



122-0032023-002

Agenda Item **No. 5(d)**  
Meeting of June 6, 2023

## MEMORANDUM

**TO:** Community Investment and Infrastructure Commissioners

**FROM:** Thor Kaslofsky, Executive Director

**SUBJECT:** Conditionally approving the Schematic Design for Under Ramp Park; adopting environmental findings pursuant to the California Environmental Quality Act; and providing notice that this action is within the scope of the Transbay Terminal/ Caltrain Downtown Extension/ Redevelopment Project Final Environmental Impact Statement/ Environmental Impact Report ("FEIS/EIR"), a program EIR, and is adequately described in the FEIS/EIR for purposes of the California Environmental Quality Act; Transbay Redevelopment Project Area

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## EXECUTIVE SUMMARY

Under Ramp Park ("URP" or "Park") is a proposed 2.5-acre public open space that spans north-south from Howard Street to Folsom Street, and east-west from First Street to Essex Street in the Transbay Redevelopment Project Area. It would be situated below the Interstate 80 Fremont Street off-ramp and the Transbay Transit Center bus ramp with approximately 25% of the site open to the sky. One portion of the site of the proposed park is owned by the Transbay Joint Powers Authority ("TJPA") and the other portion is owned by the California Department of Transportation ("Caltrans"). The Successor Agency Commission ("Commission") approved, by Resolution No. 2-2022 (Jan. 18, 2022), a non-binding term sheet describing the roles and responsibilities of the various agencies involved in the development and operation of URP (the "Term Sheet") (Attachment 1). Under the Term Sheet, the TJPA would continue to own most of URP and would lease remaining portions of the site from Caltrans for the purpose of developing URP. The Office of Community Investment and Infrastructure ("OCII") would fund, by issuing bonds, the construction of the URP improvements, which would be owned by the TJPA. The East Cut

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Community Benefit District (“ECCBD”) would manage the URP and fund the maintenance and operations through fundraising. OCII has no obligation or authority to fund ongoing maintenance. The next step in the predevelopment of URP is approval of a schematic design, which proposes landscaped and seating areas, two proposed buildings for future concession opportunities, a garden with games, sports courts, a two-way cycle track, a large dog park, and streetscape improvements along Folsom, Clementina, Tehama, and Howard Streets. See site plan from URP schematic design (Attachment 2).

*OCII staff recommends conditional approval of the URP Schematic Design.*

## **DISCUSSION**

In 2005, the Board of Supervisors of the City and County of San Francisco (the “City”) adopted the Transbay Redevelopment Plan (“Plan”) to redevelop the Transbay Redevelopment Project Area (“Project Area”) and to generate funding from the development of 10 acres of State-owned property to provide funding for the construction of the Transbay Terminal Project, which includes the completed Salesforce Transit Center (“STC”) and a future underground train connection to the existing rail lines at 4<sup>th</sup> Street and Townsend.

In 2005, the Redevelopment Agency of the City and County of San Francisco (“Former Agency”) and the TJPA entered into the Transbay Redevelopment Project Area Implementation Agreement (“Implementation Agreement”), which required, among other things that the Former Agency “execute all activities related to the implementation of the Plan, including...activities related to major infrastructure improvements.” (After dissolution of the Former Agency, the California Department of Finance (“DOF”) finally and conclusively determined that the Implementation Agreement was an enforceable obligation of OCII.)

The Plan, the 2003 Transbay Redevelopment Project Area Design for Development (“Design for Development”), the accompanying Development Controls and Design Guidelines for the Transbay Redevelopment Project (“DCDG”), and the 2006 Transbay Streetscape and Open Space Concept Plan (“Streetscape and Open Space Plan”) include an open space network of parks, plaza and recreation facilities. In particular, the Design for Development and Streetscape and Open Space Plan identify, as public open space, the under-ramp areas of the rerouted Caltrans Fremont Street offramp from the Bay Bridge and the new TJPA bus ramp with public open space. These underutilized under ramp areas were envisioned as a major north-south pedestrian and bikeway axis through the Transbay neighborhood, to the STC. In 2012, the City’s rezoning of certain Transbay areas incorporated these open space areas into its Transit Center District Plan (“TCDP”).

### Inter-Agency Collaboration

The URP is an inter-agency collaboration among the TJPA, Caltrans, OCII, ECCBD, and the City (collectively, the “Public Agencies”). The specific roles of the Public Agencies, as described in the Term Sheet, are as follows:

- TJPA – Owner of the Future Park improvements, co-owner of the URP site, and lessee of the portions of the URP site owned by Caltrans;
- Caltrans – Property co-owner and lessor of its land under the Fremont Street off-ramp to the TJPA;
- OCII – Funder and manager of the design and construction of the Park;
- ECCBD – Property manager on behalf of TJPA, of future URP with responsibility for fundraising, operations, and maintenance; and
- City - Possible construction manager through the Department of Public Works issuing bid documents and overseeing construction.

As the Park’s property manager and operator, the ECCBD will perform robust outreach to the City’s small business community and make good faith efforts to lease the URP’s commercial and/or retail spaces to such businesses.

### History of Design Work

In July 2011, the Former Agency entered into an agreement with Conger Moss Guillard Landscape Architecture (“CMG”) to complete design documents for select elements of the Streetscape and Open Space Plan including the underutilized under ramp areas beneath the Caltrans and TJPA off-ramps from the Bay Bridge, as well as streetscape improvements to Folsom and Essex Streets. Between 2011 and 2013 CMG, aided by the civil engineering firm ARUP, developed a Concept Design for the Park (the “Concept Design”), which the Commission approved by Resolution No. 26-2013 (June 4, 2013).

### Schematic Design Overview

Surrounded by high-density residential and commercial uses, the Park will provide valuable green and gathering space for this urban neighborhood. The Park site, primarily located below the TJPA and Caltrans ramps, is approximately 25% open to the sky. The Park design concept was informed by three key goals:

1. Improve the connectivity between Rincon Hill neighborhood to the south and the new STC to the north by creating a stronger pedestrian and bicycle network.
2. Foster community for an emerging new neighborhood around the STC.
3. Create a destination in the neighborhood and San Francisco by creating a unique public amenity that will attract people from all over the City.

