COMMISSION ON COMMUNITY INVESTMENT AND INFRASTRUCTURE

RESOLUTION NO. 13 - 2016

APPROVING AMENDMENTS TO THE DESIGN FOR DEVELOPMENT, STREETSCAPE MASTER PLAN AND MAJOR PHASE 1 APPLICATION FOR CANDLESTICK POINT, AND CONFORMING CHANGES TO APPLICABLE PROJECT DOCUMENTS, AND ADOPTING ENVIRONMENTAL FINDINGS, INCLUDING AMENDING TWO ADOPTED MITIGATION MEAUSRES, PURSUANT TO THE CALIFORNIA ENVIRONMENTAL QUALITY ACT AND THE DISPOSITION AND DEVELOPMENT AGREEMENT WITH CP DEVELOPMENT CO., LP, SUBJECT TO CITY APPROVALS TO THE EXTENT REQUIRED BY THE INTERAGENCY COOPERATION AGREEMENT AND THE PLANNING COOPERATION AGREEMENT; BAYVIEW HUNTERS POINT AND HUNTERS POINT SHIPYARD PROJECT AREAS

WHEREAS, Under Chapter 5, Statutes of 2011, Assembly Bill No. 1X26 (Chapter 5, Statutes of 2011-12, First Extraordinary Session), and Assembly Bill No. 1484 (Chapter 26, Statutes of 2011-12, Regular Session) (collectively, as amended from time to time, the "Dissolution Law"), the Redevelopment Agency of the City and County of San Francisco ("SFRA" or the "Redevelopment Agency") was dissolved and the non-affordable housing assets and obligations of SFRA were transferred to the Successor Agency to the Redevelopment Agency of the City and County of San Francisco ("Successor Agency") , commonly known as the Office of Community Investment and Infrastructure ("OCII"), by operation of law; and,

WHEREAS, On October 2, 2012 the San Francisco Board of Supervisors, acting as the legislative body of the Successor Agency, adopted Ordinance No. 215-12 (the "Implementing Ordinance"), which Implementing Ordinance was signed by the Mayor on October 4, 2012, and which, among other matters: (a) acknowledged and confirmed that, as of the effective date of AB 1484, the Successor Agency is a separate legal entity from the City, and (b) established the Successor Agency Commission (the "Commission") and delegated to it the authority to (i) act in place of the Redevelopment Commission to, among other matters, implement, modify, enforce and complete the Redevelopment Agency's enforceable obligations, (ii) approve all contracts and actions related to the assets transferred to or retained by the Successor Agency, including, without limitation, the authority to exercise land use, development, and design approvals, consistent with applicable enforceable obligations, and (iii) take any action that the Dissolution Law requires or authorizes on behalf of the Successor Agency and any other action that the Commission deems appropriate, consistent with the Dissolution Law, to comply with such obligations; and,

WHEREAS, The Board of Supervisors' delegation to the Commission includes the authority to grant approvals under specified land use controls for the Candlestick Point and Phase 2 of the Hunters Point Shipyard Project (the "Project"); and,

WHEREAS, In connection with the Project, the Board of Supervisors on August 3, 2010, approved amendments to the Hunters Point Shipyard Redevelopment Plan and the Bayview Hunters Point Redevelopment Plan by ordinances 210-10 and 211-10, respectively (the "Redevelopment Plans"), the SFRA approved the Candlestick Point Design for

Development and the Hunters Point Shipyard Phase 2 Design for Development (as more particularly defined in the Phase 2 DDA, the "Design for Development") by Resolution 62-2010 and the SFRA and CP Development Co., LP (as more particularly defined in the Phase 2 DDA, "Developer") entered into a Disposition and Development Agreement (Candlestick Point and Phase 2 of the Hunters Point Shipyard), dated for reference purposes as of June 3, 2010 (as amended and as the same may be further amended from time to time, the "Phase 2 DDA") by Resolution 69-2010. The Phase 2 DDA was amended on December 18, 2012 by a First Amendment to the Phase 2 DDA, pursuant to OCII Resolution No. 3-2012. The Phase 2 DDA was amended on September 12, 2014 by a Second Amendment to the Phase 2 DDA, pursuant to OCII Resolution No. 82-2014. Capitalized terms used but not otherwise defined in this Resolution have the meanings ascribed to or provided for them in the Phase 2 DDA; and,

WHEREAS, The Phase 2 DDA establishes Developer's rights to develop within the parameters of the Redevelopment Plans and Design for Development ("D4D") and incorporates through exhibits and attachments various Project Documents including the Design Review and Document Approval Procedure ("DRDAP"), the Below-Market Rate Housing Plan, the Transportation Plan, the Infrastructure Plan, the Community Benefits Plan, the Parks and Open Space Plan, the Sustainability Plan, DDA Exhibits and other documents (all as more particularly described in the Phase 2 DDA, together, the "Project Documents"); and,

WHEREAS, The Phase 2 DDA is an enforceable obligation under the Dissolution Law and shown on line HPSY 30 of the Recognized Obligation Payment Schedule f, which was approved by the Oversight Board and the California Department of Finance ("DOF"). On December 14, 2012, DOF issued a final and conclusive determination under California Health and Safety Code § 34177.5 (i) that the Phase 2 DDA and the HPS Phase 1 DDA are enforceable obligations that survived the dissolution of the Redevelopment Agency; and,

WHEREAS, The Interagency Cooperation Agreement (Candlestick Point and Phase 2 of the Hunters Point Shipyard) (as more particularly defined in the Phase 2 DDA, the "ICA") between OCII and the City establishes procedures for interdepartmental coordination related to the implementation of the Project. The ICA was executed by the Redevelopment Agency and the City, including by and through the San Francisco Port Commission, the San Francisco Public Utility Commission, the Department of Public Works, the San Francisco Fire Chief and Fire Marshall, the San Francisco Municipal Transportation Agency, the City Administrator, the Controller, the Mayor and the Clerk of the Board of Supervisors, and was consented to by Developer as a third party beneficiary thereof; and,

WHEREAS, The Planning Cooperation Agreement (Candlestick Point and Phase 2 of the Hunters Point Shipyard) (as more particularly defined in the Phase 2 DDA, the "Planning Cooperation Agreement") between OCII and the Planning Department of the City and County of San Francisco establishes procedures for coordination between OCII and the Planning Department related to the implementation of the Project, including with respect to the review and approval of Major Phase Applications or changes to D4D; and,

WHEREAS, In accordance with the Phase 2 DDA (including the DRDAP), Developer must submit a Streetscape Plan, a Major Phase Application and a Sub-Phase Application before commencing construction on any phase of the Project; and,

WHEREAS, On January 7, 2014, the Commission approved through Resolution No. 1-2014, a Streetscape Plan and a Major Phase Application for Major Phase 1 ("Major Phase 1 CP") for Candlestick Point; and,

WHEREAS, Along with the approval of the Major Phase 1 CP and the Streetscape Plan, the Commission took the following actions: (1) amendments to the DDA Exhibits Schedule of Performance, Project Phasing Plan, Housing Plan, Land Use Plan including the schedule of transportation improvements; (2) approval of Master Signage Plan; and (3) issuance of an Addendum ("Addendum No. 1") to the Final Environmental Impact Report ("FEIR"); and,

WHEREAS, In spring of 2015, the Developer submitted an application for Sub-Phases CP-02, CP-03, and CP-04 ("CP-02-03-04") within Major Phase 1 CP, which generally encompass the following: (1) Candlestick Center ("CP Center") the retail core of Candlestick, (2) the four most northern blocks of the Candlestick South neighborhood ("CP South"), which are directly across Harney Way from CP Center, and (3) the four most western blocks of the Candlestick North neighborhood ("CP North"), which are directly across Ingerson Avenue from CP Center; and,

WHEREAS, The Developer's CP-02-03-04 proposal included specified revisions or refinements to the Project as originally described in the Major Phase 1 CP, Streetscape Master Plan, Candlestick Point D4D, Transportation Plan, Infrastructure Plan and certain exhibits in the DDA such as the Phasing Plan, Schedule of Performance, and Housing Map. The changes to the Major Phase 1 CP, Streetscape Plan, and Project Documents, are collectively referred to as Project Amendments ("Project Amendments"); and,

WHEREAS, The Developer has submitted an amended Major Phase 1CP application for the Commission's approval, dated March 15, 2016. The Developer and OCII agree that all changes from the January 7, 2014 Major Phase 1 CP are contained in an administrative record kept by both parties, and that the March 15, 2016 Major Phase 1 CP shall be updated to include street names and other site orientation information on all Figures; and,

WHEREAS, In accordance with the DRDAP, any proposed deviation from the Redevelopment Requirements or prior Approvals require a clear written statement by the Developer to indicate that the submission includes a proposed deviation request and a statement of the reasons for the requested deviation; and,

WHEREAS, The Phase 2 DDA contemplated that, due to the size and complexity of the Project, and the length of the development program, changes to the Project would likely occur and the Project Documents therefore provided significant flexibility with Developer opportunity to request changes at any stage of the development program, subject to OCII and affected City department approvals; and,

WHEREAS, Most of the Project Amendments are minor refinements, based on numerous considerations and, in part, City department requests, and OCII staff has determined that the Project Amendments are consistent with the Redevelopment Plans and consistent with the type of changes envisioned as possible under the Phase 2 DDA; and,

WHEREAS, Final approval of the Project Amendments and conforming changes to the Project Documents, under this Resolution is subject to approval from the City and affected City departments to the extent required by the ICA and the Planning Cooperation Agreement; and,

WHEREAS, The affected City departments have completed a thorough review of the Project Amendments and conforming changes to the Project Documents, and OCII staff expects to obtain all necessary City approvals; and,

WHEREAS, OCII staff seeks Commission approval of the Project Amendments and conforming changes to the Project Documents; upon adoption of this Resolution, OCII staff and Developer will make the conforming changes to the Project Documents subject to any necessary City approvals; and,

WHEREAS, Once the Project Amendments and conforming changes to the Project Documents have been approved by the City to the extent required by the ICA and the Planning Cooperation Agreement, the Project Amendments and revised Project Documents will be deemed finally approved by the Commission without further action from the Commission; and,

WHEREAS, On June 3, 2010, the SFRA Commission by Resolution No. 58-2010 and the San Francisco Planning Commission by Motion No. 18096, certified the FEIR for the Project as adequate, accurate, and objective and in compliance with the California Environmental Quality Act (California Public Resources Code Sections 21000 et seq.) ("CEQA") and the CEQA Guidelines (14 California Code of Regulations Sections 15000 et seq.); the Board of Supervisors affirmed the Planning Commission's certification of the FEIR by Motion No. 10-110 on July 14, 2010; and,

WHEREAS, As part of its approval of the Project on June 3, 2010, in addition to certifying the FEIR, the SFRA Commission, by Resolution No. 59-2010 adopted findings pursuant to CEQA, regarding the alternatives, mitigation measures, and significant environmental effects analyzed in the FEIR, including a Mitigation Monitoring and Reporting Program and a Statement of Overriding Considerations for the Project, which findings are incorporated into this Resolution by this reference; and,

WHEREAS, Subsequent to the certification of the FEIR, the Planning Department, at the request of OCII issued Addendum No. 1 (dated December 11, 2013) to the FEIR as part of the 2014 Major Phase 1 CP and Streetscape Plan; and,

WHEREAS, Addendum No. 1 addressed changes to the phasing schedule for the Project and corresponding changes to the schedules for implementation of related transportation system improvements in the Transportation Plan, including the Transit Operating Plan, the Infrastructure Plan and other public benefits; and minor proposed revisions in two adopted mitigations measures, TR-16 Widen Harney Way, and UT-2 Auxiliary Water Supply System; and,

WHEREAS, OCII as the lead agency, has prepared, in consultation with the San Francisco Planning Department, prepared Addendum No. 4 (See Attachment A) to the FEIR, ("Addendum No. 4") which OCII staff issued on February 22, 2016. (Addenda Nos. 2 and 3 analyzed proposed changes to the Project, which are no longer being pursued.) Addendum No. 4 evaluates all of the proposed Project Amendments, including the D4D changes; and,

WHEREAS, Addendum No. 4 identifies and discusses recommended modifications to two previously adopted transportation-related mitigation measures: Mitigation Measures TR-16 (regarding improvements to Harney Way) and TR-23.1 (regarding the 29-Sunset transit line). Addendum No. 4 concludes that the proposed modifications to these mitigation measures would not result in new or more severe impacts; and,

WHEREAS, Mitigation Measure TR-16 Widen Harney Way ("Harney Way Improvements") was modified by Resolution 1-2014 pursuant to Addendum No. 1 to schedule

implementation of the Harney Way Improvements prior to issuance of the occupancy permit for the Candlestick Point Sub-Phase CP-02, instead of the first grading permit for Major Phase 1 CP of the Project, and to provide for a two-way cycle track on Harney Way rather than the previously proposed bicycle lane; and,

WHEREAS, Under the Project Amendments, Addendum no. 4 proposes a modification to Mitigation Measure TR-16 to divide the Harney Way Improvements into two phases of improvements in response to the delays in the San Francisco Municipal Transportation Agency ('SFMTA") finalizing the Bus Rapid Transit ('BRT") alignment along Harney. This Mitigation Measure would be modified to allow the Developer to limit the construction of the first phase of Harney Way improvements during Sub-Phase CP-02 to the area of Harney Way between Arelious Walker Drive and Executive Park Boulevard East. When the BRT alignment has been finalized, the Project Sponsor would complete the BRT lanes between Executive Park Boulevard East and Thomas Mellon Drive. Thus, the first phase of improvements would be completed prior to operation of the BRT, and the resulting construction schedule would not delay the start of BRT service; and,

WHEREAS, Mitigation Measure TR23.1 as originally proposed in the FEIR included a mitigated cross-section design for Gilman Avenue that would modify the current cross-section design of Gilman by requiring the removal of 3 feet of sidewalk from each side of the street to add an additional lane travel lane to maintain headways for 29 Sunset bus route for the Project; and

WHEREAS, During the design process, the approved FEIR Gilman Avenue cross-section was unsatisfactory for several reasons. SFMTA did not want sidewalk widths to be reduced to accommodate additional travel lanes; furthermore constructing the approved cross-section would require relocating utility pole lines, which was not part of Developer's obligation. A revised cross-section was designed that included one travel lane in each direction, one center left turn lane serving both directions, parking on both sides of the street, and transit priority signalization. The City agencies reviewed the revised Gilman Avenue concept and concurred that it would bring travel times for the 29 Sunset bus route to levels consistent with the mitigated FEIR scenario; and,

WHEREAS, The revised Gilman Avenue design would require a modification to Mitigation Measure TR-23.1 as originally approved in the Streetscape Plan, Infrastructure Plan and Transportation Plan; and,

WHEREAS, Based on the analysis in Addendum No. 4, OCII concludes that the analyses conducted and the conclusions reached in the FEIR on June 3, 2010, remain valid and the proposed Project Amendments, and the amendments to the Mitigation Measures as specified above, will not cause new significant impacts not identified in the FEIR, or substantially increase the severity of previously identified significant impacts, and no new mitigation measures will be necessary to reduce significant impacts; further, other than as described in Addendum No. 4, no Project changes have occurred, and no changes have occurred with respect to circumstances surrounding the proposed Project that will require major revisions of the FEIR due to the involvement of new significant effects or a substantial increase in the severity of previously identified significant effects, and no new information has become available that shows that the Project will cause new or more severe significant environmental impacts and, therefore, no subsequent of supplemental environmental review is required under CEQA beyond Addendum No. 4 to approve the first Major Phase and Sub-Phase Applications; and,

WHEREAS, On February 22, 2016, the FEIR, Addendum No. 4 and supporting documentation in preparing necessary findings for the Commission's consideration, was made available for review by the Commission and the public; and,

WHEREAS, Copies of the FEIR and Addendum No. 4 and supporting documentation are on file with the Commission Secretary and are incorporated in this Resolution by this reference; and,

WHEREAS, OCII staff has reviewed the Project Amendments, including the changes to Mitigation Measures TR-16 and TR 23.1 described in Addendum No. 4, and recommends approval of the Project Amendments and the changes to the Mitigation Measures; and,

WHEREAS, The Hunters Point Shipyard Citizen's Advisory Committee ("CAC"), the Alice Griffith Tenants, and the Bayview Hunters Point community generally have participated in the review of the Project Amendments through a series of meetings held at Alice Griffith, the Hunters Point Shipyard and the Southeast Community Facility; and,

WHEREAS, The CAC, at its meeting of September 14, 2015, reviewed and endorsed the Project Amendments and conforming changes to the Project Documents; now, therefore, be it

RESOLVED, That the Commission has reviewed and considered the FEIR, together with Addendum No. 4 and the supporting documentation in OCII's files, and adopts the findings as set forth in Addendum No. 4 and the modifications to the Mitigation Measures TR-16 and TR 23.1 as set forth in Addendum No. 4; and be it further

RESOLVED, That the Project Amendments, including the amended D4D, Streetscape Master Plan and Major Phase 1 CP, the changes to Mitigation Measures TR-16 and TR 23.1 and conforming changes to the Project Documents, are hereby approved, subject to any required City approvals; and be it further

RESOLVED, That the Commission approval of the Project Amendments includes a condition that all necessary City approvals must be obtained, and upon the receipt of such City approvals, OCII staff shall make all conforming changes to the Project Documents without further action by the Commission, and this Resolution shall constitute approval of the Project Amendments; and be it further

RESOLVED, That the Commission hereby authorizes and directs the OCII Director and such OCII staff as the OCII Director may designate, upon receipt of any necessary City approvals, to make conforming changes to the Project Documents so that they align with the Project Amendments; and be it further

RESOLVED, That the Commission hereby authorizes and directs the OCII Director to take all actions as needed to effectuate this resolution and to cause the Project Amendments to be implemented as set forth in this Resolution, including the revisions to the Project Documents.

I hereby certify that the foregoing resolution was adopted by the Commission at its meeting of March 15, 2016

_____

Commission Secretary

Attachment A

Addendum 4 to FEIR

OCII
office of
COMMUNITY INVESTMENT
and INFRASTRUCTURE

450-0162016-002

Addendum 4 to Environmental Impact Report

Addendum Date:	February 22, 2016
Case No.:	2007.0946E
Project Title:	Candlestick Point-Hunters Point Shipyard Phase II
EIR:	2007.0946E, certified June 3, 2010
Project Sponsor:	CP Development Co., LP
Lead Agency:	Office of Community Investment & Infrastructure
OCII Staff Contact:	Lila Hussain – (415) 749-2431 lila.hussain@sfgov.org
City Staff Contact:	Joy Navarrete – (415) 575-9040 joy.navarrete@sfgov.org

REMARKS

The Addendum includes the following attached Exhibits, which provide technical analyses, graphics, and other information supporting the analysis in this Addendum:

Exhibit A: Tier 1 Project Revisions
Exhibit B: Tier 2 and 3 Project Revisions
Exhibit C: Tower Location Analysis
Exhibit D: Candlestick Center Mixed Use Height Visuals
Exhibit E: Candlestick Center Hotel Height Visuals
Exhibit F: Fehr & Peers Office to Retail Conversion Letter (12/14/15)
Exhibit G: Fehr & Peers Candlestick Point Parking Letter (1/11/16)
Exhibit H: OCII Commission Resolution No. 1-2014 (1/7/14)
Exhibit I: Fehr & Peers Harney Way Letter (12/9/15)
Exhibit J: Fehr & Peers Gilman Avenue Letter (8/13/15)
Exhibit K: Candlestick Point Tower Analysis from CPSRA
Exhibit L: Excerpts from CPSRA General Plan and California State Park and Recreation Commission Approval Resolution 1-2013
Exhibit M: Fehr & Peers Arena Conversion Letter (12/21/15)
Exhibit N: Candlestick Point Tower Visual Analysis
Exhibit O: IBI Shadow Analysis and Memo
Exhibit P: Ramboll Environ Air Quality and Climate Change Letter (1/22/16)
Exhibit Q: CP Development Company Excavation Quantities at Candlestick Point Memo (1/26/16)
Exhibit R: Fehr & Peers Loading Letter (2/18/16)

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Background

On June 3, 2010, the San Francisco Planning Commission and the Redevelopment Agency Commission certified the Final Environmental Impact Report (FEIR) for the Candlestick Point –

Hunters Point Shipyard Phase II Project (Project), San Francisco Planning Department File Number 2007.0946E and San Francisco Redevelopment Agency File Number ER06.05.07. On July 14, 2010, the San Francisco Board of Supervisors affirmed the Planning Commission's certification of the FEIR (Motion No. M10-110).

