

RESOLUTION NO. 27-2007

Adopted April 3, 2007

CONDITIONALLY APPROVING THE COMBINED BASIC CONCEPT AND SCHEMATIC DESIGN FOR A 129-UNIT, MIXED-INCOME RESIDENTIAL PROJECT ON BLOCK N4/PARCEL 3 IN THE MISSION BAY NORTH REDEVELOPMENT PROJECT AREA, PURSUANT TO THE OWNER PARTICIPATION AGREEMENT WITH FOCIL-MB, LLC AND ADOPTING ENVIRONMENTAL FINDINGS PURSUANT TO THE CALIFORNIA ENVIRONMENTAL QUALITY ACT; MISSION BAY NORTH REDEVELOPMENT PROJECT AREA

BASIS FOR RESOLUTION

1. On September 17, 1998, by Resolution No. 185-98, the Redevelopment Agency of the City and County of San Francisco ("Agency") approved the Redevelopment Plan for the Mission Bay North Redevelopment Project Area ("Plan"). On the same date, the Agency adopted related documents, including Resolution No. 188-98 authorizing execution of an Owner Participation Agreement ("North OPA") and related documents between Catellus Development Corporation, a Delaware corporation ("Catellus"), and the Agency. The Plan and its implementing documents, as defined in the Plan, constitute the "Plan Documents."
2. The Plan and the Plan Documents, including the Design Review and Document Approval Procedure, designated as Attachment G to the North OPA ("DRDAP"), provide that development proposals in Mission Bay North will be reviewed and processed in "Major Phases," as defined in and consistent with the Plan and the Plan Documents. Submission of design plans and documents for any specific building ("Project") must be consistent with the requirements established for each Major Phase. The DRDAP sets forth the review and approval process for Major Phases and Projects.
3. On September 17, 1998, the Agency Commission adopted Resolution No. 182-98 which certified the Final Subsequent Environmental Impact Report as a program EIR for Mission Bay North and South pursuant to the California Environmental Quality Act ("CEQA") and State CEQA Guidelines Section 15180. On the same date, the Agency Commission also adopted Resolution No. 183-98, which adopted environmental findings (and a statement of overriding considerations), in connection with the approval of the Plan and other Mission Bay project approvals. The San Francisco Planning Commission ("Planning Commission") certified the FSEIR by Resolution No. 14696 on the same date. On October 19, 1998, the Board of Supervisors adopted Motion No. 98-132 affirming certification of the FSEIR by the Planning Commission and the Agency, and Resolution No. 854-98 adopting environmental findings and a statement of overriding considerations. Hereinafter, the

Final Subsequent Environmental Impact Report, including any addenda thereto, shall be collectively referred to as the "FSEIR."

4. On August 15, 2000, the Agency Commission adopted Resolution No. 148-2000, which found that the potential environmental impacts of the Blocks N3, N3a, N4, and N4a Major Phase were within the scope of impacts discussed in the FSEIR certified on September 17, 1998, by the Agency (Resolution No. 182-98) and the San Francisco Planning Commission (San Francisco Planning Commission Resolution No. 14696) and approved the Blocks N3-N4a Major Phase submission.
5. Catellus, the original master developer of the Mission Bay North and South Redevelopment Project Areas, has sold its remaining undeveloped land in Mission Bay to FOCIL-MB, a subsidiary of Farallon Capital Management, LLC, a large investment management firm. The sale encompasses approximately 71 acres of land in Mission Bay, and includes the remaining undeveloped residential parcels in Mission Bay North. FOCIL-MB has assumed all of Catellus's obligations under the Agency's OPAs, as well as all responsibilities under the related public improvement agreements and land transfer agreements with the City and County of San Francisco. FOCIL-MB will be bound by all terms of the OPAs and related agreements, including the requirements of the affordable housing program, equal opportunity program, and design review process.
6. As permitted under the North OPA, Em Johnson Interest ("Developer") is under contract with FOCIL-MB to purchase Block N4, Parcel 3 and develop the site. Developer will be bound by all relevant terms of the North OPA and related agreements, including the requirements of the equal opportunity program, the design review process and the housing program.
7. Pursuant to the Plan and Plan Documents, including the DRDAP, the Developer has submitted a Combined Basic Concept and Schematic Design for Block N4, Parcel 3, dated April 3, 2007 ("Schematic Design").
8. Agency staff has reviewed the Schematic Design submitted by the Developer, finds it acceptable and recommends approval thereof, subject to the resolution of certain design conditions.
9. The FSEIR is a program EIR under the California Environmental Quality Act ("CEQA") Guidelines Section 15168 and a redevelopment plan EIR under CEQA Guidelines Section 15180. Approval of the Schematic Design is an undertaking pursuant to and in furtherance of the Plan in conformance with Section 15180 ("Implementing Action").
10. Agency staff, in making the necessary findings for the Implementing Action contemplated herein, considered and reviewed the FSEIR. Documents related to the Implementing Action and the FSEIR files are available for review by the Agency

Commission and the public and these files are part of the record before the Agency Commission.

11. The FSEIR findings and statement of overriding considerations adopted in accordance with CEQA by the Agency Commission by Resolution Nos. 183-98 dated September 17, 1998, 199-2000 dated October 10, 2000, and 163-2005 dated October 18, 2005, were and remain adequate, accurate and objective and are incorporated herein by reference as applicable to the Implementing Action.

FINDINGS

The Agency finds and determines that the Schematic Design submission is an Implementing Action within the scope of the project that the FSEIR analyzed and requires no additional environmental review pursuant to State CEQA Guidelines Sections 15180 (b) and 15162 for the following reasons:

1. The Implementing Action does not propose substantial changes in the project as analyzed in the FSEIR.
2. No substantial changes have occurred with respect to the circumstances under which the project analyzed in the FSEIR was undertaken that would require major revisions to the FSEIR due to the involvement of new significant environmental effects, or a substantial increase in the severity of effects identified in the FSEIR.
3. No new information of substantial importance to the project analyzed in the FSEIR has become available which would indicate that (a) the Implementing Action will have significant effects not discussed in the FSEIR; (b) significant environmental effects will be substantially more severe; (c) mitigation measures or alternatives found not feasible which would reduce one or more significant effects have become feasible; or (d) mitigation measures or alternatives which are considerably different from those in the FSEIR will substantially reduce one or more significant effects on the environment.

RESOLUTION

ACCORDINGLY, IT IS RESOLVED by the Redevelopment Agency of the City and County of San Francisco (1) that it has reviewed and considered the FSEIR together with the Addendum and hereby adopts the Findings set forth herein; and (2) that the Combined Basic Concept and Schematic Design for Parcel 3 of Block N4 is hereby approved pursuant to the Mission Bay North Owner Participation Agreement with FOCIL-MB, subject to resolution of the following design concerns to Agency staff's satisfaction at the next phase of design:

1. The Project's colors, materials (in particular the corrugated metal), and finishes are subject to further review and approval by staff during the Design Development phase and in field mock-ups prior to construction.

2. Landscaping details, including furnishings and paving materials, are subject to further review and approval by staff during the Design Development Phase.
3. The depth between the metal grid and the plaster panels on the Berry Street facade is subject to further review and approval by staff during the Design Development Phase.
4. Additional study of the ground floor unit entries and landscape treatments such as planters will occur during the Design Development phase. The design goal is to create visual interest for pedestrians while maintaining the privacy and security of the ground floor units.

APPROVED AS TO FORM:

A handwritten signature in black ink, appearing to read "James B. Morales", written over a horizontal line.

James B. Morales
Agency General Counsel