TJPA’s downtown rail extension project (“DTX”) which will extend Caltrain commuter rail from its current terminus at Fourth and King Streets, including the future high-speed rail service to the STC may require a certain portion of the Park site for construction staging. Based on its preliminary DTX schedule the TJPA anticipates it could need staging space within the URP site for as long as the first five years (approximately 2025 – 2030) of DTX’s construction. OCII staff and CMG have identified the Park’s northern-most block, between Tehama and Howard Streets as the optimal site for the future DTX

construction staging because its programming, consisting of bicycle and pedestrian throughway connections to Howard Street along with landscaped areas, represents the section of the Park with the least amount of active recreation and commercial uses. Additionally, this portion of the Park can easily be completed post DTX construction staging. This staging, if needed, is critical to DTX's completion and is not planned to impact the overall Park completion. The TJPA DTX team is currently evaluating its staging space needs and this will be a point of coordination going forward with OCII, the design team, and ECCBD.

The Park includes a variety of complementing open spaces, plazas, walking paths, amenities and building uses. Some of the prominent features include:

- A 22,000 square foot dog park, for both large and small dogs
- A 14,000 square foot concession garden with an 880 square foot concession building
- A 5,550 square foot two-story pavilion building with an indoor community room that can open out to the flex lawn outside on the building's lower level, and park-serving retail space and plaza on the upper level at Folsom Street.
- A 10,200 square foot Sports Court and separate adult fitness area.
- A north-south pedestrian pathway and an adjacent two-way protected bicycle facility connecting the Folsom Street bicycle lanes with the existing STC bicycle facility and planned bicycle lanes at Howard Street.

#### Advancing the Concept Design

- The Schematic Design further refined some of the key design elements in the Concept Design with feedback from the agencies and the CAC, including:
  - Expansion and reallocation of some of the Park's program elements.
  - Removal of the Essex Street hillside park area from the program.
  - Relocating the dog park from the hillside to the Caltrans parcel.
  - Moved play zone from the Caltrans parcel to the Block 3 Park.
  - Expanded the building program by converting the two small one-story temporary structures below the ramps to a formal one-story Concession Building in the open area free of ramps.
  - Adding a small second story addition to the Pavilion Building fronting Folsom Street.
  - Various minor landscape refinements included the addition of terraced seating along the curved pedestrian ramps at the green space between Folsom and Clementina Streets

#### Public Seating and Pathways

The Park provides abundant opportunities for both formal and informal public seating in each of the areas. Formal seating in the form of picnic tables is located under the "oculus" (a circular opening of the bus ramp system) to maximize enjoyment of sun and is in close proximity to food and beverages from the concession building and outdoor leisure games area. Informal seating is provided via open grassy areas and stepped seating in the slopes near the pavilion building as well as along the stretches of concrete benches lining up the north-south pedestrian paths connecting from Folsom to the STC. Accessible public seating is located throughout the Park. Additional public seating will be provided by two integrated plaza areas, an existing plaza managed by 33 Tehama project and a future plaza managed by future development at 555 Howard.

### Park Planting

The Park features three types of plantings, each selected to sustain the conditions to shade and limited exposure to sunlight and providing bold forms and textures in a lush environment. Two of the areas are along the North and West walls which feature tall planting serving to screen high walls of buildings. The third central area includes year-round blooms and other low planting selected to maintain site lines throughout the park.

### Grading

The Project takes advantage of the existing sloped grade from Folsom to Howard Street by using a variety of elevation transition features such as ramps, stairs, and recreational slides. All Park and building areas will be fully accessible to all members of the community.

### Sports Court

The Park features an enclosed multi-sports court at its southern end at the corner of Folsom and Essex Streets. The space features a variety of sports and equipment including basketball hoops, ping-pong tables, pickleball, as well as open areas for informal soccer, hockey, and adult fitness programs.

### Pavilion Building

The Park proposes an approximately 5,550-square-foot, two-story building at Folsom Street and abutting the masonry side wall of the Consulate General of Mexico building. The lower floor will accommodate a combination of offices for the ECCBD's staff as well as a flex space for community meetings. The building also includes accessible public restrooms, ECCBD storage, and a trash room. The upper level will include up to three kitchens and a combination of enclosed and open-to-air seating areas within a new plaza fronting Folsom Street. On the lower level, the building façade includes wide openings to allow the community spaces to expand into the adjacent open turf areas and provide natural light and ventilation for the indoor uses.

### Concession Building

In the fall of 2021, OCII staff asked CMG to review potential sites within the Park to repurpose a 20-foot wide, 20-foot deep, and 20-foot tall historically relevant Zig-Zag Moderne structure ("Pavilion"), originally a gas station port-cochere on Polk Steet which was then moved to the corner of Beale and Howard Streets on the Block 5 site and used as shelter for a hot dog stand. The Block 5 Disposition and Development Agreement ("Block 5 DDA") required the developer to move the Pavilion from Block 5, preserve it and assist OCII in finding an alternative site for it. OCII staff identified two park sites within the Project Area and evaluated whether the Block 3 park or Park projects could potentially include the Pavilion. The Park site emerged as the only feasible site and both the TJPA and the ECCBD have approved the relocation and repurposing of the structure within the Park program. The structure is uniquely situated at the forefront of the building that flanks Clementina Street. The imposition of this structure's stucco/concrete façade against the ubiquitous glass channel façade of the building will present a complementary composition.

### Park Lighting

Lighting in the Park has been selected to provide a variety of experiences while ensuring adequate security throughout the space. Ambient downward lighting throughout the Park will achieve consistent brightness throughout the day and night, without being obtrusive to the surrounding uses. The lighting

scheme consists of pattern projected and uplift column lighting at the street intersections and around the ramp columns. Interior park areas will be lit by pedestrian light poles.