Between June 3, 2010 and August 3, 2010, the Planning Commission, Redevelopment Agency, Board of Supervisors, and other City Boards and Commissions adopted findings of fact, evaluation of mitigation measures and alternatives, a statement of overriding considerations (File No. 100572) and a Mitigation Monitoring and Reporting Program (MMRP) in fulfillment of the requirements of the California Environmental Quality Act (CEQA). These entities then adopted various resolutions, motions and ordinances related to Project approval and implementation, including but not limited to: (1) General Plan amendments; (2) Planning Code amendments; (3) Zoning Map amendments; (4) Bayview Hunters Point Redevelopment Plan amendments; (5) Hunters Point Shipyard Redevelopment Plan amendments; (6) Interagency Cooperation Agreements; (7) Design for Development documents; (8) Health Code, Public Works Code, Building Code, and Subdivision Code amendments; (9) Disposition and Development Agreement, which included as attachments a Project Phasing Schedule, a Transportation Plan, and an Infrastructure Plan; (10) Real Property Transfer Agreement; (11) Public Trust Exchange Agreement; (12) Park Reconfiguration Agreement; and (13) Tax Increment Allocation Pledge Agreement.

1. Project Summary and Development Status

The Project covers approximately 702 acres along the southeastern waterfront of San Francisco: 281 acres at Candlestick Point (CP) and 421 acres at Hunters Point Shipyard (HPS Phase II). The FEIR evaluated several variants of the Project. At the time of Project approval, it was not known whether the 49ers football team would require a new stadium as part of the Project. As a result, the Project as approved authorized several different land use development scenarios:

1. the Project with a stadium as described in Chapter II of the FEIR with Candlestick Tower Variant 3D, Utility Variant 4, and Shared Stadium Variant 5;
2. the Project without the stadium, with R&D Variant 1, Candlestick Tower Variant 3D, and Utility Variant 4;
3. the Project without the stadium, with Housing/R&D Variant 2a, Candlestick Tower Variant 3D, and Utility Variant 4; and
4. Sub-alternative 4A, which provides for the preservation of four historic structures in Hunters Point Shipyard, and which could be implemented with either the stadium variants or non-stadium Variants (See Board of Supervisors CEQA Findings pp. 2-4).

Following Project approval, the 49ers relocated to the City of Santa Clara. As a result, the Project Sponsor decided to proceed with Option (3) above which provides for a mix of housing and research

and development at the stadium site (the "Housing/R&D Variant"). If either the R&D Variant or Housing/R&D Variant is implemented, it will be modified by implementation of Candlestick Tower Variant D and the Utilities Variant.

The Project is envisioned to be completed in phases, and calls for the developer to submit major phase applications covering large areas of development that address the conceptual land use proposal for that area, followed by sub-phase applications that provide more development details on specific portions of a major phase. Subsequent to the certification of the FEIR and the approvals listed above, the Project Sponsor sought approval of Major Phase 1 CP in the Candlestick Park area of the Project as well as a Master Streetscape Plan and Signage Plan. The Project Sponsor also sought changes in the previously approved Project Phasing Schedule, and the schedules for implementation of the Transportation Plan (including the Transit Operating Plan of the Infrastructure Plan), and of other public benefits. These changes were analyzed in Addendum No. 1 to the FEIR, published on December 11, 2013 (Addendum 1). The successor agency to the Redevelopment Agency, the Office of Community Investment and Infrastructure ("OCII") Commission, approved these Project proposals on January 7, 2014. The approved Major Phase 1 CP encompasses 16 blocks of new development in the Candlestick Park area of the project, including approximately 1,500 new homes and 1.1 million square feet of mixed commercial uses and approximately 50,000 square feet of community facilities. Major Phase 1 CP includes the entirety of the Alice Griffith replacement project and the Candlestick Point retail center destination featuring retail, housing and entertainment uses.

The Project Sponsor has now submitted an application for approval of Sub-Phases 02-03-04 of Major Phase 1 CP ("Sub Phases CP-02-03-04 Application"). The application as proposed requires modifications of the approved Project Candlestick Point Design for Development ("D4D"), and proposed transportation system changes that require modification of the Major Phase 1 CP Approval, including the Schedule of Performance, the Candlestick Point Infrastructure Plan, the Candlestick Point Hunters Point Shipyard Phase II Transportation Plan, and mitigation measures TR-MM.16, TR-MM.23.1, which are included in the approved Project MMRP**.**

This Addendum No. 4 to the FEIR, evaluates the proposed modifications to the Project, which are described in detail below in Section 3.[1]

2. Proposed Sub-Phase Application Description, Proposed Project Modifications, Approval Actions

2.1 Sub-Phases 02-03-04

[1] OCII has also prepared two other addenda to the FEIR. Addendum No. 2, published on May 2, 2014, evaluated the potential environmental impacts of the Automatic Waste Collection System described in the FEIR as part of Utility Variant 4. The Project Sponsor is no longer pursing this option. Addendum No. 3 to the FEIR published on September 19, 2014 evaluated the potential environmental impacts of a proposal to demolish Candlestick Park stadium with explosives rather than conventional/mechanical demolition (Addendum 3). This proposal was not pursued by the Project Sponsor and the stadium was demolished using conventional/mechanical means.

Sub-Phases CP-02-03-04 would include approximately 1,565 residential units, approximately 635,000 square feet of regional retail at CP Center, approximately 50,000 square feet of community use, approximately 131,000 square feet of neighborhood retail, approximately 75,000 square feet of performance venue use distributed between two locations, approximately 220 hotel rooms, and approximately 134,5000 square feet of office use. A parking garage with approximately 2,700 spaces would be located below the CP Center and along Arelious Walker Drive. Necessary infrastructure, including utilities, transportation improvements, and open space improvements would be included with the development of these sub-phases. [See, Candlestick Point Sub-Phases CP-02-03-04 Application on file at OCII, One South Van Ness, San Francisco, CA 94103, c/o Lila Hussain.]

Table 1 below summarizes the land uses approved for Candlestick Point in 2010 and the modifications proposed with the Sub-Phases CP-02-03-04 Application.

Table 1: Candlestick Point Land Use – Approved vs. Proposed

Candlestick Point Land Use	2010 Approved	2015 Proposed
Housing Units	6,225 units	No change
Neighborhood Retail	125,000 sf	131,000 sf (125,000 SF + 6,000 SF converted from 15,500 sf office)
Community Facilities	50,000 sf	50,000 sf (Inclusive of floor space for a Fire Station, Safety Hub, International African Market Place, and CPSRA Welcome Center)
Office	150,000 sf	134,500 sf (Reduction of 15,500 sf due to conversion to 6,000 SF retail)
Performance Venue/Arena	10,000 seats 75,000 sf	1200 Seats 42,000 sf Film Arts Center 4400 Seats 33,000 sf Performance Venue
Hotel	220 Rooms 150,000 sf	No Change

2.2 Proposed Project Modifications Analyzed in Detail in Addendum

The proposed modifications addressed in this Addendum in detail are described below and in Exhibit A ("Tier 1 Project Revisions"). These modifications require revisions to certain Project documents including the CP D4D, the Major Phase 1 CP Application, the Mitigation Monitoring and Reporting Program (MMRP), the Transportation Plan, and the Infrastructure Plan. Other modifications that are not discussed in detail in this Addendum are also proposed that require revisions to some of these same documents.

In the case of any modifications not discussed in detail in the Addendum, OCII and the Planning Department have reviewed the changes and determined that no new or more severe environmental impacts would result from the changes because either the changes result in no physical changes to the environment or the nature of any physical changes are minor. Exhibit A summarizes proposed modifications that are discussed in the Addendum; for each modification discussed, Exhibit A identifies the specific elements of the Project documents requiring revisions. Exhibit B ("Tier 2 and 3 Project Revisions" and Change Logs) summarizes various modifications to Project documents including updates, refinements, clarifications, and editorial changes that are not discussed in detail in the Addendum. A brief summary of the refinements, clarifications, and editorial changes listed in Exhibit B (Tier 2 and 3 Project Revisions) is provided in the Addendum following the description of the modifications discussed in the Addendum in detail.

2.2.1: Tower Relocation: Towers G, J & K

The FEIR Tower Variant 3D included specific tower locations that corresponded with the tower zones identified in the D4D. Figure IV-16a (Vol IX, C&R-2426) in the FEIR shows the location of towers in Variant 3D. The proposed Project modifications would change the location of three towers. (See Exhibit C, Tower Location Analysis).

Tower G, located in CP Center (CP-02), would be moved west from the middle of the block to a location on Arelious Walker Drive near Jamestown Avenue. (See Exhibit C.) Tower G is proposed for relocation because of the practical difficulty of structural integration and construction timing concerns associated with co-locating the tower with the parking garage. The new location would be within CP-02 and outside the 2010 approved tower zone.

Towers J and K would be relocated in CP-04 immediately southeast of the approved locations. (See Exhibit C.) The towers are proposed for relocation because of the proposed increase in the depth of blocks in Sub-Phase CP-04. The approved block depths in CP-04 were established based on the expectation that these blocks would be developed for predominantly retail uses with a rear service alley. The Sub-Phases CP-02-03-04 Application now proposes to have residential townhomes lining the mid-block break, which means that approved blocks would not have sufficient depth to accommodate these townhomes. The proposed D4D modifications would increase the block depths in CP-04 to accommodate the townhomes. In response, the depth of the blocks immediately to the southeast of CP-04 would be reduced by the same amount and this change would be reflected in the future CP-10 and CP-11 Sub-Phase applications. The reduction in the block depths in CP-10 and

CP-11 would necessitate moving Towers J and K approximately 100 feet southeast of their approved locations. Tower K would remain within a 2010 approved tower zone. Tower J was approved with a fixed location and the proposed modification would establish a new fixed location.

2.2.2: Height Increases

Height Increase within CP Center on Western Corner of Harney Way & Ingerson Avenue Intersection: The Sub-Phases CP-02-03-04 Application proposes an increase in the maximum height at CP Center on the corner of West Harney Way and Ingerson Avenue from 85 feet to 120 feet. The proposed height increase would allow for a performance venue (accommodating a Film Arts Center) above a two-story anchor retail space. (See Exhibit D, p. 1 Candlestick Center Mixed Use Height Visuals.)

Height Increase for Development Within and Abutting CP Center: The approved height limit for the buildings along Harney Way and Ingerson Avenue within and adjacent to the CP Center is 65 feet. This height allows for a 20 foot ground floor of retail with four to five floors of residential units above. The Sub-Phases CP-02-03-04 Application and D4D modifications would increase the maximum height of these buildings to 80 feet, mandate a minimum floor-to-floor height of 20 feet for the ground floor retail, and restrict residential and commercial uses above the ground floor retail to a maximum of five floors. (See Exhibit D, pp. 2-3.)

Height Increase for CP Center at the Corner of Arelious Walker Drive and Harney Way: The Sub-Phases CP-02-03-04 Application and proposed D4D modifications include an increase in the height of the building located at the corner of Arelious Walker Drive and Harney Way from 65 feet to 80 feet. (See, Exhibit E, Candlestick Center Hotel Height Visuals.)This building would include the 220-room hotel, performance venue space, and office space. The increase in height is intended to ensure consistency in the built form along Harney Way and allow greater flexibility to design the building as an iconic entry statement to CP Center given its important location at the intersection of Arelious Walker Drive and Harney Way. The additional height would also allow for a taller floor-to-floor height at ground level, which would provide flexibility for different uses and amenities.

2.2.3: Conversion of Office Space to Neighborhood Retail Space

The 2010 approved Project, Variant 2A assumed that Candlestick Point would include 150,000 square feet of office use and 125,000 square feet of neighborhood retail use. The Sub-Phases CP-02-03-04 Application proposes to increase neighborhood retail use by 6,000 additional square feet, for a total of 131,000 square feet of neighborhood retail use. At the same time, the Project Sponsor proposes to forego development of 15,500 square feet of the 150,000 square feet of office use allowed under the approved Project. The remaining 134,500 square feet of office use would be included in the CP Center on the site with the hotel and performance venue space. (See Exhibit F, Fehr & Peers Office to Retail Conversion Letter, 12/14/15.)

2.2.4: Relocation of Displaced On-Street Parking Spaces to the CP Center Garage

The Sub-Phases CP-02-03-04 Application proposes changes to the number of on-street and off-street parking spaces, which are discussed in detail in Exhibit G, Fehr & Peers CP Parking Memo, 1/11/16.

Per Exhibit G and Table 2 below, there is an overall increase of 241 parking spaces within Sub-Phase CP-02-03-04, which is comprised of an overall increase of 510 off-street parking spaces and a reduction of 269 on-street parking spaces.

Table 2: Car Parking Summary - Sub-Phase CP-02-03-04

Type	Location	FEIR (2010)	Sub-Phase Application (2016)	Difference (+/-)
Off-Street	CP Center Garage	2,596	2,677	+81
	Other Location	1,141	1,570	+429
	Total	**3,737**	**4,247**	**+510**
On-Street	CP Center Street Network	170	0	-170
	Other Location	260	161	-99
	Total	**430**	**161**	**-269**
	Total Parking	**4,167**	**4,408**	**+241**

In 2010, the maximum supply of off-street parking at CP-02-03-04 was 3,737 spaces, which was based on the maximum floor space entitlements for land uses within the Sub-Phase. The maximum supply was comprised of 2,596 spaces at CP Center, and 1,141 spaces provided on other blocks by other developers. It was assumed that all off-street parking at CP Center would be located within a structured parking garage. Based on the land uses proposed in the CP-02-03-04 Sub-Phase Application, a total of 4,246 total off-street parking spaces would be provided within Sub-Phase CP-02-03-04. This is comprised of 2,677 spaces in the CP Center parking garage and 1,570 spaces provided separately by other developers. This represents a net increase of 510 parking spaces within Sub-Phase CP 02-03-04.

In relation to on-street parking within Sub Phase CP-02-03-04, the FEIR assumed that 430 on-street car parking spaces would be constructed within the Sub-Phase CP-02-03-04 street network. It was identified that 170 of these parking spaces would be located on streets within CP Center (Earl Street, 8th Street and Bill Walsh Street), and 260 spaces located elsewhere within the CP-02-03-04 street network. With the preparation of design development and construction drawings for the street network, the CP-02-03-04 Sub-Phase Application identifies that the maximum amount on-street parking that can be accommodated within the CP-02-03-04 street network is now 161 spaces. This represents a decrease of 269 on-street car parking spaces. The reduction in on-street parking spaces is the result of the need for the street design to provide adequate clearances for emergency vehicles and accommodate essential sidewalk amenities such as fire hydrants, transit stops, transit shelters, and ADA facilities.

The CP-02-03-04 Sub-Phase Application proposes to relocate the 269 displaced on-street parking spaces to the CP Center garage. The relocation of the displaced on-street car parking spaces, combined with the land uses proposed within CP Center, will result in an overall increase of 81 parking spaces in the CP Center garage from what was identified in the FEIR. The FEIR did not specify construction details for the CP Center garage – the size of the garage is controlled by the height, bulk, and other development regulations applicable to CP Center. The additional 81 spaces can be accommodated within these development limitations and through refinements being made to the design of the space internal to the garage. Thus, because no garage design was specified in 2010 and because the FEIR assumed full build out of the allowable development program at the CP Center, the additional spaces would not increase in the size of development in the CP Center from that anticipated in 2010.

2.2.5: Change in Phasing of Harney Way Off-Site Improvements

Under FEIR Mitigation Measure TR-16 as modified pursuant to the Addendum 1 analysis (Addendum 1, p. 15), the Project Sponsor is required to construct certain off-site improvements to Harney Way. The changes identified in Addendum 1 and approved by the OCII Commission by Resolution dated January 7, 2014 are shown in Exhibit H. The Harney Way improvements include an initial configuration and a potential longer-term configuration involving a second phase of improvements. The initial configuration included improvements from Arelious Walker Drive to Thomas Mellon Drive prior to the occupancy permit for CP-02. This initial configuration would maintain the existing two travel lanes in each direction, add two BRT lanes on the north side, add a center median to accommodate left-turn lanes at intersections, add a median between the westbound travel lanes and BRT lands to accommodate a dedicated west bound right turn lane at Executive Park Boulevard East and an eastbound BRT stop just west of Executive Park Boulevard, provide a 12-foot sidewalk on the north side of Harney Way and provide a 13-foot two-way Class I bicycle facility on the south side separated from traffic by a five-foot median. (See, Exhibit I, 12/9/15 Fehr & Peers Harney Way Letter, Figure 1.)

Delays associated with two nearby major transportation projects – the extension of Geneva Avenue and the replacement of the US 101/Harney Way interchange - have delayed the final design of the BRT alignment. Given these delays, it is unlikely that the BRT alignment will be finalized by 2019. Consequently, the improvements anticipated in the initial configuration, which include several BRT related improvements, are affected by this delay. The timing of the second phase of improvements would not be affected by these delays.

The Project Sponsor proposes further modifying the MM TR-16 (which was previously modified in 2014 based on Addendum 1) as follows:

MM TR-16 Widen Harney Way as shown in Figure 5 in the Transportation Study. ~~Prior to the issuance of the occupancy permit for Candlestick Point Sub-Phase CP-02, the~~ The Project Applicant shall widen Harney Way as shown in figure 5 in the Transportation Study, with the modification to include a two-way cycle track, on the southern portion of the project right of way. The portion

between Arelious Walker Drive and Executive Park East (Phase 1-A) shall be widened to include a two-way cycle track and two-way BRT lanes, prior to issuance of an occupancy permit for Candlestick Sub-Phase CP-02. The remaining portion, between Thomas Mellon Drive and Executive Park East (Phase 1-B), shall be widened prior to implementation of the planned BRT route which coincides with construction of CP-07 and HP-04 in 2023, as outlined in the transit improvement implementation schedule identified in Addendum 1, based on the alignment recommendations from an ongoing feasibility study conducted by the San Francisco County Transportation Agency.

Prior to the issuance of grading permits for Candlestick Point Major Phases 2, 3, and 4, the Project Applicant shall fund a study to evaluate traffic conditions on Harney Way and determine whether additional traffic associated with the next phase of development would result in the need to modify Harney Way to its ultimate configuration, as shown in Figure 6 in the Transportation Study, unless this ultimate configuration has already been built. This study shall be conducted in collaboration with the SFMTA, which would be responsible for making final determinations regarding the ultimate configuration. The ultimate configuration would be linked to intersection performance, and it would be required when study results indicate intersection LOS at one or more of the three signalized intersections on Harney Way at mid-LOS D (i.e., at an average delay per vehicle of more than 45 seconds per vehicle). If the study and SFMTA conclude that reconfiguration would be necessary to accommodate traffic demands associated with the next phase of development, the Project Applicant shall be responsible to fund and complete construction of the improvements prior to occupancy of the next phase.

The proposed modification to MM TR-16, and corresponding modification of the Major Phase 1 CP Application, the Infrastructure Plan, and the Transportation Plan would allow the Project Sponsor to limit the construction of the first phase of improvements during Sub-Phase CP-02 to the area of Harney Way between Arelious Walker Drive and Executive Park Boulevard East, although the sidewalk on Harney Way would be completed all the way to the planned sidewalk and cycle track at Thomas Mellon Drive. When the BRT alignment has been finalized, the Project Sponsor would complete the BRT lanes between Executive Park Boulevard East and Thomas Mellon Drive. Thus, the first phase of improvements would be completed prior to operation of the BRT, and would not delay the start of BRT service. (See Exhibit I, Figure 2.) SFMTA has reviewed this proposed modification and verbally concurred.

