

Transbay Project Description

The Transbay Redevelopment Project Area was adopted in 2005 and consists of approximately 40 acres in downtown San Francisco surrounding the new Transbay Transit Center, which is currently under construction by the Transbay Joint Powers Authority (“TJPA”). The Transbay Redevelopment Project Area goals include the development of: 1) the new, multi-modal Transbay Transit Center and related public infrastructure; 2) a new, transit-oriented neighborhood on approximately 10 acres of publicly-owned property, most of which was formerly owned by the State of California; and 3) approximately 1,400 affordable housing units, or 35 percent of the new residential units constructed in the Transbay Redevelopment Project Area. The San Francisco Office of Community Investment and Infrastructure (“OCII”) acts as the master developer for most of the formerly State-owned parcels in the Transbay Redevelopment Project Area, issuing requests for proposals and selecting developers to construct the improvements, as specified in the Redevelopment Plan for the Transbay Redevelopment Project Area and related documents.

The new, transit-oriented neighborhood that will be developed by OCII on the 10-acres of formerly State-owned property in the Transbay Redevelopment Project Area will consist of more than 3,500 new housing units, including approximately 1,400 affordable units, nearly 2 million square feet of new commercial space, and approximately 4 acres of new public open space. In addition, the new Transbay Transit Center site will include a 5.5-acre rooftop park and a 1.4 million-square-foot office tower. The development program for the Transbay Redevelopment Project Area embodies a balanced approach to density, with office and residential towers spaced apart to protect views and sunlight, and retail and townhouses to maintain visual interest at the ground level. The program includes significant widening and improvement of sidewalks, conversion of Folsom Street to two-way traffic, and reconfiguration of an Interstate 80 off-ramp, all with the goal of creating a safe and attractive pedestrian environment.

The TJPA is responsible for planning, constructing and eventually operating the new Transbay Transit Center. OCII is charged with implementing the Redevelopment Plan pursuant to its enforceable obligations, including: 1) the 2008 Tax Increment and Sales Proceeds Pledge Agreement between OCII, the City and County of San Francisco and the TJPA, which irrevocably commits land sale and tax increment revenue from formerly State-owned parcels for the Transbay Transit Center; 2) the 2006 Transbay Redevelopment Project Implementation Agreement between OCII and the TJPA, which requires OCII to prepare and sell, with TJPA reimbursement of staff costs, the formerly State-owned parcels and to construct and fund new infrastructure improvements (such as parks and streetscapes) and affordable housing obligations; and 3) AB 812 (codified in Section 5027.1 of the California Public Resources Code), which mandates that 25 percent of the residential units developed in the Project Area shall be available to low-income households and an additional 10 percent shall be available to moderate-income households. On April 15, 2013, the California State Department of Finance issued a Final and Conclusive Determination under California Health and Safety Code § 34177.5 (i), that the Pledge Agreement, the Implementation Agreement, and the AB 812, are enforceable obligations of OCII.