#### Park Signage

The signage for the Park will include wayfinding elements. Designing the signage will be a collaborative process between OCII, TJPA, the Planning Department and the ECCBD, at a later phase of the Park design process. This coordination will extend to all signage, including park rules.

#### Biodiversity and Native Plants

The San Francisco Biodiversity Guidelines were instituted as a set of tools to integrate biodiversity to the built environment, so that public landscaping projects support local nature and native ecologies. The Park's plant palette emphasizes low maintenance and native species plantings that can thrive under covered areas. The plant selection is drawn from San Francisco Biodiversity Guidelines, San Francisco Environment Department's Plant Finder and local plant experts. In the sunniest zones, large planting areas with native and adapted shrubs known for attracting wildlife have been selected for year-round bloom cycles. During the next design phase, the design team will continue to study which native species are likely to thrive the most and conform the best with the City's Biodiversity Guidelines in shaded areas under the ramps.

#### Sustainability

The existing site is entirely paved in asphalt and concrete and used for parking and construction staging. The Park will transform over 42% of the site to permeable land with almost a third of the area covered with plantings. New grading will direct runoff into the planting areas for in-ground absorption, diverting it from the street's stormdrain system. In coordination with San Francisco Public Utility Commission's standards, the Park will passively treat rainwater that is not already captured in the rain shadow of the ramps through a series of strategically located bio-retention swales. Planting and irrigation are designed to achieve the required goals of California AB-1881 Model Water Efficiency Landscape and the CalGreen Building Code. The proposed locations of the Concession Building and the Pavilion will take advantage of natural light which reduces the need for artificial lighting and air conditioning.

#### Project Schedule

The current schedule for the Project assumes:

- Spring 2024: OCII issuance of bonds to fund the Park's construction.
- Winter 2024: Completion of the design and construction documents.
- Spring 2025: Construction advertisement, bid and construction contract award.
- Summer 2025 through Summer 2027: Park construction.
- Summer 2027: Park opens to the public under ECCBD management.

## **PUBLIC ENGAGEMENT AND PLANNING PROCESS**

The design team employed a community-based planning approach that, through a series of public meetings, influenced the final Schematic Design. The approach included seven community meetings between 2017 and the present, including five meetings with the Transbay CAC, one meeting as part of the South Downtown Design and Activation planning process, and one meeting with the TJPA CAC. Public feedback gathered in each of these meetings informed and advanced the Park's design.

### Caltrans Conditional Approval of Schematic Design

The design team presented the Schematic Design to Caltrans on March 31, 2023, and that agency conditionally approved it via email confirmation (see Attachment 3).

### Transbay CAC Support Letter

The design team informed the CAC of the various updates to the Schematic Design at a meeting on November 10, 2022. The final Schematic Designs for the Project were presented to the CAC on April 27, 2023. Six of the ten committee members were in attendance, representing a quorum. All six members supported the advancement of the Schematic Design to the OCII Commission for approval with conditions. The Transbay CAC has provided a letter of recommendation in support of the Schematic Design (see Attachment 4).

### TJPA CAC Informational Meeting

OCII and the design team will bring the Schematic Design for the Park before the TJPA CAC at an informational meeting on June 6, 2023.

### TJPA Board's Conditional Approval of Schematic Design

OCII staff and the design team will present the Schematic Design to the TJPA Board on June 8, 2023, for its conditional approval consideration.

## **CALIFORNIA ENVIRONMENTAL QUALITY ACT**

Approval of the Under Ramp Park Schematic Design is undertaken pursuant to the Transbay Terminal/Caltrain Downtown Extension/Redevelopment Project Final Environmental Impact Statement/Environmental Impact Report ("FEIS/FEIR"), a program EIR, certified by the Planning Commission on April 22, 2004, and by the Former Agency Commission on April 20, 2004, as amended in subsequent addenda. OCII staff has reviewed the Schematic Design and Streetscape Improvements design of the Project for purposes of compliance with the California Environmental Quality Act ("CEQA") and State CEQA Guidelines, and determined that the development of the Project in accordance with its Schematic Design is within the scope of the project analyzed in the FEIS/FEIR and requires no additional environmental review pursuant to State CEQA Guidelines Section 15180, 15168, 15162 and 15163 for the following reasons:

1. No major revisions are required due to the involvement of new significant environmental effects or a substantial increase in the severity of significant effects previously identified in the FEIS/FEIR.

2. No substantial changes have occurred with respect to the circumstances under which the project analyzed in the FEIS/FEIR was undertaken that would require major revisions to the FEIS/FEIR due to the involvement of new significant environmental effects, or a substantial increase in the severity of effects identified in the FEIS/FEIR.
3. No new information of substantial importance to the project analyzed in the FEIS/FEIR has become available which would indicate that (a) the proposed use will have significant effects not discussed in the FEIS/FEIR; (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 FEIS/FEIR will substantially reduce one or more significant effects on the environment.

## CONCLUSION

The proposed Park substantially conforms to the Redevelopment Plan, the Streetscape and Open Space Plan, the Design for Development and other Plan documents. The Park design represents an attractive and welcoming open space that will provide a new, valuable urban recreation area for San Francisco residents and visitors alike. Its design is the result of a thorough, community-based process and is supported by Caltrans, and the Transbay CAC. The Park's Schematic Design is within the scope of the project analyzed in the FEIS/FEIR and the Commission's approval is an implementing action of the Transbay Redevelopment Plan. Therefore, staff recommends the Commission's conditional approval of the Under Ramp Park Schematic Design.

Following the Commission's conditional approval, the OCII staff and the design team will give the same presentation to the TJPA Board on June 8, 2023, for its conditional approval consideration. Upon the TJPA Board's approval, the design team will prepare for subsequent Design Development and Construction Documents phases. The current schedule for the Project assumes the Park opening to the public in 2027.