2.2.6: Revisions to Configuration of Gilman Avenue

The approved Major Phase 1 CP Application Schedule of Performance requires the Project Sponsor to construct streetscape improvements on Gilman Avenue concurrently with the development of Sub-Phase CP-02. Gilman Avenue is currently configured to facilitate egress from the former Candlestick Park stadium, with one eastbound lane and two westbound lanes. As required by MM TR-23.1**,** the streetscape improvements would include two lanes of travel in each direction and on-street parking on both sides of the street. Sidewalks would be narrowed from 15 feet to 12 feet (This configuration is shown in Figure 1(A) in Exhibit J, 8/13/15 Fehr & Peers Gilman Avenue Letter). Mitigation measure MM TR-23.1 also requires one travel lane in each direction to be converted to transit-only for project impacts to transit travel times. (This configuration is shown in Figure 1(B) in Exhibit J).

The proposed configuration would retain 15-foot sidewalks and on-street parking, provide one lane of travel in each direction with a center turn lane, and modify the intersections between Third Street and Arelious Walker from all-way-stop-control to signal control. In addition, far-side bus stops with bulb outs would be located on the corridor at Ingalls Street and Griffith Street.

Mitigation measure MM TR-23.1 would be revised as follows and would bring the transit travel times for the 29 Sunset to levels consistent with the mitigated EIR scenario:

MM TR-23.1 Maintain the proposed headways of the 29-Sunset. To address project impacts to the 29-Sunset, prior to issuance of a grading permit for Phase I, the Project Applicant in cooperation with SFMTA shall conduct a study to evaluate the effectiveness and feasibility of the following improvements which could reduce Project impacts on transit operations along the Gilman Avenue and Paul Avenue corridor, generally between Arelious Walker Drive and Bayshore Boulevard. The study shall create a monitoring program to determine the implementation extent and schedule (as identified below) to maintain the proposed headways of the 29-Sunset.

- ~~*For the five-block segment of Gilman Avenue between Arelious Walker Drive and Third Street, prohibit on-street parking on westbound Gilman Avenue during the AM and PM peak periods to provide for three westbound travel lanes. During the peak periods convert one of the three westbound travel lanes to transit-only. During off-peak periods, parking would be allowed, and buses would travel in one of the two mixed-flow lanes. The peak period transit lanes would impact 90 parking spaces.*~~

- ~~*For the same five-block segment of Gilman Avenue between Arelious Walker Drive and Third Street, restripe the eastbound direction to provide two travel lanes, one of which would accommodate on-street parking and one of which would be a mixed-flow travel lane. During the AM and PM peak periods, prohibit on-street parking in the eastbound direction, and operate one of the two eastbound lanes as transit-only lanes. The peak period transit lanes would impact 80 parking spaces.*~~

- ~~*As an alternative to the two bulleted measures above, narrow the existing sidewalks on Gilman Avenue from Third Street to Griffith Street (four blocks) from 5 feet to 12 feet in width. The resulting 12-foot-wide sidewalks would be consistent with the Better Streets Plan guidelines. The reduction in sidewalk width would allow for the provision of a 7-foot-wide on-street parking lane, an 11-foot-wide transit-only lane, and a 10-foot-wide mixed-flow lane in each direction on Gilman Avenue. This would preserve on-street parking along the corridor and provide four-block transit-only lanes on Gilman Avenue between Griffith Street and Third Street. Treatment for transit-only lanes can range from striping to physical elevation changes to protect right-of-way from mixed-flow traffic.*~~

- *Prohibit on-street parking on the north side of Paul Avenue, between Third Street and Bayshore Boulevard to create two westbound through lanes. Convert one westbound through lane to transit-only in the AM and PM peak periods. The peak period transit-only lane would impact 40 parking spaces. At the intersection of Paul Avenue and Bayshore Avenue, provide transit signal priority treatment (i.e., queue jump) to allow transit vehicles to maneuver into the mixed flow left-hand lane,*

facilitating a left-turn movement immediately west of Bayshore Boulevard from westbound Paul Avenue to southbound San Bruno.

- *Implement traffic signal priority (TSP), which modifies the timing at signalized intersections to prioritize the movement of transit vehicles, at the intersections of Arelious Walker/Gilman Avenue, San Bruno Avenue/Paul Avenue, and Bayshore Boulevard/Paul Avenue.*

- *Implement a far-side stop in the eastbound and westbound directions at the intersection of Third Street/Gilman Avenue and a far-side stop in the westbound direction at the intersection of San Bruno/Paul Avenue.*

- *Implement a peak period, transit-dedicated lane in the westbound direction along Paul Avenue between Third Street Bayshore Boulevard. The transit land would begin on Gilman Avenue and extend through the intersection to Paul Avenue.*

A study to evaluate the effectiveness and feasibility of the Project mitigation measures was completed (See Exhibit J, Fehr & Peers Gilman Ave. Addendum, 08/13/15). The monitoring program would evaluate the current conditions for the 29 Sunset to determine the implementation of the proposed measures above.

2.3. Proposed Minor Modifications of Project Documents Not Analyzed in Detail in Addendum

As noted above, certain Project documents, including the CP D4D, the Major Phase 1 CP Application, the CP Streetscape Master Plan, the Transportation Plan, and the Infrastructure Plan would be modified but are not discussed in detail in this Addendum because they do not raise environmental issues except for a few with respect to transportation. The few transportation-related issues raised by these modifications are discussed in the Transportation section as explained below. A complete list of these minor modifications is included in Exhibit B.

The modifications by and large clarify and clean up documents to reflect past approvals and elaborate on or make minor modifications to previously proposed design details. Briefly summarized, the modifications: (a) clarify design requirements and definitions; (b) update text and figures to reflect Project approvals received since 2010 and the Sub-Phases CP-02-03-04 Application; (c) delete references to the stadium option; (d) reorganize text for clarity; (e) amplify design requirements for items such as signage and building massing; (f) add details on design requirements for items such as pedestrian amenities and ground floor heights; (g) revise certain garage entry and curb cut requirements, CP Center internal access, building facades, and timing of certain improvements; (h) update the Streetscape Master Plan for items such as street furniture, paving materials, and landscaping materials; (i) update the Major Phase 1 CP Application to reflect the Sub-Phases CP-02-03-04 Application, including an update of the number of affordable housing units from 1025 to 1560; and provide for a portion of performance arts center space to be used for a movie theater.

Generally, these modifications are not further discussed in this Addendum, because OCII and the Planning Department have determined that these Project document modifications would not result in

physical changes sufficient to cause new or more severe significant environmental impacts. A few topics listed in Exhibit B are discussed at the end of the transportation section. These include the proposed garage entry and curb cut modifications, the reduction in performance venue seats as a result of the Film Arts Center proposal for the site at Harney Way and Ingerson, and change in internal circulation at the CP Center (See Section 4.3, Exhibit B Modifications Discussed in Transportation and Circulation Section, for additional discussion related to transportation.)

2.4 Project Approvals

The approvals required to implement the Project modifications addressed in this Addendum and the items listed in Exhibits A and B, include the following:

Table 3: Project Approvals

	Project Approval	Agency
1.	D4D Amendments	OCII Commission Planning Commission
2.	Sub-Phase CP-02-03-04	OCII Executive Director
3.	Major Phase 1 CP Amendments	OCII Commission
4.	MMRP Amendments	OCII Commission Planning Commission
5.	CP Master Streetscape Plan	OCII Commission
6.	Transportation Plan	SFMTA
7.	Infrastructure Plan	SFDPW, SFMTA, SFPUC. SFFD

3. Analysis of Potential Environmental Effects

California Environmental Quality Act (CEQA) Section 21166 and CEQA Guidelines Section 15162 provide that once a lead agency has certified an EIR, no subsequent or supplemental EIR is required to support subsequent discretionary approvals of the project unless major revisions are required in the previous EIR due to substantial changes in the project, the circumstances under which the project is undertaken, or as a result of new information, which becomes available and was not known and could not have been known at the time of the EIR. CEQA Guidelines Section 15164 provides for the use of an addendum to document the basis for a lead agency's decision not to require a subsequent EIR for a project that is already adequately covered in a previously certified EIR where some changes or additions are necessary in an EIR but none of the conditions calling for a subsequent or supplemental EIR have occurred. The lead agency's decision to use an addendum must be supported by substantial evidence that the conditions that would trigger the preparation of a Subsequent EIR, as provided in CEQA Guidelines Section 15162, are not present.

This Addendum describes the potential environmental effects of the modified Project compared to the impacts identified in the FEIR, and explains why the proposed modifications would not result in any new significant environmental impacts or a substantial increase in the severity of previously identified environmental impacts and would not require the adoption of any new or considerably different

mitigation measures or alternatives. Modifications to two previously adopted mitigation measures are proposed and analyzed herein.

4.1 Land Use and Plans

The FEIR determined that the Project would result in the following level of impacts: (1) no significant construction impacts; (2) LU-1, no significant impact on the physical division of an established community; (3) LU-2, less than significant impact as to conflict with plans, policies, or regulations; (4) LU-3, less than significant impacts on existing land use character; and (4) less than significant cumulative impacts.

Relocation of Towers G, J, and K

The proposed Project modifications include the relocation of Towers G, J, and K. The FEIR land use analysis considered the inclusion of towers at Candlestick Point in determining that the Project would result in less than significant land use and plans impacts. The proposed relocation of three towers would not result in any changes to the Project land uses or introduce a new land use. Because the proposed modified tower locations are within the planned new development area at Candlestick Point (Tower G in CP Center and Towers J and K in CP South) and as shown in Exhibit C, the modified locations would not result in physically dividing an established community. The Project would continue to comply with the General Plan, the Bayview Hunters Point Redevelopment Plan, the San Francisco Sustainability Plan and other applicable plans, policies, and regulations (e.g. noise regulations, regulations adopted to reduce air quality impact, regulations related to geology and hydrology, biological resource regulations, and other environmental regulatory requirements discussed throughout the FEIR) adopted for the purpose of avoiding or mitigating environmental effects. Thus, relocation of three towers would not affect the Project's consistency with a plan, policy or regulation adopted for the purpose of avoiding or mitigating an environmental effect.

The relocation of the three towers would not change the FEIR's finding that development of Candlestick Point, with the inclusion of towers, would not have a substantial adverse impact on the existing character of the vicinity. The FEIR acknowledged that the Project would alter the land use character at Candlestick Point and result in a substantially different built environment. The FEIR noted that the scale of the proposed development, including the residential towers, which could be as high as 420 feet, would contrast with existing patterns. The FEIR also acknowledged that the Project's open space network would connect with the CP State Recreational Area (CPSRA) and that CPRSA lands would be reconfigured and improved as part of the Project. Towers J and K would be relocated a short distance within the interior of CP South and thus would not change the Project's impact on the existing character of the vicinity.

The relocation of tower G would move this tower closer to CPRSA. (Exhibit C.) Tower G would continue to be part of the CP Center, a dense concentrated area of development within the Project. As shown in Exhibit K, p. 1 (Candlestick Point Tower Analysis from CPSRA), the closest distance from the proposed tower G location to one corner of the CPSRA would be approximately 600 feet. This is an area of CPSRA located at the intersection of Harney Way and Arelious Walker and these

streets separate the proposed tower from the CPSRA. The majority of CPSRA, including the areas along the waterfront, would be a significantly greater distance from the relocated Tower G. (See Exhibit K, p. 1.) The proposed Tower G location previously accommodated the approximately 70,200 seat football stadium, which ranged in height from 70 to 114 feet and was surrounded by paved parking lots. (See Exhibit K, p. 1-4.) The change from the adjacent football stadium to the CP development, with towers, including the relocation of Tower G, would not represent a significant adverse impact on the existing character of the vicinity.

Existing residential development in the Project vicinity includes multi-family housing south of the CP Center along Harney Way and other lower density housing located across Jamestown and farther up the hill from the Project site. Tower G would be moved away from the lower density housing located across Jamestown and somewhat closer to the multi-family, multi-story development along Harney Way. The FEIR Land Use section acknowledged that the Project would alter the character of Candlestick Point and result in a substantially different built environment compared with the existing site and vicinity. (EIR, p. III.B-39.) In particular, the EIR analysis specifically acknowledged that Candlestick Point would include residential towers ranging from 220 feet to 420 feet in height. (EIR, p. III.B-39.) The relocation of tower G within the CP Center would not alter the land use analysis or conclusions in the EIR.

Additionally, the CPSRA General Plan as amended in 2013 acknowledges that the park is located in an intensely urban area surrounded by industrial and residential uses, and, formerly, the stadium. (See Exhibit L, Excerpts from the CPSRA General Plan and Approval Resolution.) The State Park and Recreation Commission Resolution 1-2013 acknowledged that “the Park is located in an urban area surrounded by the proposed Candlestick Point-Hunters Point Shipyard Phase II project, which will dramatically alter the neighborhood surrounding the park, replacing the existing Candlestick Park stadium, vacant lands and other areas with a large mixed use development.” (See Exhibit L.) The CPSRA General Plan describes the vision and role of the park as “an urban state park” where its “urban edge is as long as its shoreline, with CPSRA as the intermediary where these very different environments meet and blend.” (See Exhibit L.) The Plan notes that the “proposed redevelopment surrounding the park will greatly change the character of the urban edge. The park will provide a ‘green front lawn’ for the planned community of townhomes, high rises, and shopping districts. There will be many more people visiting the park, looking to enjoy the incredible water’s edge recreation, as well as contact with nature and a respite from city life. Thus, future development of the park must carefully navigate this intermediary nature between the city and shoreline edges. CPSRA’s spirit of place will continue to evolve, as a gradient of these urban and natural experiences.” (See Exhibit L.) Thus, the CPSRA includes a vision and plans that accommodate the intense urban development underway at Candlestick Point. Given these factors, the relocation of tower G would not result in a substantial adverse land use impact on the existing character of the vicinity, including the CPSRA.

Therefore, the relocation of towers G, J, and K would not change the land use findings or mitigation measures in the FEIR, and no new mitigation measures would be required.

<u>Height Increases</u>

The proposed height increases would not change the Project's approved land uses. The height increases (15 feet-35 feet) for buildings located within the new development area are relatively modest. (See Exhibits D and E.) The increases in height would occur in the CP Center, which will accommodate dense urban development of varying heights. The most significant height increase would be at the corner of Harney Way and Ingerson for a building located in the interior of the new development area at a significant intersection. This is a prominent intersection where additional height would be an appropriate urban design feature. The height increases would not affect the existing lower density housing located across Jamestown and up the hill from the Project site because the distance, topography, and other project development would ensure that these height increases would not be noticeable from, or otherwise adversely affect the character of, these existing residential areas. Thus, these proposed height increases would not affect existing land uses, conflict with plans and policies designed to mitigate environmental impacts, or adversely affect the existing land use character of the area surrounding Candlestick Point. Consequently, the height increases would not result in new impacts or increases in the severity of previously identified impacts related to land use and plans and no new mitigation measures would be required.

Conversion of Office Space to Neighborhood Retail Space

The proposed conversion of 15,500 square feet of office use to 6,000 square feet of neighborhood retail use would maintain the overall mix of uses allowed in Candlestick Point, including residential, office, retail (neighborhood and regional), hotel, and open space/parks. The proposed use conversion would result in a robust neighborhood retail program that would meet the demand for shops and services in the new urban core of Candlestick Point and allow for neighborhood retail to be provided in various locations in the new neighborhoods. The remaining 134,500 square feet of office use would continue to allow appropriate office uses in Candlestick Point to serve residents and commercial uses. This minor change in the use allocation at Candlestick Point would not result in the physical division of an established community, conflict with plans, policies, or regulations designed to mitigate environmental impacts, or adversely affect the existing land use character since both office and neighborhood retail uses were already anticipated to be part of the development. Accordingly, there would be no new impacts or increases in the severity of previously identified impacts related to land use and plans and no new mitigation measures would be required.

Relocation of Displaced On-Street Parking Spaces to the CP Center Garage; Change in Phasing of Harney Way Off-Site Improvements; Revisions to Configuration of Gilman Avenue

The proposed Project modifications to the parking and transportation system would not result in any change to the types of land uses in the Project, would not change the density or intensity of the Project uses, and would not change the Project location. Thus, these proposed Project modifications would not change the FEIR's findings with respect to land use and plans impacts. Consequently, there would be no new impacts or increases in the severity of previously identified impacts related to land use and plans and no new mitigation measures would be required.

Additionally, given that the proposed Project modifications would have no new or more severe land use impacts, the FEIR land use and plans cumulative impact conclusions would remain less than significant.

4.2 Population, Housing and Employment

The FEIR determined that the Project would result in the following level of impacts: (1) PH-1, less than significant impacts as the Project would not induce substantial direct population growth during construction; (2) PH-2, less than significant impacts as the Project would not result in indirect population growth during operation; (3) PH-2a, less than significant impacts regarding indirect population growth during operation of Candlestick Point; (4) PH-2b, less than significant impacts regarding indirect population growth during operation of HPS Phase II; (5) PH-3, no impacts regarding the displacement of existing housing units or residents, necessitating the construction of new units elsewhere; (6) PH-3a, no impacts regarding displacement of existing housing units and residents at Candlestick Point, necessitating the construction of new units elsewhere; (7) PH-3b, no impacts regarding displacement of existing housing units and residents at HPS Phase II, necessitating the construction of new units elsewhere; (8) less than significant cumulative population, housing and employment impacts.

<u>Tower Relocations</u>

The relocation of three Project towers would not increase the overall intensity of development of the Project because these towers would accommodate the same amount and type of development contemplated by the FEIR for the towers. Thus, the tower relocation would not increase the FEIR's Project population and employment projections. Additionally, the tower relocations would not displace any existing housing units or residents, because the existing CP Center and CP South sites do not contain any existing housing units.

<u>Height Increases</u>

The proposed height increase would change the density range across the whole of Candlestick Point from 20-245 units per acre to 15-285 units per acre. While the density range would change, the total number of housing units at CP would not change and would remain at 6,225 units. Thus, no increase in the FEIR's population and employment projections would occur as a result of this density range change.

The height increases may slightly increase construction activities on the site, but the extent of this increase would be modest - 15 feet, approximately 1-story in most locations, and potentially 35 feet for the Film Arts Center location. In the context of the overall construction activity for the site, these relatively modest increases in potential building height would be unlikely to result in any additional population growth during construction, because any additional construction work would be done by workers already working on the Project. Thus, the height increase would not increase population or employment on the site because of construction activities.

Additionally, the height increase would not displace any existing housing units or residents, because the existing CP Center and CP South sites do not contain any existing housing units.

Conversion of Office Use to Neighborhood Retail Use

The proposed conversion of 15,500 square feet of office use to 6,000 square feet of neighborhood retail use would reduce the amount of square footage developed on the Project site. Thus, this proposed change would not increase population or employment on the site. Additionally, this proposed change would not displace any existing housing units or residents, because the existing CP Center and CP South sites do not contain any existing housing units.

Relocation of Displaced On-Street Parking Spaces to the CP Center Garage; Change in Phasing of Harney Way Off-Site Improvements; Revisions to Configuration of Gilman Avenue

The relocation of on-street parking spaces to the garage would not substantially increase the number of spaces in the garage. The FEIR assumed the CP Center garage would accommodate 2,596 spaces (FEIR, Figure III.D-12) and the current plan includes 2,677 spaces. No plans for the garage were available in 2010, but the FEIR assumed full build out of the CP Center. This increase in spaces would be accommodated by the allocation of space within the planned garage and in compliance with the development regulations applicable to CP Center. Thus, this relatively modest increase in spaces would be unlikely to result in any additional population growth during construction, because any additional construction work that might be necessary would be done by workers already working on the Project. Thus, the relocation of parking spaces would not increase population or employment on the site because of construction activities.

