

SAN FRANCISCO PLANNING DEPARTMENT

Informational Hearing Golden State Warriors Event Center

HEARING DATE: DECEMBER 18, 2014

1650 Mission St. Suite 400 San Francisco, CA 94103-2479

Reception:

415.558.6378

Fax:

415.558.6409

Planning Information: 415.558.6377

December 18, 2014

2014. 1441OFA

Project Address: Mission Bay South

Zoning: Mission Bay Commercial-Industrial-Retail Zoning District

HZ-5 Height and Bulk District

Block/Lot:

Date:

Case No.:

Project Sponsor: Golden State Warriors, LLC (GSW)

Staff Contact: David Winslow – (415) 574-9159

david.winslow@sfgov.org

Recommendation: No Action, informational only

PURPOSE OF THIS HEARING

The Planning Commission will be provided with an informational overview of the "Major Phase" of the Golden State Warriors ("GSW") Event Center in the Mission Bay South Plan Area. The "major phase" is a detailed master plan for the GSW event center which will be reviewed on January 6, 2015 by the Commission of Community Investment and Infrastructure and provides the context for the review of individual buildings. The Planning Commission does not have jurisdiction over the Major Phase or amendments or to the Design for Development Agreement, but the Office of Community Investment and Infrastructure (OCII) is required to bring projects to the Planning Commission for comment.

At a subsequent hearing in 2015 after certification of the EIR, the Planning Commission will be asked to approve the design of the office buildings as a part of the first phase of proposed development pursuant to office space allocation per Planning Code Section 321, and the Interagency Cooperation Agreement between OCII and the Planning Department. Per Resolution 14702, the Planning Commission has purview over design review of OCII projects requiring office space allocation. Pursuant to the provisions of Section 304.11 of the Mission Bay South Redevelopment Plan, the Planning Commission also has schematic design review purview for the individual GSW office development buildings. The Planning Commission will be asked to confirm a Planning Code Section 321 "Prop M" design approval providing authorization for the GSW office space limited by annual allocations prior to OCII Commission action on all schematic building designs.

The schematic design of blocks 29- 32 will be reviewed in detail at a subsequent hearing for Commission approval.

PROJECT OVERVIEW

GSW Arena LLC ("GSW"), an affiliate of Golden State Warriors, LLC, which owns and operates the Golden State Warriors National Basketball Association ("NBA") team, proposes to construct a multipurpose event center and a variety of mixed uses, including office, retail, open space and structured

parking ("GSW Project") on an approximately 11-acre site (Blocks 29-32) within the Mission Bay South Redevelopment Plan Area of San Francisco. The project site is bounded by South Street on the north, Third Street on the west, 16th Street on the south, and by the future planned realigned Terry A. François Boulevard on the east. GSW has entered into an agreement to purchase the project site from the current site owner, an affiliate of salesforce.com.

The GSW has submitted a Major Phase for Blocks 29-32, pursuant to the Mission Bay South Owner Participation Agreement, that will supplant the old salesforce.com Major Phase for Blocks 29-32 ("GSW Major Phase"). The Major Phase will serve as a detailed master plan to guide future schematic design submittals for the GSW Project, which will include an 18,000-seat state-of-the-art event center and two prominent office buildings with about 500,000 leasable square feet of office space, surrounding an open space plaza of civic importance. In addition to the event center and office space, the project will include up to 61,000 leasable square feet of retail (including a food hall), automobile and bicycle parking, service and loading areas and a series of smaller open spaces.

The GSW has been working with its design team, led by Manica Architecture with concept design input by Snohetta, both world renowned architectural firms. The design goal for the GSW Project is to create a vibrant, urban environment that is well-integrated with the growing Mission Bay neighborhood, contributes to the vitality of Mission Bay's street life and helps activate the pedestrian realm. Unlike typical suburban event center projects, the GSW Project will integrate the event center with the surrounding neighborhood, with publically-accessible and active uses on the ground floor such as retail, restaurants, and open spaces. A central plaza along 3rd Street will be open to the public and will include cafes, retail offerings, and other inviting uses to activate the site on a daily basis.

Since the Mission Bay South Design for Development ("Design for Development") regulations, which control the design of the site, for Blocks 29-32 were focused on office and retail uses versus an event center, the Design for Development will require amendments to allow the proposed GSW Project. The proposed Design for Development Amendments principally relate to height of the event center, building massing, number of towers, tower separation, and bulk. In no case will the GSW Project exceed the 160' height limit or otherwise be inconsistent with the standards set forth in the Mission Bay South Redevelopment Plan.

The GSW is developing a Transportation Management Plan ("TMP") for the GSW Project. The TMP will include the proposed transportation management plan for event center events, including staging areas for transit, street closures, traffic routing, and locations of traffic control officers. The goals of the TMP are to maximize safety for all site visitors and promote the use of sustainable alternatives to vehicular use, including walking, bicycling, and use of all modes of transit to reduce the overall transportation impacts of the GSW Projects to the adjacent neighborhood.

Once OCII Commission has provided comments on the Major Phase, the GSW will move into the next stage of design with the Schematic Designs for the individual buildings and open space areas anticipated to be presented to the Commission in spring 2015. No official actions can be made related to the GSW Project until further environmental impact review is completed and certified by the Commission, anticipated to occur in late summer/early fall 2015..

The OCII Commission will review the Major Phase on 1.06. 2015.

OFFICE ALLOCATION APPROVAL

On September 17, 1998, by Resolution No. 14702, the Planning Commission (hereinafter "Commission") determined that the Mission Bay South Redevelopment Plan ("MBS Plan") provides for a type, intensity, and location of development that is consistent with the overall goals, objectives, and policies of the General Plan, as well as the Eight Priority Policies of Section 101.1(b) of the Planning Code ("Code").

Under that Resolution, the Commission also determined that the office development contemplated in the MBS Plan in particular promotes the public welfare, convenience and necessity, and therefore, that the determination required pursuant to Section 321 *et seq.* of the Code for office development shall be deemed to have been made for all specific office development projects undertaken pursuant to the MBS plan.

Further, the Commission considered under Resolution 14702 the guidelines set forth in Section 321(b)(3)(A)-(G) and determined that the apportionment of office space over the anticipated 30-year build-out of the South Plan Area will remain within the limits set by Section 321, and will maintain a balance among economic growth, housing, transportation, and public services, pursuant to terms of the MBS Plan and Plan Documents, which provide for the appropriate construction and provision of housing, roadways, transit, and all other necessary public services in accordance with the Infrastructure Plan (as defined in the MBS Plan Documents).

In its consideration of Resolution 14702, the Commission reviewed the design guidelines of the MBS Plan Area, as set forth in the MBS Design for Development Document ("D for D") and determined that the standards and guidelines in the D for D will ensure the design quality of any proposed office development. The Commission resolved to review and approve the designs of specific office developments in the Plan Area using the D for D guidelines and standards, when such proposals would be subject to the provisions of Section 321 *et seq.*, to confirm that said development is consistent with the findings set forth in Resolution 14702.

The Commission further resolved that, upon confirming that a specific development is consistent with the findings set forth in Resolution 14702, the Commission would issue a project authorization for that development.

The development of office space is an element of the MBS Plan, which, among other things, provides for: "Strengthening the economic base of the Plan Area and the community by strengthening retail and other commercial functions in the Plan Area through the addition of approximately 335,000 leasable square feet of retail space ... and about 5,953,600 leasable square feet of mixed office, research and development and light manufacturing uses".

BACKGROUND

Golden State Warriors Project Site

GSW Arena LLC ("GSW"), an affiliate of Golden State Warriors, LLC, which owns and operates the Golden State Warriors National Basketball Association ("NBA") team, proposes to construct a multi-purpose event center and a variety of mixed uses, including office, retail, open space and structured parking ("GSW Project") on an approximately 11-acre site (Blocks 29-32) within the Mission Bay South Redevelopment Plan Area of San Francisco (see Exhibit A for a location map). The project site is bounded by South Street on the north, Third Street on the west, 16th Street on the south, and by the future planned realigned Terry A. François Boulevard on the east. The project site is across Third Street from the University of California, San Francisco ("UCSF")

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research campus and near the future UCSF Medical Center. Across Terry Francois Boulevard from the development site lie the San Francisco Bay and the future public park Park P22. GSW has entered into an agreement to purchase the project site from the current site owner, an affiliate of salesforce.com.

Major Phase Submission Requirements

The Mission Bay South Owner Participation Agreement ("OPA") between OCII and FOCIL-MB and the Interagency Cooperation Agreement ("ICA") between OCII and City departments establish the protocols for development approvals in Mission Bay South. Under these agreements, FOCIL-MB, or a third party developer such as the GSW, is required to submit its overall plans for development in "Major Phases" of one or more land use blocks.

As specified in the OPA, Major Phase submissions provide information on proposed land uses and intensities of development, height, bulk, and massing of future buildings, location and general design of open space, and the subdivision of blocks into building parcels. Each Major Phase application must also specify the required infrastructure improvements to be built in association with the blocks, including street and utility construction and streetscape improvements.

Major Phases do not present schematic designs for individual buildings. Schematic design applications for individual development projects within a Major Phase are submitted to the OCII Commission for review following Major Phase approval and must be consistent with the requirements established for each Major Phase.

Previous Major Phase Approvals

The GSW's proposed Major Phase includes Blocks 29 to 32 ("GSW Major Phase"). There were two previously approved Major Phases for these blocks.

The first Major Phase for these blocks was approved by the former Redevelopment Commission, for a prior owner, Alexandria Real Estate Equities ("ARE"), on June 20, 2006 (Resolution No. 84-2006). ARE did not develop the blocks and sold them, along with Blocks 26 (Parcel 1), 27 (Parcel 1), 33 and 34 to salesforce.com. Saleforce.com then proposed an alternative Major Phase for its entire campus, including Blocks 26 (Parcel 1), 27 (Parcel 1), and 29 to 34, which was approved by the former Redevelopment Commission on September 20, 2011 (Resolution No. 97-2011), and which supplanted the previous ARE Major Phase for Blocks 29 to 32.

The current GSW Major Phase submittal will serve as a completely revised Major Phase submittal for Blocks 29 – 32 and supplant the old salesforce.com Major Phase for Blocks 29-32.

PROJECT DESCRIPTION

GSW Major Phase Overview

The GSW Major Phase application calls for a little over one million leasable square feet of event center and mixed-use development on 11 acres in Mission Bay South. The Major Phase will serve as a detailed master plan for the GSW Project, which will include a state-of-the-art event center and two prominent office buildings, surrounding an open space plaza of civic importance. In addition to the event center and office space, the project will include retail, automobile and bicycle parking, service and loading areas and a series of smaller open spaces. The entire GSW Major Phase is included as Exhibit B.

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The design team is led by Manica Architecture with concept design input by Snohetta, world renowned architectural firms with extensive expertise in major civic buildings and sports facilities.

Key Design Goals

GSW has been working on a preliminary design and Master Plan for the event center over the last six months. Agency staff and Planning Department staff have participated in a series of design charettes about the design to provide input and ensure that key design goals are met.

The fundamental design goal for the GSW Project, as described in the GSW Major Phase, is to create a vibrant, urban environment that will be well-integrated with the growing Mission Bay neighborhood. Another key design goal is to ensure that the future campus contributes to the vitality of Mission Bay's street life and helps activate the pedestrian realm. Unlike typical suburban event center projects that often have a single event center surrounded by a sea of parking, the GSW Project will integrate the event center with the surrounding neighborhood, with publically-accessible and active uses on the ground floor such as retail, restaurants, and open spaces. Each building will have its own entrance and the site will be very permeable, with access points off all major streets. A central plaza along 3rd Street, discussed in more detail below, will be open to the public and will include cafes, retail offerings, and other inviting uses to activate the site on a daily basis.

Land Use Program

The GSW Major Phase provides for the development of an 18,000 seat event center, about half a million leasable square feet of office space, between 51,500 and 61,100 leasable square feet of new retail space, and a series of publically accessible open spaces, as well as 1,082 parking spaces (950 of which would be on Blocks 29-32 and the other 132 spaces located in an existing South Street garage) and ancillary service and circulation areas. The mix of uses is designed to ensure that the site is active not only during an event, but at all other times as well, through the inclusion of office and retail uses to provide employment and retail opportunities for the surrounding neighborhood and larger San Francisco community.

Table 1 summarizes the land use program contained in the GSW Major Phase application.

Building Massing and Height

The massing proposed in the Major Phase is intended to reinforce Mission Bay's urban setting while also being sensitive to the surrounding context. The proposed roughly circular-shaped event center building would be located in the central-east portion of the site. The event center building would be approximately 135 feet at its roof peak, and would include multiple levels of varying elevations with a northeast facing "bayfront terrace" located on the northeast facade. The event center would include a wide variety of facilities, including spectator seating and suites, restaurants/bars and clubs, meeting rooms and event hall; spectator support facilities such as food service/kitchens, concessions, merchandising and restrooms; GSW management offices and practice facility; media support facilities; and event center operations such as loading, staging and marshaling areas, mechanical/electrical/ plumbing space, and storage and maintenance facilities. The bayfront terrace would be accessible to visitors via a separate exterior entry located on the event center's northeastern façade, so the space could be used during no-event times.

Two office and retail buildings would be located on the west side of the project site, at the corner of Third Street and South Street (northwest corner of site) and at the corner of Third Street and 16th Street (site

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southwest corner). The two office and retail buildings would each consist of 11 stories (160 feet tall); each office and retail building would consist of a podium ground level plus 5 podium levels (90 feet tall), with a 5 story (70 foot) tower (with smaller floorplate than the podium) above. These buildings could serve a variety of office and/or research and development uses.

TABLE 1
SUMMARY OF PROPOSED PROJECT FACILITIES

| Project Component | Characteristic | | | | |
|---|--|--|--|--|--|
| Event Center Basketball Seating Capacity | 18,064 seats | | | | |
| Size | Total LSF ^a | | | | |
| Event Center | 506,500 | | | | |
| Office Space | 503,900 | | | | |
| Retail Space | <u>50,470</u> <u>-61,100</u> ^b | | | | |
| Total Building Area | 1,061,900-1,071,500 LSF | | | | |
| Height/Levels | | | | | |
| Event Center | 135 feet | | | | |
| Office and Retail Buildings | 160 feet (11 stories) total [90-foot (6-story) podiums with 70-foo (5-story) towers above]; retail uses within street level and p | | | | |
| Retail-only Buildings | 41 feet in market hall building northeast corner of site; 38 feet i gatehouse building along Third Street | | | | |
| Parking/Loading Spaces | Blocks 29-32: | | | | |
| | 950 parking stalls below-grade or at-grade (concealed by Third Street Plaza) | | | | |
| | 13 truck docks below-grade | | | | |
| | Existing off-site at 450 South Street Parking Garage: | | | | |
| | 132 parking stalls | | | | |
| Vehicular Access | Access point for autos and all large trucks on 16th Street at Illinois Street | | | | |
| | Access point for autos and small trucks on South Street at Bridgeview Way | | | | |
| Open Space | 3.2 acres | | | | |

NOTES:

LSF = leasable square feet.

Retail uses are planned to occupy several areas of the site, including the lower floor(s) of the two office and retail buildings, within or adjacent to certain plaza-facing areas of the event center (including in the 38-foot high "gatehouse" building located along Third Street), and 41-foot high retail building along Terry A. François Boulevard and South Street, which would contain the "food hall," a retail concept similar to the Ferry Building.

a The maximum commercial and retail square footage allowed under the Mission Bay South Redevelopment Plan is tracked by leasable square footage.

b The GSW are negotiating with UCSF to purchase the rights to develop additional retail square footage on-site. As a result, there is a range of the amount of retail square footage that is being proposed, with the lower range being the amount that would be developed if the GSW is unable to obtain the additional retail rights.

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Three levels of enclosed on-site parking (two below grade, and one concealed at street level) providing 950 parking spaces would be located below the office and retail buildings and plaza areas. In addition, the GSW has the right to 132 existing parking spaces at the garage located at 450 South Street.

Public Open Space

The GSW Project will include approximately 3.2 acres of publically accessible open space areas that will be comprised of two primary plazas (one along 3rd Street and one at the southeast corner of the site) and additional paved or landscaped areas. The main 3rd Street plaza is raised eight feet above the Third Street sidewalk and will be roughly equivalent in area to the central flat plaza area at Union Square and the main plaza at Rockefeller Center. The plaza will be programed to activate it on a daily basis in conjunction with the activity generated by the fronting retail uses at the base of the surrounding buildings. The smaller southeast plaza at the corner of Terry Francois and 16th Street leads into the secondary entrance to the event center. In addition to the plazas, there is a publicly accessible green roof on top of the food hall, with public walkways that wrap around the exterior of the north and eastern-sides of the event center to connect the main plaza to the food hall, bayfront overlook, main concourse entry and bayfront terrace exterior entry.

In addition to providing active gathering spaces, the open spaces will serve to move people to and from the event center events in an organized manner, allowing for adequate staging areas to avoid spilling of pedestrians onto the surrounding sidewalks and streets. The corners at 3rd Street and 16th and South Streets have been expanded to allow for pedestrian staging for transit. Once the GSW select a landscape architecture team, the design of all of the open space areas will be further detailed and presented as part of the schematic design review process.

Circulation, Transit and Automobile and Bicycle Parking

All parking and loading for the site is located below ground, or concealed at grade, and is accessed through two garage entries, one at the intersection of 16th and Illinois Streets and the other mid-block along South Street, between 3rd Street and Terry Francois Boulevard. Truck loading will only take place at the 16th Street entrance, with the retail parking using the South Street entrance. The GSW Project is currently proposing 950 underground parking spaces within Blocks 29-32, with an additional 132 parking spaces located in an existing garage at 450 South Street, for a total of 1,082 spaces to serve the GSW Project. While determining the appropriate number of on-site parking spaces, opportunities for sharing parking between the daytime office uses and the larger night/weekend event center uses is assumed. In addition, the Transportation Management Plan ("TMP") (discussed below) is being developed to encourage people to utilize transit and other alternative modes of transportation to minimize the need for vehicle parking and minimize the traffic impacts surrounding the site. City/OCII staff will be continuing to work with the GSW to determine if the proposed parking numbers is appropriate for the site and use.

The GSW Project is incorporating bicycle facilities to encourage bicycling to and from the site and to take advantage of the dedicated bike lanes planned or existing on 16th Street, Illinois St. and Terry Francois Boulevard. In addition to enclosed bicycle storage for the office/retail buildings (111 spaces) and bicycle racks on the sidewalks surrounding the site (75 spaces), the GSW Project will include a secure permanent bike valet for approximately 300 bicycles which will likely be operated on a valet basis during major events. The bike valet will be located either on-site along 16th Street or Terry Francois Boulevard, where the bicycle lanes serving the site are located. The GSW have also asked to explore the possibility of locating the bike valet in the adjacent Park P22 so that it would be available for other users of the park, which will serve as a regional facility. However, since it is unknown at this time the design implications and costs related to that proposal,

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the GSW Project is assuming the bike valet will be located on-site at this time. The GSW Project will also include space within the plaza areas to allow for occasional temporary bike corrals with a capacity of at least additional 100 spaces for larger events anticipated to attract higher numbers of bicycle riders. Appropriate locations for the City's Bike Share pods are being explored to connect the event center to the city system.

The GSW Project will be well-served by local transit. The site sits on the Third Street Light Rail line, which will see increased service with completion of the Central Subway. In addition, the 22 Fillmore/55-16th Street bus lines will be rerouted to extend along 16th Street and will travel north along Third Street in front of the site. The Caltrain station is located less than a half-mile north from the site at 4th and King, with another Caltrain station located to the south at 22nd Street.

Sustainable Design Strategies

The GSW Project would be subject to a number of sustainability requirements, including the California CalGreen Code, City of San Francisco Green Building Code, and the 2012 NBA Arena Design Standards – Sustainability Requirements. The project would be designed to Leadership in Energy and Environmental Design (LEED®) Gold standards using a campus approach, whereby each individual proposed structure as well as the overall site would qualify for individual Gold ratings. This would be achieved through incorporation of a variety of design features and implementation of practices during construction and operation to provide energy and water conservation and efficiency, encourage alternative transportation, promote a healthy indoor environment, minimize waste, and maximize recycling opportunities.

Infrastructure Improvements

To serve the GSW Project, as well as the larger transportation needs of the Mission Bay South Project Area, public streets around the project will be improved. Improvements to South Street, 16th Street, Terry Francois Boulevard, Illinois Street and Third Street will be completed, consistent with the Infrastructure Plan, except for the striping of the roadways, which is proposed to differ from the Infrastructure Plan to allow for safe movement of pedestrians, bicycles, and vehicles around the site. New sidewalks will be built, and other pedestrian elements such as new trees, pedestrian scaled lighting, trash cans, and bike racks will be installed as part of the approved Mission Bay South Master Streetscape Plan.

New joint utility trench, wet utilities and recycled water lines will be installed as part of the street improvement work on Terry Francois Boulevard, 16th Street and Illinois Street. New sewer lines will be installed along Illinois Street.

Proposed Amendments to the Design for Development Standards

In Mission Bay South, the design of development is regulated by the Design for Development. Since the Design for Development regulations for Blocks 29-32 were focused on office and retail uses, versus an event center, the Design for Development will require amendments to allow the proposed GSW Project. Appendix A of the GSW Major Phase (included in Exhibit B of this memo) summarizes the amendments to the Design for Development that would need to allow the proposed GSW Project ("Design for Development Amendments"). The proposed Design for Development Amendments principally relate to height of the event center, building massing, number of towers, tower separation, and bulk. In no case will the GSW Project exceed the 160' height limit or otherwise be inconsistent with the standards set forth in the Mission Bay South Redevelopment Plan. The proposed Design for Development Amendments would be adopted prior to approval of the Major Phase, anticipated in late summer/early fall 2015.

Transportation Management Plan

The GSW are working with OCII/City staff and community to create a Transportation Management Plan ("TMP") for the GSW Project. The draft TMP will be finalized in early 2015. Appendix B in the GSW Major Phase (Exhibit B of this memo) includes a description of what will be contained in the final TMP and outlines the proposed transportation management plan for event center events, including staging areas for transit, street closures, traffic routing, and locations of traffic control officers. The goals of the TMP are to maximize safety for all site visitors, promote the use of sustainable alternatives to vehicular use, including walking, bicycling, and use of all modes of transit to reduce the overall transportation impacts of the GSW Projects to the adjacent neighborhood. The TMP will continue to be refined as the project is developed and as part of the environmental review process. Some of the key features of the proposed TMP are:

- **16**th **Street Reconfiguration:** Reconfigure the right-of-way of 16th Street between 3rd Street and Terry François Boulevard to allow vehicle access at the GSW Project's primary driveway, while providing safe staging for transit and creating a safer environment for bicyclists.
- Parking Control Officers ("PCOs"): Locate PCOs at key intersections and garage entries pre- and post-events.
- **Transit Staging:** Protect transit areas along the southwest, northwest and western sides of the site to ensure ease of movement of buses and Muni trains.
- **Drop-off Staging:** Locate drop offs for taxis, paratransit, pedicabs, and black cars along the east and northeast sides of the site.
- **Temporary Street Closures:** Temporarily close northbound 3rd Street and portions of South, Illinois, and 16th Streets after a "peak" (basketball game or large concert) event.
- Travel Demand Strategies: Identify a list of strategies, such as parking pricing and smartphone apps, to discourage the use of cars and encourage the use of alternative modes of transportation, such as transit, to and from the site.

