

## RESOLUTION NO. 84-2006

*Adopted June 20, 2006*

### **CONDITIONALLY APPROVING THE MAJOR PHASE FOR BLOCKS 29 – 32 IN THE MISSION BAY SOUTH REDEVELOPMENT PROJECT AREA, PURSUANT TO THE OWNER PARTICIPATION AGREEMENT WITH FOCIL- MB, LLC AND ADOPTING ENVIRONMENTAL FINDINGS PURSUANT TO THE CALIFORNIA ENVIRONMENTAL QUALITY ACT; MISSION BAY SOUTH REDEVELOPMENT PROJECT AREA**

#### **BASIS FOR RESOLUTION**

1. On September 17, 1998, by Resolution No. 190-98, the Redevelopment Agency of the City and County of San Francisco (“Agency”) approved the Redevelopment Plan for the Mission Bay South Redevelopment Project Area (“Plan”). On the same date, the Agency adopted related documents, including Resolution No. 193-98 authorizing execution of an Owner Participation Agreement (“South OPA”) and related documents between Catellus Development Corporation, a Delaware corporation (“Catellus”), and the Agency. On November 2, 1998, the San Francisco Board of Supervisors, by Ordinance 335-98, adopted the Plan. The Plan and its implementing documents, as defined in the Plan, constitute the “Plan Documents.”
2. The Plan and the Plan Documents, including the Design Review and Document Approval Procedure, designated as Attachment G to the South OPA (“DRDAP”), provide that development proposals in Mission Bay South will be reviewed and processed in “Major Phases,” as defined in and consistent with the Plan and the Plan Documents. Submission of design plans and documents for any specific building (“Project”) must be consistent with the requirements established for each Major Phase. The DRDAP sets forth the review and approval process for Major Phases and Projects.
3. On September 17, 1998, the Agency adopted Resolution No. 182-98 which certified the Final Subsequent Environmental Impact Report (including any addenda thereto, hereinafter collectively referred to as the “FSEIR”) as a program EIR for Mission Bay North and South pursuant to the California Environmental Quality Act (“CEQA”) and State CEQA Guidelines section 15180. On the same date the Agency also adopted Resolution No. 183-98, which adopted environmental findings (and a statement of overriding considerations), in connection with the approval of the Plan and other Mission Bay project approvals. The San Francisco Planning Commission (“Planning Commission”) certified the FSEIR by Resolution No. 14696 on the same date. On October 19, 1998, the Board of Supervisors adopted Motion No. 98-132 affirming certification of the FSEIR by the Planning

Commission and the Agency, and Resolution No. 854-98 adopting environmental findings and a statement of overriding considerations.

4. Catellus, the original master developer of the Mission Bay North and South Redevelopment Project Areas, has sold most of its remaining undeveloped land in Mission Bay to FOCIL-MB, LLC, ("FOCIL-MB"), a subsidiary of Farallon Capital Management, LLC, a large investment management firm. The sale encompasses approximately 71 acres of land in Mission Bay, and the remaining undeveloped residential parcels in Mission Bay South. FOCIL-MB has assumed all of Catellus's obligations under the South OPA and the Agency's Owner Participation Agreement for Mission Bay North (collectively, the "OPAs"), as well as all responsibilities under the related public improvement agreements and land transfer agreements with the City and County of San Francisco. FOCIL-MB will be bound by all terms of the OPAs and related agreements, including the requirements of the affordable housing program, equal opportunity program, and design review process.
5. As permitted under the South OPA, Alexandria Real Estate Equities ("Developer") purchased Blocks 29 -- 32 from FOCIL-MB. Developer will be bound by all relevant terms of the South OPA and related agreements, including the requirements of the equal opportunity program and design review process.
6. Pursuant to the Plan and Plan Documents, including the DRDAP, Developer submitted a major phase application for Blocks 29 - 32 on May 9, 2006 and on May 30, 2006 submitted a revised, final major phase application dated May 25, 2006 (the "Blocks 29 - 32 Major Phase").
7. Agency staff has reviewed the Blocks 29 - 32 Major Phase submitted by Developer, finds it acceptable and recommends approval thereof, subject to the resolution of certain conditions.
8. The FSEIR is a program EIR under CEQA Guidelines Section 15168 and a redevelopment plan EIR under CEQA Guidelines Section 15180. Approval of the Blocks 29-32 Major Phase is an undertaking pursuant to and in furtherance of the Plan in conformance with CEQA Section 15180 ("Implementing Action").
9. Agency staff, in making the necessary findings for the Implementing Action contemplated herein, considered and reviewed the FSEIR and has made documents related to the Implementing Action and the FSEIR files available for review by the Agency Commission and the public, and these files are part of the record before the Agency Commission.
10. The FSEIR findings and statement of overriding considerations adopted in accordance with CEQA by the Agency Commission by Resolution No. 183-98 dated September 17, 1998, were and remain adequate, accurate and objective and are incorporated herein by reference as applicable to the Implementing Action.

## FINDINGS

The Agency finds and determines that the Blocks 29-32 Major Phase submission is an Implementing Action within the scope of the Project analyzed in the FSEIR and requires no additional environmental review pursuant to State CEQA Guidelines Sections 15180, 15162 and 15163 for the following reasons:

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

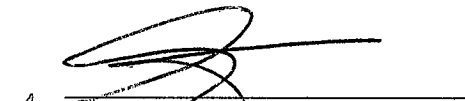
## RESOLUTION

**ACCORDINGLY, IT IS RESOLVED** by the Redevelopment Agency of the City and County of San Francisco (1) that it has reviewed and considered the FSEIR findings and statement of overriding considerations and hereby adopts the CEQA Findings set forth in Resolution No. 183-98 incorporated herein and those set forth above; and (2) that the Blocks 29 - 32 Major Phase is hereby approved pursuant to the Mission Bay South Owner Participation Agreement with FOCIL-MB, subject to the following program and design requirements being addressed in future schematic design proposals for individual buildings on Blocks 29 – 32:

1. The program of uses for parcels 29a and 31a shall contain at a minimum 10,000 square feet of publicly accessible retail space along Third Street.
2. Access to the loading areas and service yards proposed for Blocks 30 and 32 shall be designed to minimize the disruption to the pedestrian realm and maximize the safety of pedestrians traveling in the east-west pedestrian easement.

3. The design of the walking/jogging path on 16th Street along Blocks 31 and 32 shall be consistent with the path already installed on 16th Street along the UCSF campus, in terms of landscaping, materials and public facilities.
4. The ground floor treatment of future buildings proposed in Blocks 29 – 32 shall be consistent with the Mission Bay South Design for Development standards related to street frontage, building height and form and architectural details in order to insure a pedestrian-oriented environment at the street level.
5. The building elevations fronting the east-west pedestrian easement shall be well-articulated and visually interesting to create a pedestrian-friendly environment.
6. The schematic designs for the building elevations on Blocks 30 and 32 along Terry Francois Boulevard shall incorporate full or partial setbacks on their upper floors.
7. The permitted number of parking spaces shall reflect the actual final uses of the individual buildings.
8. A concept design for P22, the Bayfront Park, shall be submitted to the Agency within six months of the Commission's action on the Blocks 29 – 32 Major Phase application.

**APPROVED AS TO FORM:**

  
James B. Morales  
Agency General Counsel