton, whether that is worthy of an additional
4 alternative is something to be discussed.

5 The other thing that came up, and I need to ask
6 staff, the extension of the comment period. I'm certainly
7 amenable to extending the comment period, because it is a
8 complicated EIR, and it's a big project. But I think
9 there's a maximum under EIR rules, CEQA rules, that you
10 can have, and what is that maximum on a comment period?

11 JOY NAVARETTE: Joy Navarette from Planning
12 Staff.

13 CEQA requires a 45-day minimum review period.
14 Generally, the environmental review officers, we stick to
15 that, unless there's some kind of procedural reason why we
16 need to extend it. But seeing that there was no reason
17 to, we've kept it at the 45 days. But the ERO said that
18 she would comply with the request should the Planning
19 Commission want to extend it.

20 COMMISSIONER ANTONINI: Yeah, because I think we
21 went through this on Hunter's Point years ago, and we were
22 told that there was a maximum that is customary or
23 allowed -- I'm not sure what it is -- because if we're at
24 90 days, it would be January 16th, I believe, and I think
25 that's exceptionally long.

A-CPC-
Antonini
AL-3-cont.

A-CPC-
Antonini
GC-6

1 JOY NAVARETTE: Yeah. I don't believe there is a
2 maximum, but there's generally, like 45-, sometimes 60-day
3 review period under CEQA requirements.

4 COMMISSIONER ANTONINI: Yeah, okay. So, thanks
5 for your information. I'm probably more inclined to
6 extend it to 60 days, which is more than enough time, I
7 would think, if you're really interested in making
8 comments on this.

9 I mean, it's a long document, but like all of
10 us, we have to work it into our schedules if we're really
11 interested in it. We'll get in and read it and make our
12 comments. And we're all -- and I'm working in December
13 and I think most of us are, so, you know, that's just
14 another thing you're going to have to do, but I'm in favor
15 of 60 days -- extending to 60 days if that's what
16 customary.

17 A couple of other comments. There's a little
18 confusion going on in part of the public talking about
19 things that are not typically parts of EIRs.

20 Social impacts are not analyzed in EIRs.
21 Gentrification, all these other things, they'll be
22 discussed. They'll be part of the whole approval process.
23 They will be dealt with at the appropriate time, but
24 they're not something that's dealt with in EIRs, and they
25 shouldn't be, because that's not what we're dealing with. 35

1 We're dealing with tangible, subjective types of impacts
2 that can be measured as in terms of the things that would
3 be generated by this project. In particular, not things
4 that have existed for years. And if the impacts have to
5 be mitigated only once a project -- itself creates.

6 Another issue that came up, there's a question is
7 is there enough open space? This would be something that
8 staff could answer, not right this moment, but there was
9 question as to whether the open space provided is, in
10 fact, compliant with what's required. And certainly while
11 that is not necessarily an EIR question per se, but it is
12 an important question to be brought up during the whole
13 discussion.

14 And the same is true of issues regarding dogs and
15 child care. Design for Development would probably be the
16 proper place where this would be presented and/or part of
17 the development agreement obviously, but the design for
18 development.

19 And then also there's some, again, collateral
20 agreements, you know, are not part of and EIR. There is
21 -- the EIR is the maximum impact that could be -- has to
22 be analyzed. This is as large as the projects can
23 possibly be.

24 If agreement is made with a neighborhood group,
25 collateral group and the project is modified to be smaller₃₆

A-CPC-
Antonini
PO-4

A-CPC-
Antonini
GC-1

A-CPC-
Antonini
GC-6

1 or to have some, you know, mitigating circumstances to
2 satisfy the needs of that group, then that doesn't negate
3 the EIR. The EIR is large enough and complete enough
4 where we're not talking about we're disallowing other
5 agreements.

6 If we were making something larger, that argument
7 would be an argument and that's a reasonable one, but once
8 the EIR is established, nothing can exceed what's allowed
9 in the EIR. Nothing can be added to it, but things could
10 be subtracted.

11 And so, that's kind of my feeling on that. And I
12 think that's a general summation of my thoughts so far on
13 the EIR. I'll submit other comments in writing.