ENVIRONMENTAL REVIEW

As part of its actions on September 17, 1998 establishing the Mission Bay Redevelopment Project Areas, the former Redevelopment Commission certified the project's Final Subsequent Environmental Impact Report ("FSEIR"), adopted California Environmental Quality Act ("CEQA") findings, adopted a series of mitigation measures, and established a comprehensive system for mitigation monitoring. The Board of Supervisors, the Planning Commission, and various City departments adopted similar findings and mitigation monitoring plans. This FSEIR includes by reference a number of addenda.

The FSEIR is a program EIR under CEQA Guidelines 15168 and a redevelopment plan EIR under CEQA Guidelines 1518. The Mission Bay FSEIR analyzed the environmental impacts associated with the development program proposed for the entire plan area, including the program under the Mission Bay South Redevelopment Plan, which includes Blocks 29-32. Thus, under CEQA, the proposed GSW Project is considered a subsequent activity under the Mission Bay South Redevelopment program. However, the FSEIR did not anticipate the development of an event center on Blocks 29-32, so a focused EIR will be prepared to analyze the difference in impacts identified for the proposed project from those disclosed in 1998; the focused EIR will be a Subsequent EIR ("SEIR") per CEQA Guidelines Section 15162. OCII is considered the lead agency under CEQA for the SEIR, and the Commission will be responsible for certification of the SEIR.

As the first step in the preparation of the SEIR pursuant to CEQA, OCII released a Notice of Preparation of an Environmental Impact Report ("NOP") for the GSW Project on November 19, 2014, which was provided to the Commission as part of their December 2, 2014 packet, with a Scoping Meeting having been held on December 9, 2014 and comments due by December 19, 2014. Comments received during the scoping period will be incorporated into the Draft SEIR, which is anticipated to be released in spring 2015. The NOP includes an initial study that contains a project description and analyzes which environmental impact categories will not have new, additional, or modified significant impacts from those disclosed in the 1998 document, and which require further study in the SEIR. The draft of the SEIR is anticipated to be released for public review in spring 2015.

No official actions can be made related to the GSW Project until the SEIR has been certified by the Commission, anticipated to occur in late summer/early fall 2015. As a result, no action on the GSW Major Phase can be made at this time, but it will return to the Commission for official action once the SEIR has been certified

PUBLIC COMMENT

The Mission Bay Citizens Advisory Committee ("CAC") has discussed the GSW Project, and related topics, at eight meetings since May 2014. In addition to meeting with the CAC, the GSW and OCII/City staff have also outreached to other stakeholders. Comments received to date focus on design, traffic congestion/parking, events management, and construction impacts.

Citizens Advisory Committee and Community Outreach Program

The Mission Bay CAC is the official community group leading the community process for the GSW Project. The CAC has discussed the GSW Project, and related topics, at its May, August, September, October, November and December 2014 meetings, including a two-session workshop on the GSW Major Phase in September, with topics ranging from the overall project concept, site plan, GSW Major Phase, and transportation management plan. In addition to meeting with the CAC, the GSW and OCII/City staff have also outreached to other stakeholders, including:

- Mission Bay life science community
- Neighborhood leaders from: South Beach, Rincon Hill, Mission Bay, Dogpatch, and Potrero Hill
- UCSF
- San Francisco Giants
- San Francisco Bicycle Coalition
- San Francisco Walk
- Local residents and business/merchants

Comments received from the CAC and larger community fall within the following main categories:

- 1) Design and Massing
 - Bayfront terrace height and design
 - Height and setback along the pedestrian edge of site and throughout buildings
 - Local wind patterns

- High quality of design and creation of needed open space
- Excitement about an active area with commercial (food) retail options
- Understanding of great need for more office/lab space in area
- 2) Traffic Congestion and Parking
 - Access to hospital, residents, and businesses during events
 - Adequate transit to serve the site
 - Location of parking
 - Traffic control
 - AT&T Park and GSW events on the same day
 - Street closures and local access
 - Adequate bicycle parking and infrastructure
- 3) Event Management
 - Crowd control and security
 - Trash and physical impacts on adjacent properties
- 4) Construction Impacts
 - Noise, dust control, traffic, and vibration

Where appropriate, comments related to the overall design of the project, such as reducing the massing of the bayfront terrace and planning for transportation management controls, have been addressed in the GSW Major Phase and TMP. Some comments, such as adequate policing and cleanup, are under development in plans that will be presented at future CAC meetings. Other issues, such as dust and noise, will be further addressed through the environmental impact report and required mitigation measures.

The Planning Department has had no public comment.

REQUIRED COMMISSION ACTION

None. Informational only.

RECOMMENDATION: None Informational only

Attachments:

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Attachment Checklist

| Executive Summary | | Project sponsor submittal |
|--|-------|---|
| Draft Motion | | Drawings: Existing Conditions |
| Environmental Determination | | Check for legibility |
| Zoning District Map | | Drawings: <u>Proposed Project</u> |
| Height & Bulk Map | | Check for legibility |
| Parcel Map | | Health Dept. review of RF levels |
| Sanborn Map | | RF Report |
| Aerial Photo | | Community Meeting Notice |
| Context Photos | | Inclusionary Affordable Housing Program: Affidavit for Compliance |
| Site Photos | | • |
| | | |
| | | |
| Exhibits above marked with an "X" are in | clude | d in this packet DW |
| | | Planner's Initials |

MISSION BAY

MAJOR PHASE APPLICATION

Blocks 29-32



THE GOLDEN STATE WARRIORS EVENT CENTER AND MIXED USE DEVELOPMENT

Fig. 1

Pre-Submittal Draft Major Phase Application submitted by the Golden State Warriors to the Office of Community Investment and Infrastructure on December 5, 2014.



Above (Fig. 2): Rendering of SE Entry Plaza from Terry Francois Boulevard Previous (Fig. 1): Aerial Rendering from the Southeast



Fig. 3: Aerial Rendering from Northeast

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EXECUTIVE SUMMARY

PROJECT DESCRIPTION

The Golden State Warriors are submitting this Major Phase application for Blocks 29-32. At approximately 11 acres, Blocks 29-32 collectively represent one of the largest remaining development sites in San Francisco, and the ideal location for the Golden State Warriors' new, state-of-the-art multi-purpose event center. The approximately 18,000-seat event center will be the home of the Warriors basketball team, and will host a variety of other activities including concerts, family shows, other sporting events, cultural and theatrical shows, conferences, and civic events. The site also includes substantial mixed-use development including office, retail, restaurants, structured parking, open public plaza spaces, and other amenities that will help to activate the site during non-event times.

The rectangular site is located on the eastern boundary of the Mission Bay South Redevelopment Project Area and is bounded by Third Street to the west, South Street to the north, Terry Francois Boulevard to the east, and Sixteenth Street to the south. As provided under the San Francisco Bay Conservation and Development Commission ("BCDC") permit, development of Blocks 29-32 triggers the construction of the 5.5-acre Bayfront Park (P22), located just east of the project site, by FOCIL-MB, Mission Bay's master developer.

Local transit and access-ways in the vicinity include the Muni T line (future Central subway connection), Caltrain, and the planned cycletrack on Terry Francois Boulevard. In addition, a proposal to install a ferry dock at the terminus of Sixteenth Street is under consideration. These resources are considered in a project-specific Transportation Management Plan (TMP) currently being prepared by the Golden State Warriors, which will outline plans for traffic control before and after event center events, introduce

design features to reduce congestion for daily office and retail users, and propose travel demand strategies to lower auto mode share of all site visitors. The TMP is summarized in greater detail in Appendix B of this Major Phase application.

No amendment to the Redevelopment Plan is required for the project's approval. Blocks 29-32 will be privately owned and construction of the full development, including the event center, will be 100% privately financed.

The proposed development for Blocks 29-32 is planned for construction in one phase. Estimated construction duration is approximately 24 to 26 months. Under the Mission Bay South Owner Participation Agreement (the "OPA") and BCDC permit, the Master Developer will be required to complete adjacent infrastructure, including Park P22, by the time of building occupancy on Blocks 29-32.

PROJECT COMPONENTS

The master plan of the proposed Major Phase application includes the following project components:

- A multi-purpose event center with seating capacity of approximately 18,000
- Two mixed-use office/research and development (R&D) buildings, each containing a 90' podium component and a 160' tower component
- Retail uses including but not limited to sit-down restaurants, casual food restaurants, food hall space, and soft goods retailers
- Multiple levels of enclosed on-site parking with approximately 950 parking stalls, located below the office buildings and plaza areas (atgrade and below-grade), and 132 existing parking stalls located in a

- structured garage at 450 South Street
- Large open plazas, landscaped (green) space, elevated view points and a public promenade walkway throughout the site

REGULATORY CONTEXT

The Blocks 29-32 Project ("Project") is subject to the Mission Bay South Redevelopment Plan (the "Redevelopment Plan"), and lies within the Commercial Industrial/Retail zone, Zone 'A' and Height Zone 5 (HZ-5) as described in the Redevelopment Plan. In accordance with the OPA, the Project requires approval by the OCII Commission of a new Major Phase application for Blocks 29-32 that describes the proposed uses, development intensities, height, bulk, and massing of proposed structures. This Major Phase submittal will supplant any previous Major Phase applications approved for Blocks 29-32.

Prior to the final approval of this Major Phase application by the OCII Commission, the project sponsor will request concurrent OCII approval of amendments to the Mission Bay South Design for Development ("D4D"), Mission Bay South Streetscape Master Plan, and Mission Bay South Signage Master Plan, and non-material changes to the Mission Bay South Infrastructure Plan, applicable to the proposed development for Blocks 29-32. This action is necessary to allow the OCII Commission and staff to make the consistency findings required for Major Phase approval. A preliminary list of D4D items that may require amendment prior to project approval is included for reference as Appendix A of this Major Phase application.

The Project will also require approval by the OCII Commission of a Combined Basic Concept and Schematic Designs ("Schematic Designs") package. Even though the site has received a Prop M allocation, each building having

an office component subject to Prop M will also undergo design review and approval by the Planning Commission, in accordance with Section 321 of the Planning Code.

Finally, it is anticipated that in connection with this Major Phase approval, the OCII Executive Director will be making the findings required under Section 302 of the Redevelopment Plan to define the proposed event center as a permitted secondary use within the Commercial Industrial/Retail zone (Assembly and Entertainment: Nighttime Entertainment and/or Recreation Building). The project's other proposed uses are principal uses under the Redevelopment Plan.

The Warriors will seek required approvals by the City's Department of Public Works (DPW) and Board of Supervisors of a tentative and final subdivision map for Blocks 29-32, which would be approved after OCII approval of the Major Phase application. The subdivision map may include separate land or air space parcels for individual structures on-site and will allow for commercial condominiums. The subdivision map will include the required offers of dedication for those portions of Blocks 29-32 designated for public improvements by the master developer, including the land intended for the re-aligned Terry Francois Boulevard.

PUBLIC BENEFITS

Iln addition to contributing substantially to the overall vitality and urban fabric of Mission Bay, the Project provides the following public benefits:

• The Project will create a new civic landmark for cultural, sports, and entertainment activities. The Project will deliver San Francisco's first ever multi-purpose indoor event center and will attract a rich diversity

of live events, including concerts, family shows, sporting events, conferences and conventions, many of which currently bypass the City of San Francisco when scheduling at major indoor venues. The event center will also host cultural, artistic, and civic activities currently absent in the burgeoning Mission Bay neighborhood. With a vibrant offering of various retail options including sit-down restaurants, casual food offerings, food hall space, and soft goods retailers, the Project will become a destination for visitors, office workers, and residents alike, regardless of whether an event is taking place within the event center itself.

- The Project will add significant office and/or biotechnology R&D lab space to Mission Bay and San Francisco. The Project will deliver workspace to help meet the city's record-high demand, enabling growing businesses to locate in the area. The potential provision of lab/R&D space also offers the opportunity for synergy and collaboration with other firms local to Mission Bay. Retail on-site would serve the local office community, on-site and off, as well as UCSF hospital staff, UCSF students, nearby residents, and visitors from the region.
- The Project will generate important economic benefits for the city and Mission Bay. The Project will generate significant new property tax increment for the construction of public infrastructure (including parks) and affordable housing. It is estimated by the project sponsor that the Project increment will be approximately 40% higher than an equivalent office-only project on Blocks 29-32. It will also create hundreds of new construction and permanent jobs and add significant new revenues to the City.
- The Project will trigger construction of Bayfront Park ("P22").

Representing approximately 16% of overall Mission Bay park space, the 5.5-acre Park P22 runs along the San Francisco Bay south of Pier 54 to the east terminus of Sixteenth Street. As provided under the BCDC permit, development of the Project requires construction of Park P22 by the master developer. The resulting mix of public open spaces and publically accessible retail will provide a significant and dynamic place for visitors and residents of Mission Bay to gather.

- The Project will add to the Mission Bay Open Space System. In addition
 to the planned Bayfront Park, the project's design provides 3.2 acres
 of privately-developed, publicly-accessible open space to supplement
 the current open space system. The space will be able to be utilized for
 passive recreation, complimentary space for nearby retail activity, and
 accessible views of the Bay.
- The Project will support sustainability goals. The Project will be designed to LEED Gold standards. Its proposed location conforms to city- and state-wide goals by concentrating new construction in downtown urbanized areas, where high transit-accessibility enables sustainable and environmentally-responsible growth.

FINANCIAL PLAN

The Mission Bay Design Review and Document Approval Procedure (DRDAP) calls for an update of the annual plan via a submittal made by FOCIL-MB, the master developer. The annual plan prepared in accordance with the financing plan, and accounting for the project proposed in this Major Phase application, will be submitted by FOCIL-MB to OCII on November 15, 2015.

MAJOR PHASE APPLICATION | MISSION BAY BLOCKS 29 - 32 GOLDEN STATE WARRIORS 7

EXECUTIVE SUMMARY

PROJECT COMPONENT DESCRIPTIONS

The following provides a description of each of the proposed project components.

<u>Event Center:</u> An approximately 18,000-seat multi-purpose arena primarily located on Blocks 30 and 32. The event center will include practice facilities for the Golden State Warriors team, located below-grade at the building's northeast corner, and office space for the team's full-time staff. Two main entrances to the event center will be located on the northwest and southeast sides of the building.

<u>South Street Building:</u> A mixed-use building located at South Street and Third Street, with both a podium (90-foot) and tower (160-foot) element. This building will be primarily office or lab/R&D space with ground floor retail. The office lobby will be accessible off South Street, with additional retail entrances on the corner of South Street and Third Street and from the Main Plaza.

<u>Sixteenth Street Building:</u> A mixed-use building located at Sixteenth Street and Third Street, with both a podium (90-foot) and tower (160-foot) element. This building will be primarily office or lab/R&D space with ground floor retail. The office lobby will be located on the corner of Sixteenth Street and Third Street, with additional retail entrances on the corner of Sixteenth Street and from the Main Plaza.

<u>Gatehouse</u>: A two-level building located mid-block on Third Street, the Gatehouse will provide an urban edge for the Project and help activate the Main Plaza. The Gatehouse will house elevators connected to parking facilities, and a small amount of retail. The structure also provides wind protection to increase pedestrian comfort in the Main Plaza.

Main Plaza: A large urban plaza bordered by the event center, both mixed-use buildings, and the Gatehouse, and lined with retail amenities on all sides. The Main Plaza will be approximately the size of Union Square (SF) or Rockefeller Center (NYC) and will become a prominent civic amenity, with both programmed and passive uses.

<u>Southeast Plaza:</u> An urban plaza surrounded on two sides by park space (P23 and P22) and located under the southeastern proscenium gateway to the event center's southern entrance. The southeast plaza will provide ample space for event attendee pick-up and drop-off, and a safe queuing area for pedestrians waiting to cross Terry Francois Boulevard pre- or post-event.

<u>Pedestrian Path:</u> A curving walkway that will lead from the Main Plaza at +10 feet above Terry Francois Boulevard street elevation (+8 feet above Third Street), to the southeast event center entry at +26 feet above Terry Francois Boulevard. The path will be gently sloped and will cross over the below-grade practice facility, while offering access to the Food Hall and Bayfront Overlook area. The path itself will also be lined on both sides with retail uses and/or art.

<u>Bayfront Overlook:</u> A break in building massing along Terry Francois Boulevard at the level of the Pedestrian Path, which will provide expansive bay views from a publicly-accessible elevated area. The Overlook may include adjacent food and beverage or retail amenities for members of the public enjoying the view.

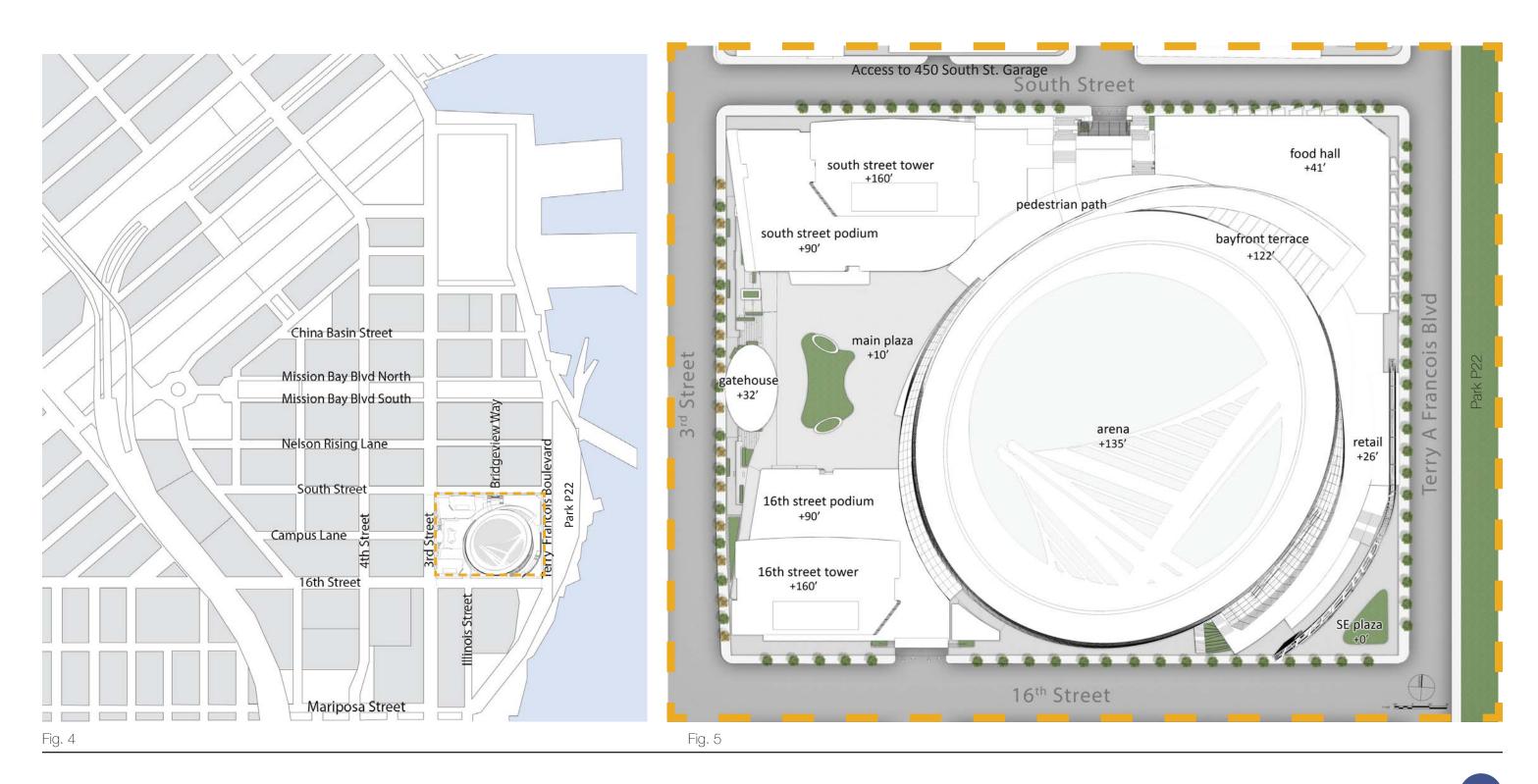
Bayfront Terrace: An extension of the event center form with a maximum roof height of 122' and multiple terraces and levels, each of which will provide varied views to the San Francisco skyline, Bay Bridge, bay waters and East Bay coastline. Portions of the Bayfront Terrace will connect to the event center interior to serve as an amenity for event ticket-holders and building users. Other portions of the Bayfront Terrace will offer opportunities for public access, with vertical transportation options located on the Pedestrian Path.

<u>Food Hall:</u> A multi-level structure with a large-volume atrium will be located at the northeastern corner of Blocks 29-32 and intended to house small stalls for local vendors of food and beverage offerings or artisanal goods. The Food Hall will feature a large, three-story entrance on the corner of Terry Francois Boulevard and South Street, and porous edges along both streets. Guests will be able to circulate from the Food Hall at grade up to the Pedestrian Path if desired.

Atrium: An outdoor, glass-covered passageway between the Sixteenth Street mixed-use building and the event center, leading from Sixteenth Street to the Main Plaza. This walkway will offer the opportunity for pedestrians approaching from the east to access the Main Plaza without crossing the primary garage entry, which will reduce vehicle/pedestrian conflict on-site.

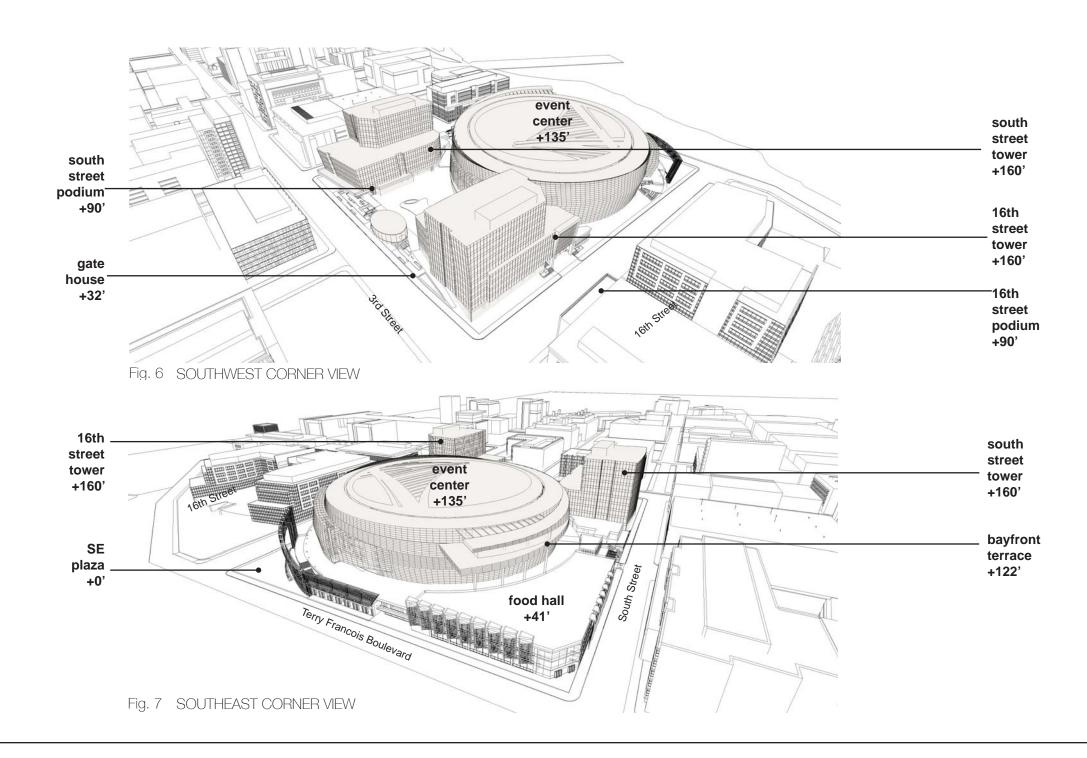
450 South Street Garage: A structured parking garage on South Street, across from the project's northern boundary, owned by Alexandria Real Estate. The Warriors have purchased 132 spaces in this garage to use for daily employee parking. Pedestrians will be able to access the garage from the site via crosswalks at South Street and Bridgeview Way or South Street and Third Street.