The proposed change in the phasing of the Harney Way improvements and the Gilman Avenue configuration revisions would result in some adjustments to previously approved Project elements. Certain Harney Way improvements would be shifted to a later phase and the scope of the Gilman Avenue improvements would be reduced. Thus, these changes would not increase population or employment on the site. Additionally, these proposed transportation changes would not displace any existing housing units or residents, because the locations of these improvements do not contain any existing housing units.

Therefore, given that the Project modifications would not result in any significant changes that would implicate the significance criteria for population, employment and housing, the Project modifications would not change or alter any of the FEIR's findings with respect to population, housing and employment impacts. All impacts would remain less than significant or no impact and no new mitigation measures would be required. Additionally, the FEIR population, housing and employment cumulative impact conclusions would continue to be less than significant.

4.3 Transportation and Circulation

This discussion evaluates the following proposed Project modifications to determine if they would result in new or more severe significant transportation and circulation environmental impacts: (a) the conversion of office space to neighborhood retail use; (b) the relocation of on-street parking to the CP Center garage; (c) the change in the phasing of Harney Way off-site improvements; and (d) the revisions to the approved configuration of Gilman Avenue. Transportation and circulation are documented in detail in the following exhibits: Conversion of Office Space to Neighborhood Retail reference Exhibit F (Fehr & Peers Office to Retail Memo, 12/14/15); Relocation of On-Street Parking reference Exhibit G (Fehr & Peers CP Parking Memo, 1/11/16); Harney Way Revised Off-Site Phasing reference Exhibit I (Fehr & Peers Harney Way Phasing Letter, 12/09/15); and Gilman Avenue Revised Cross-Section Off-Site Improvements reference Exhibit J (Fehr & Peers Gilman Ave Addendum, 08/13/15). In addition, a memorandum discussing transportation effects of the Performance Venue Revision, including the Film Arts Center,(discussed at the end of this Transportation and Circulation section) is included in Exhibit M (Fehr & Peers Arena Conversion Memo, 12/21/15. The FEIR project description refers to a “Performance Venue/Arena” at Candlestick Point. The Transportation and Circulation section of the EIR referred to this land use as an “Arena.” In the Sub-Phases Application and in this Addendum, this land use is referred to as Performance Venue and the Film Arts Center is a performance venue use proposed for the building located at the western corner of Harney Way and Ingerson Avenue. In this transportation analysis, the land use will be referred to as “Arena/Performance Venue” to reflect the terms used in the FEIR)

The proposed tower relocations and height increases would not result in new significant transportation impacts or an increase in the severity of previously identified transportation impacts, because these modifications would not increase or change the type of development previously approved. Additionally, the tower relocations would occur within areas approved for development and thus would not significantly change expected circulation patterns. Although the height increases may involve additional construction work, the increase is modest in the context of the construction necessary for the Project and would be completed by workers and equipment already anticipated to be on-site and thus no significant additional construction traffic would be expected. Thus, no additional transportation and circulation construction impacts are expected from the relatively modest proposed height increases. Thus, the tower relocations and height increases are not further discussed below.

<u>TR1-1: On-Site and Off-Site Construction Impacts</u>

As described in the EIR, construction of the Project would result in significant and unavoidable transportation impacts in the Project vicinity due to construction vehicle traffic and roadway construction and would contribute to cumulative construction impacts in the Project vicinity. The EIR concluded implementation of mitigation measure MM TR-1, which would require the Applicant to develop and implement a construction traffic management plan to reduce the impact of construction activity on transportation facilities, would reduce the impacts caused by construction, but not to a less-than-significant level.

Conversion of Office Space to Neighborhood Retail: The conversion of office space to neighborhood retail would generate less occupied square-footage. Office space would decrease from 150 ksf to 134.5 ksf and local retail would increase from 125 ksf to 131 ksf; thus, the total office and local retail square footage would decrease from 275 ksf to 265.5 ksf, thereby decreasing the amount of construction. The Project revision does not result in any new significant construction impacts.

Relocation of On-Street Parking: The relocation of on-street parking does not result in any new significant construction impact because the additional parking spaces will not substantially increase the overall size of development at CP Center. The additional parking spaces would be accommodated by the allocation of space within the planned garage in compliance with the D4D development standards for CP Center.

Harney Way Revised Off-Site Phasing: The revised Harney Way construction plan would continue to construct the Harney Way cross-section; however, the construction would be completed in two phases (Phase 1-A and Phase 1-B.) Phase 1-B, Harney Way between Executive Park Boulevard East and Thomas Mellon Drive, shall be constructed prior to implementation of the planned BRT route and would likely coincide with other construction projects in the area. The Construction Traffic Management Program required by MM TR-1 would include specific provisions to manage the potential impacts on Harney Way. The overall amount of construction would remain approximately the same as presented in the EIR; therefore the Project revision does not result in any new significant construction impacts.

Gilman Avenue Revise Cross-Section Off-Site Improvements: The revised Gilman Avenue cross-section would decrease the amount of construction activity because the proposal would no longer widen Gilman Avenue. Therefore, the Project revision does not result in any new significant construction impacts.

The revised Project would not result in any new significant impacts to transportation and circulation during construction beyond those identified in the EIR, nor would it substantially increase in the severity of a significant impact identified in the EIR, and no new mitigation measures would be required (See Exhibit J, Fehr & Peers Gilman Ave Addendum, 08/13/15.)

Impacts TR-2 through TR-16: Traffic Impacts to Regional and Local Roadway System, Study Intersections, and Freeway Facilities

The EIR evaluated 60 intersections and several freeway facilities throughout the Project site and surrounding area. As described in the EIR, the Project would generate substantial amounts of new vehicular traffic resulting in a number of significant impacts and mitigation measures. Impacts TR-2 through TR-8 and TR-10 through TR-15, which identified several mitigation measures, were considered significant and unavoidable. Impact TR-9 was considered less than significant and TR-16 was considered less than significant with mitigation.

Conversion of Office Space to Neighborhood Retail: The conversion of office space to neighborhood retail would generate fewer AM peak hour trips and the same number of PM peak hour trips as

identified in the EIR and detailed in Exhibit F. (Fehr & Peers Office to Retail Memo, 12/14/15.) Therefore, the Project revision would not create any new significant traffic impacts because the total trips generated would remain the same or decrease.

Relocation of On-Street Parking: The relocation of on-street parking does not result in additional trips generated because under the FEIR analysis the total trips generated are based on land use factors, such as the amount of residential units, retail or office space, etc., not total parking or the location of parking (the analysis assumes that parking is located within the Project site); therefore the Project revision does not result in any new significant traffic impacts.

Harney Way Revised Off-Site Phasing: The revised Harney Way phasing plan would continue to provide two lanes of travel in both directions at all times, until monitoring requires construction of the ultimate configuration, as envisioned by MM TR-16. Thus, even with the phased implementation of the near-term configuration for Harney Way, the roadway would continue to have the same number of lanes and traffic capacity at all times. No additional significant traffic impacts [e.g. changes in LOS] were identified as a result of phasing the initial improvements to Harney Way because the vehicle configuration would remain the same as detailed in Exhibit I (Fehr & Peers Harney Way Phasing Letter, 12/09/15.)

Gilman Avenue Revised Cross-Section Off-Site Improvements: The Gilman Avenue revised cross-section would not influence the Project's travel demand; therefore, the Project revision would not result in additional impacts to locations away from Gilman Avenue. As indicated in the detailed analysis included in Exhibit J (Fehr & Peers Gilman Ave Addendum, 08/13/15), the revised cross-section would result in similar or lower average intersection delay and travel times along Gilman Avenue compared to the original cross-section analyzed in the EIR, and no additional significant impacts would occur on Gilman Avenue, itself.

The revised Project would not result in any new significant impacts to traffic circulation beyond those identified in the EIR, nor would it substantially increase in the severity of a significant impact identified in the EIR, and no new mitigation measures would be required.

Impacts TR-17 through TR-30: Impacts to Local and Regional Transit Operations and Capacity

The EIR described the Project's impacts to transit in Impacts TR-17 through TR-30. The EIR identified that with mitigation measures, the Project would provide adequate transit capacity to meet Project demand; therefore, TR-17 through TR-20 were determined to be less than significant. TR-21 through TR-27, which describe impacts to transit travel time, were considered significant and unavoidable because mitigation measures identified would require substantial outreach and design, such that the feasibility of the mitigation measures is uncertain. The EIR also identified TR-28 through TR-30, regional transit routes using nearby freeways. The EIR concluded that TR-28 and TR-30 were significant and unavoidable and TR-29 was less than significant.

Conversion of Office Space to Neighborhood Retail: As shown in Exhibit F (Fehr & Peers Office to Retail Memo, 12/14/15), the conversion of office space to neighborhood retail would generate fewer

AM peak hour trips and the same number of PM peak hour trips as the Project. Therefore, the Project revision would not influence the Project's travel demand, such that the revised Project would not cause additional significant transit impacts.

Relocation of On-Street Parking: The relocation of on-street parking does not result in additional transit trips generated, nor would it interfere with projected travel times. In fact, fewer on-street parking spaces may actually reduce the "friction" between transit and vehicles maneuvering into and out of parking spaces on-street. Therefore, the Project revision does not result in any new significant transit impacts.

Harney Way Revised Off-Site Phasing: The proposed phasing would not affect the Project's travel demand, such that the revised Project would not cause additional transit impacts related to transit ridership. The proposed phasing would require that the BRT facilities be constructed in a manner consistent with the alternative BRT alignment determined by the SFCTA and SFMTA prior to operation of the BRT system. MTA is in the process of evaluating the future BRT routes, including the 28 route which is planned to run along Harney Way. At this time, MTA has not completed environmental review or selected a preferred route. Consequently, the potential change in the routes for the BRT is uncertain and too speculative for further analysis. Therefore, transit service would not be affected by the proposed phasing of improvements to Harney Way.

Gilman Avenue Revise Cross-Section Off-Site Improvements: As described in Exhibit J (Fehr & Peers Gilman Ave Addendum, 08/13/15), the revised cross-section would not affect the Project's travel demand, such that the revised Project would not cause additional transit impacts identified in TR-17 through TR-22 or TR-24 through TR-30, which relate to transit routes that do not travel on Gilman Avenue. However, the EIR identified proposed MM TR-23, which would widen the Gilman Avenue cross-section between Third Street and Griffith Street. If the revised proposal for Gilman Avenue is adopted, implementing Mitigation MM-TR-23 will be infeasible. Therefore, MM-TR-23 has been revised to include feasible mitigations measures that would result in better transit operations than the original MM-TR-23.

The revised mitigation measure is as follows, with detailed supporting analysis included in Exhibit J.

- ~~*For the five-block segment of Gilman Avenue between Arelious Walker Drive and Third Street, prohibit on-street parking on westbound Gilman Avenue during the AM and PM peak periods to provide for three westbound travel lanes. During the peak periods convert one of the three westbound travel lanes to transit-only. During off-peak periods, parking would be allowed, and buses would travel in one of the two mixed-flow lanes. The peak period transit lanes would impact 90 parking spaces.*~~[2]

[2] To address the project impacts to the 29-Sunset, the DEIR included two mitigation measures, addressing the eastbound and westbound transit operations, and an alternative mitigation measure. Through discussions with City staff the mitigation measures identified were not desirable and removed from the final EIR, such that the alternative became the mitigation measure. The MMRP did not reflect this change; therefore, as part of Addendum 4, the two mitigation measures included in MM TR-23.1 are being removed in addition to the alternate described above.

- ~~*For the same five-block segment of Gilman Avenue between Arelious Walker Drive and Third Street, restripe the eastbound direction to provide two travel lanes, one of which would accommodate on-street parking and one of which would be a mixed-flow travel lane. During the AM and PM peak periods, prohibit on-street parking in the eastbound direction, and operate one of the two eastbound lanes as transit-only lanes. The peak period transit lanes would impact 80 parking spaces.*[1]~~
- ~~*As an alternative to the two bulleted measures above, narrow the existing sidewalks on Gilman Avenue from Third Street to Griffith Street (four blocks) from 15 feet to 12 feet in width. The resulting 12-foot-wide sidewalks would be consistent with the Better Streets Plan guidelines. The reduction in sidewalk width would allow for the provision of a 7-foot-wide on-street parking lane, an 11-foot-wide transit-only lane, and a 10-foot-wide mixed-flow lane in each direction on Gilman Avenue. This would preserve on-street parking along the corridor and provide four-block transit-only lanes on Gilman Avenue between Griffith Street and Third Street. Treatment for transit-only lanes can range from striping to physical elevation changes to protect right-of-way from mixed-flow traffic.*~~
- *Prohibit on-street parking on the north side of Paul Avenue, between Third Street and Bayshore Boulevard to create two westbound through lanes. Convert one westbound through lane to transit-only in the AM and PM peak periods. The peak period transit-only lane would impact 40 parking spaces. At the intersection of Paul Avenue and Bayshore Avenue, provide transit signal priority treatment (i.e., queue jump) to allow transit vehicles to maneuver into the mixed flow left-hand lane, facilitating a left-turn movement immediately west of Bayshore Boulevard from westbound Paul Avenue to southbound San Bruno.*
- *Implement TSP at the intersections of Arelious Walker/Gilman Avenue, San Bruno Avenue/Paul Avenue, and Bayshore Boulevard/Paul Avenue*
- *Implement a far-side stop in the eastbound and westbound directions at the intersection of Third Street/Gilman Avenue and a far-side stop in the westbound direction at the intersection of San Bruno/Paul Avenue*
- *Implement peak period-transit dedicated lane in the westbound direction along Paul Avenue between Third Street/Bayshore Boulevard. The transit lane would begin on Gilman Avenue and extend through the intersection to Paul Avenue.*

As explained in Exhibit J of the Appendix, the revised MM TR-23 would offer a better level of improvement to transit travel times compared to the original MM TR-23, and therefore, no additional significant impacts to transit are anticipated as a result of the proposed change to the Gilman Avenue cross-section.

Consequently, the revised Project would not result in any new significant impacts to transit beyond those identified in the EIR nor would it cause a substantial increase in the severity of a significant impact, and no new mitigation measures would be required with exception to MM TR-23, which would require a revised mitigation measure. The revised mitigation measure would result in better transit operations than the original mitigation measure identified in the EIR.

Impacts TR-31 and TR-32: Bicycle Circulation

The EIR described impacts to bicycle circulation in Impacts TR-31 and TR-32. The EIR concluded that TR-31 would result in a beneficial impact or no impact because the Project would construct bicycle facilities to serve the additional demand. TR-32 was identified as significant and unavoidable because the feasibility to implement MM TR-32 is uncertain.

Conversion of Office Space to Neighborhood Retail: The amount of office space converted to neighborhood retail was based on generating the same or fewer peak hour trips, as such, the conversion would generate fewer AM peak hour trips and the same number of PM peak hour trips as the Project analyzed in the EIR (See Exhibit F, Fehr & Peers Office to Retail Memo, 12/14/15.) Therefore, the Project revision would not increase the Project's travel demand and associated conflicts between auto traffic and bicycles such that the revised Project would not cause additional significant bicycle impacts.

Relocation of On-Street Parking: The relocation of on-street parking does not result in additional bicycle or vehicle trips generated because the total bicycle trips generated are based on land use factors, such as the amount of residential units, retail or office space, etc., not total parking or the location of parking. Further, the reduction in on-street parking supply may actually reduce the potential conflicts between bicycles and vehicles maneuvering into and out of on-street parking spaces, and from drivers opening their doors into bicycles on adjacent streets; therefore, the Project revision does not result in any new significant bicycle impacts.

Harney Way Revised Off-Site Phasing: The phased approach would include the full two-way cycletrack on the south side of Harney Way for the extent of the project's responsibility for improvements to Harney Way, between Arelious Walker Drive and Thomas Mellon Drive, as part of the very first phase. Therefore, the phasing will have no effect to bicycle conditions compared to what was described in the EIR and prior addenda.

Gilman Avenue Revised Cross-Section Off-Site Improvements: Neither the originally proposed configuration nor the revised configuration proposed dedicated bicycle facilities on Gilman Avenue. Both proposals continue to designate Gilman Avenue as a Class III facility. The provision of a single lane in each direction compared to two, as originally planned, may actually serve to calm traffic and reduce conflicts between cars and bicycles. Further, the revised cross-section actually widens the outside lane (that would accommodate the majority of bicyclists) from 11-feet to 12-feet, allowing more room for autos and bicycles. Therefore, since the revisions do not propose changes to the designation of bicycle routes nor to any physical infrastructure dedicated for bicycles, nor do they increase the potential for conflicts between bicycles and vehicles, the proposed changes will not result in any new significant bicycle impacts compared to those identified in the EIR. See Exhibit J (Fehr & Peers Gilman Ave Addendum, 08/13/15) for additional details. The revised Project would not result in any new significant impacts to bicycle circulation beyond those identified in the EIR or a substantial increase in the severity of a significant impact, and no new mitigation measures would be required.

Impacts TR-33 and TR-34: Pedestrian Circulation

The EIR described impacts to pedestrian circulation in Impacts TR-33 and TR-34. The EIR concluded that TR-33 would result in a beneficial impact or no impact because the Project would construct pedestrian facilities to serve the additional demand. TR-34 was identified as less than significant because the Project traffic would not substantially affect pedestrian circulation in the area.

Conversion of Office Space to Neighborhood Retail: The amount of office space converted to neighborhood retail was based on generating the same or fewer peak hour trips. As such, the conversion would generate fewer AM peak hour trips and the same number of PM peak hour trips as the Project. Therefore, the Project revision would not influence the Project's travel demand, such that the revised Project would not cause additional significant pedestrian impacts.

Relocation of On-Street Parking: The relocation of on-street parking does not result in additional pedestrian trips generated, but may change the pedestrian path of travel, as more pedestrians would travel between their destinations and the parking structure constructed as part of the candlestick retail center (Sub-Phase CP-02). However, the parking structure will be designed to meet existing design standards, which include provisions for pedestrian paths of travel. The final designs will be reviewed by the City as part of the issuance of construction permits to ensure that design standards are met; therefore, the Project revision does not result in any new significant pedestrian impacts.

Harney Way Revised Off-Site Phasing: The proposed phasing would widen the sidewalk from 8 to 12 feet between Arelious Walker and Executive Park Boulevard East. However, the sidewalk between Executive Park Boulevard and Thomas Mellon Drive would not be widened until the construction of the BRT lanes, prior to the operation of the BRT route. In the interim, the existing 8' sidewalk would remain along this section. Though the widening of a portion of the northern sidewalk would not occur for several years after opening of the Candlestick Point retail center, the retail center is not expected to generate a substantial number of new pedestrian trips along Harney Way and the existing facilities are expected to be adequate in the interim period. Therefore, the Project revision does not result in any new significant pedestrian impacts.

Gilman Avenue Revised Cross-Section Off-Site Improvements: The revised cross-section would keep the existing sidewalk width, instead of decreasing as originally proposed. The revised Project will result in improved pedestrian conditions compared to the originally proposed EIR cross-section which decreased the sidewalk widths by 3'. Therefore, the Project revision does not result in any new significant pedestrian impacts.

The revised Project would not result in any new significant impacts to pedestrian circulation beyond those identified in the EIR or a substantial increase in the severity of a significant impact, and no new mitigation measures would be required.

Impacts TR-35 and TR-36: Parking

The EIR identified Impacts TR-35 and TR-36, which determined that the Project would result in a shortfall of parking spaces compared to its projected demand. Table III.D-21 of the FEIR shows that total parking demand in the Candlestick Hunters Point Shipyard Project site is approximately 21,200 parking spaces and the maximum parking supply is approximately 18,900 parking spaces, a shortfall of approximately 2,300 spaces. Although the Project would result in a shortfall of parking spaces and would remove some existing on-street parking spaces, the Project's impacts to parking conditions would be less than significant. Exhibit G (Fehr & Peers CP Parking Memo, 1/11/16) details the current total parking proposed in CP Center and Figure III.D-12 of the FEIR shows the total parking supply in the Project Site. Total demand is expected to remain approximately the same, as described in Table III.D-20 of the FEIR.