*(Originated by Alok Vyas, Associate Planner-Urban Designer)*

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Thor Kaslofsky  
Executive Director

- Attachment 1: Under Ramp Park Proposed Term Sheet for Operations Agreement
- Attachment 2: Under Ramp Park Site Plan from Schematic Design Document
- Attachment 3: Caltrans Conditional Approval of Schematic Design
- Attachment 4: Transbay CAC Letter of Support

February 10, 2022

Adam Van de Water  
Executive Director  
Transbay Joint Powers Authority  
425 Mission Street, Suite 250  
San Francisco, CA 94105

**re: Under Ramp Park – Proposed Term Sheet for Operations Agreement**

Dear Mr. Van de Water:

The East Cut Community Benefit District (the “CBD”) wishes to enter into an agreement (“Operations Agreement”) with the Transbay Joint Powers Authority (the “TJPA”) regarding operations, maintenance, and funding of the proposed Under Ramp Park (the “Park”).

Through this Term Sheet, we capture the current intentions and understandings of the CBD, the Office of Community Investment and Infrastructure (“OCII”), and TJPA on specified aspects of fundraising, development, operations, and maintenance of the Park; however, it is not a legally binding agreement, and it is not enforceable by any party against another. Any Operations Agreement would be subject to final approval by the CBD and the TJPA Board of Directors.

Any Operations Agreement also would be contingent on, among other things, TJPA, OCII, and the City and County of San Francisco Department of Public Works (“PW”) reaching a mutually-acceptable agreement regarding capital funding, design and construction of the Park (“Construction Agreement”).

Following are the terms currently contemplated by the CBD, TJPA, and OCII for the Operations Agreement and related aspects of Park development.

**Park**

The Park is planned to be located below and adjacent to the existing Caltrans Interstate 80 Fremont Street off-ramp and TJPA’s bus ramp connection to the Salesforce Transit Center. As planned, the Park is generally bounded by Howard Street to the north, First Street to the east, Folsom Street to the south, and Essex Street to the west. The Park is expected to total about 2.3 acres and span four blocks. See Schedule 1 – Site Plan (dated September 20, 2018).

The Park is one of the Parks and Greenspaces identified in OCII’s Transbay Redevelopment Project Area Design for Development and Transbay Streetscape and Open Space Plan documents, which implement the City’s and OCII’s Transbay Redevelopment Plan and establishes specific plans for all streetscapes improvements and parks on and adjacent to former State-owned property in the Transbay Project Area.

OCII is designing the Park. Based on OCII’s most recent schematic design for the Park, dated September 20, 2018, plans for the Park include gardens,

sports and recreation areas, food, beverage, and other small commercial spaces, public event spaces, community offices, and a dog park. As planned, approximately 25% of the Park will be open to the sky. The design of the Park is subject to change; TJPA cannot guarantee the Park elements, sizing, configuration, or related design issues. OCII will finalize the design of the Park with assistance from PW, subject to entitlement approvals, before the Operations Agreement is approved. The construction of the Park may occur in phases; TJPA cannot guarantee the timing for or scope of construction of the Park.

### **Property**

TJPA owns a portion of the properties on which the Park will be located. TJPA has granted an easement to a private party for a portion of the TJPA property where the Park will be located (recorded March 2, 2018 as Doc No. 2018-K584625). Caltrans retains a right to retake a portion of the TJPA property if the property is not dedicated to park purposes by January 1, 2024 (see document recorded September 11, 2018 as Doc No. 2018K671708).

Caltrans owns the remainder of the properties on which the Park would be located. Although the Park is planned to span multiple blocks, the City ROW is not included in the design of the Park. See Schedule 1 – Site Plan.

Use of Caltrans property for the Park is subject to approval by Caltrans in its discretion. TJPA plans to seek Caltrans approval of a mutually-acceptable lease agreement for such occupancy and use. TJPA cannot guarantee that it will be able to reach such an agreement with Caltrans.

Under the Transbay Redevelopment Plan, most of the Park will be located in Zone 2, which is subject to the Planning Code and administration of land use approvals by the Planning Department under the Delegation Agreement (May 3, 2005) between the Planning Department and the former Redevelopment Agency. For Zone 2 projects that require OCII action, such as funding, the Delegation Agreement provides that final approval of the projects may remain with OCII subject to compliance with the Planning Code and consultation with the Planning Department. As the designer and funder of the Park, which are OCII actions, OCII intends to review and approve the Park.

### **TJPA**

TJPA is a joint powers authority created under California Government Code Sections 6500 *et seq.* TJPA owns a portion of the property on which the Park would be located. TJPA has granted an easement to a private party for a portion of the TJPA property where the Park will be located, off Howard Street; design, construction, and operation of the Park must be consistent with that easement. TJPA will seek to enter a lease with Caltrans for occupancy and use rights on the portion of the Park planned to be located on Caltrans property.

A portion of TJPA's bus ramp is constructed on and over these properties; TJPA must ensure the construction and operation of the Park do not impair the safety or maintenance of those improvements.

Pursuant to a Construction Agreement, TJPA plans to authorize OCII to fund and PW to cause the construction of Park improvements on TJPA owned-property as well as the Caltrans leased properties. TJPA will own those Park improvements constructed on its property upon their completion. Caltrans is expected to own the Park improvements (or require removal of same) at the end of the term of the lease with TJPA.

Pursuant to the Operations Agreement, TJPA plans to contract with CBD to operate and maintain the Park and provide all funding associated therewith. The Greater Rincon Hill Community Benefit District (now known as the East Cut Community Benefit District) ("District") currently expires in June 2030; if the District and associated Assessment Funds are not timely extended and no alternate outside funding source can be identified, or if the Operations Agreement with the CBD is terminated, or if the City terminates the Administration Agreement with the CBD, TJPA would retain sole discretion on all decisions relating to operations and maintenance of the TJPA's property and the Park improvements (which may include closure if adequate outside funding for operations and maintenance cannot be secured).