EXECUTIVE SUMMARY PROJECT LOCATION



EXECUTIVE SUMMARY

PROJECT MASSING



EXECUTIVE SUMMARY

PROJECT MASSING

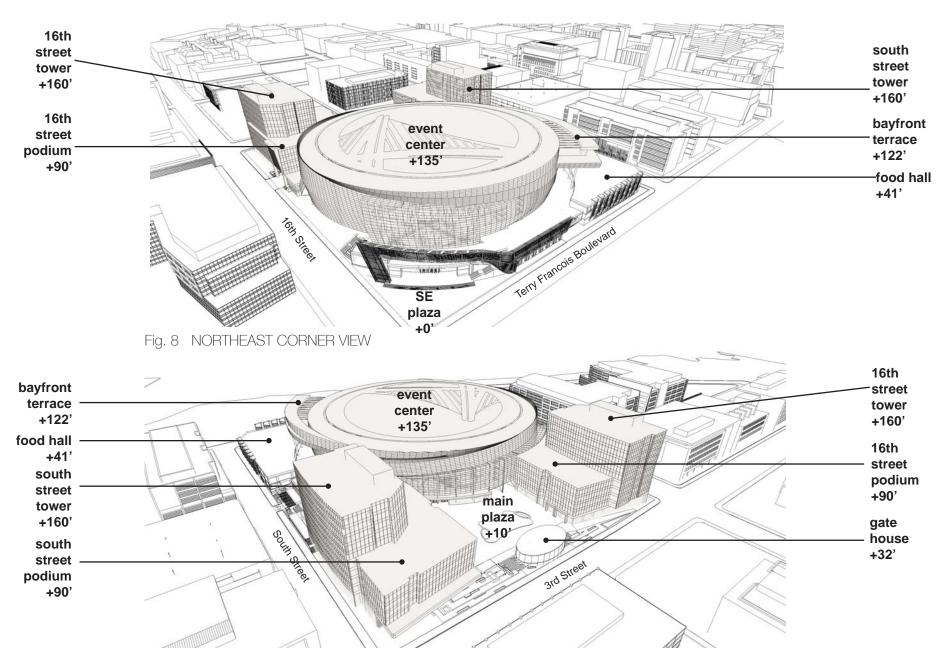


Fig. 9 NORTHWEST CORNER VIEW

DESIGN REQUIREMENTS

Development on Blocks 29-32 is subject to the Mission Bay South Design for Development ("D4D") design standards and guidelines. The D4D Standards include requirements for land use, height, bulk, setbacks, block coverage, streetwalls, view corridors, open areas, parking/loading and access, neighborhood and primary streets, and solar access and shading. The D4D Guidelines establish the basic principles for urban design of Blocks 29-32 and other developments in Mission Bay.

To address the unique physical requirements of the event center and its proposed location on the site, the project sponsor is requesting amendments to the D4D. The proposed amendments will consist of revisions to the D4D Standards; principally related to building massing, number of towers, tower separation, and bulk. A preliminary list of those Design Standards potentially requiring revision is included in Appendix A of this Major Phase application. The proposed amendments to the D4D would be adopted prior to approval of this Major Phase. As a result, the following discussion on Design Standards for Blocks 29-32 assumes that the D4D amendments would be approved. In no case will the Project exceed the 160' height limit or otherwise be inconsistent with the zoning and other standards set forth in the Mission Bay South Redevelopment Plan.

The following provides an overview of the key D4D Design Standards and Guidelines that apply to Blocks 29 to 32, as well as site specific design guidelines for the site that have been developed through collaboration with OCII/City staff and the Mission Bay Citizens Advisory Committee.

DESIGN STANDARDS

SETBACKS

In recognition of the event center's unique requirements for pedestrian flows, the project will adhere to a stricter standard than the 5' setback required for development on the east side of Third Street. Instead, the South Street tower will be pulled back from the street in excess of 5' at grade to create a cantilever over the site's northwest corner. The result is a gracious yet intimate plaza space where pedestrians can gather and wait for public transit vehicles, enjoy a comfortably shaded outdoor meal, or sample the adjacent retail offerings.

While no mixed-use structures encroach upon the required 20' setback on the north side of Sixteenth Street for Blocks 29 and 31, the curve of the event center will overlap slightly with the setback area, as long as it includes a visually appealing façade to activate the adjacent sidewalk.

STREET WALL

The event center's form will be varied, artistic, and visually compelling, and located carefully on the four-block site to permit adjacent mixed-use development and adequate public space.

SUNLIGHT ACCESS TO OPEN SPACE

The Block 29-32 project will not generate shading that exceeds the D4D allowance on the adjacent public parks.

VIEW CORRIDORS

The placement of the event center and other buildings on the project site will ensure that the project attractively terminates three secondary view corridors intersecting the site at Campus Lane, Bridgeview Way, and Illinois Street. In each case, resulting views will include multi-layered, visually arresting and dynamic architecture, with the activity and art of the site made clearly visible from the street. Key view corridors towards downtown San Francisco (along Third Street) or the San Francisco Bay (along South Street and Sixteenth Street) will be maintained.

PARKING

On-site parking will be limited to encourage transit use and other alternative forms of transportation, such as biking, and will take advantage of opportunities to share spaces between daytime office/retail use and event center activities in the evenings or on weekends. Opportunities for event attendees to utilize surrounding parking lots and garages will also be explored. Adequate bike parking shall be provided to meet anticipated high demand during event center events, and to serve daily office tenants on-site.

LOADING

The project will provide adequate loading to meet the unique operational needs of an event center. Loading docks will be designed below-grade to eliminate extended periods of truck staging or sidewalk obstruction at the project site's perimeter.

SIGNAGE

Amendments to the D4D related to signage requirements for the event center will be proposed. The details of any proposed amendments will be determined during schematic design, when a signage master plan will be prepared for the event center.

DESIGN GUIDELINES

Development in the Mission Bay Plan Area is also governed by the urban design principles outlined in the D4D Design Guidelines. Where feasible, the Project will incorporate the guidelines related to Open Space, Commercial/Industrial, Retail, Parking and Streets, while recognizing the unique design considerations related to the event center use where the guidelines are less applicable. The following describes the majority of existing D4D design guidelines and their application to the proposed project.

OFFICE/EVENT CENTER

The following guidelines refer to the event center and office/R&D uses on-site.

Block Development: View Corridors

The proposed design will respect and maintain the view corridors along Third Street, South Street, Sixteenth Street, and Terry Francois Boulevard. At the connections from Bridgeview Way and Illinois Street, the Project façades will be designed to provide pedestrian access to the site and a visual connection to the Project's central public plaza and event center beyond. The view corridor along Campus Lane will be oriented toward a low-scale "Gatehouse" retail element that will establish an iconic architectural feature, setting the urban edge along Third Street and establishing a human scale at the entry to the Main Plaza.

Block Development: Open Spaces

Third Street Plaza

Blocks 29 and 31 will include a large public plaza at the heart of the Project.

Located in front of the event center main entrance, and between the two commercial office towers, this outdoor plaza will become both an iconic forecourt to the event center and an urban "front porch" for the entire neighborhood. Easily accessible from all corners of the site, and lined with retail amenities that support the neighborhood and broader district, the plaza is envisioned as San Francisco's newest world-class outdoor gathering space. The design will allow for comfortable ingress and egress from the event center. It will also be engineered to support a wide variety of seasonal community uses such as spring festivals, farmers markets, pumpkin carving contests, and winter holiday celebrations. Similar in scale to Union Square, the Main Plaza will offer a safe, friendly, and diverse gathering place for the greater San Francisco community.

Southeast plaza

Located in the sunny southeast corner of the site, with views of the Bay Bridge, San Francisco Bay, and Bayfront Park, the southeast plaza will provide a large secondary open space that relates to both the Bayfront Park (across Terry Francois Boulevard) and to Park P23 immediately to the south (across Sixteenth Street). The plaza will also offer important visual access and physical connections to the water across the street. The Southeast plaza will function as the primary entrance for all theater events and a secondary point of entry for other events at the event center.

Block Development: Pedestrian Walkways

Pedestrian walkways on-site will include mid-block entries from South Street or Sixteenth Street, the Pedestrian Path, and the Atrium passageway. Each walkway will provide alternative through-site circulation and porosity to achieve the intent of the planned extensions of the Mission Bay street grid through Blocks 29-32.

Street Frontage: Streetwall

The project will achieve an intense urban quality in part by pulling buildings toward the street-facing property line and, wherever possible, limiting the space between structures.

Third Street Streetwall

The Third Street streetwall will be designed to be porous to provide open views and access to the plaza described above. Nevertheless, buildings like the Gatehouse and Sixteenth Street tower are designed close to the street and property line. Their placement will define the urban street edge and promote a dense and intimate urban condition along the street.

Sixteenth Street Streetwall

The Sixteenth Street streetwall will be designed to provide a varied and mostly continuous streetwall with pedestrian entry points at the Atrium passageway and around the mid-block garage entry.

Terry Francois Boulevard Streetwall

The Terry Francois Boulevard streetwall will be designed to provide architectural and visual relief. It will include a variety of elements including cafes, open plaza areas, restaurants, a Food Hall, and grand theater entry lobby. At higher elevations the Terry Francois Boulevard streetwall will include breaks in massing at the Bayfront Overlook to provide publically accessible visual access to the water.

Street Frontage: Streetwall Height, Pedestrian Scale, and Curb Cuts

The design will maximize pedestrian activity, retail and visually compelling architectural details along all four edges of the Project. Landscaping, wayfinding, and other features of the building facades will reinforce pedestrian

scale at the building base.

There will be no curb cuts along Third Street or Terry Francois Boulevard. All curb cut locations will be minimized and consolidated along South Street and Sixteenth Street.

Building Height and Form: Skyline Character

The event center's distinctive form, along with the two office buildings, will create a visually dynamic and attractive addition to the city's skyline, especially from the San Francisco Bay, as is appropriate for a new civic amenity. The unusual shape of the event center will bring new character to the generally rectilinear massing in Mission Bay and add a new piece of contemporary architecture to San Francisco's urban fabric.

Building Height and Form: Building Base

Because the building base is critical in establishing a comfortable scale and creating gracious and inviting urban environments, the proposed design will offer a variety of street level experiences for the pedestrian, and the office tower forms engage at grade and will be clearly expressed as vertical elements. The tower forms will also be carefully integrated into the podium forms. The cantilevered element of the office podium in the northwest corner of the site will be designed to emphasize pedestrian scale, with the cantilever and gently sloping pathway to the Main Plaza creating a gracious outdoor room. At the northeast corner, the Food Hall will provide a multi-level market and public event space. The Food Hall's rooftop and the Bayfront Overlook will provide publically-accessible views to Bayfront Park and the bay.

Around the event center, detailed facades, artistic media, landscaping,

pedestrian paths and wayfinding signage will all establish a comfortable and accessible pedestrian environment.

Building Height and Form: Roofscape

Recognizing that the project's building roofs may be visible from higher surrounding locations, office rooftop mechanical equipment will be hidden behind screens that are coordinated with the building's general design. Event center mechanical equipment at the building's roof level will be similarly screened, and recessed into the lower portion of the roof of the event center, to conceal the equipment for a clean, seamless design.

Architectural Details: Visual Interest

The form and façade materials of each building in the Project will be developed to create a sense of individual visual character that is complementary to the rest of the development but avoids overt "theming." Landscape elements, terraces, materiality, and architectural detail throughout the site will reinforce a sense of accessible, human-scale and organic and interesting place making.

Architectural Details: Color and Materials

The proposed design will utilize complimentary and harmonious materials, shapes, and colors. They are envisioned to be generally light and/or transparent in their appearance, consistent with the D4D guidelines. Colors will be used judiciously to add excitement to the Project and create a recognizable symbol of civic pride and activity within Mission Bay and San Francisco.

RETAIL GUIDELINES

The following guidelines refer to the range of retail development anticipated throughout the project site.

Neighborhood Retail Locations and Pedestrian Scale

The proposed plan of Blocks 29-32 will include active retail locations at all major access points to the site, and on the perimeter of the interior plaza, consistent with the D4D's recommendations to integrate retail into the fabric of neighborhood streetscapes. The Food Hall will provide local vendors with a vibrant retail setting designed to foster local community engagement. On Third Street, the Gatehouse will anchor the plaza retail, offer an additional unique environment for retail tenants and visitors, and provide a convenient entry point for pedestrians and motorists parking in the on-site garage.

Setbacks and Corner Stores

In order to maintain a continuous Block façade line, building setbacks beyond 5' are discouraged; however the ground story may be recessed to accommodate pedestrian activities per the D4D guidelines. The proposed design includes building façades that create streetwalls within a 5' setback at a majority of the perimeter of the site, with minor exceptions in areas that will serve to promote pedestrian activity (such as sidewalk cafes and walk up windows). The proposed design provides for retail activation and entrances at its two most prominent (northern) corner locations, as is typical with the historic San Francisco pattern of corner store entrances.

PARKING AND LOADING GUIDELINES

The following guidelines apply to parking facilities located within the project site.

Sidewalk Edge

The majority of Project parking will be located below grade and all parking is hidden from view. Careful planning has eliminated street edge parking walls at grade on Third Street, Sixteenth Street, and Terry Francois Boulevard, and limited the parking wall along South Street to the greatest extent possible. South Street will be activated with retail and a gracious mid-block entry that features a set of stairs that connect the sidewalk to the Pedestrian Path.

The Third Street edge will incorporate gently sloping ramps that connect the northwest and southwest corners with the Main Plaza. Along the way, a series of 18" landscaped plinths, or park plates, will provide comfortable places to sit. On Terry Francois Boulevard, the Food Hall, Bayfront Overlook, and Southeast plaza will provide a sense of connection to Bayfront Park and the bay. Like South Street, Sixteenth Street will include one curb cut to accommodate a driveway to both visitor parking and loading docks. The Sixteenth Street edge also will include a bike valet and an open-air Atrium between the office podium and event center.

Automobile Access to Parking

Access to parking will not be provided on Third Street and Terry François Boulevard. Curb cuts should be spaced and arranged so as to maximize on-street parking and minimize sidewalk interruptions.

Although the site will encompass approximately 950 total on-site cars over a four block area, the curb cuts for vehicle parking and loading will be limited to one curb cut on South Street and a second curb cut on Sixteenth Street.

There will not be any curb cuts or vehicular access points for either Third Street or Terry Francois Boulevard. The Sixteenth Street driveway will function as the primary access point to the garage and the loading docks. It will be aligned with Illinois Street to provide vehicles with a direct exit route and minimize the vehicle and pedestrian conflicts.

Lighting and Entries

The lighting design of the Project, particularly around pedestrian or vehicular entries to the site, will promote both vehicular and personal safety and minimize dark areas and other areas without clear sightlines. Both on-site and street-side entries for vehicles and pedestrians will receive careful design treatment in keeping with the image quality they convey and the intense level of use they will receive.

The proposed design will ensure a safe environment for all users while adding vitality and character to the architectural elements of the Project.

Loading Access

All loading and service areas, including refuse storage and pick up, will be located under the Main Plaza or Pedestrian Path and will not be visible from the street or Pedestrian Paths of travel.

Blocks 29-32 Program of Uses

| Proposed Land Use Commerical/Office/Biotech | Overall Gross Square Feet (1) | Mission Bay Defined Gross Square Feet (2) | Leasable Square Feet (3) | |
|---|-------------------------------|---|--------------------------|--|
| South Street Building | 289,000 | 265,000 | 248,700 | |
| 16th Street Building | 290,800 | 271,700 | 255,200 | |
| Total Commercial | | | | |
| Arena | 775,000 | 562,700 | 506,500 | |
| Retail | | | | |
| City-serving Retail | 21,735 | 20,700 | 20,700 | |
| Neighborhood Serving Retail (4) | | | | |
| Proposed | 56,700 | 30,800 | 30,800 | |
| Optional | 43,965 | 9,600 | 9,600 | |
| Parking and Loading | | | | |
| Parking | 422,600 | | - | |
| Truck Dock/Service Loading | 55,200 | | - | |
| Total Block 29-32 Square Footage | 1,955,000 | 1,160,500 | 1,071,500 | |

⁽¹⁾ All adjusted square footages are calculated per the exclusions of true gross sf as allowed under the D4D. Project-specific detail will be provided in a separate memo to OCII staff for reference.

Table 1

⁽²⁾ Pursuant to UCSF's acquisition of Blocks 36-39, UCSF controls 40,000 leasable square feet of Retail in Zone A. GSW and UCSF are currently in discussion to transfer up to 40,000 leasable square feet of Retail development rights to Blocks 29-32. This Major Phase assumes that conveyance will occur.

RETAIL

Cumulative Neighborhood Retail Development Leasable Area Summary - Mission Bay South (Zone A+Market Rate Residential)

| Total Neighborhood Retail Allowed in Zone A+Market Rate Residential | 159,300 lsf | |
|---|----------------------------|---|
| Approved Zone A + Retail Projects (1) | 75,279 lsf | |
| Remaining Leasable Square Footage | 84,021 Isf | |
| | | |
| Remaining Projects Estimated LSF | | |
| Block 40 (2) | 14,250 lsf | |
| UCSF (3) | 29,371 lsf | |
| Remaining Zone A Leasable Square Footage for Blocks 29-32 (3) | 40,400 Isf | |
| Blocks 29-32 Proposed Leasable Neighborhood Retail Square Footage (3) (4) | 40,400 lsf | |
| Remaining Zone A Neighborhood Retail Leasable Square Footage | 0 lsf | |
| | | |
| Cumulative City-serving Retail Development Leasable Area Summary - Mission Ba | y South (Blocks 29-32 & 36 |) |
| | | |
| Total City-Serving Retail Allowed in Zone A+Market Rate Residential | 20,700 lsf | |
| Approved Blocks 29-32 & 36 Projects (5) | 0 lsf | |
| Remaining Leasable Square Footage | 20,700 Isf | |
| Remaining Projects Estimated LSF | | |
| | 0 lsf | |
| Block 36 (5) | | |
| Remaining Zone A Leasable Square Footage for Blocks 29-32 | 20,700 Isf | |
| Blocks 29-32 Proposed Leasable City-wide Retail Square Footage (4) | 20,700 lsf | |
| Remaining Zone A Neighborhood Retail Leasable Square Footage | 0 lsf | |

- (1) Leasable square footage was determined by calculating permitted retail spaces for Blocks 2, 3W, 4W, 5, 10, 26a, 25/Bldg 2, and 41-43/P1, P4, and P5.
- (2) Block 40 has be allocated 15,000 gsf of retail. The gross square feet was reduced by 5% to estimate the leasable square footage.
- 5% represents the average of the reduction from gross to leasable square feet for the approved project.
- (3) UCSF has the right to develop up to 40,000 lsf of Blocks 36-39 with neighborhood retail uses. GSW is negotiating with UCSF to purchase about 10,700 lsf of that right. IF UCSF does not sell the right to develop this Retail, then the amount of neighborhood retail constructed by GSW will be reduced accordingly.
- (4) Blocks 29-32 leasable square footages calculated based on the proposed project's massing.
- (5) It is anticipated that if UCSF uses any of its allowed retail on Block 36 it would not be City-serving.
- (6) 'Zone A' defined as Blocks 26-34, 36, 38-43 per Mission Bay South Redevelopment Plan.
- (7) Remaining on Blocks 26-28, Blocks 33-34, and Blocks 29-32
- (8) City-serving retail only permitted in 'Zone A' at blocks 29, 30, 31, 32 and 36.
- (9) Pursuant to UCSF's acquisition of Blocks 36-39, UCSF controls 40,000 leasable square feet of Retail in Zone A. GSW and UCSF are currently in discussion to transfer up to 40,000 leasable square feet of Retail development rights to Blocks 29-32. This Major Phase assumes that conveyance will occur.

Table 2

COMMERCIAL

Cumulative Commerical Development Leasable Area Summary - Mission Bay South (Zone A)

| Total Commercial Allowed in Zone A | 5,000,000 lsf |
|--|---------------|
| Approved Zone A Commerical Projects (1) | 3,081,654 lsf |
| Remaining Leasable Square Footage | 1,918,346 lsf |
| Remaining Projects Estimated LSF (2) | |
| Blocks 26 and Block 27 | 400,400 lsf |
| Block 33/34 | 473,310 lsf |
| Remaining Zone A Leasable Square Footage for Blocks 29-32 | 1,044,636 lsf |
| Blocks 29-32 Proposed Leasable Commerical Square Footage (3) | 1,010,400 lsf |
| Remaining Zone A Leasable Square Footage | 34,236 lsf |

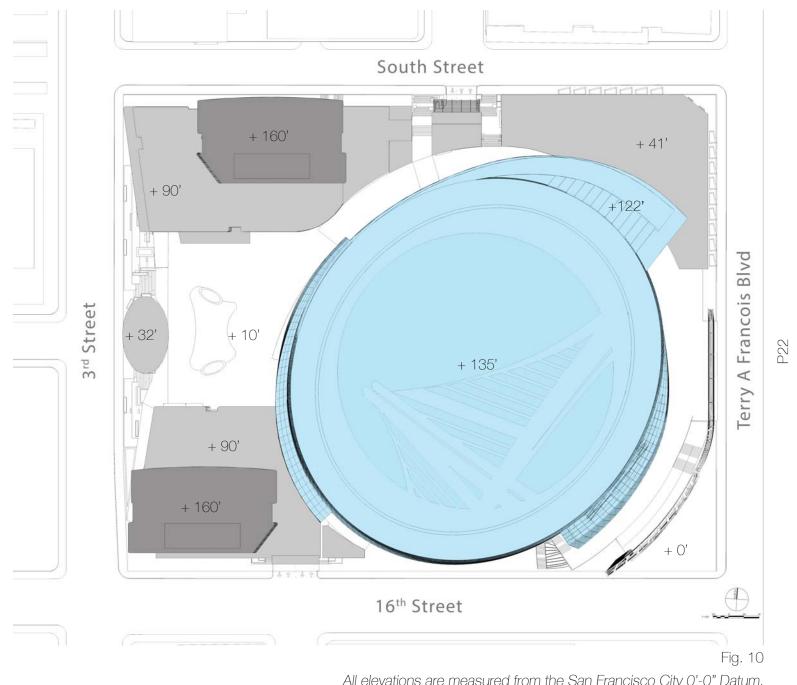
- (1) Leasable commercial square footage approved in the Schematic Designs for Blocks 26a, 26 (Building 283), 28, 40 and 41-42/Parcels P1, P2, P4, and P5), and pursuant to an agree with UCSF for Blocks 36-39, exlucding permitted retail square footage.
- (2) Blocks 26/27 have been allocated 422,980 gsf and Blocks 33/34 have been allocated 500,000 gsf. The gross square feet was reduced by 5% to estimate the leasable square footage. 5% represents an average of the reduction from gross to leasable square feet for the approved projects.
- (3) Blocks 29-32 leasable square footages calculated based on the proposed project's massing.
- (4) 'Zone A' defined as Blocks 26-34, 36, 38-43 per Mission Bay South Redevelopment Plan.
- (5) Remaining on Blocks 26-28, Blocks 33-34, and Blocks 29-32
- (6) City-serving retail only permitted in 'Zone A' at blocks 29, 30, 31, 32 and 36.
- (7) Pursuant to UCSF's acquisition of Blocks 36-39, UCSF controls 40,000 leasable square feet of Retail in Zone A. GSW and UCSF are currently in discussion to transfer up to 40,000 leasable square feet of Retail development rights to Blocks 29-32. This Major Phase assumes that conveyance will occur.