Conversion of Office Space to Neighborhood Retail: The conversion of some office space to neighborhood retail would decrease the office parking supply and increase the retail supply in CP Center, as shown in Exhibit G. (Fehr & Peers CP Parking Memo, 1/11/16.) The conversion would decrease the total office and local retail parking supply; however the revised Project's parking supply would remain within the range of parking spaces identified in the EIR (See Figure III.D-12 in the FEIR.)

Relocation of On-Street Parking: The relocation of on-street to off-street parking does not affect the overall site total because parking would be relocated on-site; thus would not change the total supply Additionally, the EIR provided a range of parking provided within the Project site, and the total supply with the proposed relocation falls within the range. Therefore, the relocation of on-street parking does not result in additional significant parking impacts.

Harney Way Revised Off-Site Phasing: The proposed phasing would not impact parking because there is no on-street parking on Harney Way under existing conditions and none of the proposed configurations for Harney Way would provide parking. Therefore, the phased approach proposed would have no effect on parking.

Gilman Avenue Revise Cross-Section Off-Site Improvements: The proposed changes will not affect parking supply or demand within the proposed project nor along Gilman Avenue because the revised cross-section continues to provide on-street parking. See Figure 1, Exhibit J (Fehr & Peers Gilman Ave Addendum, 08/13/15). Therefore, the changes do not result in any new significant impacts to parking conditions.

The revised Project would not result in any new significant impacts associated with parking supply and demand beyond those identified in the EIR or a substantial increase in the severity of a significant impact, and no new mitigation measures would be required.

Impact TR-37: Loading

The EIR identified Impact TR-37 and determined that the Project would provide adequate loading supply and therefore concluded that impacts related to loading would be less than significant, and that no mitigation measures would be required. Additionally, the EIR states that if the loading demand

is not met on site and could not be accommodated within on-street loading zones, trucks would temporarily double-park and partially block local streets while loading and unloading goods, which would result in disruptions and impacts to traffic and transit operations, as well as bicycles and pedestrians. However, because any effects of unmet loading demand would be a temporary inconvenience, any excess demand would not result in a significant impact.

Conversion of Office Space to Neighborhood Retail / Relocation of On-Street Parking: Both the conversion of office space to neighborhood retail and the relocation of on-street parking will have small effects on loading. However, an analysis of loading demand shows that these effects will be less than significant because the change in daily and peak hour truck loading demand would be minimal and will likely be met on-site. Table 2 in Exhibit R (Fehr & Peers Loading Letter, 2/18/16), shows that the daily truck trip generation would decrease by 32 truck trips and increase the peak hour loading space demand by 2 spaces compared to the Project Proposal. The slight increase will likely be accommodated by off-street loading spaces on-site; however, if the loading demand is not met on-site and could not be accommodate by on-street loading zones, the additional trucks would temporarily double-park and partially block local streets. As stated in the EIR, because the effects of unmet loading demand would be a temporary inconvenience, any excess demand would not be significant. Therefore, the revised Project would not result in any new significant impacts related to loading.

Harney Way Revised Off-Site Phasing: There are currently no loading facilities on Harney Way, and none of the proposals would add loading. Therefore, the phased approach proposed would have no effect on loading in the area.

Gilman Avenue Revise Cross-Section Off-Site Improvements: The revised cross-section does not change the overall loading supply or demand. Thus, implementation of the revised design would not result in any new significant impacts related to loading.

The revised Project would not result in any new significant impacts to transportation associated with loading beyond those identified in the EIR or a substantial increase in the severity of a significant impact, and no new mitigation measures would be required.

Impacts TR-38 through TR-50: Stadium Impacts

The revised Project does not include construction of a new stadium. Furthermore, the existing stadium at Candlestick Point has already been demolished and the 49ers games are played elsewhere. Game day impacts for the revised Project are not applicable.

Impact TR-51 through TR-55: Arena/Performance Venue Impacts

The EIR included summarized impacts related to the operation of an Arena/Performance Venue in TR-51 through TR-55. The EIR identified that with mitigation measures, TR-51 (related to traffic) and TR-52 (related to transit) would remain significant and unavoidable. TR-53 through TR-55, which

summarized bicycle, pedestrian, and parking impacts, respectively, related to the operation of the Arena/Performance Venue were considered less than significant.

Conversion of Office Space to Neighborhood Retail: The conversion of office space to neighborhood retail would not affect the operation of the proposed Arena nor would the conversion generate additional trips to impact arena traffic operations (See Exhibit F, Fehr & Peers Office to Retail Memo, 12/14/15.) Therefore, the revised Project does not result in any new significant impacts related to the Arena.

Relocation of On-Street Parking: The relocation of on-street parking would not affect the operation of the Arena because the relocation of on-street parking would not change the total parking provided on-site. Therefore, the revised Project does not result in any new significant impacts related to the Arena/Performance Venue.

Harney Way Revised Off-Site Phasing: The revised Harney Way phasing plan would continue to provide two lanes of travel in both directions at all times, until monitoring requires construction of the ultimate configuration, as envisioned by MM TR-16. Thus, even with the phased implementation of the near-term configuration for Harney Way, the roadway would continue to have the same number of lanes and traffic capacity at all time, thereby will not result in additional impacts to Arena/Performance Venue operations.

Gilman Avenue Revise Cross-Section Off-Site Improvements: The Gilman Avenue revised cross-section would not influence the Project's travel demand; therefore, the Project revision would not result in additional significant impacts associated with the Arena/Performance Venue. As indicated in the detailed analysis, the revised cross-section would result in similar or better intersection delay and travel times.

The revised Project would reduce the capacity of the event space (Arena); therefore, the revised Project would not result in any new significant impacts to transportation associated with the event space and will likely lessen the severity of significant impacts identified in the EIR. (See Exhibit B Modifications discussed below for additional details.)

Impact TR-56: Air Traffic Impacts

The EIR determined that the Project would have a less than significant impact on air traffic. The revised Project would contain the same overall land uses and general development form and would not change the EIR's conclusion regarding air traffic. The revised Project would not create any new significant impacts with respect to air traffic and no additional mitigation measures are required.

Impact TR-57: Hazards due to Design Features

The EIR determined that the Project's transportation infrastructure would be designed in accordance with City standards, and would be reviewed and approved by the City prior to construction. As a result the Project's impacts to hazards would be less than significant. The revised Project would be

designed in accordance with City standards and would be reviewed and approved by the City. Therefore, no new significant impacts to design features have been identified.

Impact TR-58: Emergency Access

The EIR determined that the Project's transportation infrastructure would adequately facilitate emergency access and be designed to City standards, which include provisions that address emergency vehicles.

Conversion of Office Space to Neighborhood Retail: The office to retail conversion would not affect the transportation infrastructure such that it would impact emergency vehicle access. Additionally, the revised Project would be designed in accordance with City standards and would be reviewed and approved by the City. Therefore, no new significant impacts to emergency access have been identified.

Relocation of On-Street Parking: The relocation of on-street parking would not affect the transportation infrastructure such that it would impact emergency vehicle access. In fact, fewer on-street parking spaces may actually reduce the "friction" between emergency vehicles and vehicles maneuvering into and out of parking spaces on-street. Therefore, no new significant impacts to emergency access have been identified.

Harney Way Revised Off-Site Phasing: The proposed phasing would maintain the same number of traffic lanes as proposed in the EIR. Therefore, there would be no additional significant impact to emergency vehicle access with the proposed phasing.

Gilman Avenue Revised Cross-Section Off-Site Improvements: The revised Project would be designed in accordance with City standards and would be reviewed and approved by the City. As indicated in the detailed analysis (Exhibit J, Fehr & Peers Gilman Ave Addendum, 08/13/15), the revised cross-section would result in similar or better intersection delay and travel times. Therefore, no new significant impacts to emergency access have been identified.

The revised Project would not change the overall Project's transportation infrastructure. Additionally, the revised Project would be designed in accordance with City standards and would be reviewed and approved by the City. Therefore, no new significant impacts to emergency access have been identified.

Exhibit B Modifications Discussed in Transportation and Circulation Section

As noted in Section 3.3, Proposed Project Modifications Analyzed in Addendum, minor modifications that are not discussed in detail in this Addendum are also proposed and set out in Exhibit B. Planning and OCII have determined that these minor modifications either do not result in physical changes or result in such minor physical changes that they will not have different environmental effects from the effects analyzed in the FEIR. However, as explained in Section 3.3 Proposed Minor Modifications of Project Documents Not Analyzed in Detail in Addendum, a few of the minor

modifications could affect transportation or circulation impacts and those are discussed in this subsection. These include the proposed garage entry and curb cut modifications, the reduction in performance venue seats as a result of the Film Arts Center proposal for the site at Harney Way and Ingerson, and change in internal circulation at the CP Center.

Parking Garage Entry and Curb Cut Widths: The revised curb-cut widths would not influence the Project's travel demand; therefore, the Project revision would not result in additional impacts related to trip generation. The increased curb-width would extend the pedestrian crossing length; however, the garage entries will be designed to meet existing design standards and will comply with City regulations, which include adequate pedestrian treatments to facilitate pedestrian crossings with driveway ingress and egress. The final designs will be reviewed by the City as part of the issuance of construction permits to ensure that design standards are met; therefore, the Project revision does not result in any new significant impacts.

Arena/ Performance Venue Conversion: The Arena/ Performance Venue Conversion, including the Film Arts Center proposed at one performance venue location would not result in a substantial change in the Project's travel demand without an Arena Event as described in the EIR and would substantially decrease the number of PM peak hour trips with an Arena Event, as shown in Table 2 of Exhibit M (Fehr & Peers Arena Conversion Memo, 12/21/15.) With the Film Arts Center and a Performance Venue event (at the second location in CP Center for Performance Venue space), the revised Project would generate 678 fewer vehicle trips during the weekday PM peak hour. The Film Arts Center trip distribution and mode split is likely to behave similarly to retail uses and the second Performance Venue is likely to behave similarly to the originally assumed Arena; therefore, the mode splits and geographic distribution originally forecasted in the EIR are applicable.

The proposed land use revisions would likely result in localized changes to traffic volumes, because the change in traffic generation is relatively small compared to the project, and the relatively small increases would disperse relatively quickly farther away from the project. Thus, the revised Project will not create any new significant impacts compared to those identified in the EIR, nor would it substantially worsen the severity of those significant impacts that were identified in the EIR. Therefore, the results and conclusions from the EIR remain applicable to the Revised Project. A detailed study, included in Exhibit M, sets out these conclusions in detail. All impacts would remain less than significant, less than significant with mitigation, or significant and unavoidable, as previously identified, and no new mitigation measures would be required.

CP Center Internal Circulation Changes: Internal circulation related to vehicle, bicycle, and pedestrian travel to CP Center, such as garage driveway locations and circulation with CP Center, was not evaluated in detail in the EIR; however, the proposed designs are not inconsistent with FEIR assumptions and will be designed in accordance with applicable design standards. Although some driveways and curb cuts will be wider under the proposed D4D amendments, these wider widths will allow adequate access to certain garages for large loading vehicles and accommodate the large volume of vehicles anticipated at the CP Center garage. The enhancement of adequate access to the garages would reduce back-ups on local streets and double-parking by service and delivery vehicles. These benefits will reduce pedestrian and bike conflicts and enhance vehicle circulation

functioning. Additionally, appropriate design features to ensure pedestrian and bike safety (such as pavement treatments, signage, car alert signals, staffing at garage entrances) will be required by the D4D during detailed design review. Internal circulation modifications such as removing certain street extensions into CP Center will enhance pedestrian and bike access by reducing the potential for conflicts with vehicle traffic. Therefore, the proposed Project modifications would not adversely affect circulation assumptions or impacts identified in the FEIR.

4.4 Aesthetics

The FEIR determined that the Project would result in the following level of impact: (1) AE-1, less-than-significant construction impacts on a scenic vista or scenic resource; (2) AE-2, less-than-significant construction impacts on visual character or quality with implementation of mitigation; (3) AE-3, construction impacts on light or glare that could obstruct day or night views; (4) AE-4, less-than-significant Project impacts on scenic vistas; (5) AE-5, less-than-significant Project impacts on scenic resources; (6) AE-6, less-than-significant Project impacts on visual character; (7) AE-7, less-than-significant Project impacts on light and glare with implementation of mitigation; or (8) less-than-significant cumulative impacts.

<u>Tower Relocations</u>

Impact AE-4: Effects on Scenic Vistas. The FEIR found that the Project, including Tower Variant D, would not have a significant effect on scenic vistas and acknowledged that long-range views of the site would include the Project towers. Visual simulations for the proposed tower relocations are attached as Exhibit N, Candlestick Point Tower Visual Analysis.

Tower G would move closer to open space areas south and east of Harney Way in the CPSRA, and would appear more prominent from this corner of the park. From some vantage points to the east, Tower G would be visible in front of Bayview Hill. Nonetheless, much of the Bayview Hill would still remain in view, particularly towards the northeast. The visibility of Tower G from the north would be reduced under the proposed location. From the south, the towers would appear in slightly different locations than in 2010 but would otherwise be similar in appearance. Thus, long-range views of the site would not be significantly affected by the relocation of Tower G.

Towers J & K would move marginally closer to the CPSRA, by approximately 100 feet and within the interior of a developed neighborhood. Given that the relocation would be modest, this modification would not be detectable in long-range views of the site and would not result in new or more severe impacts.

Under the proposed tower relocations, views of the site would continue to be of an urban development with towers and mid-rise buildings. Given that this visual context was established under the 2010 Project approval, the proposed tower relocations would continue to be consistent with the expectations of those viewing the development from the adjoining open space network and beyond. The new tower locations would not restrict views of the Bay and important landforms would still be visible from different vantage points without significant loss of prominence. Therefore, the tower

relocations would not result in new significant scenic view impacts or increases in the severity of significant scenic view impacts previously acknowledged in the FEIR, and no new mitigation measures would be required.

Impact AE-5: Effect on Scenic Resources: Scenic resources at or near Candlestick Point include the CPSRA, Bayview Hill, Yosemite Slough, and the shoreline. In 2010, the FEIR found that the Project, including Tower Variant D, would not have a significant effect on scenic resources. The FEIR analysis focused on the change in the existing character of the site - from a stadium, parking lots, degraded urban areas – to a new, well-designed urban development, including towers, with integrated public parks, improvements to the CPSRA, and shoreline improvements.

As shown on the visual simulations in Exhibit N, the overall appearance of the tower relocations would be substantially similar to the Project and the other variants considered in the FEIR. The visual context of the site and associated scenic resources would continue to be of an urban development with towers and mid-rise buildings surrounded by an enhanced network of parks along the Bay shoreline. The new tower locations would not introduce new land uses or types of structures that were not previously considered and analyzed, and would not detract from long- or mid-range views compared to the 2010 approval. Other than a more prominent view of Tower G from one corner of the CPSRA located near the Harney Way and Arelious Walker intersection, the towers would appear similar to the 2010 locations. Thus, with the tower relocation, the impact would remain less than significant and no new mitigation measures would be required.

Impact AE-6 Effect on Visual Character: The FEIR found that the Project, including Tower Variant D, would not have a significant effect on the visual character or quality of the site or its surroundings. The FEIR acknowledged that the towers would be visible from various vantage points. As shown in Exhibit N, pp. 13-16, Tower G would no longer be visible in the view from Mariner Village towards Candlestick Point. It would appear more prominent from the corner of CPSRA at the intersection of Harney Way and Arelious Walker open space looking north away from the water and towards the development at CP Center. As shown in the FEIR, Tower G was clearly visible from the CPSRA. The new location of tower G is closer to the CPSRA and thus appears larger and more prominent from this vantage point in CPSRA than the approved location. Although Tower G would be more prominent from this location in CPSRA and would change the view from the 2010 plan, the overall character of the view north from this corner of CPSRA would continue to be of the dense CP Center. Additionally, the visual quality of this area of the Project site would be improved over the previous massive stadium surrounded by unpaved parking lots and little or no landscaping. The State Park and Recreation Commission has acknowledged in its 2013 CPSRA General Plan that the park is located in an urban area planned for a large mixed use development. As noted above in the “Land Use and Plans” the 2013 General Plan embraces this urban setting of the park, which will be a “green front lawn” for the new development. Thus, this new location would not result in a new significant impact on the visual character or quality of the site or its surroundings, or a substantial increase in the severity of a significant impact. No new mitigation measures would be required.

The proposed relocation of the towers would not change the analysis or conclusions in the FEIR with respect to Aesthetic impacts. The Project would continue to replace degraded urban areas, vacant

parcels, expanses of asphalt and dirt and outdated developments with a new, well-designed urban development including towers, parks, transportation facilities, and walkable mixed-use neighborhoods. The Project would continue to improve the visual quality of the site and provide new areas of open space, improvements to the CPSRA, and other amenities. Urban design guidelines would ensure high quality development and appropriate height transitions within the new development and between existing communities and new development. The towers would be required to comply with the D4D design guidelines, including bulk requirements. Proposed floor plates for the towers would not increase. Thus, with the proposed relocation of the towers, the impacts on visual character and quality of the site and its surroundings would remain less than significant and no new mitigation measures will be required.

Impact AE-7 Effect of Light and Glare: The FEIR found that the Project, including Tower Variant D, would not result in significant light and glare impacts with the implementation of mitigation measures MM AE-7a1 through MM AE-7a3. Because towers were included in the 2010 Project approvals and because the relocation would not increase the overall amount of development on the Project site, the proposed tower relocations would not introduce any new sources of light or glare in Candlestick Point, or increase the severity of approved sources of light or glare. Mitigation measures MM AE-7a1 through MM AE-7a3 would continue to apply to all development on the site, and would mitigate the potential for light and glare impacts to a less than significant level. Thus, under the proposed relocation of the towers, impacts on light and glare would remain less than significant. No new mitigation measures would be required.

Height Increases

As shown in Exhibits D and E, the increase in height for the Film Arts Center at the corner of Harney Way and Ingerson from 85 feet to 120 feet, the increase in the height of the building at Harney Way and Arelious Walker from 65 feet to 80 feet, and the increase in height for the buildings along Harney Way and Ingerson from 65 feet to 80 feet would be relatively minor in the context of a dense urban setting with multi-story buildings of varying heights, including several towers. These buildings would be largely internalized within the Candlestick Point project area and therefore would not result in new significant impacts to the scenic resources. These height modifications would not be noticeable in long-range views of the site, nor restrict any views of the Bay. Additionally, these buildings would be subject to mitigation measures MM AE-7a1-7a3, which would mitigate the potential for light and glare impacts to a less than significant level. Therefore, these proposed height increases would not result in new significant aesthetic impacts or an increase in the severity of significant impacts identified in the FEIR, and no new mitigation measures would be required.

Conversion of Office Use to Neighborhood Retail Use

The conversion would slightly reduce overall development because 15,500 square feet of office use would be replaced with 6,000 square feet of retail use. This conversion would not create new significant aesthetic impacts or significantly increase the impacts identified in the FEIR. The office to retail conversion would be accommodated in areas already planned for development and considered in the FEIR aesthetic analysis. Therefore, this land use conversion would not result in new

significant aesthetic impacts or an increase in the severity of significant impacts identified in the FEIR and no new mitigation measures would be required.

Relocation of Displaced On-Street Parking Spaces to the CP Center Garage; Change in Phasing of Harney Way Off-Site Improvements; Revisions to Configuration of Gilman Avenue

The proposed parking and transportation system modifications would not result in changes in the location of the Project or add new elements requiring the construction of additional Project structures. The relocation of parking spaces may result in a potential modest increase in the size of the CP Center garage, which would be unlikely to be noticeable in the dense urban context of the overall CP Center structure's height or bulk as identified in the FEIR, or create any new sources of light and glare other than those considered in the FEIR. Thus, these proposed modifications would not create new significant aesthetic impacts or significantly increase the impacts identified in the FEIR.