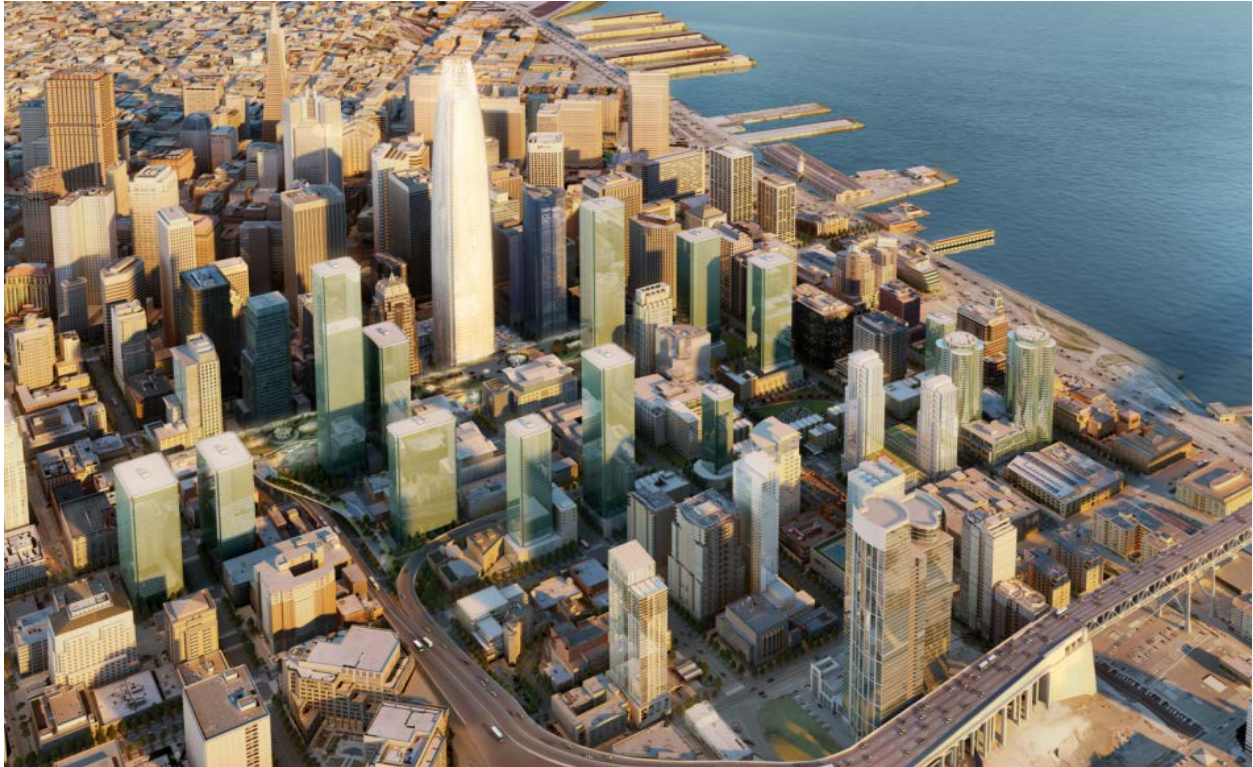
Phase 1 of the Transbay Transit Center, including the above-ground bus station and the box for the below-ground train station, is under construction and is scheduled to be completed in 2017. The City has approved a Mello-Roos community facilities district that will provide funding for the TTC and other infrastructure costs.

Regarding the publicly owned parcels over which OCII has jurisdiction, one is fully complete, one is nearly complete and six of the publicly-owned parcels in the Project Area are in various stages of development and pre-development:

Per the Implementation Agreement, OCII is also developing infrastructure plans for the new neighborhood, including new streetscape improvements on Folsom Street and two major new public parks within the Project Area, and the recently completed reconfiguration of the Folsom Street freeway off-ramp.

Additional information about the Transbay development program and process, public benefits, and specific information about the various publicly owned parcels is included below.

Transbay Project Area



Transbay Development Program/ Public Benefits



Develop a new downtown neighborhood to:

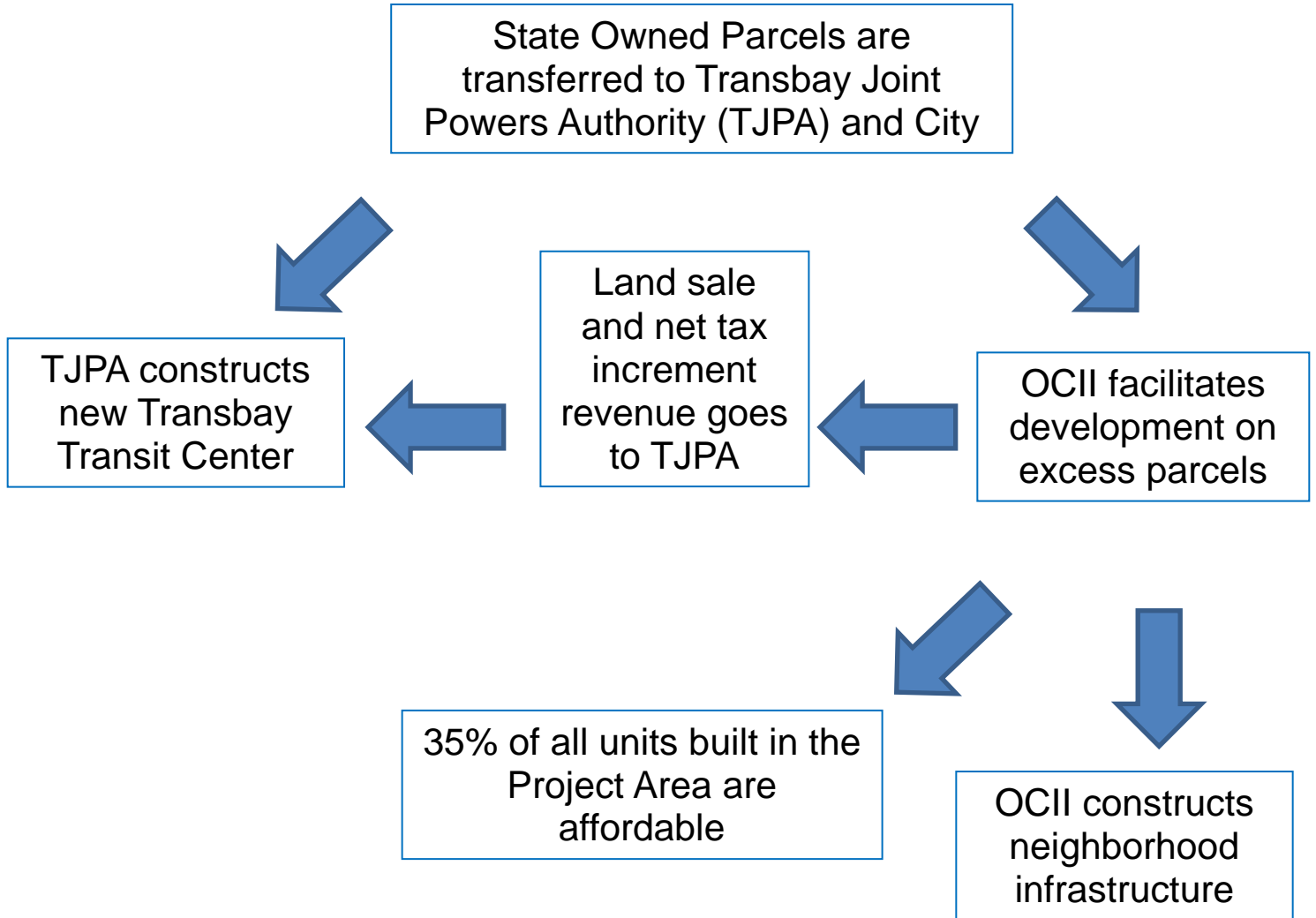
- Help address City's housing demand
- Create high density, pedestrian oriented, mixed use community
- Provide financial support to new Transbay Transit Center
- Publicly-Owned Parcels (site of former freeway)
- Over 3,400 new residential units (including over 1,200 affordable units, or 35% total)
- Over 2.6 million square feet of new office development
- 200,000 square feet of new retail space
- 9 acres of new parks, including 5.5-acre rooftop park on the Transbay Transit Center