Table 3

MAJOR PHASE APPLICATION | MISSION BAY BLOCKS 29 - 32

GOLDEN STATE WARRIORS

HEIGHTS AND BUILDING DIMENSIONS



All elevations are measured from the San Francisco City 0'-0" Datum.

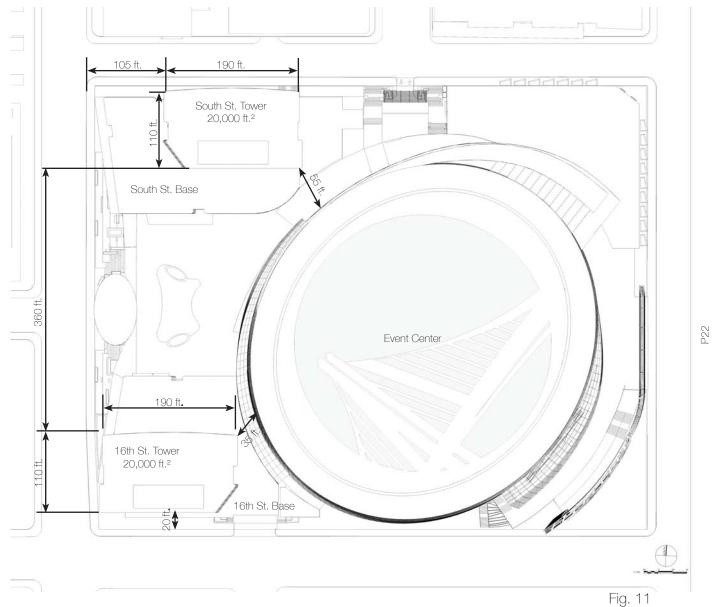
HEIGHTS AND BUILDING DIMENSIONS

| Structure | Height (from San Francisco City Datum) |
|--|---|
| Event Center Bayfront Terrace South Street Tower South Street Podium 16th Street Tower 16th Street Podium Gate House Food Hall Main Plaza SE Plaza | +135'-0" +122'-0" +160'-0" +90'-0" +160'-0" +90'-0" +32'-0" +41'-0" +10'-0" |
| Structure Separations | Distance (ft.) |
| South Street Tower to Event Center 16th Street Tower to Event Center 16th Street Tower to 16th Street (setb South Street Tower to 16th Street Tow South Street Tower distance from 3rd | ver 360'-0" |
| Structure | Floor Plate Area (sf.) |
| South Street Tower 16th Street Tower | 20,000 ft ² 20,000 ft ² |
| Structure South Street Tower 16th Street Tower | Building Dimensions (ft.) 190'-0" x 110'-0" 190'-0" x 110'-0" |

Table 4

Please note, the project described in this table is inconsistent with portions of the current D4D. Details are provided in Appendix A and will be address via a future D4D amendment.

HEIGHTS AND BUILDING DIMENSIONS



All elevations are measure from the San Francisco City 0' - 0" Datum.

VEHICLE PARKING

Vehicular Parking Requirements and Counts

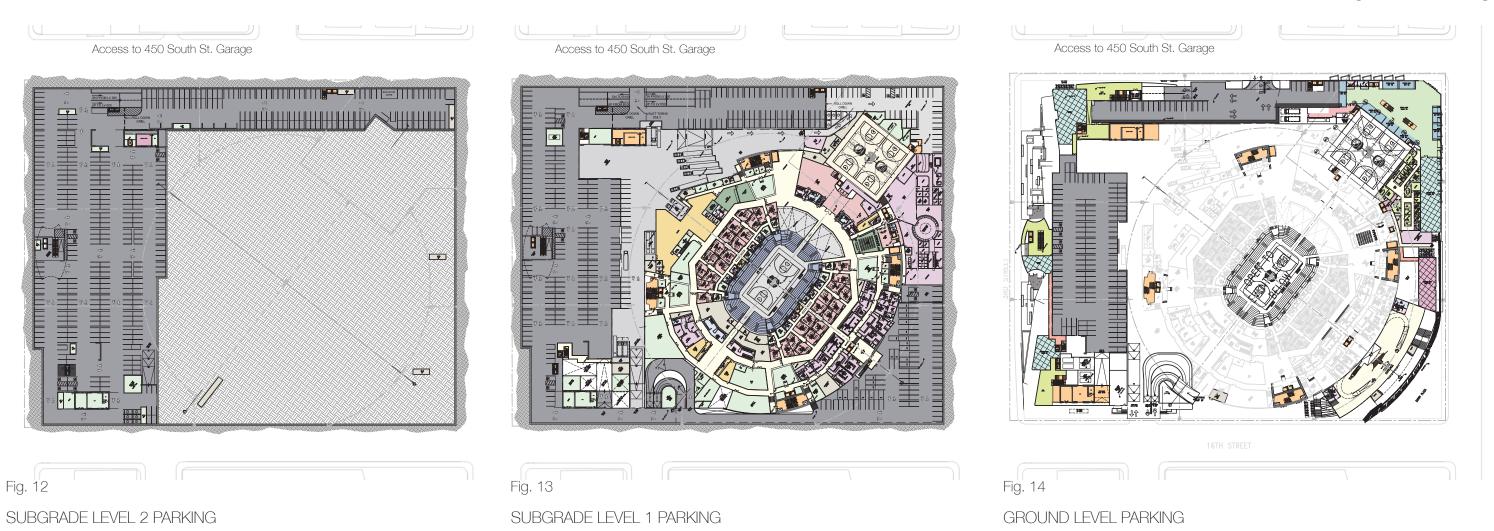
| Structure | Quantity Unit | | D4D Car Space Requirement | | | Design Supply GSW | Design Supply 450 South Street | Delta (Min. Required) | |
|----------------------------|----------------------------|----|---------------------------|---|-------|----------------------|-----------------------------------|-----------------------------|------|
| Commercial/Industrial | | 1: | 1,000 | | | | | | |
| Arena [1] | 562,700 GSF | 1: | 1,000 | = | 5 | 63 | 283 | 132 | -148 |
| 16th Street Tower - Office | 271,700 GSF | 1: | 1,000 | = | 2 | 72 | 272 | | |
| South Street Tower-Office | 265,000 GSF | 1: | 1,000 | = | 2 | 65 | 265 | | |
| | Total Commercial/Industria | ı | | | 1,1 | 100 | 820 | 132 | -148 |
| Retail/Restaurant | | 1: | 500 | | MAX | MIN | | | |
| 16th Street Building | 400 GSF | 1: | 500 | = | 1 | 0 | 1 | | 1 |
| South Street Building | 26,700 GSF | 1: | 500 | = | 67 | 51 | 51 | | 0 |
| Food Hall | 34,000 GSF | 1: | 500 | = | 104 | 78 | 78 | | 0 |
| | Total Retai | I | | | 172 | 129 | 130 | | 1 |
| | TOTAL PARKING | | | | 1,272 | 1,229 | 950 | 132 | -147 |

⁽¹⁾ These areas shown represent the maximum (including Optional area from UCSF). Without Options area, the maximum and minimum stalls dedicated to Retail would be 19 stalls lower (=9,600 sq ft/500 sq fir per stall). This would translate into a reduction of 1 bicycle stall (=19 auto stalls/1 bicycle stall per 20 auto stalls).

Table 5

Please note, the project described in this table is inconsistent with portions of the current DforD. Details are provided in Appendix A and will be addressed via a future DforD amendement.

VEHICLE PARKING



132 additional parking stalls for daily employee use are located in the structured garage at 450 South St.

BIKE PARKING

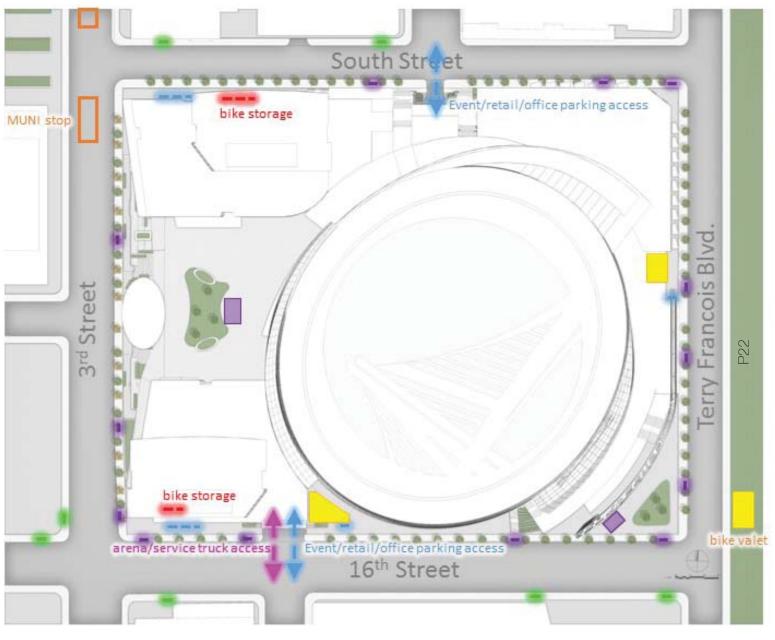
Bicycle Parking Requirements and Counts

| Structure | Quantity | Unit | D4D Bike Space (1 per every 20 vehicular) | • | Design Supply | Delta |
|----------------------------|-----------------------|---------------------|---|----|---------------|-------|
| Commercial/Industrial | | | | | | |
| Arena [1] | 562,700 | GSF | 1: 20 = | 14 | 300 | 286 |
| 16th Street Tower - Office | 271,700 | GSF | 1: 20 = | 14 | 40 | 26 |
| South Street Tower-Office | 265,000 | GSF | 1: 20 = | 13 | 40 | 27 |
| | Total Commerci | ial/Industrial | 1: 20 = | 41 | 380 | 339 |
| Retail/Restaurant | | | | | | |
| 16th Street Building | 400 | GSF | 1: 20 = | 0 | 0 | 0 |
| South Street Building | 26,700 | GSF | 1: 20 = | 3 | 3 | 0 |
| Food Hall | 34,000 | GSF | 1: 20 = | 4 | 4 | 0 |
| | | Total Retail | 1: 20 = | 7 | 7 | 0 |
| | TOTA | L PARKING | | 48 | 387 | 339 |

Table 6

Please note, the project described in this table is inconsistent with portions of the current DforD because the number of bike parking spaces exceeds the required number for retail and commercial/industrial use. Details are provided in Appendix A and will be addressed via a future DforD amendment.

BIKE PARKING



Class 1 secure bike valet (alternative locations)

Class 1 secure bike storage

on-site bike racks

bike racks per Infrastructure Plan

temporary bike corral

off-site bike racks per Infrastructure Plan

Fig. 15

Precise bike valet location to be determined, in concert with the public process to design Park P22.

DATA CHARTS

SERVICE LOADING

Loading Requirements and Counts

| Description | Qty. Provided Loading Slips |
|-------------|-----------------------------|
| Arena | 7 |
| Retail | 3 |
| Commercial | 3 |
| Table 7 | |

Subgrade Level 1 - Loading Locations

| Description | Qty | Dimensions |
|-----------------------|-----|---------------------|
| Arena Loading | 5 | 10' wide x 70' long |
| Arena Kitchen Loading | 2 | 10' wide x 35' long |
| Arena Trash Compactor | 3 | 10' wide x 35' long |
| Office Loading | 3 | 10' wide x 35' long |
| Retail Loading | 3 | 10' wide x 35' long |
| Commercial Trash | 2 | 10' wide x 35' long |

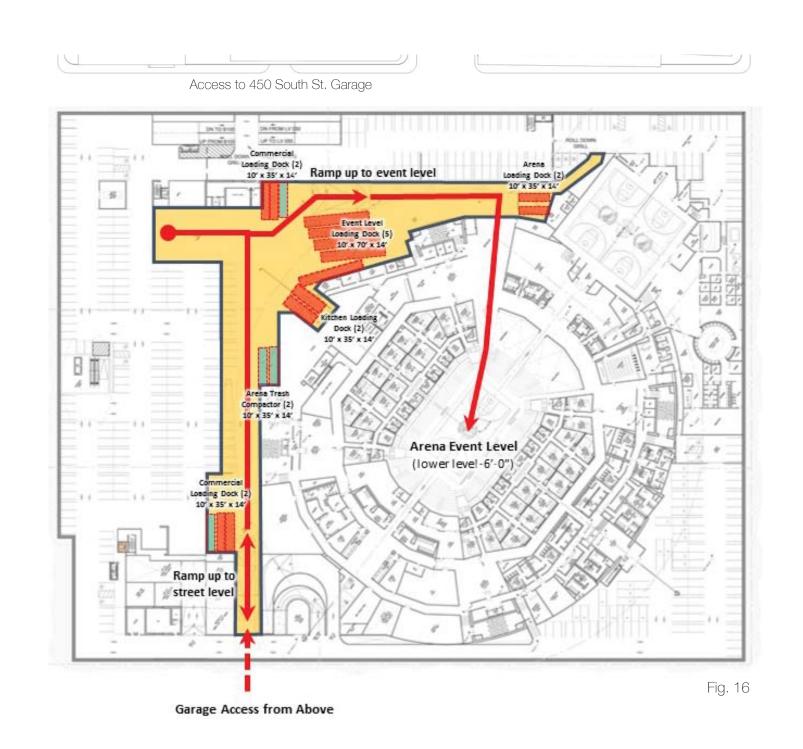
Table 8

Please note, the project described in these tables is inconsistent with portions of the current D4D due to unique event center loading requirements. Details are provided in Appendix A and will be addressed via a future D4D amendment.

MAJOR PHASE APPLICATION | MISSION BAY BLOCKS 29 - 32 GOLDEN STATE WARRIORS

DATA CHARTS

SERVICE LOADING



MAJOR PHASE APPLICATION | MISSION BAY BLOCKS 29 - 32

Trash Compactors

Loading Slips

Surrounding Land Uses

The Blocks 29-32 site sits at the nexus of several intersecting land uses in Mission Bay, including commercial development (north and south), research and clinical uses (UCSF, west and future south), and residential buildings (north and northwest of the site). While numerous parcels in the vicinity of Blocks 29-32 have incorporated minor retail development, retail uses in the site vicinity overall are sparse.

The proposed project will offer a new neighborhood center for these uses in the creation of a generous public plaza along Third Street Commercial development will be concentrated to the northwest and southwest corners of the site to maintain the commercial urban character of Third Street The event center, characterized by unique architecture and cultural, arts, and entertainment use, will be located further east.

Retail uses will be diverse in character and distributed across the site to provide quick access for visitors approaching from all adjacent uses. Retail will be especially concentrated towards the northeastern corner of the site, to serve high-intensity public use of the adjacent Bayfront Park.



Fig. 17



Mission Rock CHANNEL ST Mixed Use IPOSA S T.

Public Open Space

Public open space in the vicinity of Blocks 29-32 consists primarily of passive green spaces, including an east-west spine of green space north of the site and the waterfront park network that includes P23 (now under development). Just north of P22, an open space has been designated as a boater parking areas to encourage active use of the waterfront.

The BCDC Permit that applies to portions of Mission Bay South within the BCDC's jurisdiction (Permit No. 5-00, as amended) calls for the construction of Bayfront Park (P22) with the development of Blocks 29-32. This will be one of the signature elements of Mission Bay's open space system. The design of the event center and other buildings will emphasize the importance of this space, and the bay beyond, with multiple publically accessible overlooks and a porous, open-air "food hall" on the northeastern corner directly across from the park.

The open space on-site will include a Main Plaza, Southeast Plaza, generous sloped Pedestrian Path, and Bayfront Overlook. The Main Plaza in particular will complement the landscaped park and waterfront boulevard with a more urban civic plaza along the transit-heavy Third Street Stepped park plates and covered ramps leading to the plaza from the sidewalk will add a soft, human character, while the Gatehouse element will help shape the plaza to create a distinct sense of place. The porous nature of the plaza along Third Street will also offer visual connection to the nearby public spaces of Gene Friend Way and Campus Lane on the UCSF campus, and to other open spaces further west of the site.

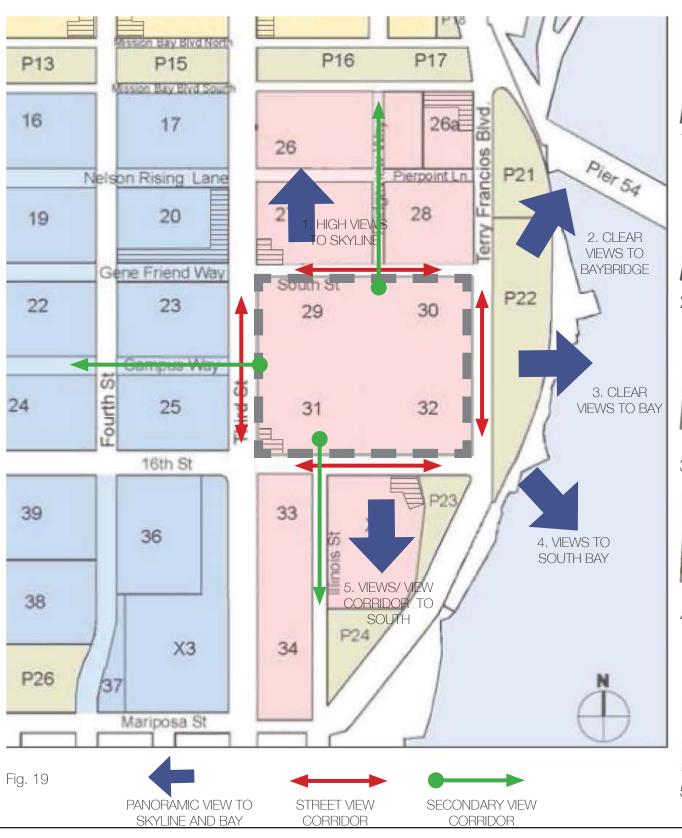
Fig. 18

View Corridors

The Blocks 29-32 site is located near the waterfront, with significant views to the Bay. Two key varas, incorporated into the Plan to preserve Bay views, intersect with Blocks 29-32 at Illinois Street and Campus Lane. There is also a secondary view corridor intersecting the site at Bridgeview Way. The project site's location offers ample opportunities to views at elevation to the San Francisco skyline, Bay Bridge, East Bay, and Potrero Hill.

Under the proposed project, the varas established to preserve dramatic and interesting views at Illinois Street and Bridgeview Way will terminate at several key architectural elements on-site. Visitors approaching the site from these corridors will access multi-layered and multi-level views to the plaza, event center, Pedestrian Path, and architectural detailing on the street. Similarly, the vara at Campus Lane will terminate at the event center instead. The dramatic architecture of the event center, coupled with the scaled Gatehouse element and the intense public activity of the Main Plaza, will offer an alternative and equally engaging view.

Architectural detailing like the arena's Bayfront Terrace feature will be designed to enhance opportunities for additional views at elevation.





1. HIGH VIEWS TO SKYLINE

Fig. 20



2. CLEAR VIEWS TO BAY BRIDGE

Fig. 21



3. CLEAR VIEWS TO BAY

Fig. 22



4. VIEWS TO SOUTH BAY

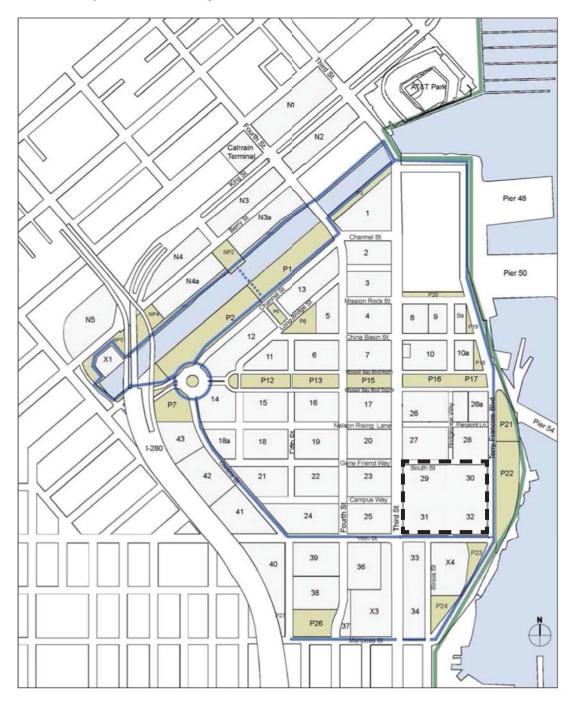
Fig. 23



5. VIEWS/ VIEW CORRIDOR TO SOUTH

Fig. 24

- Bay Trail / Bike Greenway
- Mission Bay Project Pedestrian Access and Jogging Trail
- · · · · Planned Pedestrian Bridge
- - Major Phase Boundary



Pedestrian Circulation

The street grid around Blocks 29-32 is orthogonal but varied. Sidewalks are generous along Third Street, but the experience of a wide roadway lacks pedestrian scale. South Street and Sixteenth Street are scaled to look and function more like a traditional urban street, while Terry Francois Boulevard will be designed as a generous, multi-modal and inviting waterfront boulevard for vehicles, bikes, and pedestrians alike. Bridgeview Way is designed as a privately-maintained neighborhood roadway, and Campus Lane and Gene Friend Way function primarily as pedestrian walkways.

The development on Blocks 29-32 will purposefully break up the orthogonal street grid of the surrounding vicinity to create a site where pedestrian circulation is varied, natural, and organic. Each corner of the site will provide key entry/exit points for pedestrians, with cantilevers or gateways emphasizing the sense of arrival and welcome as they transition to the on-site experience. As a result, the site will have no "back doors" and instead function as a local center for pedestrians approaching from other blocks and neighborhoods.