14 PRESIDENT WU: Commissioner Johnson?

15 COMMISSIONER JOHNSON: Thank you very much.

16 I would also be supportive of an extension of the
17 comment period. I do believe that we had another EIR to
18 consider in December for the Potrero Hill project which
19 has been extended. So, I would maybe be in favor of
20 slotting this in where Potrero Hill EIR would have been,
21 where that public hearing would have been. I think that
22 was December 16th.

23 So, anyways, that's not a motion or anything, but
24 we can move on, but I want to get to my comments about the
25 EIR.

A-CPC-
Antonini
GC-6-cont.

A-CPC-
Johnson
GC-6

1 So, first, I understand and empathize and in some
2 ways agree with some of the comments about looking at
3 income levels and who will be able to afford the
4 apartments, but I also am totally in the place where I
5 don't know that has a place in the EIR. And I don't know
6 that this needs to be the place that we need to set that
7 precedent, especially given that we have a development
8 agreement for this project.

9 But what I will say is I'm not sure, based on my
10 reading of the analysis that supports the EIR, that we can
11 really say that there's a less than significant impact on
12 the housing unit demand, given that 70 percent of the
13 units in the proposed residential alternative are studios
14 and one bedrooms.

15 So, I don't think that -- I would love -- this
16 would be part of -- I guess, I'll try to do some written
17 comments, depending on when the next -- the final EIR
18 hearing is, okay.

19 I think that there should be clearer outlining of
20 the analysis that supports the housing unit demand. And I
21 think I tried to find it, and I really couldn't -- within
22 again, the boundaries of the analysis, of course, of the
23 EIR, not the other stuff that I would get to -- what is
24 going to be the demand for larger unit sizes, and will
25 that be spread out to the rest of the city, county and the₃₈

A-CPC-
Johnson
PH-1

A-CPC-
Johnson
PH-1

1 region? I'd like to see that be clarified a little bit
2 more at least in the housing impact analysis, if not in
3 the EIR itself.

4 The second thing I wanted to mention was the
5 transit impacts. Now, again, this is one of those things
6 where it's an order of operations problem. So there was
7 no mention of the fact that there's really strong
8 discussion right now about Howard Street, and potentially
9 Folsom Street being two ways, at least to probably 6th
10 Street or so. So that would have a huge impact on --
11 either good or bad, I actually can't tell right now -- on
12 the 5M Project.

13 And because we're not considering the 5M Project
14 as part of the central SoMa plan, which presumably would
15 at least touch on what happens when that happens, I think
16 that there needs to be -- I don't know if there's some
17 acknowledgement of it, I mean, there's nothing official,
18 other than the fact we have been in discussions about
19 that, but I was -- I'm going to make in my written
20 comments, and I would like some response to the
21 possibility of Howard and Folsom Street being two ways,
22 and what that does to the pedestrian and bicycling
23 circulation.

24 And then the last -- or not last thing, I had a
25 couple more things. The other thing is, I also was a

A-CPC-
Johnson
PH-1-cont.

A-CPC-
Johnson
TR-8

A-CPC-
Johnson
PO-2

A-CPC-
Johnson
TR-8

A-CPC-
Johnson
TR-8

1 little bit -- the analysis again, that supported the EIR,
2 I'm not sure that I agreed that there were less than
3 significant impacts on pedestrian transit and bicycling
4 circulation, with the cumulative impacts of the buildings
5 in that area, but yet, there is a significant impact with
6 just construction.

7 Because I feel like when there's construction,
8 people know about it, and they -- they work their way
9 around it, like for example, they're tearing up 9th Street
10 right now, so I go up 7th. And I think people tend to do
11 that -- that tends to be part of the transit impact study.

12 But I can't -- on a regular basis, people aren't
13 going to avoid the area. And I definitely see, especially
14 with a central subway coming online, that there's going to
15 be cumulative impacts, so I would like to see more
16 discussion around that, and at least a response to the
17 written comments. We'll see if it needs to be
18 incorporated into the final EIR.