## OCII

OCII is the Successor Agency to the former Redevelopment Agency of the City and County of San Francisco. In 2012, the State of California dissolved the former Redevelopment Agency and established a successor agency to wind down redevelopment activities and complete some of the unfinished enforceable obligations of the former agency. OCII is a public entity separate from the City and County of San Francisco with a Mayoral-appointed Commission to which the Board of Supervisors has delegated authority. In addition, certain OCII actions, including its annual expenditure authorization, is subject to approval by the Oversight Board and the California Department of Finance ("DOF"). DOF finally and conclusively approved, as an enforceable obligation of OCII, the Transbay Implementation Agreement, which authorized the former agency to complete certain infrastructure improvements, including new public parks.

OCII will be the lead agency responsible for funding all costs related to the design and construction of the Park, subject to the approval of the budget and expenditures by the OCII Commission, the Board of Supervisors, the Oversight Board, and DOF. OCII intends to advance design of the Park with assistance from PW and its consultant contractor(s) as needed. OCII plans to enter into a Construction Agreement with TJPA and PW at the appropriate time. OCII, however, has no authority to acquire and operate the Park. OCII will not have any ownership or leasehold interest in either the land or the improvements for the Park during or after construction.

**East Cut CBD**

The CBD is a 501(c)(3) non-profit corporation. The CBD entered into an agreement with the City and County of San Francisco for implementing the Management Plan for the District and administering, managing, and providing property-related services, improvements, and activities funded with Assessment Funds in the District ("Administration Agreement").

The Park is wholly within the boundaries of the District and described in the District's Management Plan. The Management Plan and Administration Agreement contemplate that the CBD will operate and manage certain parks within the District in conjunction with their public owners. The proposal here for the CBD to operate and maintain the Park is consistent with the Management Plan and the Administration Agreement.

The CBD plans to raise all funds necessary for the operations, maintenance, and repair of the Park, and to be responsible for all operations and maintenance functions of the Park, including securing all approvals associated therewith, through at least June 2030.

**Operations Plan and Operating Budget**

The CBD shall prepare an operations and maintenance plan ("Operations Plan") and 5-year operations and maintenance budget ("Operating Budget") for TJPA's review and approval that does all of the following:

- Provides a budget demonstrating no cost contributions from TJPA or OCII toward Park operation, maintenance, or repair through at least June 2030;
- Provides appropriate protection for TJPA's facilities that may be affected by Park operations, such as security and hours of operation;
- Provides TJPA adequate permissions to repair and maintain TJPA bus ramp and related-transportation facilities that are located on the properties, as needed;
- Addresses the CBD's operation and maintenance plans, including services, repairs, contractor retention and management, and programming decisions, while providing the CBD with discretion to operate and manage the Park;
- Demonstrates how the Operations Plan for the Park will achieve a unified, cohesive network of parks and greenspaces in the District;
- Ensures adequate public access to the Park;
- Ensures adequate maintenance, repair, and upkeep of the Park improvements;
- Includes reasonable reporting requirements to the TJPA Board of Directors regarding implementation of the Operations Plan, including Park operations and metrics of usage, maintenance activities, and budget.

TJPA's approval of the Operations Plan and Operating Budget are a pre-condition to PW causing commencement of construction of the Park to occur.

**Funds for Design & Construction**

OCII plans to fund all costs related to the design and construction of the Park, subject to approval of the budget and expenditures by the OCII Commission, the Board of Supervisors, the Oversight Board, and DOF. OCII intends its funding strategy to be reflective of the design of the Park and the operation and maintenance concept described in this Term Sheet. TJPA cannot guarantee OCII's success in securing such funding or the timing therewith. TJPA has no source of funds available to contribute to the cost of design and construction of the Park.

**Funds for Operations & Maintenance**

The CBD plans to fund all costs related to the operations and maintenance of the Park (including any rent related to the Caltrans lease) through a combination of Assessment Funds, revenues generated by Park retail/event activities, and private donations. TJPA and OCII have no source of funds available to contribute to the cost of operations and maintenance of the Park.

**Development Timeline and Milestones**

OCII's development timeline for the construction of the Park is:

1. OCII will complete the Schematic Design of the Park and seek approval of the design from the Planning Department and/or the OCII Commission and the TJPA Board of Directors ( $\pm 5$  months): [Jan 2022 – May 2022]

2. TJPA (as the landowner) will obtain, with the cooperation of OCII (as the designer and funder), all necessary entitlement approvals ( $\pm 3$  months): [Jun 2022 – Aug 2022]

3. OCII will secure all funds necessary for design and construction based on budget approved by TJPA and by the OCII Commission, Board of Supervisors, the Oversight Board, and DOF ( $\pm 21$  months): [Mar 2022 – Dec 2023]

4. PW will issue contractor & subcontractor bid documents, and TJPA, OCII, and PW will negotiate and enter the Construction Agreement ( $\pm 5$  months): [Dec 2023 – May 2024]

5. OCII and/or PW, with the cooperation of the TJPA, will oversee the processing of construction documents & permits ( $\pm 15$  months): [Sep 2022 – Dec 2023]

- *Pre-conditions: TJPA and the CBD entering the Operations Agreement and the CBD achieving Fundraising Milestone 1*

6. TJPA will secure all necessary rights to affected Caltrans Rights of Way ( $\pm 7$  months): [Jan 2022 – Jul 2022]

7. PW will cause commencement of construction to occur: [May 2024]

- *Pre-conditions: The CBD achieving Fundraising Milestone 2 and TJPA approving the CBD's Operations Plan and Operating Budget*

8. Construction period ( $\pm 24$  months): [May 2024 – May 2026]

**9. Construction contractor completes construction and conveys improvements and associated warranties to TJPA: [Jun 2026]**

The activities identified above are intended to occur in sequence; TJPA reserves the right to not proceed with, and OCII reserves the right to not fund, a particular activity unless/until they determine in their discretion that any preceding activity has been adequately accomplished. The dates specified above are estimates only and are subject to change.