Therefore, the proposed Project modifications would result in no new significant aesthetic impacts and no more severe significant aesthetic impacts than identified in the FEIR and no new mitigation measures would be required. The FEIR aesthetic cumulative impact conclusions would remain less than significant.

4.5 Shadows

The FEIR determined that the Project would result in the following level of impacts : (1) SH-1a, less than significant impacts as implementation of the Project at Candlestick Point would not result in new structures with the potential to cast shadows on existing or proposed parks and open space in a manner that would have an adverse effect on the use of the open space; (2) SH-1b, less than significant impacts as implementation of the Project at HPS Phase II would not result in new structures with the potential to cast shadows on existing or proposed parks and open space in a manner that would have an adverse effect on the use of the open space; (3) SH-1, less than significant impacts as implementation of the Project would not result in new structures with the potential to cast shadows on existing or proposed parks and open space in a manner that would have an adverse effect on the use of the open space; (4) less than significant cumulative shadow impacts.[3]

Tower Relocation/Height Increases

Exhibit O (IBI Shadow Analysis and Memo) includes the shadow studies showing the December 21st (worst case) shadow impacts from Candlestick Point development with the proposed tower relocations and height increases. The analysis has been prepared to identify shadow impacts from the relocated towers on Bayview Hill Park and Gilman Park (located outside the Project boundary) and the CPSRA, Bayview Gardens/Wedge Destination Park (BGWDP), Mini-Wedge Community Park (MWCP) and the Jamestown Hillside Community Park (JHCP) The provisions of Planning Code

[3] The FEIR found that the Project under Tower Variants C and D, would have a significant and unavoidable shadow impact on Gilman Park (FEIR, Comments and Responses, p. 2445). Exhibit O shows that Towers G, J, and K would not contribute to this impact. Other shadow impacts of the towers were found to have a less than significant impact because they would not have an adverse effect on the use of open space (Impact SH-1a).

Section 295, commonly referred to Proposition K, apply only to Bayview Hill Park and Gilman Park and do not apply to CPSRA, BGWDP, MWCP, and JHCP. The shadow impacts were measured at three times during the day on winter solstice (10 a.m., 12 p.m., and 3 p.m.), which is consistent with the shadow analysis in the FEIR. These times were chosen to reflect the worst-case scenario, because shadows cast on the winter solstice are the longest of any time of the year due to the low angle of the sun, and therefore represent the greatest potential impact. The shadows in the FEIR layout and the layout for the analysis in Exhibit O were generated in Google Sketchup. The topography within the model is based on a survey of lands surrounding the site at 5 foot contour intervals, and the proposed topography within the Project site at 1 foot contour intervals. The shadow studies in Exhibit O show the 2010 shadow and 2016 shadows in different colors. Neither the tower relocations nor the increased building heights add new shadows to Bayview Hill Park or Gilman Park at any of the times studied.

At 10:00 a.m., the relocated Tower G would cast a minor increase in shadow (approximately 3%) on the JHCP open space area across Arelious Walker Drive and this small area of shadow would be gone by noon. The shadow would not have an adverse impact on the use of this area, because it is a relatively narrow strip of extremely steep land between two streets which does not contain any park amenities such as benches or play areas for children and is generally not usable due to the steep grade. Thus, the additional shade would not likely affect its use. At 10:00 a.m. the relocated Tower J would result in a minor increase in shadowing on the BGWDP. These increases in shadow would be minor and would not be a significant impact under the FEIR shadow significance criteria.

At 12:00 p.m., the relocated Tower G would not shadow any park or open space. At 12:00 p.m the relocated Tower J would add two slivers of shade to the BGWDP, similar to the shadow pattern already shown in the FEIR in Figure III-F-4 and approved under the 2010 Project approvals. Furthermore, the shadow from Tower J would shift away from the proposed Bus Rapid Transit station location (improving solar access to this high-activity zone) to a less activated portion of the park east of Ingerson. Tower J would also add a small amount of shadow to the MWCP. Tower K and the midrise building along Harney Way (Block 8a) would result in an increase of shadowing to the BGWDP of approximately 15-18 feet for one block length of approximately 200 feet. These slivers of shade would be unlikely to significantly affect use of the Project's wedge parks and would not be a significant impact under the FEIR shadow significance criteria.

At 3 p.m., the relocated Tower G would not add additional shadow on any park or open space. The relocated Tower J would add a small increase in shadow on CPSRA. The additional shadow would add approximately 10,000 square feet (.02 ac) of additional shadow to the shadow already cast at this location, which would represent approximately .02% of the total CPSRA area. The Project buildings approved in 2010 would already cast modest shadow impacts on CPSRA, generally in the late afternoon and evening. This small amount of additional shadow added to a shadow pattern that would occur under the approved development would be unlikely to adversely affect use of CPSRA. The small amount of additional shadow at this time of day would not be noticeable to most park users and significant areas of the park not in shadow at this time would be available to park users. Tower J would also add a minor increase in shadow to MWCP, which, when combined with the shadows expected in 2010, would shade the entirety of MWCP at this time. MWCP is part of the Project and

thus this increase in shading is not a Project impact on the existing environment. Additionally, this small wedge park, located between Project buildings, would be substantially in shadow at this time of the year and day from other Project buildings as acknowledged in the EIR (EIR, p. III.F-10.). The EIR found that that the orientation of the narrow wedge parks with respect to the path of the sun and the close proximity to Project buildings along the parks' southwestern boundaries combine to make these wedge parks most susceptible to new shade. (EIR, p. III.F-26.) The EIR acknowledged that the heights, layouts, and orientations of the Project buildings would result in variable levels of shading throughout the day on Project neighborhood parks, but public use of the proposed parks would not be adversely affected by these shade conditions. (EIR, p. III.F-26.) The new shadow would be consistent with the type of shadow impacts expected in the new highly urban development Project and would not result in a new significant shadow impact.

The shadow analyses prepared for the relocated towers and building height increase show that these proposed Project modifications would not result in a new significant impact or an increase in the severity of a previously identified significant impact. No new mitigation measures would be required. Additionally, the FEIR shadow cumulative impact conclusions would remain the same.

Conversion of /Office Use to Retail Use

The office to retail conversion would not create any new or more severe significant shadow impacts because this modification adjusts square footage but does not involve a change in building location or a height increase. This modification would reduce the overall amount of development and thus would not result in new or more severe shadow impacts.

Relocation of Displaced On-Street Parking Spaces to the CP Center Garage; Change in Phasing of Harney Way Off-Site Improvements; Revisions to Configuration of Gilman Avenue

The relocation of parking spaces would not result in new shadow impacts because these spaces will be relocated to the approved CP Center garage and would not involve a height increase for that structure. The transportation system modifications would not create new or more severe significant shadow impacts because these modifications propose horizontal construction and do not involve the construction of tall structures.

Therefore, the Project modifications would not change or alter any of the FEIR's findings with respect to shadow impacts. Additionally, the modifications would not affect the FEIR shadow cumulative impact conclusions and this impact would continue to be less than significant.

4.6 Wind

The FEIR determined that the Project would result in the following level of impacts: (1) W-1a, less than significant impacts, with implementation of mitigation measure W-1a, as implementation of the Project at Candlestick Point, with mitigation, would not include tall structures that would result in ground-level-equivalent wind speed exceeding 26 mph for a single hour of the year in pedestrian corridors and public spaces; (2) W-1b, less than significant impacts, with implementation of mitigation

measures, as implementation of the Project at HPS Phase II would not include tall structures that would result in ground-level-equivalent wind speed exceeding 26 mph for a single hour of the year in pedestrian corridors and public spaces; (3) W-1, less than significant impacts, with implementation of mitigation measures, as implementation of the Project would not include tall structures that would result in ground-level-equivalent wind speed exceeding 26 mph for a single hour of the year in pedestrian corridors and public spaces; and (4) less than significant cumulative wind impacts.

Tower Relocations

Under the proposed tower relocations development would continue to occur on areas of the Project site analyzed for development in the FEIR. The FEIR wind analysis assumed multiple towers at Candlestick Point. Implementation of mitigation measure W-1a, designed to address wind impacts and adopted as part of the 2010 Project approvals, would be unchanged by the tower relocations. Mitigation MM W-1a requires a wind analysis to be undertaken at schematic design stage for high-rise buildings with a maximum height over 100 feet. The wind analysis will assess the potential impacts of the building and make design recommendations to minimize those impacts. Therefore, the proposed tower relocations would not result in in a new significant wind impact or a substantial increase in a previously identified significant wind impact. The wind impacts associated with the towers would remain less than significant with mitigation and no new mitigation measures would be required.

Height Increases

The proposed height increase for the buildings at the western corner of Harney Way and Ingerson Avenue and along Harney Way and Ingerson within and adjacent to the CP Center would be limited to 80 feet. The proposed height increase for the performance venue/film arts center location at the corner of West Harney Way and Ingerson would be up to 120 feet. Buildings approximately 100 feet in height or higher have the potential to create wind impacts. The proposed Project modifications would allow the height of one building – the performance venue at CP Center – to exceed 100 feet in height. The other proposed height increases would be below 100 feet. The FEIR assumed that some Project buildings would exceed 100 feet in height and mitigation measure W-1a was adopted as part of the Project approvals to address wind impacts from these buildings. This mitigation measure would be implemented during the design review process for individual buildings and would ensure that potential adverse wind impacts would be mitigated. Accordingly, there would be no new impacts or increases in the severity of previously identified impacts related to wind and no new mitigation measures would be required.

Conversion of Office Use to Neighborhood Retail Use

This proposed Project modification involves an adjustment to the allocation of square footage for certain Project land uses, would not require the construction of additional structures, and would not change the height of Project buildings. Thus, this proposed modification would not result in new or increased wind impacts.

Relocation of Displaced On-Street Parking Spaces to the CP Center Garage; Change in Phasing of Harney Way Off-Site Improvements; Revisions to Configuration of Gilman Avenue

The proposed Harney Way and Gilman Avenue modifications primarily involve horizontal construction and would not include construction of tall structures that could result in wind impacts. Consequently, these transportation system modifications would not change the Project's effects related to wind. The proposed relocation of on-street spaces to the CP Center garage would not increase the height of the garage which is subject to a 65-foot height limit and thus would not create significant wind impacts.

All development in the Project must comply with the wind mitigation measures, which have been designed by the City to ensure no significant wind impacts will result from tall buildings. Therefore, the proposed Project modifications would not change or alter any of the FEIR's findings with respect to wind impacts. Additionally, the FEIR wind cumulative impact conclusions would continue to be less than significant.

4.7 Air Quality

The FEIR determined that the Project would result in the following level of impacts: (1) AQ-1, less than significant impacts, with implementation of mitigation measures, from construction emission of criteria pollutants; (2) AQ-2, less than significant impacts, with implementation of mitigation measures, from construction emissions of diesel particulate matter; (3) AQ-3, less than significant impacts, with implementation of mitigation measures, from construction emissions of toxic air contaminants; (4) AQ-4, significant and unavoidable impacts from mass emissions of criteria pollutants during project operations; (5) AQ-5, less than significant impact from carbon monoxide emissions due to motor vehicle trips during project operation; (6) AQ-6, less than significant impacts with implementation of mitigation measures from emissions of toxic air contaminants due to operation of research and development uses; (7) AQ-7, less than significant impact from vehicle emissions of $PM_{2.5}$ during project operation; (8) AQ-8, less than significant impacts from odors during project operations; (9) AQ-9 less than significant related to conformity with regional air quality plan objectives; and (10) less than significant cumulative impacts, except for the project's contribution to significant cumulative impacts from emissions of toxic air contaminants and $PM_{2.5}$.

Ramboll Environ reviewed the prosed Project modifications for consistency with the FEIR air quality findings and the discussion below reflects their analysis and conclusions. (See, Exhibit P, 1/22/16 Ramboll Environ letter.)

Tower Relocations

Although the three towers would be relocated, the proposed relocations would not result in any change in the overall location of the Project or the amount of development evaluated in the FEIR. Because the tower relocation would not change the overall land use square footage of the Project, this modification would not alter the analysis of criteria air pollutant emissions (CAP) in the FEIR. This modification would have a negligible effect on the FEIR health risk assessment (HRA) performed for construction emissions because the towers would be relocated within the same sub-phases as analyzed in the FEIR. The HRA analysis in the FEIR assumed construction emission would be

distributed throughout the sub-phase, thus relocation of towers within the respective sub-phases would not change the analysis.

Height Increases

The proposed height increases would change the massing of the affected buildings, but would not change the floor area or the overall land use square footage of the Project. Although certain Project modifications such as the height increases may slightly increase construction activity, other modifications may slightly decrease construction activities. In any event, the overall amount of development and number of residential units at CP would be consistent with that analyzed in the FEIR such that no significant increase in construction activities would be expected from the Project modifications. Consequently, this modification would not alter the analysis of CAP in the FEIR, because the models used in the FEIR to estimate construction emissions are based on square footage. This modification would have a negligible effect on the FEIR health risk assessment (HRA) performed for construction emissions, because total construction emissions would be unchanged from the FEIR assumptions.

Conversion of Office Space to Neighborhood Retail Space

This analysis evaluates the proposed conversion of office floor space to local-serving retail floor space. The analysis is structured to determine the necessary reduction in the amount of office square footage that would be required to allow a 6,000-square-foot increase in neighborhood retail without increasing any of the Project criteria air pollutant (CAP) evaluated in the FEIR.

To evaluate the minimum size of office land use to be converted to 6,000 square feet of neighborhood retail without increasing the total Project operational criteria pollutant emissions, Ramboll Environ estimated 2030 criteria pollutant emissions associated with the proposed 6,000 square feet of local-serving retail using California Emission Estimator Model version 2013.2.2 (CalEEMod®).[4] The proposed neighborhood retail is modeled as “Strip Mall”, which is consistent with the land use category used for the local-serving (neighborhood) retail in the FEIR. The mobile source emission factors generated using California Air Resources Board (ARB)’s EMFAC2014 model are used to replace the CalEEMod® default that was based on EMFAC2011. EMFAC2014 incorporates new vehicle emissions standards and rules and regulations (e.g., Advanced Clean Cars and Truck & Bus Rule).

The Project criteria pollutant emissions presented in the FEIR were modeled using URBEMIS 2007 version 9.2.4 for year 2030.[5] The minimum square footage of the approved office floor space entitlement that would be converted and its associated CAP emissions were scaled from the previous calculation presented in Appendix H1 of the FEIR by matching the worst case pollutant (i.e., NOx) of

[4] CalEEMod® is a statewide program designed to calculate both criteria and GHG emissions from development projects in California. It was developed in collaboration with California air districts led by South Coast Air Quality Management District (SCAQMD) and is currently supported by several lead agencies for use in quantifying the emissions associated with development projects undergoing environmental review.

[5] URBEMIS was the land use emissions inventory model recommended used for the EIR. It was widely used before the development of CalEEMod®.

the local-serving retail emissions discussed above. The emission comparison is summarized in Exhibit P, Table 1. As presented in Table 1, adding 6,000 square feet neighborhood retail development to the Project without increasing the emissions of any criteria pollutant previously estimated in the FEIR would require a removal of at least 10,300 square feet of office. The proposed Project modification would remove 15, 500 square feet of office space.

The proposed neighborhood retail development is designed to offer the community retail services (e.g., dry clean, barbershop, grocery and other businesses) within walking distance. The mobile source emissions in this analysis were evaluated using CalEEMod® default trip rates based on ITE Trip Generation, which does not reflect low trip generation rate due to the transit-oriented nature of the development plan. (See Exhibit P, Table 1.) Therefore, the estimated emissions for the proposed neighborhood retail uses are conservative. If a detailed site specific trip generation rate were available, it would be likely that less office space would need to be replaced due to lower emissions from mobile sources.

The construction emissions presented in the FEIR were calculated based on the Project construction schedule and equipment list. It is reasonable to assume the proposed neighborhood retail would be constructed over the same construction duration with the same equipment list. In addition, based on the operational criteria pollutant comparison discussed above, the equivalent neighborhood retail would be smaller in size than the office space to be removed. Therefore, converting office into local-serving retail would not generate increased criteria pollutant emissions, cancer risks, noncancer chronic hazard index (HI), or acute HI associated with the construction activities presented in the EIR.

Relocation of On-street Parking Spaces to CP Center Garage

The proposed relocation of certain on-street parking spaces to the CP Center garages is expected to have a negligible effect on construction activity, because the overall building envelope of the CP Center garage will not change from the garage size anticipated in the EIR. Consequently, there would be no change in the overall CAP emissions from that evaluated in the FEIR. This proposed modification would also have a negligible effect on the HRA as total construction emissions would not increase from the estimates in the FEIR.

Change in Phasing of Harney Way Off-Site Improvements

The proposed modification results from the need to bifurcate construction on Harney Way into two phases in order to harmonize phasing with other transportation improvements planned for this area. This proposed modification would not change the overall work planned for the Harney Way improvements; it would spread the same amount of work over a longer time. Because this proposed modification only divides the Harney Way improvements into two phases and does not increase the amount of activity, there is no change in the overall CAP emissions. This proposed modification would also have a negligible effect on the HRA as total construction emissions would not increase from the estimates in the FEIR.

Revisions to Configuration of Gilman Avenue

This modification will result in less construction. The original cross-section proposed to widen Gilman Avenue to accommodate two lanes in each direction, whereas under the revised proposal there will be one lane in each direction plus a left turn lane in the middle. The curb to curb width will be 49 feet 9 inches instead of 56 feet. This revision reflects a reduction in construction activity (i.e., building a smaller roadway), thus the construction activity would be reduced from the FEIR assumptions. As such, there would be no increase in overall CAP and GHG emissions. This would also have a negligible effect on the HRA as total construction emissions are reduced from the FEIR assumptions.

Consequently, the Project modifications would not affect air quality-related impact analyses. Therefore, the proposed Project modifications would not change or alter any of the FEIR's findings with respect to air quality impacts. All Project impacts would remain less than significant or less than significant with mitigation and no new mitigation measures would be required. Additionally, the FEIR air quality cumulative impact conclusions would be unchanged.