19 And then, I just want to, again, go back to my
20 comment that I presaged in the last presentation, that I
21 would like to see at least a discussion of the boundaries
22 of the D for D in the EIR, because that is the envelope
23 within which the Commission, the Department and the
24 Mayor's office can work for negotiating what actually is
25 in that envelope.

A-CPC-
Johnson
TR-8-cont.

A-CPC-
Johnson
PD-5

1 And if there're options for air rights parcel for
2 that bridge, if there're other options for ingress and
3 egress, and the various things that show up in a D for D,
4 that should at least be mentioned in the EIR so people
5 feel, at least -- this is not me, per se, I get how these
6 things work -- but I think when you start doing community
7 discussions, you get yourself into trouble when you --
8 people feel like the EIR is way different than what the
9 project is. When you already know from the beginning that
10 there's going to be a D for D, and there's going to be
11 potential for changes at the administrative level.

12 Thank you.

13 PRESIDENT WU: Thank you. Commissioner Moore?

14 COMMISSIONER MOORE: I'd like to support a
15 continuance into January, after the holidays, including
16 the complete absence of any lesser material on this EIR
17 makes it hard to understand.

18 Today in the discussion of the project, the
19 document itself is pretty much void of any kind of more
20 explicit delineation of what's proposed here.

21 I'd also like to express -- recognize my support
22 for the comments made by preservation. They sent a letter
23 to us. All points raised in that letter are issues, which
24 I considered also as deficient in the document, and I'd
25 like to see them elevated. I will summarize with a little₄₁

A-CPC-
Johnson
PD-5-cont.

A-CPC-
Moore
GC-6

A-CPC-
Moore
PD-3

A-CPC-
Moore
CP-1

A-CPC-
Moore
CP-1-cont.

A-CPC-
Richards
GC-9

A-CPC-
Richards
ES-1

1 bit more time, the rest of my observations in writing.

2 PRESIDENT WU: Commissioner Richards?

3 COMMISSIONER RICHARDS: I just have a question
4 for staff. Mr. Jones and Ms. Hestor raised this issue of
5 cumulative impact methodology and this being far back to
6 1980s. Is the methodology different for this project than
7 we -- projects we've looked at least since I've been here?

8 PRESIDENT WU: Commissioner Richards, I think for
9 the purposes of this hearing, we shouldn't have a back and
10 forth with staff --

11 COMMISSIONER RICHARDS: Okay.

12 PRESIDENT WU: -- but if you state it as a
13 question, they will respond in writing.

14 COMMISSIONER RICHARDS: Okay. So, that's a
15 question I have.

16 I guess the other one is I do support, and I
17 don't know if it's legal or not, that I think we need get
18 real, and we talked about affordable housing, and talk
19 about creating units bringing people in the neighborhood
20 of various income levels. How can we not talk about that
21 without talking about people that are going to be
22 displaced? It just doesn't make any sense.

23 So, we need to get real about that. We need to
24 get real about small businesses being displaced, residents
25 being displaced, non-profits being displaced. And this is₄₂

1 going to be a great, fabulous project in an area that's
2 traditionally low income. So, what's it going to do to
3 all the people that are there?

4 On the open space, I do have a concern about the
5 fifth floor being considered an open space. I asked the
6 project sponsor yesterday to tell me about a place in the
7 United States that's actually going to work? She couldn't
8 come up with one. Just tell me one where it globally
9 works. I couldn't see myself using that as an open space.
10 It just doesn't make any sense.

11 I do agree about the dogs and the child care,
12 that is a concern. I would like to see an area plan maps
13 and why -- where this fits in, and actually I have a
14 question, why wasn't this in an area plan? I guess that's
15 one.

16 I do support Commissioner Moore's idea of having
17 the comment period extended through January. There's a
18 lot of stuff going on, and the holidays get in the way.

19 I like the fact that Prop K should be mentioned
20 in this being that that probably happened after this was
21 written.

22 And if there are any material changes, I support
23 what Calvin Welch said -- Mr. Welch said about having the
24 community coming back on anything material.

25 One other thing. I don't know if this is

A-CPC-
Richards
ES-1-cont.