**CBD Fundraising Commitment, Timeline and Milestones**

An estimate of anticipated operating expenses, revenues and net cash flows was commissioned by OCII in 2018. A summary of this preliminary operating budget is attached at Schedule 2.

The CBD will prepare an Operating Budget for TJPA review and approval that updates and refines the preliminary budget, and as a result, the amount of Supplementary Funds may be adjusted accordingly, and if so, any changes to required amounts of Supplementary Funds shall be reflected by adjusting accordingly the Fundraising Milestone 2 amount noted herein.

TJPA and OCII have no source of funds available to contribute to the cost of operations and maintenance of the Park; the CBD plans to fund all costs related to the operations and maintenance of the Park.

\$235,000 of Assessment Funds per year is currently dedicated under the Management Plan to Park operations and maintenance.

The CBD will engage in fundraising activities in an effort to dedicate at least \$3 million in private funds ("Supplementary Funds") to supplement (i) the Assessment Funds already dedicated to the Park and (ii) anticipated Park net revenues identified in the preliminary budget. The purpose of the Supplementary Funds is to ensure the CBD has an adequate source of funding, including contingency/reserve and a source of funding for Park-related expenses that cannot be funded with Assessment Funds, for operation and maintenance of the Park for the period from the completion of Park construction through 2030. Supplementary Funds shall be held in one or more segregated, interest-bearing accounts until needed for Park operations and maintenance.

Certain TJPA actions regarding development of the Park shall be contingent on the CBD's satisfaction of the following Fundraising Milestones:

*Fundraising Milestone 1:* The CBD has successfully raised and/or reserved at least \$1.2 million in Supplementary Funds for Park operation and maintenance; at least 50% of such amount shall be in the form of funds in hand, and the remaining amount may be in the form of written pledges from donors. To date, the CBD has secured over \$700,000 in cash toward Fundraising Milestone 1.

*Fundraising Milestone 2:* The CBD has successfully secured at least \$3 million in Supplementary Funds for Park operation and maintenance, in the form of funds in hand. Such amount includes the funds secured under Fundraising Milestone 1, but any written pledges from Fundraising Milestone 1 must be converted into funds in hand to qualify toward the Fundraising Milestone 2 amount.

**OCII and TJPA Actions at Milestones** Upon the CBD's satisfaction of Fundraising Milestone 1, PW will oversee the processing of construction documents, submit a site permit application and other required permits for the Park, and take other steps related to advancement of the Park design and pre-construction phase.

Upon the CBD's satisfaction of Fundraising Milestone 2, PW will cause commencement of construction to occur, and take other steps related to advancement of the Park construction.

**Entitlement Approvals** TJPA (as the landowner) will obtain, with the cooperation of OCII (as the designer and funder), all necessary entitlement approvals to develop and construct the Park. Entitlement approvals are expected to include, but not be limited to, obtaining all approvals required by Caltrans, the OCII Commission, the Planning Department, and the TJPA Board of Directors for, among other things, schematic design, as well as compliance with the California Environmental Quality Act.

**Risk and Liability** The CBD shall maintain adequate insurance coverage protecting TJPA and OCII from liability arising from Park operations and maintenance, including naming TJPA and its related entities as additional insureds. The CBD shall indemnify and defend TJPA, OCII and their respective related entities from claims arising directly or indirectly from fundraising, operations and maintenance of the Park and the CBD's performance of the Operations Agreement.

**Advance Access to Property** TJPA, OCII, and PW will reasonably cooperate with the CBD in obtaining access to TJPA property in advance of completion of construction of the Park for the purpose of hosting fundraising events for the Park. The parties plan to negotiate and enter into an appropriate form of agreement(s) which may be part of or separate from the Operations Agreement.

**Cooperation** The parties shall reasonably cooperate and coordinate with each other to facilitate each party's satisfaction of its obligations relative to the Park.

The parties shall respond promptly to requests for coordination, consultation and scheduling of meetings regarding the Park. The parties shall use good faith efforts to meet their respective obligations.

**Form of Agreement** The form of Operations Agreement between the TJPA and CBD may be a lease agreement, agreement for permit to enter, or other legal mechanism

to enable the CBD to enter TJPA's property and operate and maintain the Park consistent with the key terms and conditions herein.

**Assumption of Risk**

The CBD shall work diligently and in good faith to raise funds necessary to satisfy the Fundraising Milestones in a timely manner. The CBD will be solely responsible for all of the CBD's costs and expenses in this effort, and shall not have any claim against TJPA or OCII for reimbursement for any such costs and expenses, irrespective of whether Park construction proceeds.

The CBD acknowledges the risk that Park construction may not proceed and, notwithstanding the risk, wishes to enter the Operations Agreement.

**Public  
Communications**

The CBD and TJPA agree that they will not issue any press release or hold any press conference with respect to the CBD's Park fundraising efforts without agreement of the other party, which agreement shall not be unreasonably withheld. This provision is not intended to restrict the parties from presenting this term sheet, the proposed agreements contemplated herein, or the Park plans, in the context of their public meetings, or from meeting their obligations under federal, state, or local law.

**Assignment;  
Termination**

The CBD may not assign the Operations Agreement without TJPA's consent, which it may grant or withhold in its sole discretion. In the event the City and County of San Francisco terminates the Administration Agreement, TJPA would have the right to consent to assignment of the Operations Agreement to the successor, or terminate the agreement. The parties would have certain rights to terminate the Operations Agreement upon default of a party, upon notice and after expiration of any cure periods.

**Other Terms and  
Conditions**

The Operations Agreement generally is expected to incorporate terms and conditions similar to the Administration Agreement and other agreements between the CBD and TJPA.

If the above terms to be negotiated meet with the approval of you and the TJPA Board of Directors, please execute where indicated below. Many thanks for your consideration; the CBD looks forward to working with OCII and TJPA to complete development and operation of this Park for the benefit of the public.