Pedestrians will also have opportunities to move through the site at several mid-block locations that reinforce the intent of planned varas for Mission Bay: on Third Street, entering the Main Plaza across from Campus Lane; on South Street, approaching the Pedestrian Path across from Bridgeview Way; and on Sixteenth Street, via the cut-throughs or atrium passage from street to plaza. On the Pedestrian Path along Terry Francois Boulevard, a break in building massing will create a Bayfront Overlook that echoes the same open feeling and gesture to views as the other varas on site.

Finally, design features like the Gatehouse and park plates will help scale the pedestrian experience of Third Street, while more consistent streetwalls along South Street and Sixteenth Street will reinforce the urban neighborhood character of these roadways for pedestrians approaching the site. Travel along Bridgeview Way's sidewalks will be discouraged for event center users.

Fig. 25

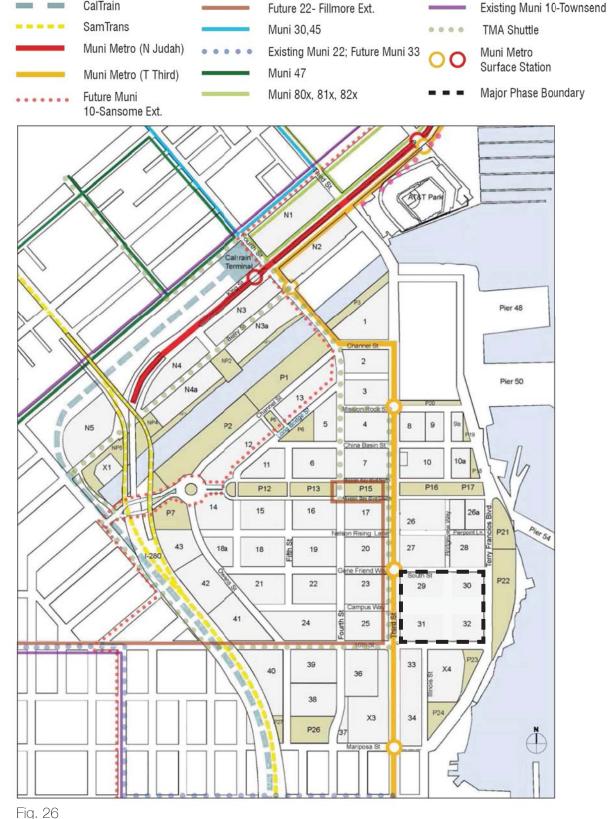
Transit Circulation

Blocks 29-32 sit at the nexus of two key transit paths.

Running north/south, the Muni T line stops directly at the intersection of Third Street and South Street Accordingly, a large, weatherprotected plaza at the northwestern corner of the site will create a gracious and well-scaled "front porch" and a welcoming entrance for transit users. The plaza area will also provide additional queuing and enforcement area for pedestrians waiting for Muni trains post-event. This corner will be a primary entry/exit area for transit users bound for Muni connections, Caltrain, or connections to BART via the planned Central Subway

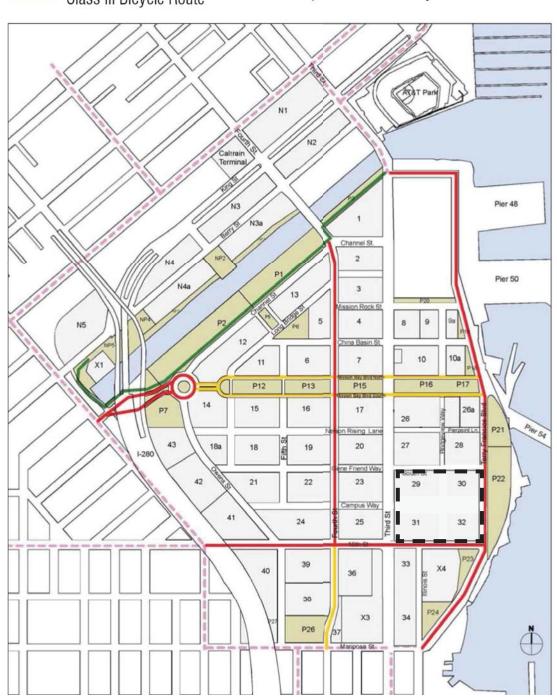
On the east/west axis, the Muni 22 bus route along Sixteenth Street passes by the southwestern corner of the site. As with the northwestern corner, the mixed-use building at the southwest will be pulled back from the street edge to provide ample space for pedestrians to exit transit queuing areas, and multiple options (stairs or slopes) to move from the street corner to the Main Plaza area.

A potential future ferry dock located at the intersection of Sixteenth and Terry Francois Blvd. is in the early stages of consideration. A dock would create a ferry passenger unloading zone near the large Southeast Plaza, a primary building entry. Connecting transit to the development at this location will produce a dramatic sense of arrival and easy wayfinding for guests.



MAJOR PHASE APPLICATION | MISSION BAY BLOCKS 29 - 32 **GOLDEN STATE WARRIORS**

Class I Bicycle Route
Class II Bicycle Route
Class III Bicycle Route
Class III Bicycle Route
Class III Bicycle Route



Bicycle Circulation

Key bike routes in the site vicinity include those along Illinois Street, Sixteenth Street, and the planned cycletrack along Terry Francois Boulevard. A Bay Area Bike Share pod is planned for a location northwest of the site. The routes will offer strong connections to the Bay Trail/Embarcadero Promenade north of the site, and to the main 17th Street bikeway that will run west of 7th Street as part of the SFMTA's Transit Effectiveness Project.

Bike routes will bring substantial numbers of visitors and workers to the site. The Warriors are committed to supporting the development of a generous Bike Valet at the intersection of these routes on Sixteenth Street and Terry Francois Boulevard (exact location to be determined). From the bike valet, cyclists will be able to safely access the Southeast Plaza entry or circulate to the Main Plaza Entry to the event center without crossing curb cuts. Temporary bike corrals will also be located on each plaza for high-volume events.

The Mission Bay South Infrastructure Plan includes several on-street racks for Class 2 bike parking on the sidewalk immediately adjacent to or across the street from Blocks 29-32. The Warriors will supplement these racks with additional racks (planned street furniture) concentrated at site corners to facilitate quick parking and site entry.

Bicycle parking for office users will be located at grade or in the parking garage, in close proximity to routes on Sixteenth Street and Illinois Street and to both office lobbies.

Fig. 27

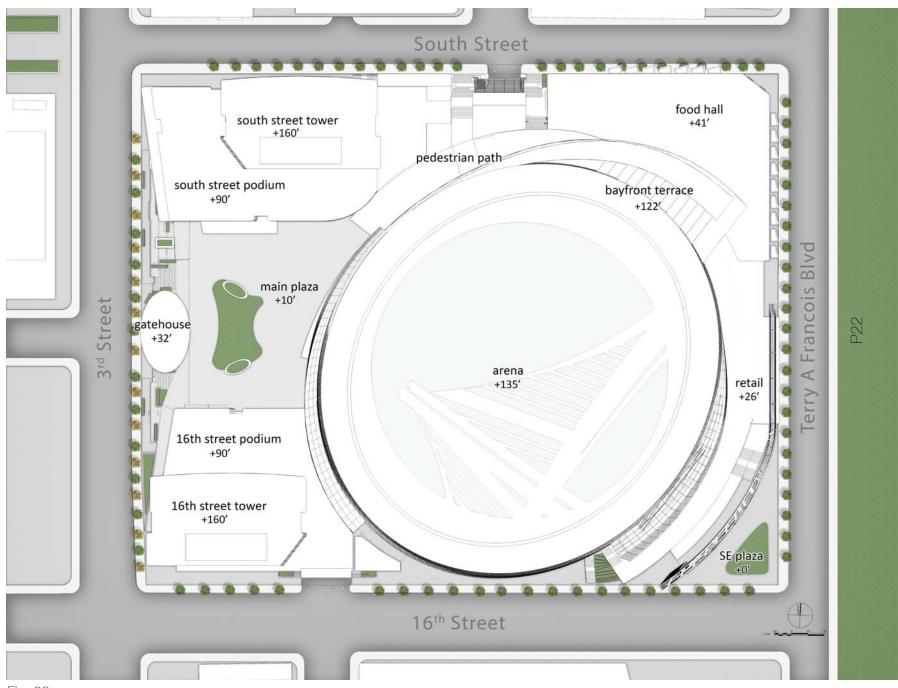
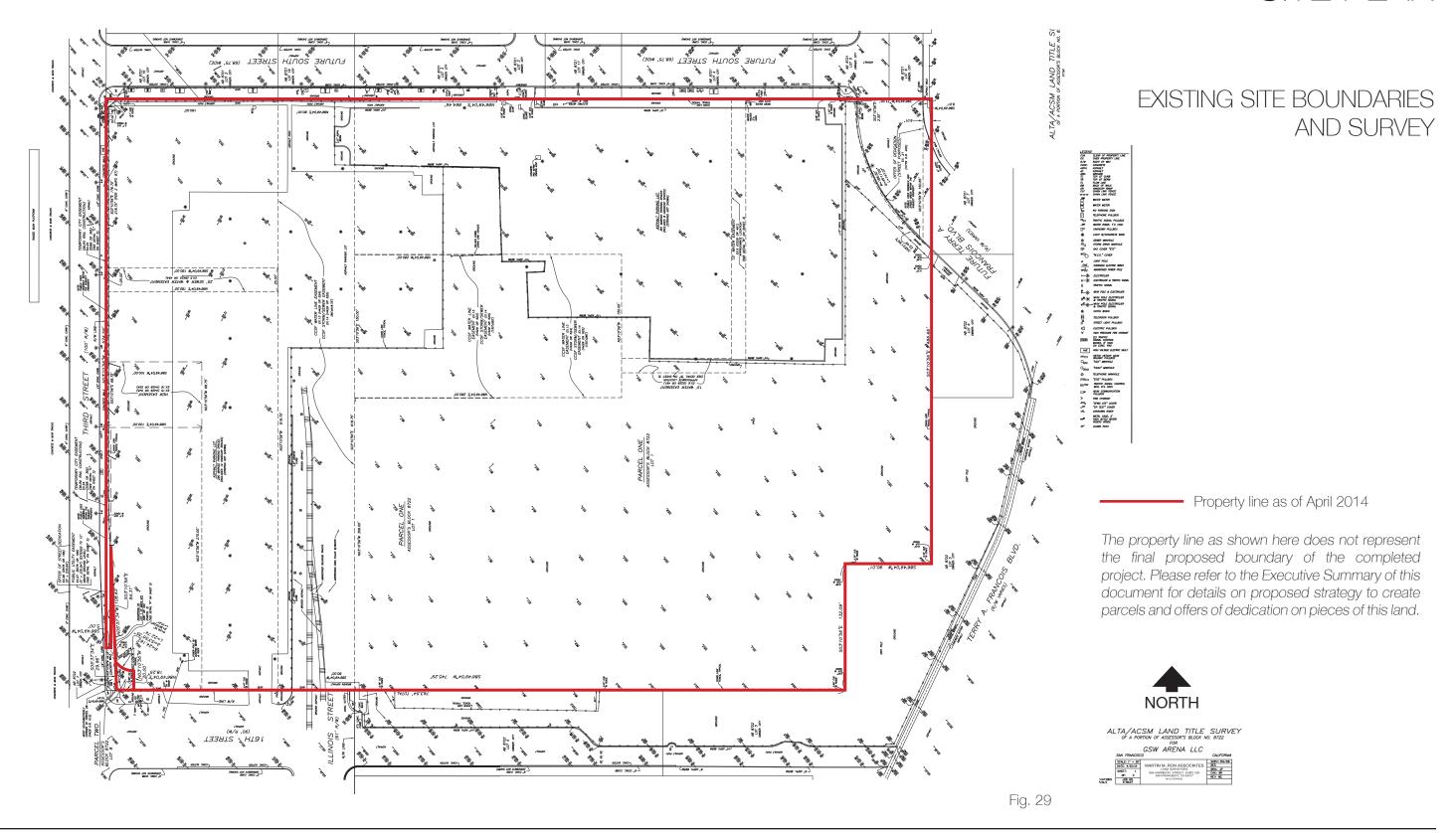


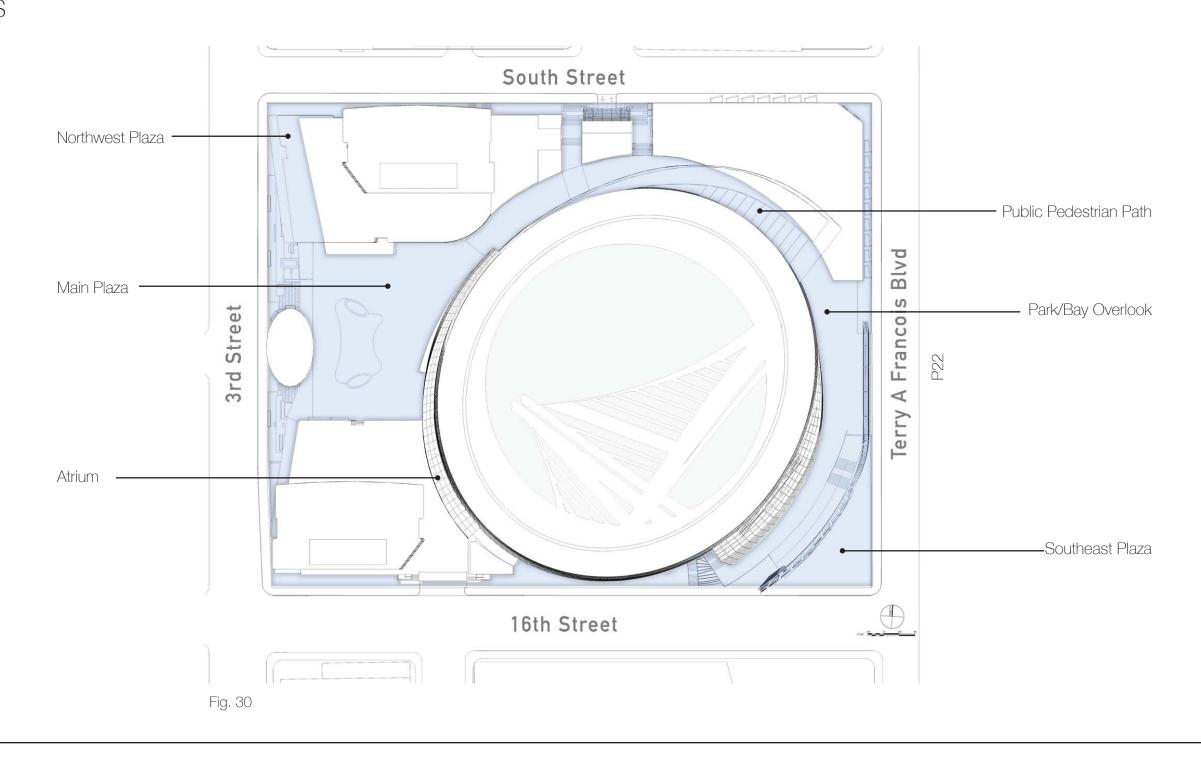
Fig. 28

On-site landscaping shown here is representative only. Landscape plans for the site will be formally approved as part of the project's Basic Concept/Schematic Design package.

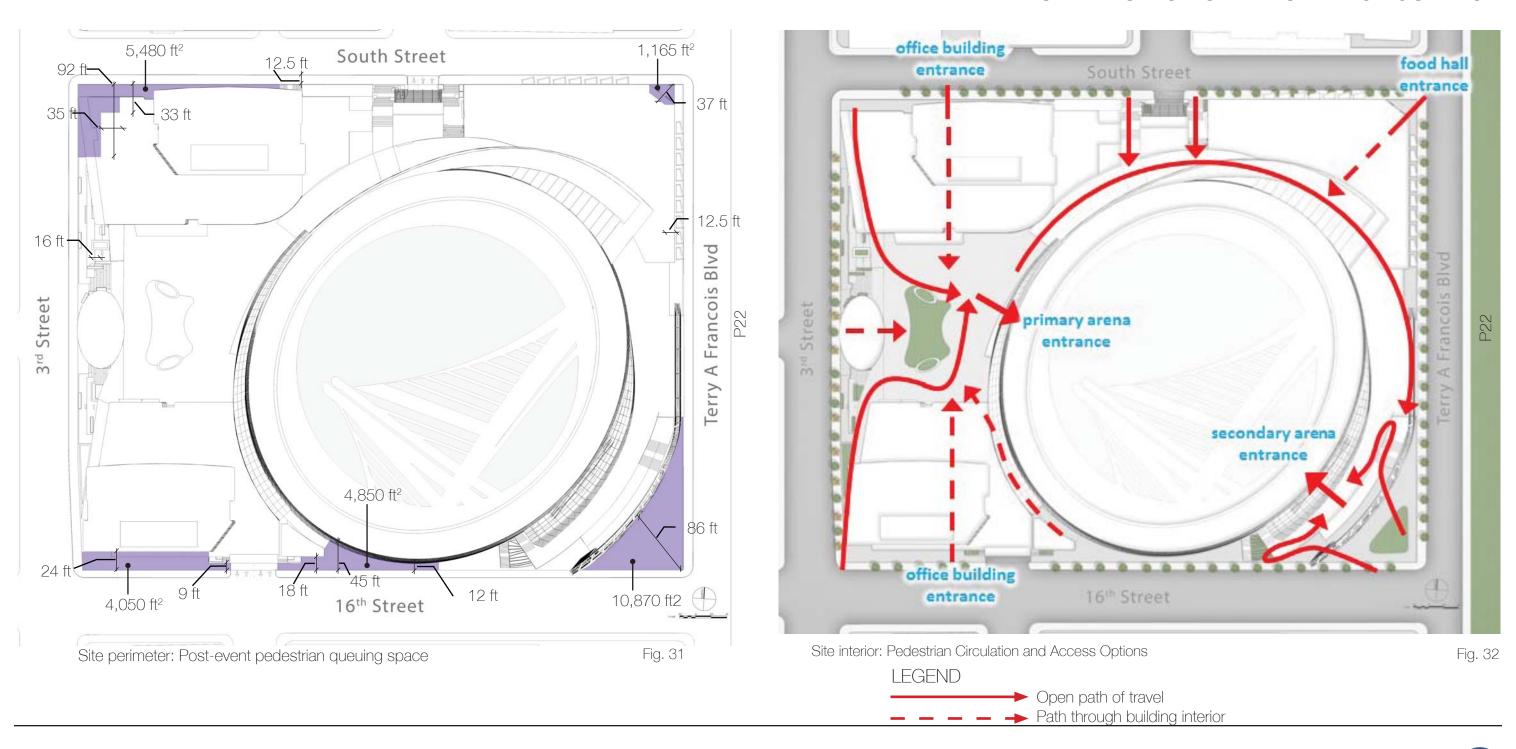
MAJOR PHASE APPLICATION | MISSION BAY BLOCKS 29 - 32



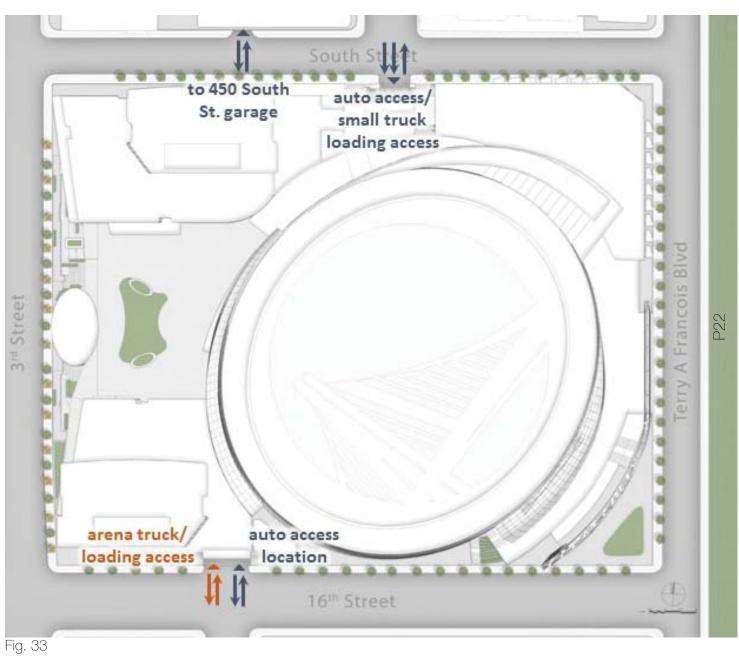
OPEN SPACES

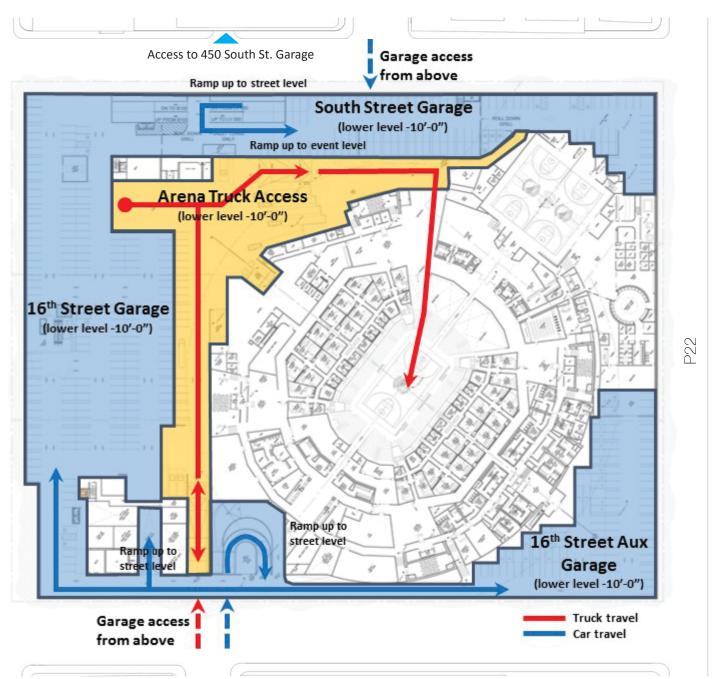


PEDESTRIAN STAGING AREAS AND CIRCULATION



VEHICLE ACCESS AND INTERNAL CIRCULATION



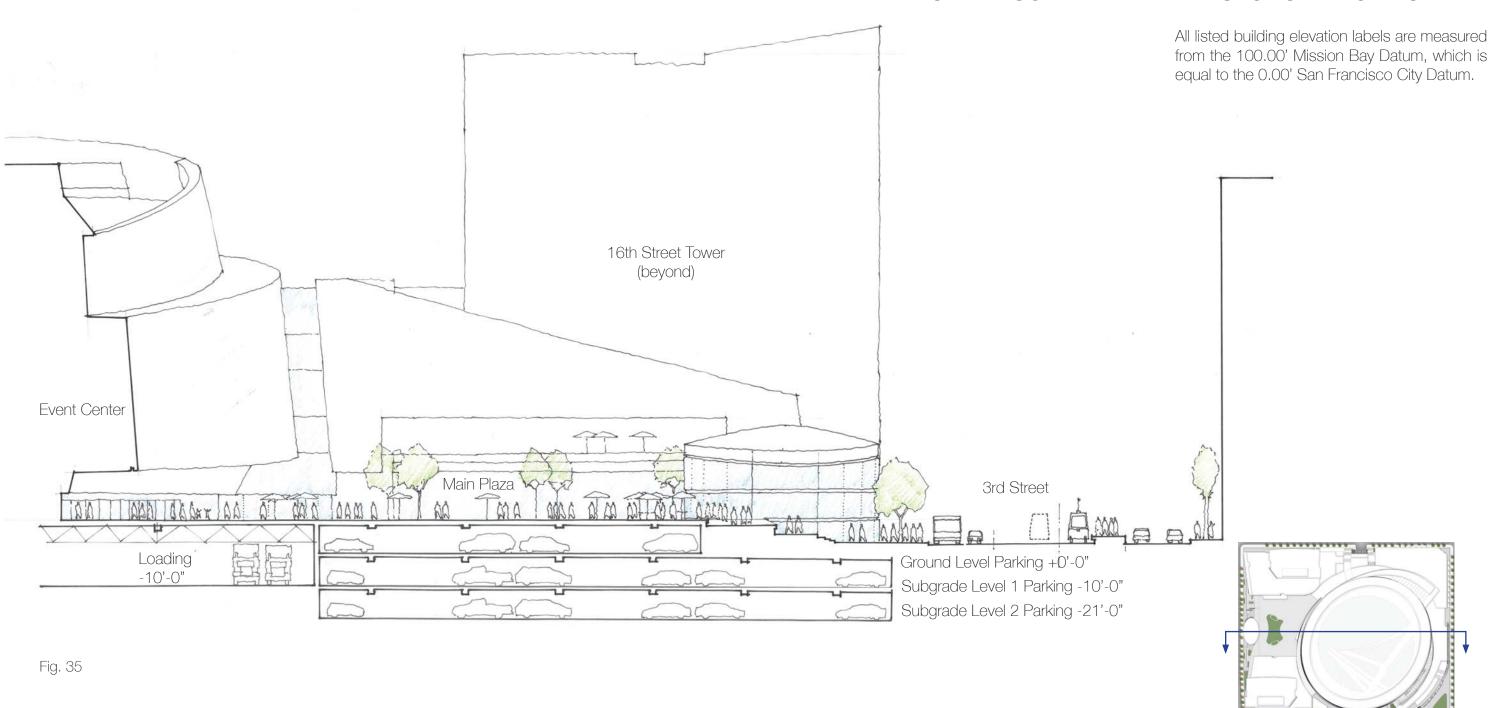


All parking on-site is located in a contiguous garage space. Drivers may enter from either driveway and pass between "South St. Garage" and "16th St. Garage" areas with ease. Garage are labels are for ease of reference only.