4.8 Noise and Vibration

The FEIR determined that the Project would result in the following level of impacts:

(1) NO-1a, less than significant impacts, with implementation of mitigation measures, as a result of construction at Candlestick Point on increased noise levels for both off-site and on-site sensitive receptors; however, the Project's construction noise impacts would occur primarily in noise-sensitive areas adjacent or near to active construction sites (which would vary in location and duration over the entire period the proposed Project would be under construction), they would not occur during recognized sleep hours, and would be consistent with the requirements for construction noise that exist in Sections 2907 and 2908 of the Municipal Code; (2) NO-1b, less than significant impacts, with implementation of mitigation measures, as a result of construction at HPS Phase II on increased noise levels for both off-site and on-site sensitive receptors; however, the Project's construction noise impacts would be temporary, they would also not occur during recognized sleep hours, and would be consistent with the requirements for construction noise that exist in Sections 2907 and 2908 of the Municipal Code; (3) NO-1, less than significant impacts, with implementation of mitigation measures, as a result of construction activities associated with the Project on increased noise levels for both off-site and on-site sensitive receptors; however, the Project's construction noise impacts would occur primarily in noise-sensitive areas adjacent or near to active construction sites (which would vary in location and duration over the entire period the proposed Project would be under construction); they would also not occur during recognized sleep hours, and would be consistent with the requirements for construction noise that exist in Sections 2907 and 2908 of the Municipal Code; (4) NO-2a, significant and unavoidable impacts, with implementation of mitigation measures, as a result of construction at Candlestick Point by creating excessive ground-borne vibration levels in existing residential neighborhoods adjacent to the Project site and at proposed on-site residential uses should the latter be occupied before Project construction activity on adjacent parcels. Although the Project's construction vibration impacts would be temporary, would not occur during recognized sleep hours, and would be consistent with the requirements for construction activities that exist in Sections 2907 and 2908 of the Municipal Code, vibration levels would still be significant; (5) NO-2b, significant and

unavoidable impacts, with implementation of mitigation measures, from rock removal activities in the Alice Griffith and Jamestown districts resulting in vibration levels that exceed the FTA threshold of 80 VdB or could cause damage to structures from vibration caused by the fracturing of bedrock for excavation; (6) NO-2c, significant and unavoidable impacts, with implementation of mitigation measures, from construction at HPS Phase II that would create excessive ground-borne vibration levels in existing residential neighborhoods adjacent to the Project site and at proposed on-site residential uses should the latter be occupied before Project construction activity on adjacent parcels is complete; (7) NO-2, significant and unavoidable impacts, with implementation of mitigation measures, from construction activities associated with the Project that would create excessive ground-borne vibration levels in existing residential neighborhoods adjacent to the Project site and at proposed on-site residential uses should the latter be occupied before Project construction activity on adjacent parcels is complete; (8) NO-3, significant and unavoidable impacts, with implementation of mitigation measures, from construction activities associated with the Project that would result in a substantial temporary or periodic increase in ambient noise levels; (9) NO-4, less than significant impacts with implementation of the Project, including the use of mechanical equipment or the delivery of goods, on exposure to noise-sensitive land uses on or off site to noise levels that exceed the standards established by the City; (10) NO-5, less than significant impacts from the Project regarding the generation or exposure of persons on or off site to excessive ground-borne vibration; (11) NO-6, significant and unavoidable impacts with operation of the Project as it would generate increased local traffic volumes that could cause a substantial permanent increase in ambient noise levels in existing residential areas along the major Project site access routes; (12) NO-7, significant and unavoidable impacts, with implementation of mitigation measures, on noise during football games and concerts at the proposed stadium resulting in temporary increases in ambient noise levels that could adversely affect surrounding residents for the duration of a game or concert; (13) NO-8, less than significant impacts from Project exposure of residents and visitors to excessive noise levels from flights from San Francisco International Airport such that the noise would be disruptive or cause annoyance; and (14) less than significant cumulative noise and vibration impacts.

Tower Relocations/Height Increases/Conversion of Office Use to Neighborhood Retail Use

These proposed Project modifications would not result in changes to the overall location of the Project, the overall extent of operational activities, the overall nature of the Project land uses, the overall number of housing units, or an increase in the square footage of commercial development. Development would continue to occur on the same areas of the site analyzed for development in the FEIR. The proposed height increases might result in a slightly greater amount of construction activity, but these modest increases would not result in significant increases in noise impacts associated with the construction activities and would be within the scope of noise impacts expected for the overall Project. While the location of the three towers would change, the number of towers would remain the same and the towers would be located within the area analyzed for construction noise impacts in the FEIR. The office to retail land use conversion would reduce the overall amount of development because 6,000 square feet of retail space would be substituted for 15,500 square feet of office space. This reduction in development would offset any minor increase in construction activity related to the proposed height increase. Thus, no new noise construction impacts would be expected as a result of these proposed Project modifications.

Relocation of Displaced On-Street Parking Spaces to the CP Center Garage; Change in Phasing of Harney Way Off-Site Improvements; Revisions to Configuration of Gilman Avenue

The change in phasing of Harney Way improvements would change the construction timing of the planned improvements, but would not increase construction noise impacts assumed in the FEIR analysis. Revisions to Gilman Avenue would modify the street configuration but would not increase the scope of construction and thus construction noise impacts would not increase. The relocation of the on-street parking spaces to the CP Center garage would increase the number of spaces assumed in the garage. The Project Sponsor has stated it is likely that these spaces would be accommodated through space allocation within the same garage footprint that could be assumed for the garage. Thus, the overall amount of construction noise would not be expected to significantly increase. Moreover, the reduction in the amount of office space at CP would offset the potential for other slight increases in construction impacts such as those associated with the increased heights. Consequently, no additional construction impacts would be expected.

The FEIR assumed that sensitive residential receptors in and outside the Project area would be exposed to construction-related noise and vibration impacts and operational traffic noise impacts. Under the FEIR, this was identified as significant and unavoidable, and the Project approvals included adoption of all identified feasible mitigation measures to reduce these noise- and vibration-related impacts. This impact will remain the same under the proposed Project modifications. The proposed Project modifications would result in similar sensitive residential receptor exposure to construction and operational noise and vibration impacts and would not alter these assumptions or conclusions.

Therefore, the Project modifications would not change or alter any of the FEIR's findings with respect to noise and vibration impacts. All impacts would remain less than significant, less than significant with mitigation, or significant and unavoidable with mitigation, and no new mitigation measures would be required. Additionally, the FEIR noise and vibration cumulative impact conclusions would continue to be less than significant.

4.9 Cultural and Paleontological Resources

The FEIR determined that the Project would result in the following level of impacts: (1) CP-1a, less than significant impacts on the significance of an historical resource during construction at Candlestick Point; (2) CP-1b, significant and unavoidable impacts, with implementation of mitigation measures, due to a substantial adverse change in the significance of an historical resource at HPS Phase II; (3) CP-1, significant and unavoidable impacts, with implementation of mitigation measures, due to a substantial adverse change in the significance of a historical resource at the combined Candlestick Point and HPS Phase II (Project); (4) CP-2a, less than significant impacts, with implementation of mitigation measures, on the significance of archaeological resources, including prehistoric Native American, Chinese fishing camp, and maritime-related archaeological remains Construction at Candlestick Point with implementation of the Project; (5) CP-2b, less than significant impacts, with implementation of mitigation measures, on the significance of archaeological resources, including prehistoric Native American resources, Chinese fishing camps, and maritime related resources with construction at HPS Phase II; (6) CP-2, less than significant impacts, with

implementation of mitigation measures, on the significance of archaeological resources, including prehistoric Native American resources, Chinese fishing camps, and maritime related resources with construction at Candlestick Point and HPS Phase II combined (7) CP-3a, less than significant impacts, with implementation of mitigation measures, on the significance of a paleontological resources during construction at Candlestick Point; (8) CP-3b, less than significant impacts, with implementation of mitigation measures, on the significance of a paleontological resources during construction at HPS Phase II; (9) CP-3c, less than significant impacts, with implementation of mitigation measures, on the significance of a paleontological resource during construction of the Yosemite Slough bridge, shoreline improvements, and the marina improvements activities, including in-water activities; (10) CP-3d, less than significant impacts, with implementation of mitigation measures, on the significance of a paleontological resource during pile driving associated with construction of the Yosemite Slough bridge, shoreline improvements, and the marina improvements (11) CP-3, less than significant impacts, with implementation of mitigation measures, on the significance of a paleontological resource during construction activities associated with the Candlestick Point and HPS Phase II Project; and (4) less than significant cumulative archaeological and paleontological impacts and significant and unavoidable cumulative historical resource impacts.

Proposed Modifications

The proposed Project modifications would not result in any changes to the overall location of the Project, the overall extent of construction or operational activities, the nature of the Project land uses, the overall number of housing units, or an increase in the square footage of commercial development. Although the increases in height may slightly increase construction activities, this potential construction increase would be offset by the proposed reduction in office space, which would reduce the overall construction. The FEIR assumed that excavation would occur across the entire development areas of the Project site and the off-site improvement areas. Generally, the FEIR acknowledged that Project construction activities would involve extensive construction to accommodate new development and site preparation could include deep excavations for large structures, installation of foundation piles, trenching for utilities, grading and compaction and other earth-disturbing activities. (EIR, pp. III.K-57, K-90**.)** Thus, these Project modifications would not result in additional excavation or other land alteration impacts that were not anticipated in the FEIR. Consequently, there would be no changes to the Project's effects related to cultural and paleontological resources. The mitigation measures have been designed to address to potential impacts at any depth of excavation, grading, or construction activities. Therefore, the Project modifications would not result in any changes in the FEIR's cultural and paleontological resources impact conclusions. All impacts would remain less than significant or significant and unavoidable with mitigation and no new mitigation measures would be required. Additionally, the FEIR cultural and paleontological resources cumulative impact conclusions would continue to be less than significant for archeological and paleontological impacts and significant and unavoidable for historical resource impacts.

4.10 Hazards and Hazardous Materials

The FEIR determined that the Project would result in the following level of impacts: (1) HZ-1, less than significant impacts, with implementation of mitigation measures, from exposure to known contaminants during construction activities; (2) HZ-2, less than significant impacts, with implementation of mitigation measures, from exposure to previously unidentified contaminants during construction; (3) HZ-3, less than significant impacts, with implementation of mitigation measures, from off-site transport and disposal of contaminated soil and groundwater during construction; (4) HZ-4, less than significant impacts from installation of underground utilities; (5) HZ-5, less than significant impacts, with implementation of mitigation measures, from installation of foundation support piles; (6) HZ-6, less than significant impacts, with implementation of mitigation measures, from soil handling, stockpiling, and transport within the project site boundaries during construction; (7) HZ-7, less than significant impacts, with implementation of mitigation measures, from contaminated surface runoff from construction sites; (8) HZ-8, less than significant impacts, with implementation of mitigation measures, from exposure to hazardous material releases that have not been fully remediated (9) HZ-9, less than significant impacts, with implementation of mitigation measures, from exposure to hazardous materials in conjunction with limited remediation activities during construction of the Yosemite Slough Bridge; (10) HZ-10, less than significant impacts, with implementation of mitigation measures, from exposure to hazardous materials during construction of shoreline improvements; (11) HZ-11, less than significant impacts, with implementation of mitigation measures, from exposure to hazardous materials while constructing infrastructure on Navy-owned property; (12) HZ-12, less than significant impacts, with implementation of mitigation measures, from remediation activities conducted in conjunction with development activities at HPS Phase II early transfer parcels; (13) HZ-13, less than significant impacts from exposures to hazardous materials contamination during construction of off-site roadway improvements; (14) HZ-14, less than significant impacts, with implementation of mitigation measures, from exposure of ecological receptors to hazardous materials from construction activities; (15) HZ-15, less than significant impacts, with implementation of mitigation measures, from exposure to naturally occurring asbestos from construction activities; (16) HZ-16, less than significant impacts from exposure to hazardous materials in buildings and structures; (17) HZ-17, less than significant impacts, with implementation of mitigation measures, from exposure of workers to hazardous materials during construction; (18) HZ-18, less than significant impacts, with implementation of mitigation measures, from construction activities with potential to generate hazardous air emissions within one-quarter mile of a school; (19) HZ-19, less than significant impacts, with implementation of mitigation measures, from release of contaminants from historic uses or fill; (20) HZ-20, less than significant impacts from routine use, storage, transport, or disposal of hazardous materials during Project construction; (21) HZ-21, less than significant impacts, with implementation of mitigation measures, from routine maintenance of properties; (22) HZ-22, less than significant impacts from routine use, storage, transport, or disposal of hazardous materials during Project operation; (23) HZ-23, less than significant impacts from exposure to hazardous materials caused by upset or accident conditions; (24) HZ-24, less than significant impacts, with implementation of mitigation measures, from hazardous air emissions associated with R&D uses within one-quarter mile of a school; (25) HZ-25, no impacts from safety hazards from conflicts with airport land use plans; (26) HZ-26, no impact from safety hazards from proximity to private air strips; (27) HZ-27, less than significant impact from fire hazards or conflicts with emergency response and

evacuation plans; and (28) less than significant cumulative impacts from hazards and hazardous materials.

Proposed Modifications

The proposed Project modifications would not result in changes to the overall location of the Project, the overall extent of construction or operational activities, the nature of the Project land uses, the overall number of housing units, or an increase in the square footage of commercial development. Although the increases in height may slightly increase construction activities, this potential construction increases would be offset by the proposed reduction in office space, which would reduce the overall construction. The FEIR assumed that excavation and operational activities would occur across the entire development areas of the Project site and the off-site improvement areas. Generally, the FEIR acknowledged that Project construction activities would involve extensive construction to accommodate new development and site preparation could include deep excavations for large structures, installation of foundation piles, trenching for utilities, grading and compaction and other earth-disturbing activities. (EIR, pp. III.K-57, K-90) Thus, these Project modifications would not result in additional excavation or other land alteration impacts that were not anticipated in the FEIR. Additionally, none of these modifications would involve new or increased use of hazardous materials. Consequently, there would be no changes to the Project's effects related to hazards and hazardous materials. The mitigation measures have been designed to address to potential impacts at any depth of excavation, grading, or construction activities. Therefore, the Project modifications would not result in any changes in the FEIR's hazards and hazardous materials impact conclusions. All impacts would remain less than significant or less than significant with mitigation and no new mitigation measures would be required. Additionally, the FEIR hazards or hazardous materials cumulative impact conclusions would continue to be less than significant.

4.11 Geology and Soils

The FEIR determined that the Project would result in the following level of impacts: (1) GE-1, 1a, 1b, less than significant impacts, with implementation of mitigation measures from construction on soil erosion; (2) GE-2, 2a, 2b, less than significant impacts, with implementation of mitigation measures, from construction on settlement from dewatering activities; (3) GE-3, less than significant impacts, with implementation of mitigation measures, from construction on destabilization of bedrock from rock removal activities; (4) GE-4, 4a, 4b, less than significant impacts, with implementation of mitigation measures, from project operations on exposing people and structures to seismically induced groundshaking; (5) GE-5, 5a, 5b, less than significant impacts, with implementation of mitigation measures, from project operations on exposing people and structures to seismically induced ground failure; (6) GE-6, 6a, 6b, less than significant impacts, with implementation of mitigation measures, from project operations on exposing people and structures to seismically induced landslides; (7) GE-7, 7a, 7b, less than significant impacts, with implementation of mitigation measures, from project operations on exposing people and structures to shoreline instability; (8) GE-8, 8a, 8b, less than significant impacts, with implementation of mitigation measures, from project operations on exposing people and structures to landslides; (9) GE-9, 9a, 9b, less than significant impacts, with implementation of mitigation measures, from project operations on exposing people and structures to

damage from settlement; (10) GE-10, 10a, 10b, less than significant impacts, with implementation of mitigation measures, from project operations on exposing people and structures to expansive soils; (11) GE-11, 11a, 11b, less than significant impacts, with implementation of mitigation measures, from project operations on exposing people and structures to corrosive soils; (12) GE-12, no impact from surface fault rupture; (13) GE-13, no impact from the use of soils incapable of supporting septic tanks or alternative wastewater systems; (14) GE-14, no impact from the destruction of unique geologic features; and (15) less than significant impacts, with implementation of mitigation measures, to cumulative geology and soils impacts.

Proposed Modifications

The proposed Project modifications would not result in changes to the overall location of the Project, the overall extent of construction or operational activities, the nature of the Project land uses, the overall number of housing units, or an increase in the square footage of commercial development. Although the increases in height may slightly increase construction activities, this potential construction increases would be offset by the proposed reduction in office space which would reduce the overall construction. The FEIR assumed that excavation and grading would occur across the entire development areas of the Project site and the off-site improvement areas. Generally, the FEIR acknowledged that Project construction activities would involve extensive construction to accommodate new development and site preparation could include deep excavations for large structures, installation of foundation piles, trenching for utilities, grading and compaction and other earth-disturbing activities. (FEIR, pp. III.K-57, K-90) Thus, these Project modifications would not result in grading or other land alteration impacts that were not anticipated in the FEIR. (See, Exhibit Q, CP Development Co. Excavation Quantities Memo.) Consequently, there would be no changes to the Project's effects related to geology and soils. The mitigation measures and regulatory requirements summarized in the FEIR have been designed to address to potential impacts at any depth of excavation, grading, or construction activities. Therefore, the Project modifications would not result in any changes in the FEIR's geology and soils impact conclusions. All impacts would remain less than significant or less than significant with mitigation and no new mitigation measures would be required. Additionally, the FEIR geology and soils cumulative impact conclusions would continue to be less than significant with the implementation of mitigation measures.

4.12 Hydrology and Water Quality

The FEIR determined that the Project would result in the following level of impacts: (1) HY-1, 1a, 1b, 1c, less than significant impacts, with implementation of mitigation measures, from construction regarding compliance with water quality standards and waste discharge requirements; (2) HY-2, less than significant impacts from construction on groundwater supplies and groundwater recharge; (3) HY-3, less than significant impacts from construction on erosion and siltation; (4) HY-4, less than significant impacts, with implementation of mitigation measures, from construction on flooding; (5) HY-5, less than significant impacts, with implementation of mitigation measures, from construction on storm sewer system capacity; (6) HY-6, 6a, 6b, 6c, less than significant impacts, with implementation of mitigation measures, at Candlestick and HPS Phase II, and less than significant impacts of the Yosemite Slough Bridge, from project operations regarding compliance with water quality standards

and waste discharge requirements; (7) HY-7, less than significant impacts, with implementation of mitigation measures, from project operations on water quality; (8) HY-8, no impact from project operations on groundwater supplies and groundwater recharge; (9) HY-9, less than significant impacts, with implementation of mitigation, from project operations on erosion or siltation effects; (10) HY-10, less than significant impacts, with implementation of mitigation, from project operations on flooding from surface runoff; (11) HY-11, less than significant impacts, with implementation of mitigation, from project operations on storm sewer system capacity; (12) HY-12, 12a, 12b, less than significant impacts, with implementation of mitigation, related to placing housing in a flood hazard area; (13) HY-13, 13a, 13b, 13c, less than significant impacts at Candlestick and the Yosemite Slough Bridge and less than significant impacts, with implementation of mitigation, at HPS Phase II related to placing structures within a flood hazard zone; (14) HY-14, less than significant impacts, with implementation of mitigation, regarding other flood risks; (15) HY-15, less than significant impacts related to seiche, tsunami, and mudflows; (16) less than significant cumulative hydrology and water quality impacts.

Proposed Modifications

The proposed Project modifications would not result in changes to the overall location of the Project, the overall extent of construction or operational activities, the nature of the Project land uses, the overall number of housing units, or an increase in the square footage of commercial development. Although the increases in height may slightly increase construction activities, these potential construction increases would be offset by the proposed reduction in office space which would reduce the overall construction. Development would continue to occur on the same areas of the site analyzed for development in the FEIR. The Project modifications would not involve significant additional grading, construction, other land alteration impacts, or new operational activities that were not anticipated in the FEIR, because these modifications involve relocation of certain approved Project components, modest height increases for approved building sites, and changes in the timing and configuration of off-site roadway improvements. The FEIR assumed that excavation, construction, and operational activities would occur across the entire development area of the Project site and the off-site improvement areas. Additionally the FEIR mitigation measures and compliance with the regulatory requirements for water quality, runoff control, and stormwater management will continue to ensure that Project impacts are mitigated in accordance with the FEIR analysis and conclusions. Therefore, the proposed Project modifications would not result in new significant impacts or a substantial increase in the severity of previously identified impacts with respect to hydrology and water quality impacts. All impacts would remain less than significant or less than significant with mitigation and no new mitigation measures would be required. Additionally, the FEIR hydrology and water quality cumulative impact conclusions would remain less than significant.