Sincerely,

The East Cut Community Benefit District,  
a California 501(c)(3) non-profit corporation

Andrew Robinson  
By: Andrew Robinson (Feb 15, 2022 14:41 PST)

Name: Andrew Robinson  
Title: Executive Director

Agreed and accepted this 15 day of February, 2022.

Transbay Joint Powers Authority,

By: Adam Van de Water

Name: Adam Van de Water  
Title: Executive Director

Acknowledged this 10<sup>th</sup> day of February, 2022.

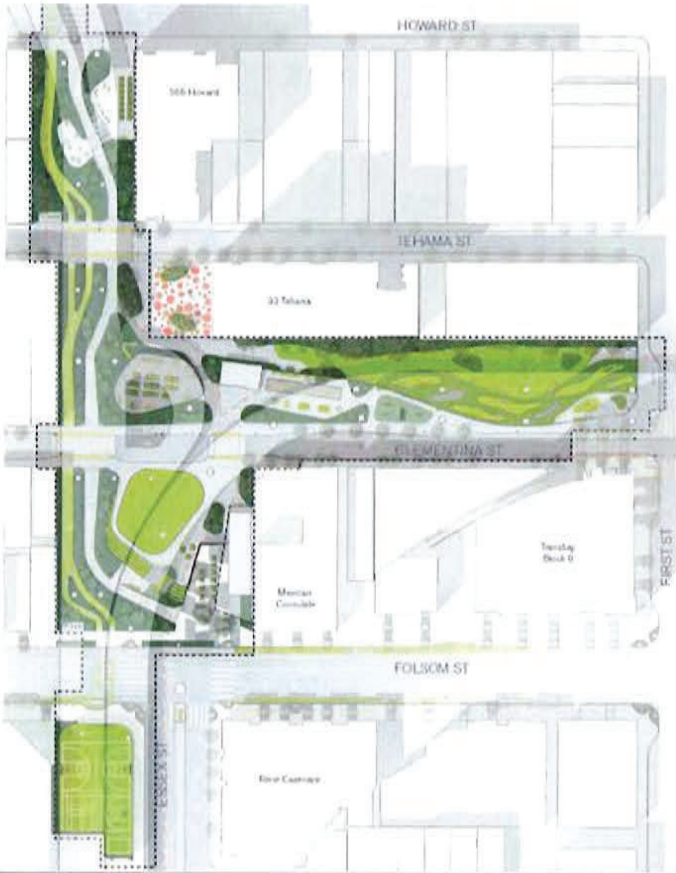
Office of Community Investment and Infrastructure,

Sally Oerth  
By: 336F0B4FE72748A...

Name: Sally Oerth  
Title: Interim Executive Director

**SCHEDULE 1**

**SITE PLAN**



Plan Rendering with Overhead Ramps

UNDER RAMP PARK 100% SCHEMATIC DESIGN

**SCHEDULE 2****5 YEAR PRELIMINARY OPERATING BUDGET****URP Summary 5-YEAR CASH FLOW****Assumptions**

Project Completed and Opens:	Jan-25	
Annual Income Increase:	2.5%	
Annual Misc. Income Increase:	2.5%	
Annual Expense Increase:	3.5%	
Complete FY (in months)	12	
Vacancy/Collection Loss:	5%	
Year 1 Revenue:	60%	Assumes earning 60% of maximum potential income, despite park operating 9.5 months of 2025. Operations will need to ramp up so 60% of potential revenue is reasonable. Assumption is no vacancy during this year.
Year 2 Revenue:	90%	Assumes earning 90% of maximum potential income, despite park operating for the full year. Assumption is no vacancy during this year.
Landscape Maintenance	0.00%	Assumes landscape maintenance under contract for years 1 and 2, minimally

	Jan-25 Year 1	Jan-26 Year 2	Jan-27 Year 3	Jan-28 Year 4	Jan-29 Year 5
CBD URP Operations Services Contribution	\$471,522	\$471,522	\$240,476	\$245,286	\$250,191
Food Truck	\$36,000	\$54,000	\$60,000	\$61,500	\$63,038
Sport Court Rent	\$9,000	\$13,500	\$15,000	\$15,375	\$15,759
Event Rental Fees	\$68,377	\$102,565	\$113,961	\$116,810	\$119,730
Rent CBD Space	\$18,000	\$27,000	\$30,000	\$30,750	\$31,519
Rent Pavilion Food Kiosks	\$54,000	\$81,000	\$90,000	\$92,250	\$94,556
Rent Beer Garden/Adjacent Outdoor Space	\$139,212	\$208,818	\$232,020	\$237,821	\$243,766
<b>Gross Potential Income</b>	<b>\$796,111</b>	<b>\$958,405</b>	<b>\$781,457</b>	<b>\$799,791</b>	<b>\$818,560</b>
<b>less: Vacancy/Collection Loss</b>	<b>\$0</b>	<b>\$0</b>	<b>(\$16,101)</b>	<b>(\$16,504)</b>	<b>(\$16,916)</b>
<b>Effective Gross Income</b>	<b>\$796,111</b>	<b>\$958,405</b>	<b>\$765,356</b>	<b>\$783,288</b>	<b>\$801,644</b>
 CBD Annual Assessment	 (\$20,000)	 (\$20,000)	 (\$20,600)	 (\$21,218)	 (\$21,855)
Insurance	(\$26,850)	(\$26,850)	(\$27,790)	(\$28,762)	(\$29,769)
Maintenance Services	(\$56,907)	(\$56,907)	(\$58,899)	(\$60,960)	(\$63,094)
Janitorial Services	(\$34,865)	(\$34,865)	(\$36,085)	(\$37,348)	(\$38,655)
Landscape Maintenance	\$0	\$0	(\$151,057)	(\$156,344)	(\$161,816)
Security Services	(\$337,961)	(\$337,961)	(\$349,790)	(\$362,032)	(\$374,703)
Signage	(\$10,000)	(\$10,000)	(\$10,350)	(\$10,712)	(\$11,087)
Events	(\$150,000)	(\$150,000)	(\$155,250)	(\$160,684)	(\$166,308)
Management staff & administration	(\$355,000)	(\$355,000)	(\$367,425)	(\$380,285)	(\$393,595)
Marketing	(\$20,000)	(\$20,000)	(\$20,700)	(\$21,425)	(\$22,174)
Other Contracted Services	(\$9,708)	(\$9,708)	(\$10,048)	(\$10,399)	(\$10,763)
Trash Removal	(\$24,000)	(\$24,000)	(\$24,840)	(\$25,709)	(\$26,609)
Purchased Utilities	(\$132,216)	(\$132,216)	(\$136,844)	(\$141,633)	(\$146,590)
Capital Expenditures (annual)	(\$37,396)	(\$47,237)	(\$48,890)	(\$47,237)	(\$47,237)
<b>Total Operating Expenses</b>	<b>(\$1,214,903)</b>	<b>(\$1,224,744)</b>	<b>(\$1,418,568)</b>	<b>(\$1,464,750)</b>	<b>(\$1,514,257)</b>
<b>Net Operating Income</b>	<b>(\$418,792)</b>	<b>(\$266,339)</b>	<b>(\$653,211)</b>	<b>(\$681,462)</b>	<b>(\$712,613)</b>