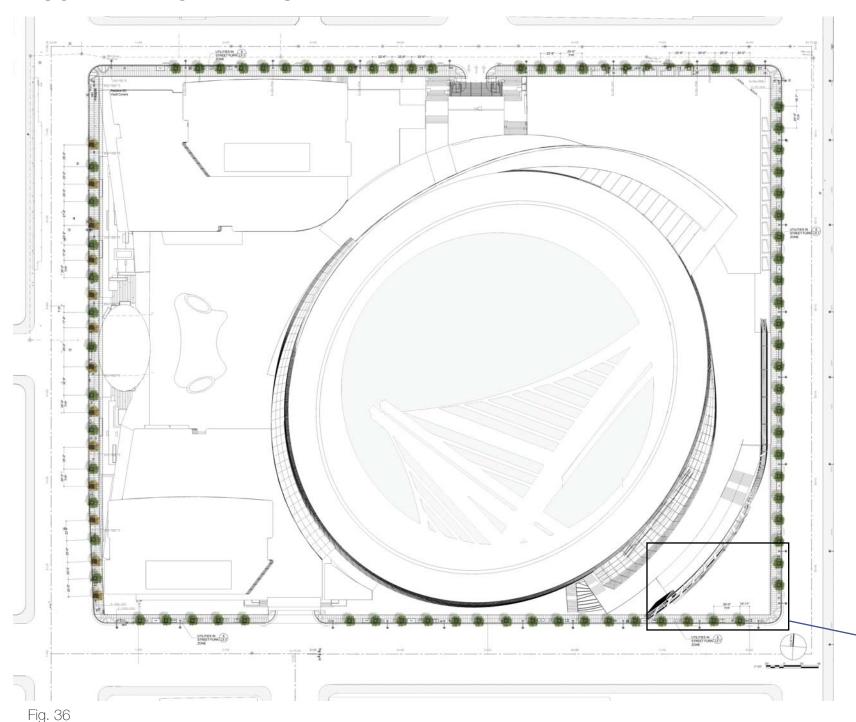
Fig. 34

MAJOR PHASE APPLICATION | MISSION BAY BLOCKS 29 - 32

STREETSCAPE AND PLAZA SECTION AT 3RD STREET



STREETSCAPE IMPROVEMENTS

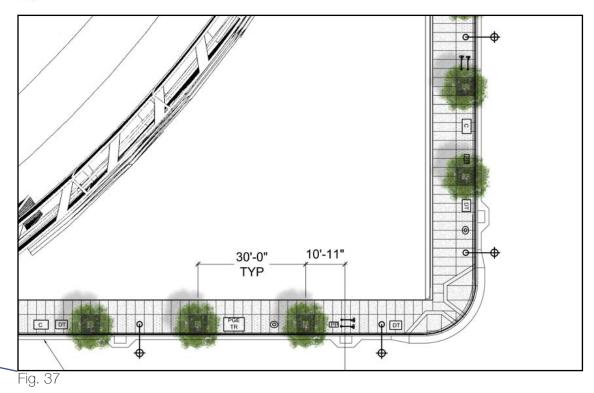


Plan based on the Landscape Planting Plan from the Mission Bay Blocks 39-32 Public Improvements Plan, received from the Mission Bay Development Group and dated 12/10/07. Breaks in proposed tree plantings shown in the original Plan complied with the varas located across from Campus Lane, Illinois Street, and Bridgeview Way.

In a deviation from the 12/10/07 plan, the project instead proposes re-introducing trees in those locations, given the altered nature of the view corridors under the proposed design and the desire for a pleasant sidewalk environment. A small number of tree removals, notated here and concentrated primarily in the northwest corner of the site, also deviate from the Plan. Reducing trees in select locations will provide adequate pedestrian queuing and transit loading space before and after large event center events.

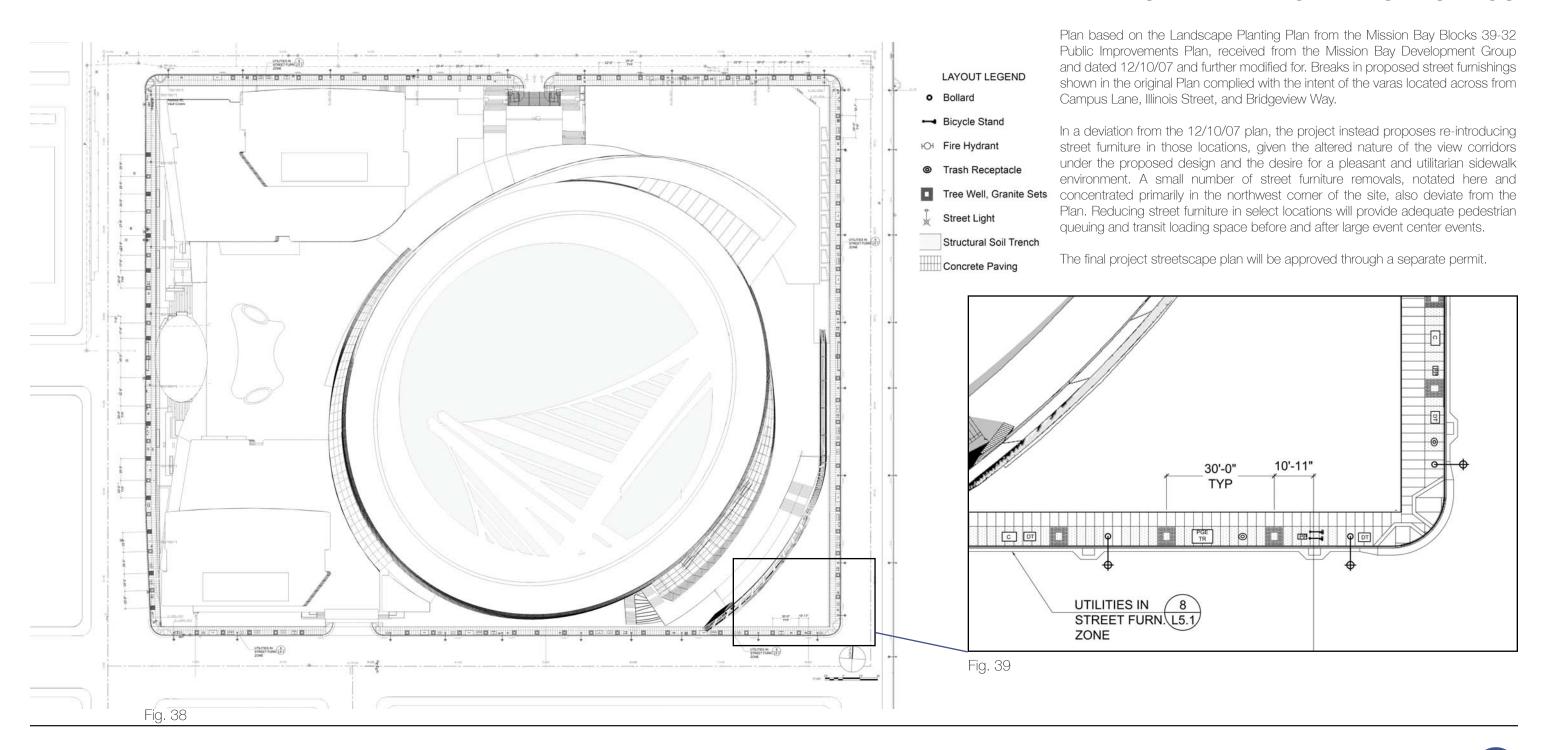
The final project streetscape plan will be approved through a separate permit.





Trees currently planned for 16th St. may need to be removed or relocated to facilitate efficient vehicle and bus loading along the curb frontage.

STREET PAVING AND FURNISHINGS



OVERALL UTILITIES

UTILITY INFRASTRUCTURE OVERVIEW

IN ANTICIPATION OF THE FUTURE DEVELOPMENT OF BLOCKS 29-32. THE INFRASTRUCTURE IMPROVEMENTS NEEDED TO SERVICE THE SITE HAVE ALREADY BEEN COMPLETED IN 3RD STREET AND SOUTH STREET.

THE INSTALLATION OF THE FOLLOWING UTILITY SYSTEMS ALONG 16TH STREET HAVE ALREADY BEEN COMPLETED:

- SEPARATE SANITARY SEWER MAINSEPARATE STORM DRAIN MAIN

THE INSTALLATION OF THE FOLLOWING UTILITY SYSTEMS ALONG 16TH STREET WILL TAKE PLACE DURING THIS MAJOR PHASE:

- RECLAIMED WATER MAIN
- GAS MAIN

THE INSTALLATION OF THE FOLLOWING UTILITY SYSTEMS ALONG THE FUTURE TERRY A FRANCOIS BLVD WILL TAKE PLACE DURING THIS MAJOR PHASE:

- SEPARATE SANITARY SEWER MAIN
- SEPARATE STORM DRAIN MAIN
- DOMESTIC WATER MAIN
- RECLAIMED WATER MAIN

THERE ARE SEVERAL EXISTING SERVICE LATERALS EXTENDING FROM THE EXISTING UTILITY MAINS ALONG SOUTH STREET THAT CAN PRESUMABLY BE USED TO SERVICE THE SITE. ADDITIONAL SERVICE LATERALS ARE PROPOSED ALONG 16TH STREET AND THE FUTURE TERRY A FRANCOIS BLVD FRONTAGE.

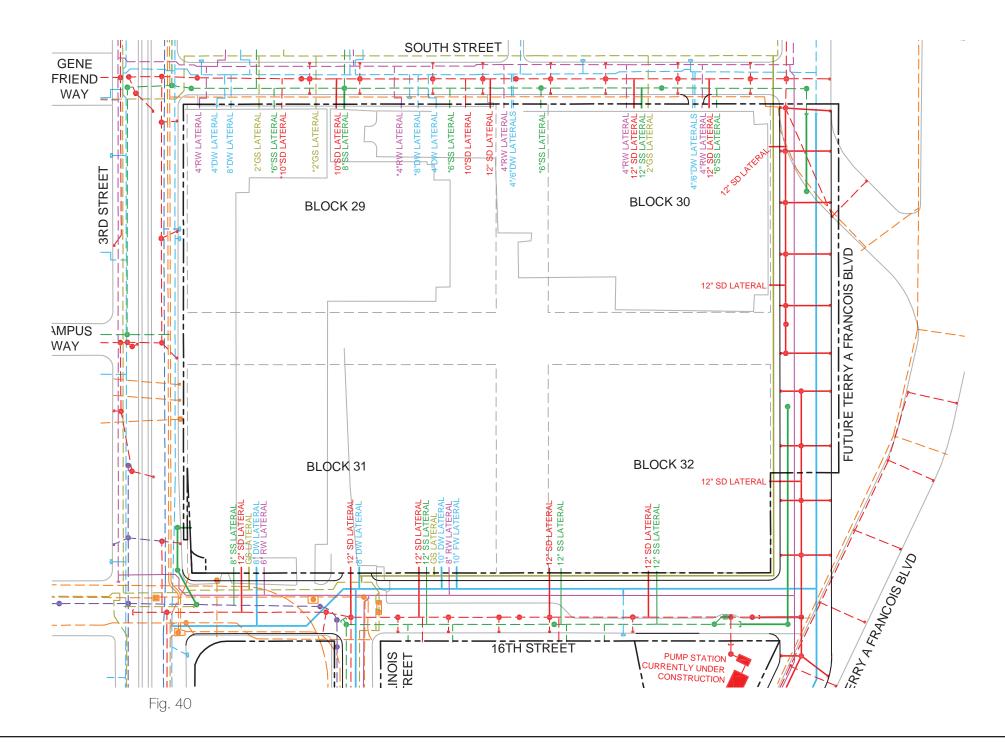
THE EXISTING AND PROPOSED UTILITY INFRASTRUCTURE IMPROVEMENTS ARE CONSISTENT WITH THE MISSION BAY SOUTH INFRASTRUCTURE PLAN.

PROPOSED JOINT TRENCH - - - EXISTING JOINT TRENCH PROPOSED GAS — — — EXISTING GAS PROPOSED LOW PRESSURE WATER EXISTING LOW PRESSURE WATER

PROPOSED HIGH PRESSURE WATER - - - EXISTING HIGH PRESSURE WATER PROPOSED RECLAIMED WATER - - - EXISTING RECLAIMED WATER PROPOSED COMBINED SEWER — — — EXISTING COMBINED SEWER COMBINED SEWER MANHOLE PROPOSED SANITARY SEWER — — — EXISTING SANITARY SEWER SANITARY SEWER MANHOLE PROPOSED STORM DRAIN - - - EXISTING STORM DRAIN

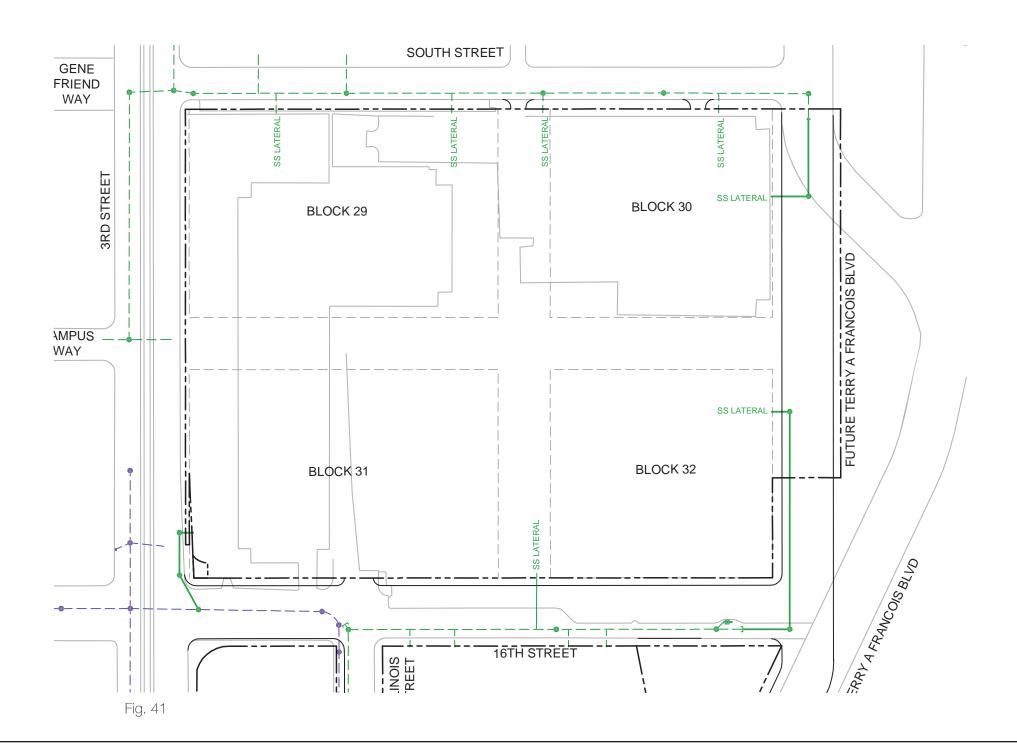
STORM DRAIN MANHOLE





MAJOR PHASE APPLICATION | MISSION BAY BLOCKS 29 - 32 **GOLDEN STATE WARRIORS**

SANITARY SEWER



SANITARY SEWER OVERVIEW

THE EXISTING SITE FLOWS TO TWO SEPARATE BASINS, MARIPOSA BASIN AND CENTRAL BASIN, AND THE ROUTING OF THE PROPOSED INFRASTRUCTURE IMPROVEMENTS WILL REMAIN CONSISTENT WITH THE EXISTING FLOW PATTERNS, FOR REFERENCE, THE DIVISION BETWEEN THE TWO BASINS IS APPROXIMATELY 300' NORTH OF 16TH STREET.

CONSISTENT WITH THE MISSION BAY SOUTH INFRASTRUCTURE PLAN, SEPARATE SANITARY SEWER AND STORM DRAIN MAINS HAVE ALREADY BEEN INSTALLED IN 3RD ST, 16TH ST, AND SOUTH ST.

THE FOLLOWING INFRASTRUCTURE IMPROVEMENTS WILL TAKE PLACE DURING THIS MAJOR PHASE:

- EXTEND THE EXISTING SANITARY SEWER MAIN AT THE INTERSECTION OF SOUTH STREET AND TERRY A FRANCOIS BLVD SOUTH APPROXIMATELY 100'
 EXTEND THE EXISTING SANITARY SEWER MAIN NEAR
- EXTEND THE EXISTING SANITARY SEWER MAIN NEAR THE INTERSECTION OF 16TH STREET AND TERRY A FRANCOIS BLVD NORTH APPROXIMATELY 300'
- INSTALL MULTIPLE SERVICE LATERALS TO ACCOMMODATE THE ARENA AND MULTIPLE BUSINESSES, RETAIL STORES, ETC.

LEGEND

PROPOSED COMBINED SEWER
PROPOSED COMBINED SEWER
COMBINED SEWER MANHOLE
PROPOSED SANITARY SEWER
SANITARY SEWER MANHOLE



STORM DRAINAGE

STORM DRAINAGE OVERVIEW

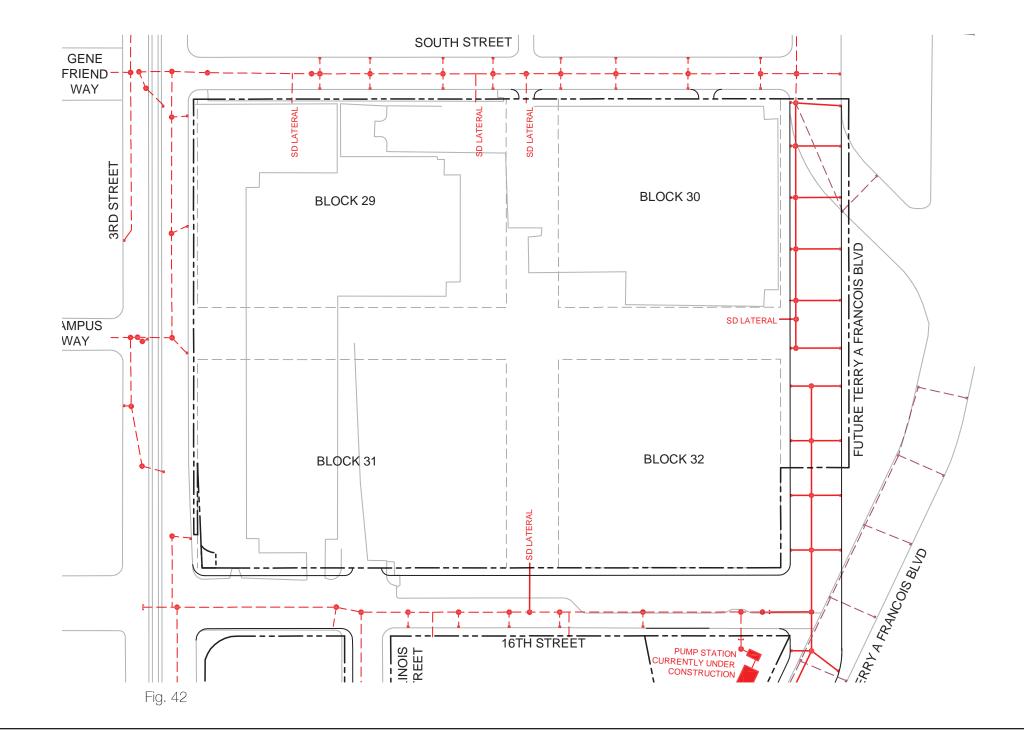
THE EXISTING SITE DRAINS TO TWO SEPARATE BASINS, MARIPOSA BASIN AND CENTRAL BASIN, AND THE ROUTING OF THE PROPOSED INFRASTRUCTURE IMPROVEMENTS WILL REMAIN CONSISTENT WITH THE EXISTING DRAINAGE PATTERNS. FOR REFERENCE, THE DIVISION BETWEEN THE TWO BASINS IS APPROXIMATELY 300' NORTH OF 16TH STREET. THE STORMWATER PUMP STATION LOCATED NEAR THE SOUTHEAST CORNER OF THE SITE IS CURRENTLY UNDER CONSTRUCTION.

CONSISTENT WITH THE MISSION BAY SOUTH INFRASTRUCTURE PLAN, SEPARATE SANITARY SEWER AND STORM DRAIN MAINS HAVE ALREADY BEEN INSTALLED IN 3RD ST, 16TH ST, AND SOUTH ST.