4.13 Biological Resources

The FEIR determined that the Project would result in the following level of impacts: (1) BI-1, no construction impact on regional conservation plans; (2) BI-2, less than significant impacts from construction on common species and habitat; (3) BI-3a and 3b, no construction impact on sensitive plants; (4) BI-4a, 4b, 4c, less than significant impacts, with implementation of mitigation measures,

from construction on waters of the United States and navigable waters; (5) BI-5a, 5b, no construction impacts at Candlestick and less than significant impacts, with implementation of mitigation measures, at HPS Phase II from construction on eelgrass beds; (6) BI-6a, 6b, less than significant impacts, with implementation of mitigation measures, from construction on sensitive bird species; (7) BI-7a, 7b , less than significant impacts at Candlestick and less than significant impacts, with implementation of mitigation measures, at HPS Phase II from construction on foraging habitat for raptors; (8) BI-8a, 8b, less than significant impacts from construction on the western red bat; (9) BI-9a, 9b, no impact at Candlestick and less than significant impacts, with implementation of mitigation measures, at HPS Phase II from construction on marine mammals and fish; (10) BI-10a, 10b, 10c, less than significant impacts from construction on mollusks; (11) BI-11a, 11b, 11c, less than significant impacts, with implementation of mitigation measures, from construction on special-status fish species; (12) BI-12a, 12b, 12c, less than significant impacts, with implementation of mitigation measures, from construction on essential fish habitat; (13) BI-13a, 13b, less than significant impacts at Candlestick and less than significant impact, with implementation of mitigation measures, at HPS Phase II from construction on wildlife movement; (14) BI-14a, 14b, less than significant impacts, with implementation of mitigation measures, from construction on local plans and policies; (15) BI-15a, 15b, no impact at Candlestick and less than significant impacts, with implementation of mitigation measures, at HPS Phase II from construction on contaminated soils or sediments; (16) BI-16a, 16b, less than significant impacts from project operations on sensitive birds and animals; (17) BI-17a, 17b, no impact from project operations on nesting American peregrine falcons; (18) BI-18a, 18b, no impact at Candlestick and less than significant impacts, with implementation of mitigation measures, at HPS Phase II, from project operations on sensitive aquatic species, mollusks, and designated essential fish habitat; (19) BI-19a, 19b, no impact at Candlestick and less than significant impacts, with implementation of mitigation measures, at HPS Phase II, from project operations on contaminated sediments; (20) BI-20a, 20b, less than significant impacts, with implementation of mitigation measures, from project operations on the movement of bird species; (21) BI-21a, 21b, less than significant, with implementation of mitigation measures, from project operations on local plans and policies; (22) BI-22, less than significant impacts, with implementation of mitigation measures, from project operations on special-status and/or legally protected species; (23) BI-23, less than significant impacts, with implementation of mitigation measures, from project operations on sensitive habitats; (24) BI-24, less than significant impacts, with implementation of mitigation measures, from project operations on wetlands and jurisdictional waters; (25) BI-25, less than significant impacts, with implementation of mitigation measures, from project operations on fish or wildlife movement; (26) BI-26, less than significant impacts, with implementation of mitigation measures, from project operations on local plans and policies; and (27) less than significant impacts, with implementation of mitigation measures, to cumulative biological resource impacts.

Proposed Modifications

The proposed Project modifications would not result in changes to the overall location of the Project, the overall location of construction or operational activities, the nature of the Project land uses, or the overall number of housing units or an increase in the square footage of commercial development. Even with the proposed Project modifications, development (construction and operational activities) would continue to occur on the same areas of the site analyzed for development in the FEIR. In

particular, the proposed tower relocations would shift the towers to sites previously identified for development. Thus, the new locations were fully considered in the analysis, conclusions and mitigation measures in the FEIR. The revised location for Tower G would be in a location previously occupied by the stadium. The stadium has been demolished and the site is devoid of vegetation. (See Exhibit K, p. 5.) Thus, there are no biological resources on this site. Consequently, the proposed tower relocations and other proposed Project modifications would not result in new significant impacts or a substantial increase in the severity of a previously identified biological resource impacts. Additionally the FEIR mitigation measures and compliance with the regulatory requirements designed to protect and mitigate for impacts to biological resources will continue to ensure that Project impacts are mitigated in accordance with the FEIR analysis and conclusions. All impacts would remain less than significant or less than significant with mitigation and no new mitigation measures would be required. Additionally, the FEIR biological resource cumulative impact conclusions would not change.

4.14 Public Services

The FEIR determined that the Project would result in the following level of impacts: (1) PS-1, less than significant impacts, with implementation of mitigation measures, from construction on police protection; (2) PS-2, less than significant impacts, with implementation of mitigation measures, from project operations on police protection; (3) PS-3, less than significant impacts, with implementation of mitigation measures, from construction on fire protection and emergency medical services; (4) PS-4, less than significant impacts from project operations on fire protection and emergency medical services; (5) PS-5, no impact from construction on schools; (6) PS-6, less than significant impacts from project operations on schools; (7) PS-7, no impact from construction on library services; (8) PS-8, less than significant impacts from project operations on library services; and (9) less than significant cumulative impacts, except for the project's contribution to significant cumulative impacts on police services.

<u>Proposed Modifications</u>

The proposed Project modifications would not result in changes to the overall location of the Project, the overall extent of operational activities, the nature of the Project land uses, the overall number of housing units or an increase in the square footage of commercial space, or overall Project population and employment projections (as discussed above). Although certain Project modification such as the height increases may slightly increase construction activities, other modifications may slightly reduce construction activities. In any event, the overall amount of development and number of residential units at CP would be consistent with that analyzed in the FEIR such that no significant increase in construction activities would be expected from the Project modifications. Additionally, the minor increases in construction activities would be done by workers already working on the site and thus would not generate additional workers. Consequently, there would be no increase in the demand for public services. Therefore, the proposed Project modifications would not change or alter the FEIR's findings with respect to public service impacts. Project impacts would remain less than significant or less than significant with mitigation and no new mitigation measures would be required. Additionally,

the FEIR public service cumulative impact conclusions would continue to be less than significant except for the Project's contribution of significant impacts on police services.

4.15 Recreation

The FEIR determined that the Project would result in the following level of impacts: (1) RE-1, less than significant impacts as construction of the parks, recreational uses, and open space proposed by the Project would not result in substantial adverse physical environmental impacts beyond those analyzed and disclosed in the EIR; (2) RE-2, less than significant impacts, with implementation of mitigation measures, as implementation of the Project would not increase the use of existing parks and recreational facilities that would cause the substantial physical deterioration of the facilities to occur or to be accelerated, nor would it result in the need for, new or physically altered park or recreational facilities; (3) RE-3, less than significant impacts, as implementation of the Project would decrease the size of Candlestick Point State Recreation Area (CPSRA) but would not, overall, adversely affect the recreational opportunities offered by that park, nor would it substantially adversely affect windsurfing opportunities at the Project site; and (4) less than significant cumulative recreation impacts.

Tower Relocations

The FEIR and 2010 Project approvals included the towers proposed for relocation, thus the towers are not a new Project element. The proposed tower relocations would occur in areas planned for development and would not affect the location, amount, use, or type of park and open space approved within the Project. Additionally, the proposed tower relocations would not affect plans for the reconfiguration and improvement of the CPSRA and would not affect use of the park. The CPSRA General Plan as amended in 2013 acknowledges that the park is located in an intensely urban area surrounded by industrial and residential uses, and, formerly, the stadium. (See Exhibit L.) The State Park and Recreation Commission Resolution 1-2013 acknowledged that "the Park is located in an urban area surrounded by the proposed Candlestick Point-Hunters Point Shipyard Phase II project, which will dramatically alter the neighborhood surrounding the park, replacing the existing Candlestick Park stadium, vacant lands and other areas with a large mixed use development." (See Exhibit L.) The CPSRA General Plan describes the vision and role of the park as "an urban state park" where its "urban edge is as long as its shoreline, with CPSRA as the intermediary where these very different environments meet and blend." (See Exhibit L.) The Plan notes that the "proposed redevelopment surrounding the park will greatly change the character of the urban edge. The park will provide a 'green front lawn' for the planned community of townhomes, high rises, and shopping districts. There will be many more people visiting the park, looking to enjoy the incredible water's edge recreation, as well as contact with nature and a respite from city life. Thus, future development of the park must carefully navigate this intermediary nature between the city and shoreline edges. CPSRA's spirit of place will continue to evolve, as a gradient of these urban and natural experiences." (See Exhibit L.) Thus, the State Park and Recreation Department, in establishing goals and objectives for the park, has recognized that the park must be designed to function with the development. As such, the new surrounding development would be compatible with

its recreational goals for the park. The tower relocations will change the location of three towers but not the overall planned development and the development and park would remain compatible.

Towers J and K would be relocated within Candlestick Point South. (Exhibit C.) These towers would move approximately 100 feet closer to the CPSRA, but this relatively modest change would not be noticeable in the context of the larger development. Intervening development with lower heights in Candlestick Point South would continue to separate the towers from the CPSRA. Thus, the modest relocation of these towers would not adversely affect use of the CPSRA.

As shown on Exhibit K, p.1, Tower G would be a minimum of 600 feet from the closest point to one corner of CPSRA in the area known as the "Last Port" which parallels Harney Way. The relocated Tower G would be approximately 1,860 feet from the area of the park known as "Wind Meadow" and 1,682 feet from the area known as the Last Rubble." (Exhibit K, p.1). Given these distances from the CPSRA, the dense urban context that would be created by the approved Project, the intervening streets (Harney Way and Arelious Walker), landscaping and other development (CP south) between this tower and the park, the relocation of Tower G would not interfere with use of CPSRA. Tower G would be part of the large, dense CP Center and would fit within the urban context approved for development adjacent to the CPSRA. Moreover, Tower G would be located on a site formerly occupied by the football stadium, which was a dominant feature near the CPSRA and visible from many areas in the CPSRA. (Exhibit K, pp.1-4.) Scenic views from the park to the water would not be affected by the relocated Tower G, which would be located behind the viewer. Thus, the proposed location of Tower G would not contribute to the deterioration or degradation of the CPSRA or reduce it recreational opportunities.

Height Increases

The proposed modifications to allow modest height increases at CP Center would not result in any changes to the overall location of the Project, the overall extent of construction or operational activities, the nature of the Project land uses, or the overall number of housing units or an increase in the square footage of commercial development. Development would continue to occur on the same areas of the site analyzed for development in the FEIR. The proposed height increases are modest and would be limited to the CP Center so that no height increases are proposed near the CPSRA. No changes to the Project's park and open space system are proposed. These proposed changes would not affect the use of the CPSRA or any of its improvements.

Relocation of Displaced On-Street Parking Spaces to the CP Center Garage; Change in Phasing of Harney Way Off-Site Improvements; Revisions to Configuration of Gilman Avenue

These proposed modifications would have not affect recreation areas and do not implicate the FEIR recreation significance criteria.

Consequently, the relocated towers would not result in new significant impacts or a substantial increase in the severity of previously identified significant impacts related to recreation. No new

mitigation measures would be required. Additionally, with the relocated towers, the FEIR recreation cumulative impact conclusions would not change.

4.16 Utilities

The FEIR determined that the Project would result in the following level of impacts: (1) UT-1, less than significant impacts regarding the need for new or expanded water entitlements and resources; (2) UT-2, less than significant impacts, with implementation of mitigation measures, regarding the need for construction of new or expanded water treatment or conveyance facilities; (3) UT-3, 3a, 3b, less than significant impacts, with implementation of mitigation measures, regarding the need for expansion of off-site wastewater conveyance facilities; (4) UT-4, less than significant impacts regarding the potential to exceed wastewater treatment requirements of the Regional Water Quality Control Board; (5) UT-5, 5a, 5b, less than significant impacts, with implementation of mitigation measures, regarding construction-related solid waste generation; (6) UT-6, 6a, 6b, less than significant impacts regarding disposal of construction-related hazardous waste; (7) UT-7, 7a, 7b, less than significant impacts, with implementation of mitigation measures, regarding operational solid waste generation; (8) UT-8, 8a, 8b, less than significant impacts regarding disposal of operational generated hazardous waste; (9) UT-9, less than significant impacts, with implementation of mitigation measures, regarding compliance with solid waste regulations; (10) UT-10, less than significant impacts regarding dry utility infrastructure and service capacity; (11) less than significant cumulative utility impacts.

Proposed Modifications

The proposed Project modifications would not result in changes to the overall location of the Project, the overall extent of operational activities, the nature of the Project land uses, the overall number of housing units or an increase in the square footage of commercial space, or overall Project population and employment projections (as discussed above). Although the height increases may slightly increase construction activities, these potential construction increases would be offset by the net reduction in office space which would reduce overall construction. Additionally, the minor increases in construction activities would be done by workers already working on the site and thus would not generate additional workers. Consequently, there would be either minor or no increase in the demand for utility services from construction or operational activities. Therefore, the proposed Project modifications would not alter the FEIR's findings with respect to utility service impacts. Project impacts would remain less than significant or less than significant with mitigation and no new mitigation measures would be required. Additionally, the FEIR utility cumulative impact conclusions would remain less than significant.

4.17 Energy

The FEIR determined that the Project would result in the following level of impacts: (1) ME-1, less than significant impact from energy use during construction; (2) ME-2, less than significant impacts, with implementation of mitigation measures, from the use of large amount of electricity in a wasteful manner for the operation of buildings constructed under the Project; (3) ME-3, less than significant

impacts, with implementation of mitigation measures, from the use of large amount of natural gas in a wasteful manner for the operation of buildings constructed under the Project; (4) ME-4 less than significant impacts, with implementation of mitigation measures, from the use of large amount of energy in a wasteful manner for vehicle trips associated with the Project; and (5) less than significant cumulative impacts related to energy use during project construction and operation.

Proposed Modifications

The proposed Project modifications would not result in changes to the overall location of the Project, the overall extent of operational activities, the nature of the Project land uses, the overall number of housing units or an increase in the square footage of commercial space, or overall Project population and employment projections (as discussed above). Although the height increases may slightly increase construction activities, these potential construction increases would be offset by the net reduction in office space which would reduce overall construction. Additionally, any potential minor increases in construction activities would be done by workers already working on the site and thus would not generate additional workers. Although some of these changes may slightly increase energy use and some may slightly decrease energy use, on balance Project energy use would be substantially as estimated in the FEIR because the proposed Project modifications are not the type or scale of modifications that would substantially affect energy use. Therefore, the proposed Project modifications would not change the FEIR's findings with respect to energy impacts. All Project energy impacts would remain less than significant or less than significant with mitigation and no new mitigation measures would be required. Additionally, the FEIR energy cumulative impact conclusions would remain less than significant.

4.18 Greenhouse Gas Emissions

The FEIR determined that the Project would result in the following level of impacts: (1) GC-1, less than significant impact, as the Project would not result in a substantial contribution to global climate change by increasing GHG emissions in a manner that conflicts with the state goal of reducing GHG emissions in California to 1990 levels by 2020 (e.g., a substantial contribution to global climate change) or conflict with the San Francisco's Climate Action Plan by impeding implementation of the local GHG reduction goals established by the San Francisco 2008 Greenhouse Gas Reduction Ordinance; (2) less than significant cumulative greenhouse gas emissions impacts.

Ramboll Environ reviewed the proposed Project modifications for consistency with the FEIR air quality findings and the discussion below reflects their analysis and conclusions. (See Exhibit P.)

Tower Relocations

Ramboll Environ reviewed the proposed tower relocations and determined that the relocation of three towers would not affect the analysis of greenhouse gas (GHG) emissions in the FEIR because the overall square footage of the Project would not be increased.

Height Increases

Ramboll Environ reviewed the proposed increase in maximum building height for three locations in CP Center and determined that this modification would not affect the analysis of GHG emissions in the FEIR because, while the massing of the buildings would increase, the overall square footage of the Project would not be increased. Because the models used in the FEIR to estimate construction emissions are based on square footage; there would not be a material difference in the way the emissions are estimated. Therefore, this Project revision would not change the analysis in the FEIR.

Conversion of Office Space to Neighborhood Retail Space

Ramboll Environ evaluated whether this conversion of office use to neighborhood retail use would increase the GHG emissions findings in the FEIR. To evaluate the minimum size of office land use to be converted to 6,000 square feet of neighborhood retail without increasing the total Project operational GHG emissions, Ramboll Environ estimated the 2020 GHG emissions associated with proposed 6,000 square feet of neighborhood retail using CalEEMod®. The mobile source emission factors generated using California Air ARB's EMFAC2014 model are used to replace the CalEEMod® default as discussed in the Air Quality section above. In addition, the GHG emissions associated with energy incorporate the 2013 California Building Energy Efficiency Standards (Title 24) and Pacific Gas and Electric's 2020 carbon intensity factor.

The Project GHG emissions presented in the FEIR were calculated for year 2020. In the analysis for this Addendum, Ramboll Environ determined the minimum square footage of the previously approved office land use that would require removal from the Project to ensure that the proposed increase in neighborhood retail would not increase Project GHG emissions. The land use GHG emissions for this analysis are calculated using the same methodology presented in F E I R Appendix S (Climate Change Technical Report). As presented in Exhibit P, Table 2, adding 6,000 square feet local-serving retail development to the Project without increasing the GHG emissions previously estimated in the FEIR would require a removal of at least 9,200 square feet of previously approved office land use. The CalEEMod® default trip rates does not reflect low trip generation rate due to the nature of the development plan. Therefore, the estimated GHG emissions for the proposed local-serving retail are conservative. Since the office use would be reduced by 15,500 square feet, no increase in GHG emissions above the emissions estimated in the FEIR would occur with this modification.

The construction emissions presented in the FEIR were calculated based on the Project specific construction schedule and equipment list. It is reasonable to assume the proposed neighborhood retail would be constructed over the same construction duration with the same equipment list. In addition, based on the GHG emission comparison discussed above, the equivalent local-serving retail would be smaller in size than the office space proposed for removal/conversion. Therefore, converting office space to neighborhood-retail space would not generate increased GHG emissions associated with the construction activities analysis presented in the EIR.

Relocation of On-Street Parking Spaces to CP Center Garage

The proposed relocation of certain on-street parking to the CP Center garage is expected to have negligible effect on construction activity, because the overall building envelope of the CP Center garage either would not change from the garage size anticipated in the EIR. Consequently, there would be no change in the overall GHG emissions from that evaluated in the EIR.

Change in Phasing of Harney Way Off-Site Improvements

This proposed modification results from the need to bifurcate construction on Harney Way into two phases in order to harmonize phasing with other transportation improvements planned for this area. This proposed modification would not change the overall work planned for the Harney Way improvements; it would spread the same amount of work spread over a longer time. Because this proposed modification only divides the Harney Way improvements into two phases and does not increase the amount of activity, there would be no change to the GHG emissions.

Revisions to Configuration of Gilman Avenue

The original cross-section proposed to widen the Gilman to accommodate two lanes in each direction, whereas under the revised proposal there will be one lane in each direction plus a left turn lane in the middle – the curb to curb width will be 49 feet 9 inches instead of 56 feet. This modification reflects a reduction in construction activity (i.e., building a smaller roadway) that was analyzed in the FEIR. Consequently, there would be no increase in the overall GHG emissions from this proposed modification.

Accordingly, there would be no new impacts or increases in the severity of previously identified impacts related to greenhouse gas emissions and no new mitigation measures would be required. The impacts would remain less than significant, and no new mitigation measures would be required. Additionally, the FEIR greenhouse gas emissions cumulative impact conclusions would remain less than significant.

5. Conclusion

Based on the foregoing, OCII concludes that the analysis and conclusions reached in the FEIR certified on June 3, 2010 remain valid, and that no supplemental environmental review is required for the proposed modifications to the Project. The modified Project would neither cause new significant impacts nor result in the substantial increase in the severity of previously identified significant impacts, and no new mitigation measures would be necessary to reduce significant impacts. No changes have occurred with respect to circumstances surrounding the Project that would cause significant environmental impacts to which the modified project would contribute considerably, and no new information has been put forward which shows that the modified Project would cause significant environmental impacts. Consequently, the Project changes do not require major revision of the FEIR, and the project sponsors may implement the proposed modifications without additional CEQA review,

consistent with California Public Resources Code Section 21166 and California Code of Regulations (CEQA Guidelines) Section 15164. Therefore, no supplemental environmental review is required beyond this Addendum.

Date of Determination:

2-22-16

I do hereby certify that the above determination has been made pursuant to state and local requirements.

Tiffany Bohee
Executive Director
Office of Community Investment and Infrastructure