ATTACHMENT 2: Under Ramp Park Site Plan



LEGEND

- ① Howard St. Plaza to be constructed by 555 Howard developer
- ② Sculptural Seating Garden
- ③ 33 Tehama Plaza & Seating (existing)
- ④ Concession Seating
- ⑤ Outdoor Leisure Games
- ⑥ Exercise Zone
- ⑦ Dog Run With Topographic Slope
- ⑧ Separated Bike Path
- ⑨ Synthetic Flex Lawn & Terraced Bleacher
- ⑩ Folsom Plaza Terrace
- ⑪ Park Pavilion Building
- ⑫ Multi-Sport Court
- Limit Of Work

## ATTACHMENT 3: Caltrans Conditional Approval of Schematic Design

**From:** Bozionelos, Jim@DOT <[jim.bozionelos@dot.ca.gov](mailto:jim.bozionelos@dot.ca.gov)>

**Sent:** Tuesday, April 4, 2023 12:06 AM

**To:** Brandin, Benjamin (CII) <[benjamin.brandin@sfgov.org](mailto:benjamin.brandin@sfgov.org)>

**Cc:** Lee, Al@DOT <[al.b.lee@dot.ca.gov](mailto:al.b.lee@dot.ca.gov)>; Peralta, Marianne@DOT <[Marianne.Peralta@dot.ca.gov](mailto:Marianne.Peralta@dot.ca.gov)>

**Subject:** OCII Under Ramp Park Project: Follow-up regarding Caltrans previous review of project

Hi Ben,

Thanks for reviewing the under ramp plans with me on Friday and confirming that the outstanding comments from our Structural Maintenance Investigations group have been addressed in the latest site plans.

The park concept has been presented to Caltrans several times beginning with the Oscar Park concept in 2012, then transforming to the current site design in 2017. Covid stalled progress for a few years, but it appears the proposal is now on track again with a goal of beginning construction within the next few years.

In our review, we highlighted the importance of maximizing setbacks from columns and their below grade footings for utilities routing and other structural improvements. The plan depicts terracing to accommodate the grade change from Howard St to Clementina and fill elements along Clementina to 1<sup>st</sup> St to separate the dog park from the plaza and sports court improvements which will still require structural analysis examining any impacts to the Caltrans bridge. We identified several spots within the plans with proposed improvements or fencing close to columns that still need to be addressed in the next round of plans. The overall preliminary plans are conditionally approved pending further design and structural reviews by Caltrans staff.

We will also need to begin lease discussions in the Fall so we can tackle the rent issue in parallel with the future site plan reviews so we can meet the construction start timeline in a couple years.

... Jim...

Jim Bozionelos

District Branch Chief

Division of Right of Way

Airspace Development

CA Department of Transportation

415.407.0207

## ATTACHMENT 4: Transbay CAC Support Letter

25 May 2023  
Transbay Citizens Advisory Committee  
Mike Rieger, Chair

OCII Commission  
One South Van Ness, 5th Floor  
San Francisco, CA 94103  
(415) 749-2400  
[Commissionsecretary.OCII@sfgov.org](mailto:Commissionsecretary.OCII@sfgov.org)

Dear Commissioners,

On April 27, 2023, the Transbay Citizens Advisory Committee ("CAC") convened its standard monthly meeting. Six of the ten committee members were present, representing a quorum. On this evening, OCII staff and the Under Ramp Park design team led by CMG Landscape Architecture presented the Schematic Design for the park to the CAC. CAC members asked clarifying questions about the project's design and programming and the members in attendance unanimously voted that the Under Ramp Park Schematic Design move forward to OCII's Commission for approval consideration.

The Transbay Citizens Advisory Committee views the Under Ramp Park project as a critical expansion of the open space in the burgeoning East Cut (Transbay) neighborhood. The project activates what would otherwise be underutilized, blighted spaces beneath Caltrans' Interstate 80 Fremont Street off-ramp and the Transbay Joint Powers Authority's bus ramp connecting into the Salesforce Transit Center. The new park will provide greatly needed sports courts and an exercise area; a new pavilion building featuring retail space in its upper story and office/community space that will be occupied and managed by The East Cut Community Benefit District, the park's operator; a beer garden and outdoor games space surrounding a new concession building; as well as pedestrian and bicycle pathways to facilitate movement through the park.

The CAC asks that the OCII Commission approve the Under Ramp Park Schematic Design such that the design team can begin working on design development drawings and construction documents for the project in preparation for the construction of this vital community open space to begin in 2025.

Sincerely,



Mike Rieger,  
Transbay CAC Chair