

**RESOLUTION NO. 7-2012**

**Adopted June 11, 2012**

**ADOPTING ENVIRONMENTAL REVIEW FINDINGS PURSUANT TO THE CALIFORNIA ENVIRONMENTAL QUALITY ACT AND CONDITIONALLY APPROVING THE COMBINED BASIC CONCEPT AND SCHEMATIC DESIGN FOR A RESIDENTIAL BUILDING ON BLOCK 13 WEST IN THE MISSION BAY SOUTH REDEVELOPMENT PROJECT AREA PURSUANT TO THE OWNER PARTICIPATION AGREEMENT WITH FOCIL-MB**

WHEREAS, On September 17, 1998, by Resolution No. 190-98, the Commission of the Redevelopment Agency of the City and County of San Francisco ("Redevelopment Commission") approved the Redevelopment Plan for the Mission Bay South Redevelopment Project Area ("Plan"). On the same date, the Redevelopment Commission adopted related documents, including Resolution No. 193-98 authorizing execution of an Owner Participation Agreement ("South OPA") and related documents between Catellus Development Corporation, a Delaware corporation ("Catellus"), and the Redevelopment Agency. On November 2, 1998, the San Francisco Board of Supervisors ("Board of Supervisors"), by Ordinance No. 335-98, adopted the Plan. The Plan and its implementing documents, as defined in the Plan, constitute the "Plan Documents," and,

WHEREAS, On September 17, 1998, the Redevelopment Commission adopted Resolution No. 182-98 which certified the Final Subsequent Environmental Impact Report ("FSEIR") as a program EIR for Mission Bay North and South pursuant to the California Environmental Quality Act ("CEQA") and State CEQA Guidelines Sections 15168 (Program EIR) and 15180 (Redevelopment Plan EIR). On the same date, the Redevelopment 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 "Mission Bay Project"). 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 Redevelopment Agency, and Resolution No. 854-98 adopting environmental findings and a statement of overriding considerations for the Mission Bay Project; and,

WHEREAS, Subsequent to certification of the FSEIR, the Redevelopment Agency has issued several addenda to the FSEIR, as described below. The addenda do not identify any substantial new information or new significant impacts or a substantial increase in the severity of previously identified significant effects that alter the conclusions reached in the FSEIR. Hereinafter, the

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

WHEREAS, The first addendum, dated March 21, 2000, analyzed temporary parking lots to serve the ballpark. The second addendum, dated June 20, 2001, analyzed revisions to 7th Street bike lanes and relocation of a storm drain outfall provided for in the Mission Bay South Infrastructure Plan, a component of the South OPA. The third addendum, dated February 10, 2004, analyzed revisions to the Mission Bay South Design for Development with respect to the maximum allowable number of towers, tower separation and require step-backs. The fourth addendum, dated March 9, 2004, analyzed the Mission Bay South Design for Development with respect to the permitted maximum number of parking spaces for bio-technical and similar research facilities and the Owner Participation Agreement for North Mission Bay ("North OPA") with respect to changes to reflect a reduction in permitted commercial development and associated parking. The fifth addendum, dated October 4, 2005, analyzed the UCSF proposal to establish a Phase I 400-bed hospital in Mission Bay South. The sixth addendum, dated September 10, 2008, addressed revisions of the UCSF Medical Center at Mission Bay. The seventh addendum, dated January 7, 2010, addressed the construction of a Public Safety Building on Block 8 in Mission Bay South; and,

WHEREAS, Under Assembly Bill No. X1 26 (Chapter 5, Statutes of 2011-12, First Extraordinary Session) ("AB 26") and the California Supreme Court's decision in California Redevelopment Association v. Matosantos, No. S194861, the Redevelopment Agency, together with all other redevelopment agencies in the State of California, dissolved by operation of law on February 1, 2012; and,

WHEREAS, Consistent with AB 26, on January 24, 2012 the City's Board of Supervisors approved and on January 26, 2012 the Mayor signed Resolution No. 11-12 (the "Board of Supervisors Resolution"), providing for the City to become the successor agency of the Redevelopment Agency ("Successor Agency"), and to acquire its housing and non-housing assets, funds and enforceable obligations, and to fulfill its rights and duties as successor agency to the Redevelopment Agency under AB 26; and,

WHEREAS, AB 26 places successor agencies' performance of their duties under the supervision of newly established oversight boards, which are different from the local legislative bodies and which will oversee the fiscal management of future successor agency activities regarding the enforceable obligations; and;

WHEREAS, The Mayor (with confirmation by the Board of Supervisors) and the taxing entities have appointed members to the oversight board of the City and County of San Francisco (the "Oversight Board"); and,.