THE FOLLOWING INFRASTRUCTURE IMPROVEMENTS WILL TAKE PLACE DURING THIS MAJOR PHASE:

- EXTEND THE EXISTING STORM DRAIN MAIN AT THE INTERSECTION OF SOUTH STREET AND TERRY A FRANCOIS BLVD SOUTH APPROXIMATELY 300'
- EXTEND THE EXISTING STORM DRAIN MAIN NEAR THE INTERSECTION OF 16TH STREET AND TERRY A FRANCOIS BLVD NORTH APPROXIMATELY 300'
- INSTALL MULTIPLE SERVICE LATERALS TO ACCOMMODATE THE ARENA AND MULTIPLE BUSINESSES, RETAIL STORES, ETC.

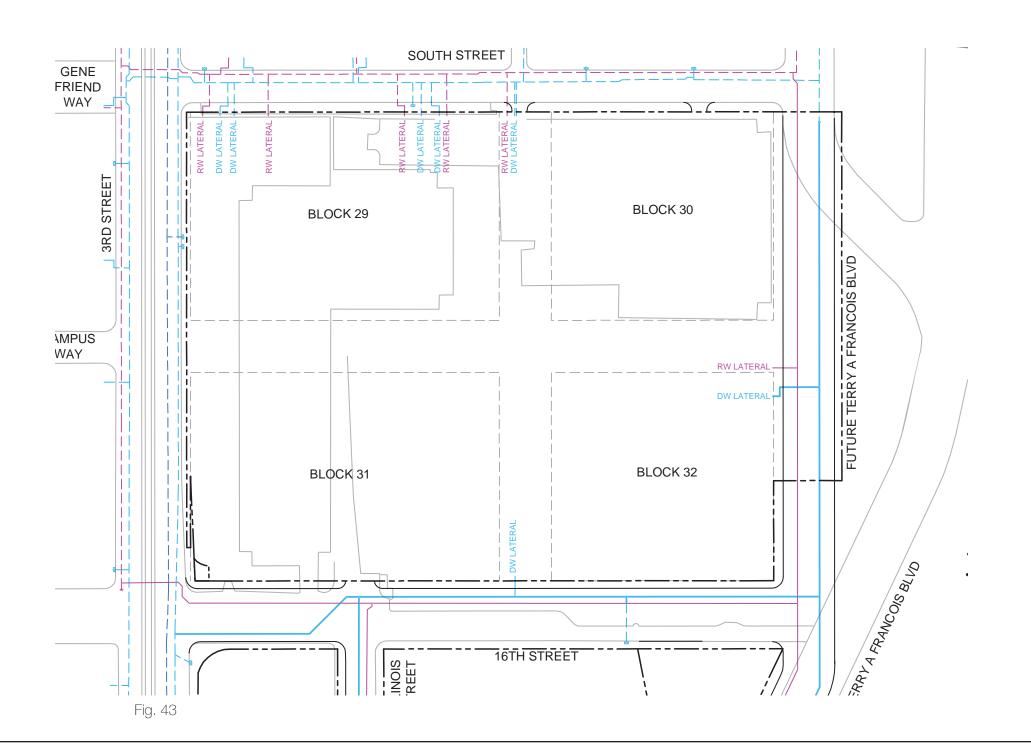
THE EXISTING STORM DRAIN LINES, LATERALS AND CATCH BASINS CAN BE ABANDONED ONCE THE PORTION OF TERRY A FRANCOIS BLVD TO BE RELOCATED IS CONSTRUCTED.



LEGEND
PROPOSED STORM DRAIN
STORM DRAIN BY STORM DRAIN ANHOLE
STORM DRAIN MANHOLE
STORM DRAIN DRAIN TO BE ABANDONED

MAJOR PHASE APPLICATION | MISSION BAY BLOCKS 29 - 32

WATER SUPPLY



LOW PRESSURE WATER OVERVIEW

THE LOW PRESSURE WATER (LPW) SYSTEM PRIMARILY SERVICES DOMESTIC WATER USE AND FIRE PROTECTION SYSTEMS. THERE ARE EXISTING LPW MAINS IN 3RD STREET AND SOUTH STREET CONSISTENT WITH THE MISSION BAY SOUTH INFRASTRUCTURE PLAN.

THE FOLLOWING INFRASTRUCTURE IMPROVEMENTS WILL TAKE PLACE DURING THIS MAJOR PHASE:

- THE EXISTING LPW MAIN IN 16TH STREET WILL BECOME THE RECLAIMED WATER MAIN AND A NEW LPW MAIN WILL BE INSTALLED
- A NEW LPW MAIN WILL BE INSTALLED IN THE FUTURE TERRY A FRANCOIS BLVD
- MULTIPLE SERVICE LATERALS WILL BE INSTALLED TO ACCOMMODATE THE ARENA AND MULTIPLE BUSINESSES, RETAIL STORES, ETC.

HIGH PRESSURE WATER OVERVIEW

THE HIGH PRESSURE WATER SYSTEM, ALSO REFERRED TO AS THE AUXILIARY WATER SUPPLY SYSTEM (AWSS) IS USED SOLELY FOR FIRE PROTECTION. THERE IS AN EXISTING AWSS MAIN IN 3RD STREET CONSISTENT WITH THE MISSION BAY SOUTH INFRASTRUCTURE PLAN.

NO OTHER IMPROVEMENTS TO THE EXISTING AWSS SYSTEM ARE REQUIRED DURING THIS MAJOR PHASE.

RECLAIMED WATER OVERVIEW

THERE IS AN EXISTING RECLAIMED WATER MAIN IN 3RD STREET AND SOUTH STREET CONSISTENT WITH THE MISSION BAY SOUTH INFRASTRUCTURE PLAN

THE FOLLOWING RECLAIMED WATER IMPROVEMENTS WILL OCCUR DURING THIS MAJOR PHASE:

- THE EXISTING LPW MAIN IN 16TH STREET WILL BECOME THE RECLAIMED WATER MAIN
- A NEW RECLAIMED WATER MAIN WILL BE INSTALLED IN THE FUTURE TERRY A FRANCOIS BLVD
 MULTIPLE SERVICE LATERALS WILL BE INSTALLED TO
- MULTIPLE SERVICE LATERALS WILL BE INSTALLED TO ACCOMMODATE THE VARIOUS POTENTIAL RECLAIMED WATER USES (I.E. TOILET SYSTEMS, LANDSCAPE IRRIGATION, ETC.)

<u>LEGEND</u>

PROPOSED LOW PRESSURE WATER

EXISTING LOW PRESSURE WATER

PROPOSED HIGH PRESSURE WATER

EXISTING HIGH PRESSURE WATER

PROPOSED RECLAIMED WATER

EXISTING RECLAIMED WATER



JOINT TRENCH UTILITIES

JOINT TRENCH OVERVIEW

THERE ARE EXISTING JOINT TRENCHES IN SOUTH STREET, 3RD STREET AND A PORTION OF 16TH STREET. DRY UTILITIES LOCATED IN THE JOINT TRENCH MAY INCLUDE ONE OR MORE OF THE FOLLOWING:

- TELEPHONE
- CABLE
- FIBER OPTIC
- ELECTRICAL
- FIRE AND POLICE ALARM
 MUNI CONDUCTORS

INSTALLATION OF THE FOLLOWING WILL TAKE PLACE DURING THIS MAJOR PHASE:

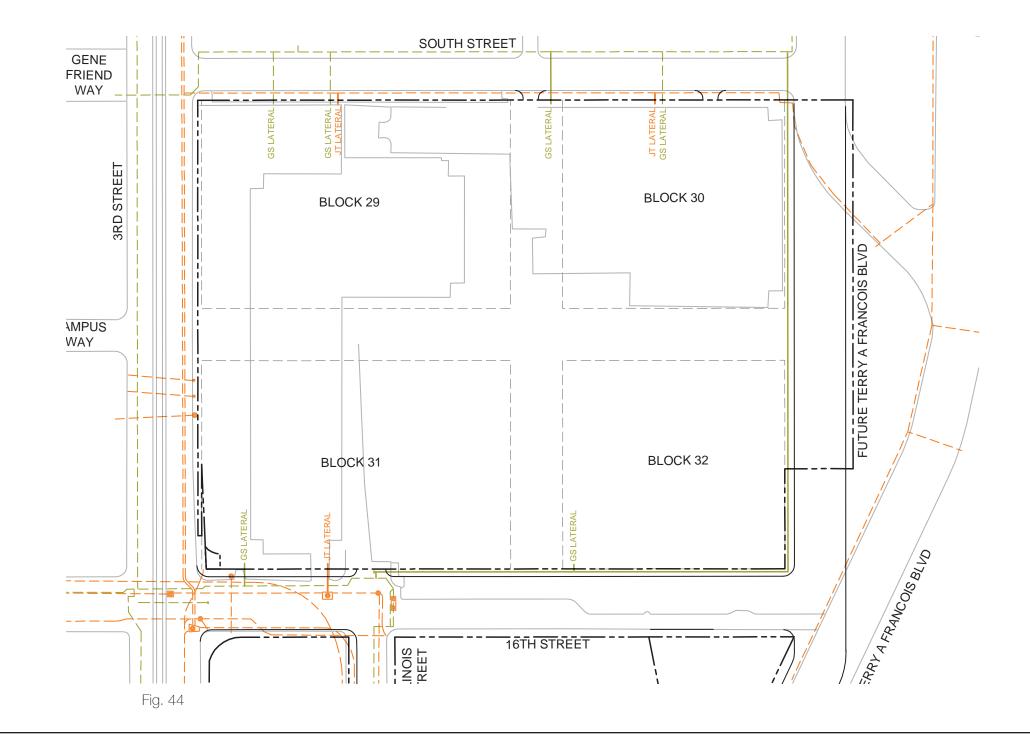
 MULTIPLE SERVICE LATERALS TO ACCOMMODATE THE ARENA AND MULTIPLE BUSINESSES, RETAIL STORES,

NATURAL GAS OVERVIEW

THERE ARE EXISTING GAS MAINS IN 3RD STREET, SOUTH STREET, AND A PORTION OF 16TH STREET.

INSTALLATION OF THE FOLLOWING WILL TAKE PLACE DURING THIS MAJOR PHASE:

- NEW GAS MAIN ALONG THE REMAINDER OF 16TH STREET AND ALONG THE FUTURE TERRY A FRANCOIS
- MULTIPLE SERVICE LATERALS TO ACCOMMODATE THE ARENA AND MULTIPLE BUSINESSES, RETAIL STORES,



LEGEND

PROPOSED JOINT TRENCH - - - EXISTING JOINT TRENCH — PROPOSED GAS - - - EXISTING GAS



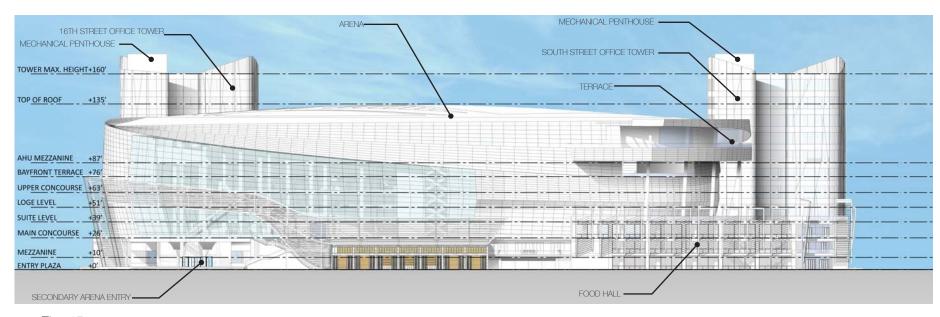
MAJOR PHASE APPLICATION | MISSION BAY BLOCKS 29 - 32

TRANSPORTATION

The Project will observe principles and proposals outlined in a standalone Project Transportation Management Plan (TMP), in addition to the Mission Bay TMP. A memo and graphic set summarizing the draft document is attached to this Major Phase Application. See Appendix B for detail.

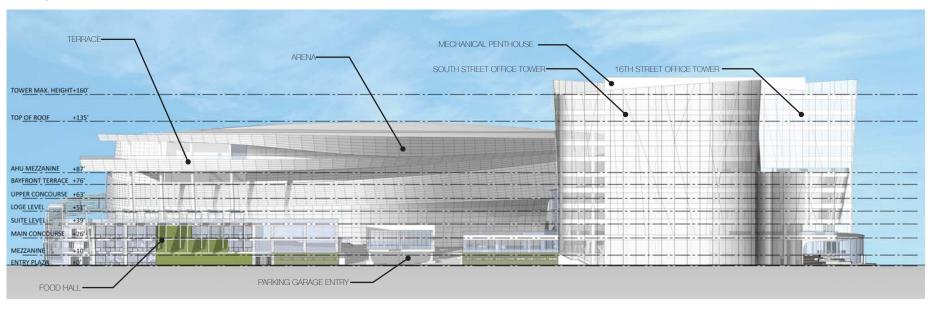
MAJOR PHASE APPLICATION | MISSION BAY BLOCKS 29 - 32

ELEVATIONS



EAST ELEVATION





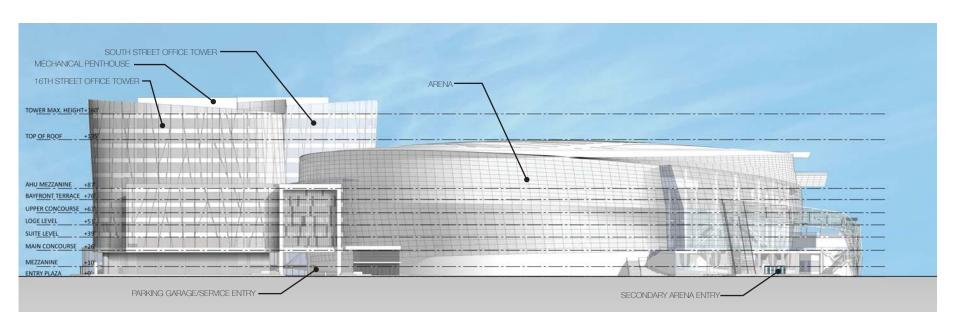
NORTH ELEVATION

Fig. 46

These elevations apply only to the proposed massing for development on Blocks 29-32, and are not intended to suggest ideas for building facades, skin or materials.

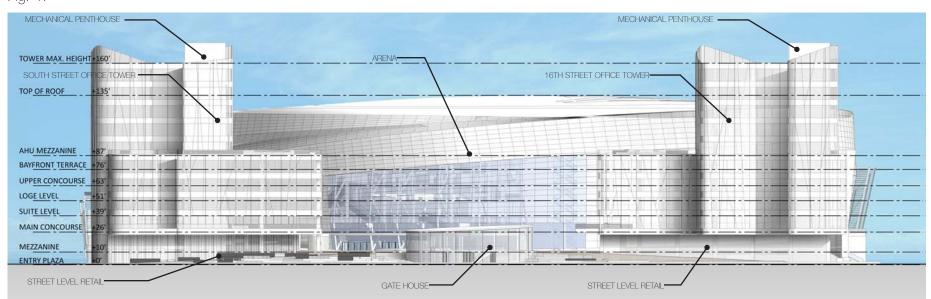
"Secondary Arena Entry" will be the main entrance to smaller events in the arena "theater" (cut-down bowl configuration).

ELEVATIONS



SOUTH ELEVATION

Fig. 47



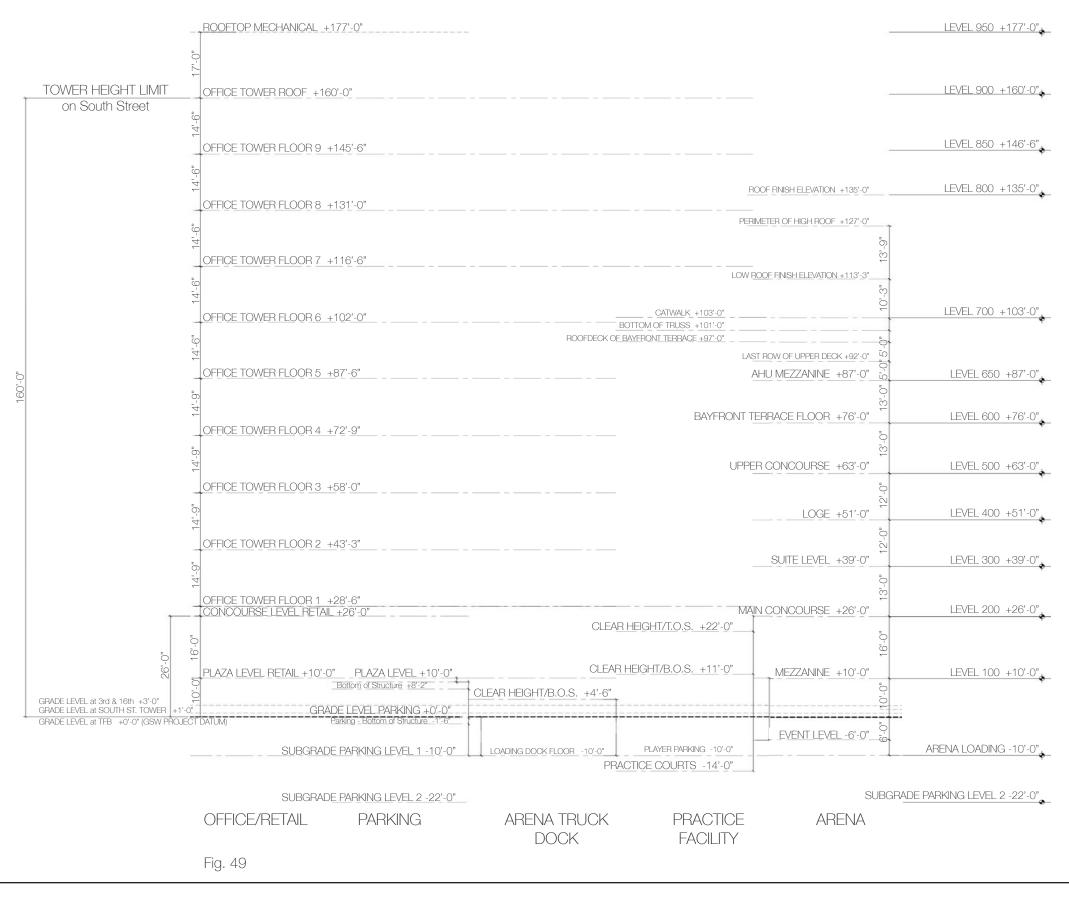
WEST ELEVATION

Fig. 48

These elevations apply only to the proposed massing for development on Blocks 29-32, and are not intended to suggest ideas for building facades, skin or materials.

"Secondary Arena Entry" will be the main entrance to smaller events in the arena "theater" (cut-down bowl configuration).

ELEVATION COMPARISON



MAJOR PHASE APPLICATION | MISSION BAY BLOCKS 29 - 32 GOLDEN STATE WARRIORS

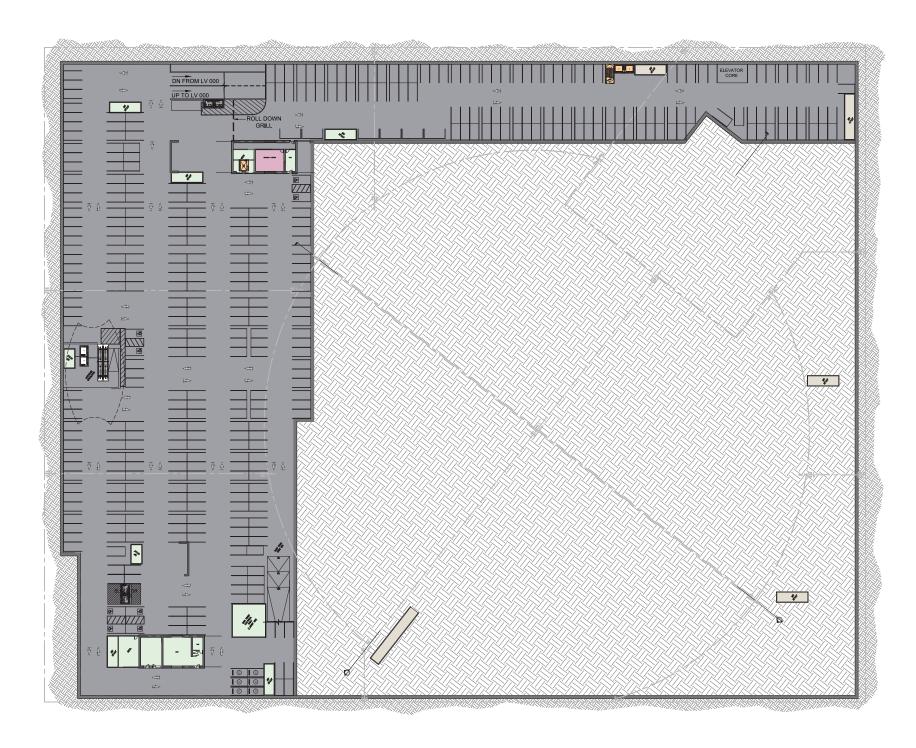
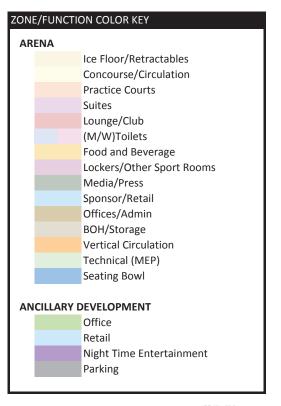
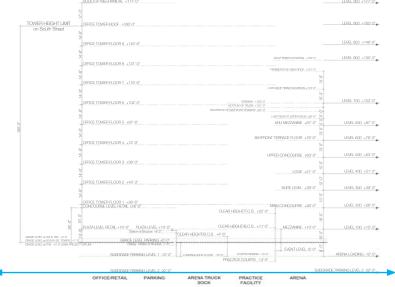


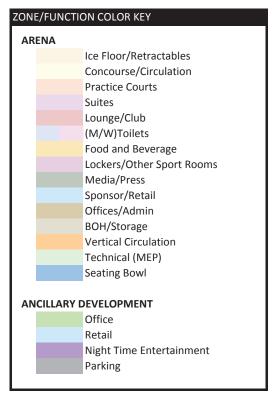
Fig. 50 Subgrade Parking Level 2: Lowest parking level, located at a range of -20'0" to -22'0"