A-CPC-
Richards
PD-2

A-CPC-
Richards
GC-1

A-CPC-
Richards
PO-1

A-CPC-
Richards
GC-6

A-CPC-
Richards
PH-2

A-CPC-
Richards
GC-6

1 project-related or not, but I'll go ahead and say it.

2 I've got a concern about the folks that own the
3 Chiefton in the building next door. I find it really hard
4 to believe that just last week that they heard about this
5 project.

6 I go back and I looked, and I thought to myself
7 where else have we seen something like this, since I've
8 been here, it's only been since September. But at 1445
9 Pine Street, where we had a little teenie-weenie hot dog
10 stand next to the big True Market development. And they
11 were very sensitive about how they treated it. They
12 actually sloped the project, I think two or three lots
13 over and then they actually started building the project
14 up to respect the building next door. I would actually
15 look at that being considered project costs wherever
16 you're we're at. Something we -- that we might need to
17 consider. It does look kind of out place.

18 Thank you.

19 PRESIDENT WU: Thank you.

20 On the question of how long if the comment period
21 should be extended. I came into this hearing thinking
22 that maybe it should be a 60-day period, but hearing where
23 the community's coming from, hearing the requests, and
24 seeing that the precedent of the Potrero project is being
25 extended to January 7th, and I might suggest that could be₄₄

A-CPC-
Richards
GC-4

A-CPC-
Wu
GC-6

1 a date. I normally would like to do something that has
2 precedence in other projects, and so that's why normally
3 we would stick to the 45 or the 60 days. But the holidays
4 is challenging, so I'll throw that out and see what other
5 Commissioners think.

6 On some of the questions that were raised about
7 what is appropriate to be in an EIR, not in an EIR, I know
8 the LA Regional Connector EIR talked about small business,
9 so I would encourage or ask the project sponsor and staff
10 to look at that.

11 And with respect to how much housing costs or how
12 much jobs are paying, those may not be environmental
13 issues in and of themselves, but clearly the
14 transportation impacts are. And so, again, I would ask
15 that that be explored.

16 Commissioner Antonini?

17 COMMISSIONER ANTONINI: Yeah, I would be
18 supportive. I think you're suggesting continuing the
19 comment period to January 7th, is that what you said? I
20 would support that. I think that gives us a longer period
21 for comments and it extends after the holidays.

22 DIRECTOR RAHAIM: Just to clarify. The 45 days
23 took us -- or 46 days, it was took us to December 1st.

24 JOY NAVARETTE: December 1st.

25 DIRECTOR RAHAIM: So, January 7th would make it 45

A-CPC-
Wu
GC-6-cont.

A-CPC-
Wu
ES-1

A-CPC-
Wu
ES-1
PH-1

1 another 40 days or something?

2 JOY NAVARETTE: Right.

3 DIRECTOR RAHAIM: The Commission is looking for a
4 day 80-day comment period on this?

5 PRESIDENT WU: Commissioner Johnson?

6 COMMISSIONER JOHNSON: I apologize. I honestly
7 think that we're -- I haven't dealt with this before,
8 having the EIR at the holiday period. I concur that we
9 have so much going on. We have January 7th. I don't
10 know, two things on the same day.

11 DIRECTOR RAHAIM: There's no hearing involved.
12 It's just the comment period. There wouldn't be an
13 additional hearing for this project. This is just the
14 comment period that we accept written comments.

15 COMMISSIONER JOHNSON: I know, but do we have to
16 have the certification?

17 DIRECTOR RAHAIM: No, no, that's not the
18 certification. The certification is much later.

19 COMMISSIONER JOHNSON: I know. Okay.

20 PRESIDENT WU: I think the current proposal is
21 maybe certification will come in the second quarter, but
22 that clearly depends on how many comments are received.

23 COMMISSIONER JOHNSON: Okay.

24 PRESIDENT WU: Commissioner Moore?

25 COMMISSIONER MOORE: I still would like to see an₄₆

1 abbreviated little addendum and formal drawings and
2 diagrams to be submitted so that while we read, we can
3 refer to the visualization of those points.

4 PRESIDENT WU: Okay. I believe that's the end of
5 the public hearing.

6 The Commission will take a 20-minute break.

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8 (END OF PROCEEDINGS AT 3:20 P.M.)

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