- WHEREAS, In addition to the duties that AB 26 places on this Oversight Board, the City delegated to this Oversight Board, through the Board of Supervisors Resolution, certain authority and responsibility regarding the implementation of the Mission Bay Project; and,
- WHEREAS, The City's delegation to this Oversight Board included the authority to grant approvals under specified land use controls for the Mission Bay Project consistent with the approved Plan and enforceable obligations, in place of the commission of the former Redevelopment Agency, with delegation to City staff ("Successor Agency staff") consistent with the former Redevelopment Agency's policies and procedures; and,
- WHEREAS, The Plan and the Plan Documents, including the Design Review and Document Approval Procedure, designated as Attachment G to the South OPA ("DRDAP"), provide that development proposals in Mission Bay South 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 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; and,
- WHEREAS, On November 1, 2005, by Resolution No. 178-2005, the Redevelopment Commission approved the Master Developer's Major Phase Application for Blocks 2-7 and 13 ("Major Phase") in the Mission Bay South Redevelopment Project Area ("Mission Bay South"). The Major Phase was amended twice by the Redevelopment Commission, the first on September 18, 2007 (Resolution No. 101-2007) and the second on June 7, 2011 (Resolution No. 77-2011) to adjust the maximum unit count for the private residential parcels; and,
- WHEREAS, As permitted under the South OPA, Equity Residential ("Developer") purchased Block 13 West, in Mission Bay South, from BOSA Development California, II, Inc., which originally purchased the Block 13 West from the Master Developer. Developer will be bound by all relevant terms of the South OPA and related agreements, including the requirements of the equal opportunity program and design review process; and,
- WHEREAS, Pursuant to the Mission Bay Plan and Plan Documents, including the DRDAP, the Developer has submitted a Combined Basic Concept and Schematic Design for a residential building on Block 13 West dated May 24, 2012 ("Schematic Design"). The Block 13 West residential building will contain 273 rental units as well as 273 parking spaces and private and shared open space; and,
- WHEREAS, As allowed by the DRDAP, the Schematic Design also includes an amendment to the Major Phase ("Amendment"). The Amendment would increase the total allowed residential units on Block 13 West project by 14, for a total of 273. The Amendment would also reduce the number of

units allowed on Block 12, a future residential development site, by 14 units to keep the total number of residential units built in Mission Bay South consistent with the number of units allowed by the Plan; and,

WHEREAS, Successor Agency staff has reviewed the Schematic Design for purposes of compliance with CEQA and the State CEQA Guidelines; and,

WHEREAS, The FSEIR is a program EIR under 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 CEQA Section 15180 (“Implementing Action”); and,

WHEREAS, Successor Agency staff, in making the necessary findings for the Implementing Action contemplated herein, considered and reviewed the FSEIR, and has made documents related to the Implementing Action and the FSEIR files available for review by the Oversight Board and the public, and these files are part of the record before the Oversight Board; and,

WHEREAS, The FSEIR findings and statement of overriding considerations adopted in accordance with CEQA by the Redevelopment Commission by Resolution No. 183-98 dated September 17, 1998, reflected the independent judgment and analysis of the Redevelopment Agency, were and remain adequate, accurate and objective and were prepared and adopted following the procedures required by CEQA, and the findings in said resolutions are incorporated herein by reference as applicable to the Implementing Action; and,

WHEREAS, Successor Agency staff has reviewed the Schematic Design submitted by Equity Residential finds it acceptable and recommends approval thereof, subject to the resolution of certain conditions; and, now, therefore, be it

RESOLVED, That the Oversight Board finds and determines that the Schematic Design submission is an Implementing Action within the scope of the Project analyzed in the FSEIR and requires no additional environmental review pursuant to State CEQA Guidelines Sections 15180, 15162 and 15163 for the following reasons:

1. The Implementing Action is within the scope of the Project analyzed in the FSEIR and no major revisions are required due to the involvement of new significant environmental effects or a substantial increase in the severity of significant effects previously identified 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;

and, now, be it further

RESOLVED, That the Oversight Board has reviewed and considered the FSEIR findings and statement of overriding considerations and hereby adopts the CEQA findings set forth in Redevelopment Commission Resolution No. 183-98, which are incorporated herein, and those set forth above; and, be it further

RESOLVED, That the Oversight Board approves the Combined Basic Concept and Schematic Design for the residential building on Block 13 West subject to the following conditions:

1. The building materials, colors, finishes, architectural detailing (including balcony and window details) shall be subject to further review and approval by Successor Agency staff during the Design Development phase to ensure the richness, quality and diversity shown in the Schematic Design is achieved. Material and color samples shall be provided as part of the review. A material and color mock-up of sufficient size to be built on the construction site during an early phase of construction shall be prepared for Successor Agency staff review and approval to ensure consistency with this Schematic Design.
2. The landscape design will be subject to further review and approval by Successor Agency staff during the Design Development Phase. In particular, the ground floor and podium landscape plan requires more review and refinement, and must be made consistent with the architectural floor plans.
3. The main residential entry and lobby to the building shall be in the two-story "cube" element at the corner of Long Bridge and El Dorado Streets. The "cube" element shall be designed to ensure that the residential entrance is legible from the street and that the residential lobby is inviting at all hours. The "cube" may also contain the leasing office, but the size of the leasing office shall be

designed to avoid distracting from the legibility of the building entrance from the street. Any other residential entries shall be designed to be secondary to the primary residential entrance and lobby at the corner of Long Bridge and El Dorado Streets.

4. The design of the trash and recycling areas shall be subject to further review and approval by Successor Agency staff during the Design Development phase to ensure that they allow for internal pick-up by the solid waste collector to avoid trash and recycling bins on-street.
5. The width of the generator room, transformer room and other utility space fronting Long Bridge Street shall be minimized to ensure an active ground floor façade across from the children's park on P6.
6. All building signage shall be subject to further Successor Agency staff review and approval. A signage plan shall be prepared prior to or concurrent with Design Development for Successor Agency staff approval, pursuant to the Mission Bay South Signage Master Plan.

I hereby certify that the foregoing resolution was adopted by the Oversight Board at its meeting of June 11, 2012.

Natasha Jones

Board Secretary