Transbay Enforceable Obligations



- **Tax Allocation Pledge Agreement (TJPA, City, Agency)**
Pledges all of the sales proceeds and net tax increment generated by the State-Owned Parcels to the TJPA.
- **Implementation Agreement**
Requires OCII to execute all activities related to the implementation of the Redevelopment Plan, including streetscape and open space improvements, sale of the State-Owned Parcels, and development of affordable housing.
- **AB 812**
Requires 35% of housing units be affordable.

Public Parcel Development Process



Transbay Project Status

Parcel T



Developer: Boston Properties/Hines

Land Price: \$195 million

Land Sale Date: March 2013

Office: 1.4 million square feet

Retail: 10,000 square feet

Market Rate Units: N/A

Affordable Units: N/A

Construction Start: 2014

Construction Completion: 2017

Transbay Project Status

Block 5



Developer: Golub Real Estate Corp./The John Buck Company

Land Price: \$172.5 million

Land Sale Date: September 2015

Office: 766,745 square feet

Retail: 8,642 square feet

Construction Start: 2016

Construction Completion: 2019

Future RFP's

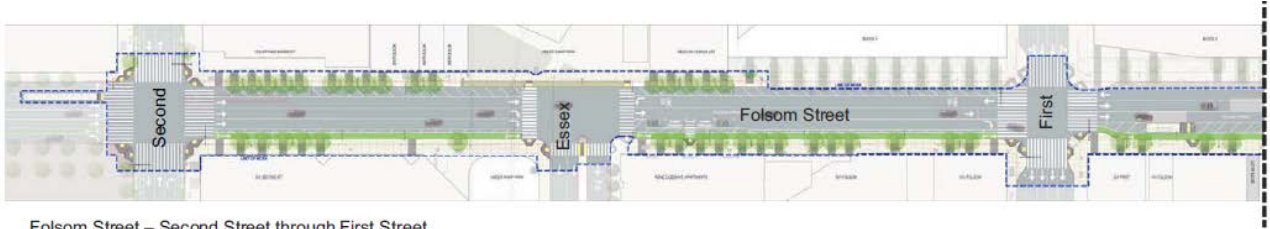
Future Housing RFP's



- Block 2 – 2017
- Block 4 – 2016

Streetscape/Open Space Plan

Folsom Streetscape



Folsom Street – Second Street through First Street



Folsom Street – Fremont Street through Spear Street

- New, widened sidewalks and pedestrian-oriented alleys
- Ground-floor retail on Folsom Street

Under Ramp Park



Transbay Park