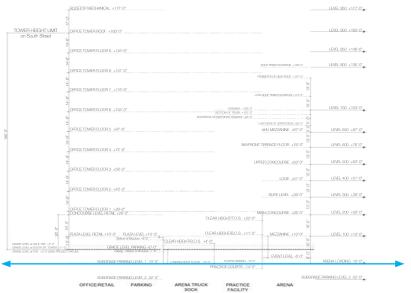
SUBGRADE LEVEL 2 PARKING





Event Level / Subgrade Level 1 Parking





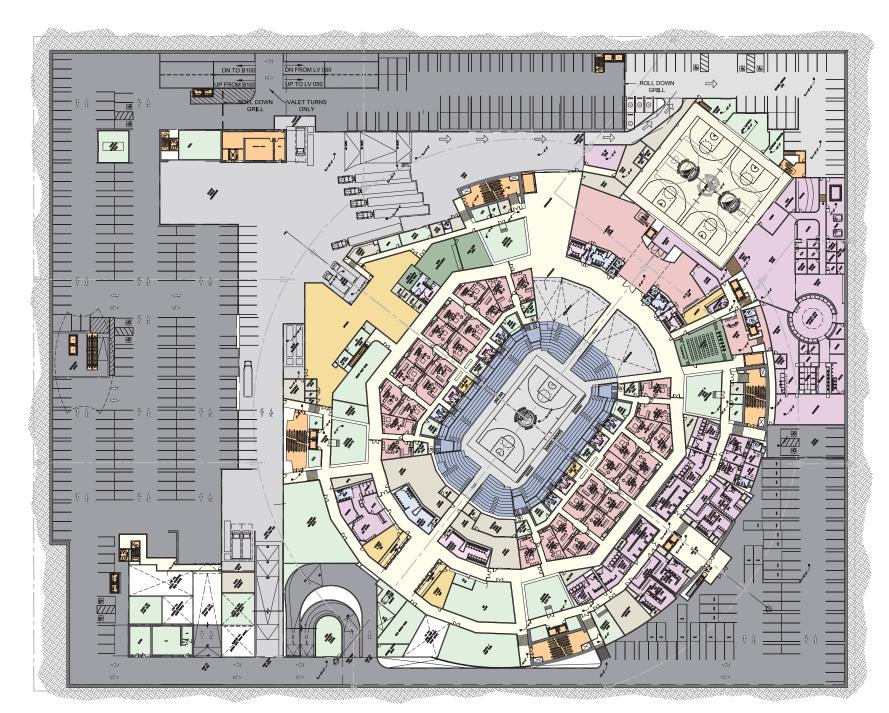


Fig. 51 Subgrade Parking Level 1: Middle parking level and loading dock level, located at -10'0"

Practice Court: Floor of Golden State Warriors Practice Facilities, located at -14'0"

Event Level: Floor of the basketball court a significant back-of-house and guest amenity space within the event center, located at -6'0"

SOUTH STREET

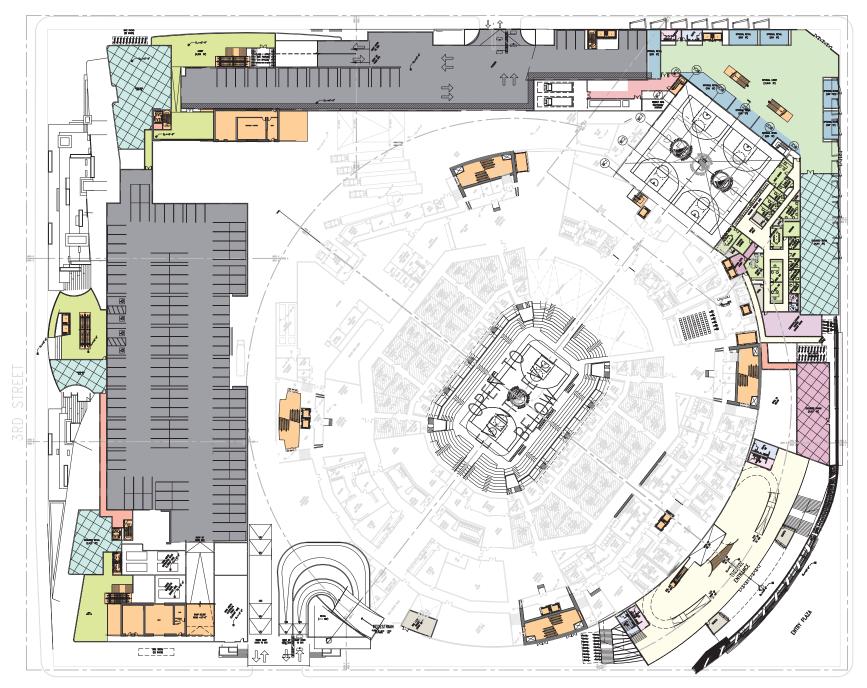
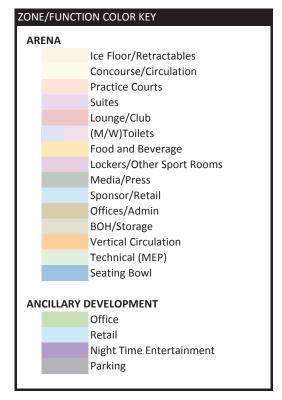
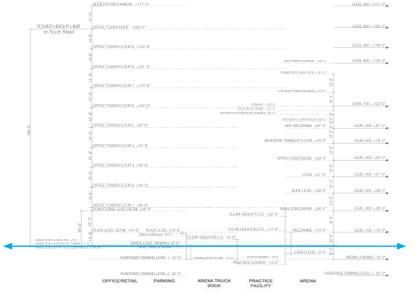


Fig. 52 Entry Plaza: Southeast plaza below the proscenium gateway, located at grade on Terry Francois Boulevard

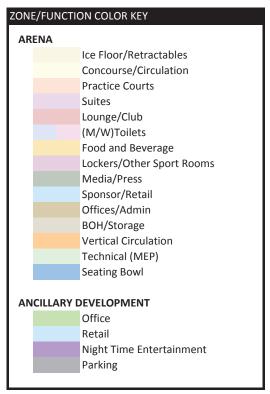
Ground Level / Upper Parking

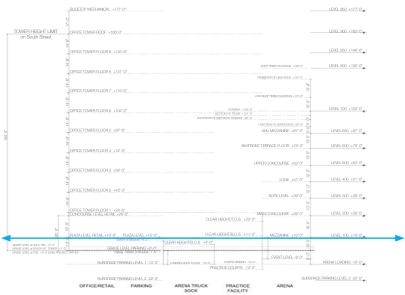




SOUTH STREET

Plaza Level / Event Center Mezzanine and Offices





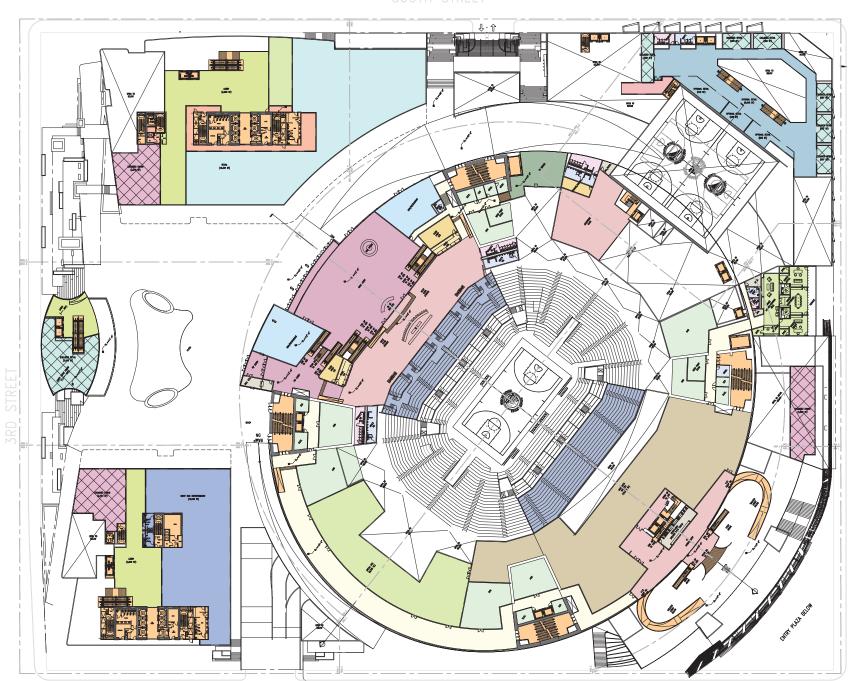


Fig. 53 Mezzanine: Level at which guests enter the event center from the Main Plaza, located at +10'0"

LEKKI FRANCOIS BOOLEVARD

SOUTH STREET

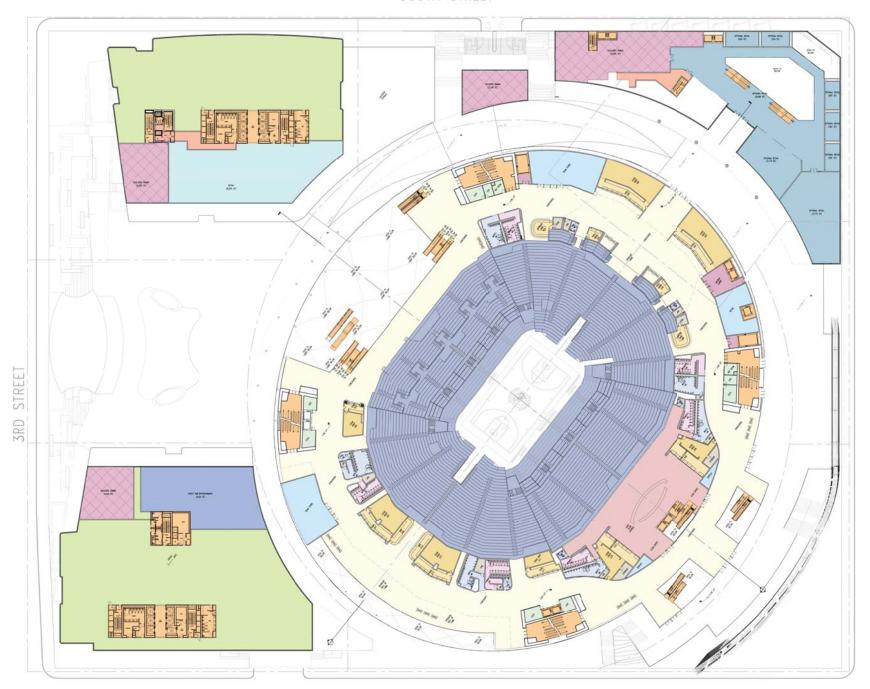
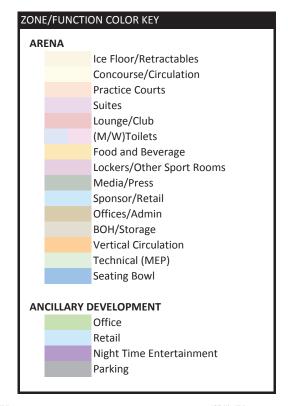
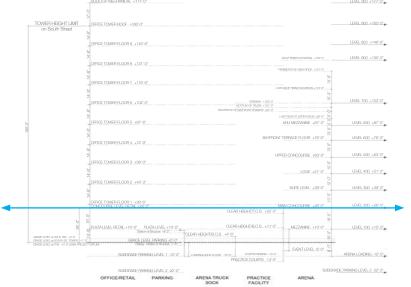


Fig. 54 Main Concourse: Primary access to event center's GA lower seating bowl, located at +26'0"

Event Center Concourse Level



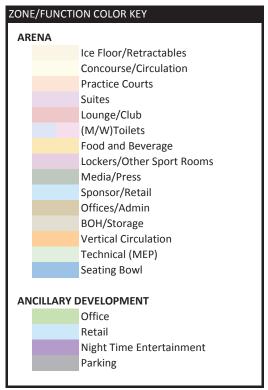


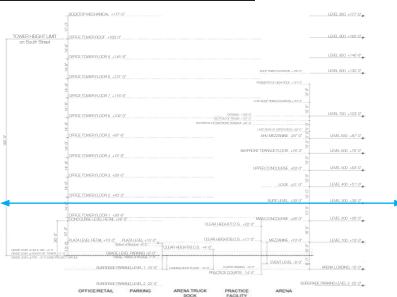
BOULEVARD

FRANCOIS

TERRY

Event Center Suite Level





SOUTH STREET

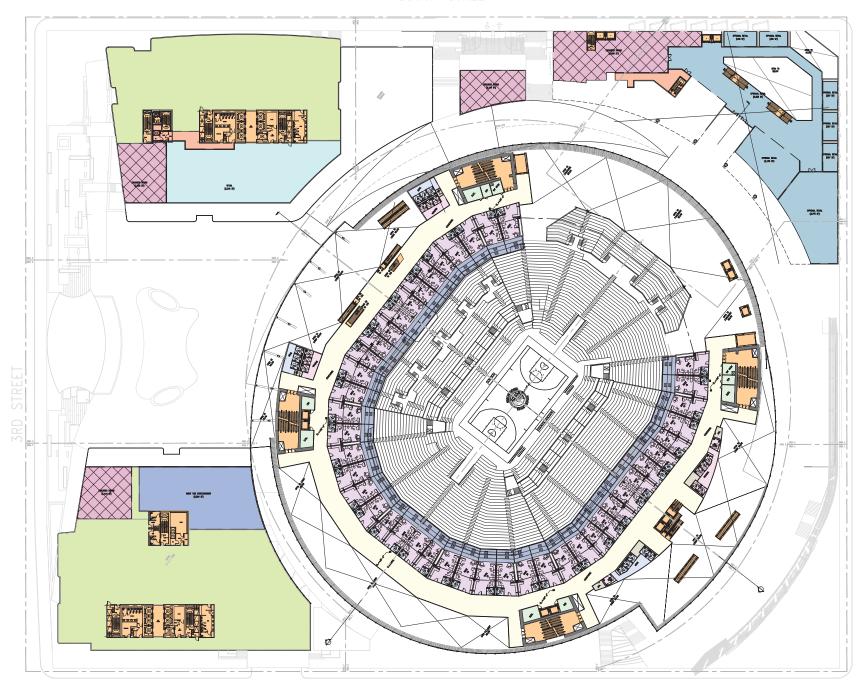


Fig. 55 <u>Suite Level:</u> Traditional Suite seating options for event center attendees, located at +39'0" <u>Food Hall Roof:</u> Roof height of the northeast corner structure will measure +41'0"

LEKKY FRANCOIS BOULEVARD

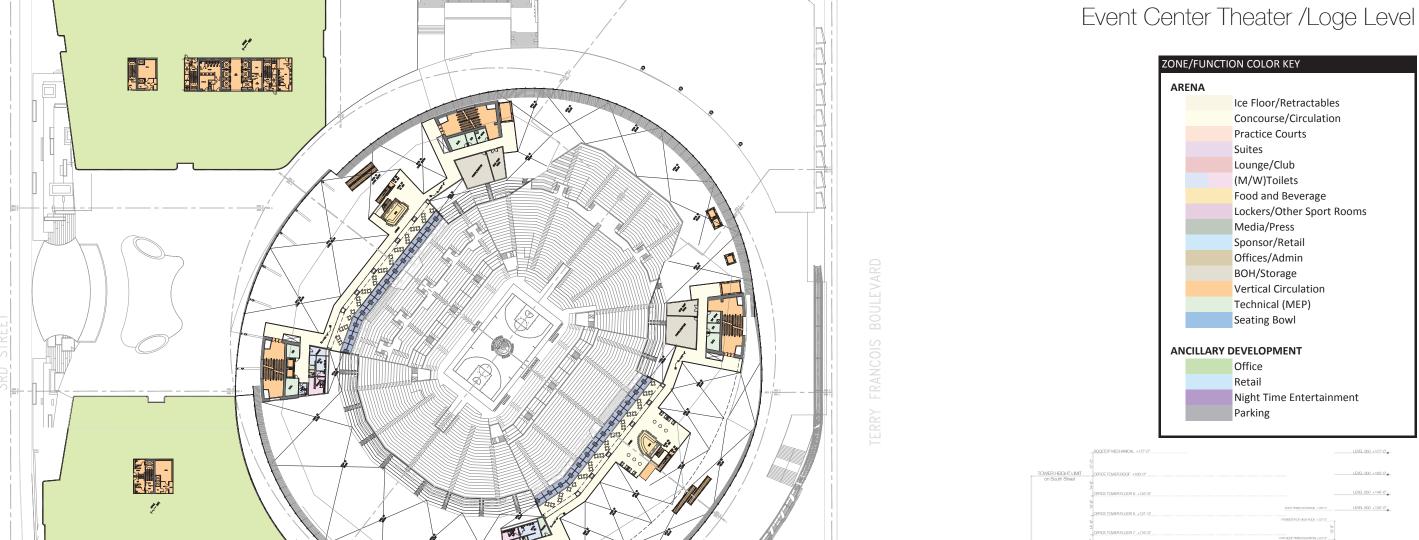
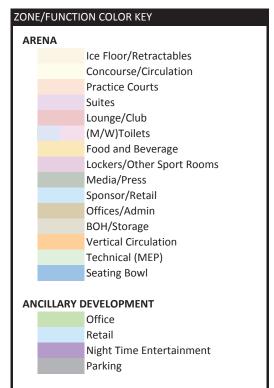
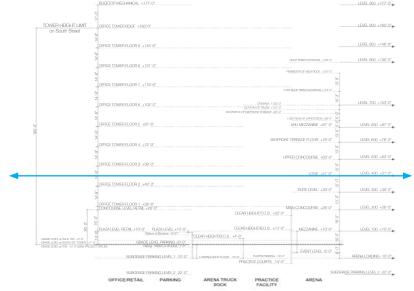
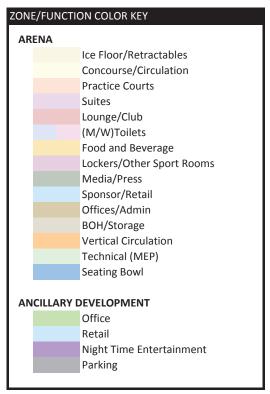


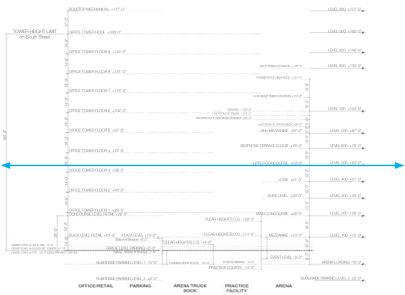
Fig. 56 Loge Level: Theater Box seating options for event center attendees, located at +51'0"





Event Center Upper Concourse / Offices Level





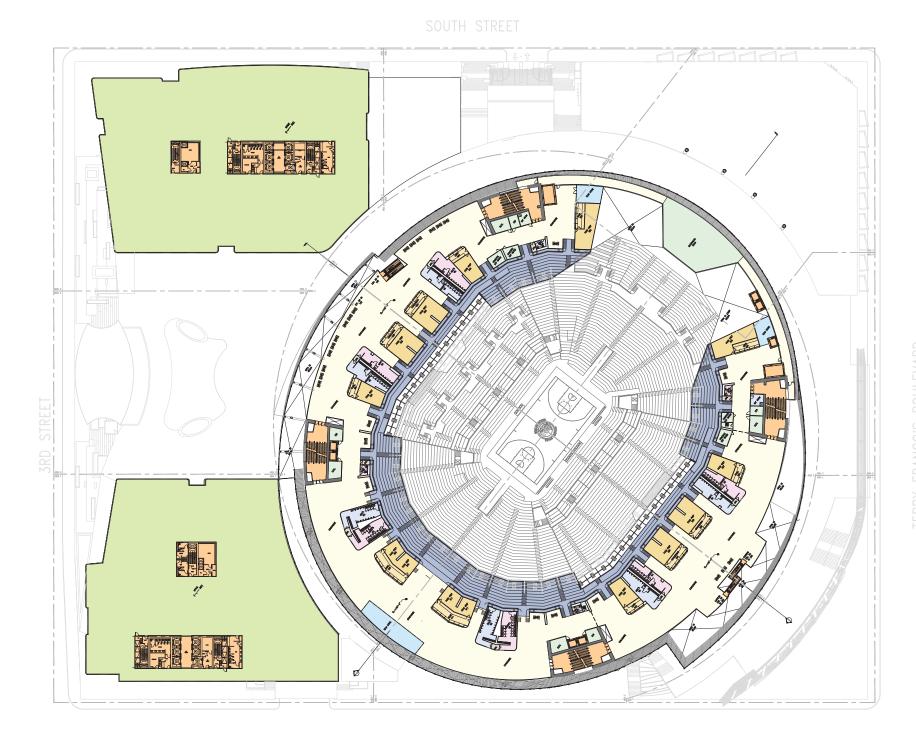


Fig. 57 Upper Concourse: Primary access to event center upper seating bowl, located at +63'0"

LEKKI FRANCOIS BOULEVARD

SOUTH STREET

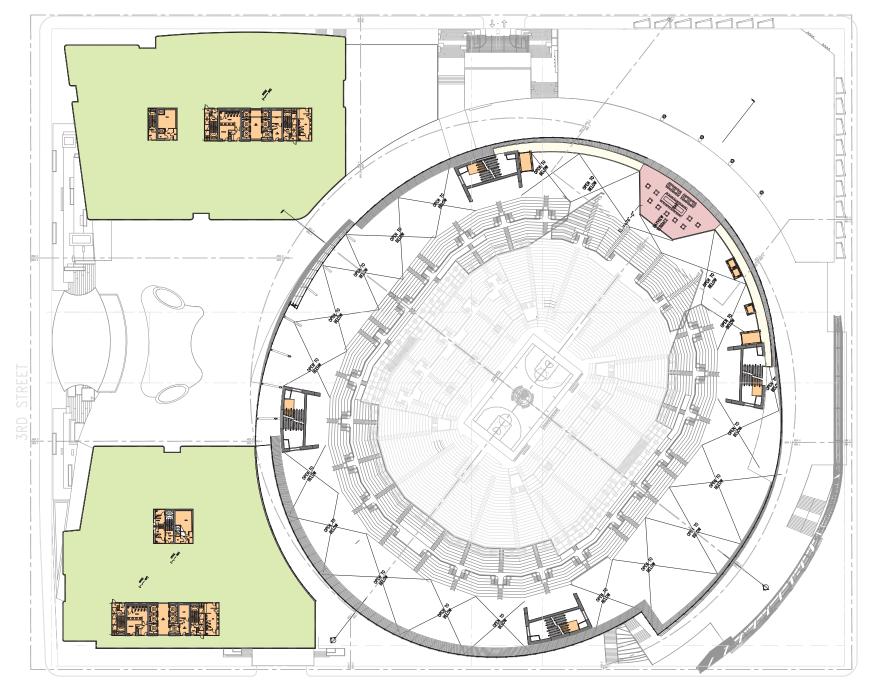
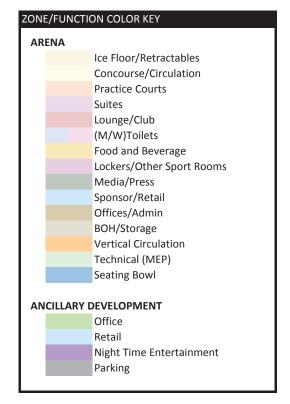
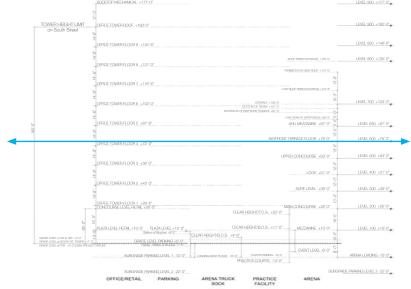


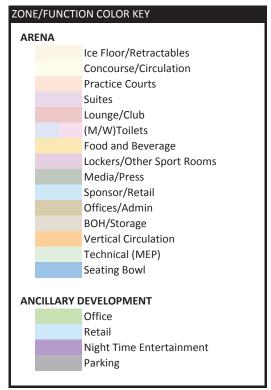
Fig. 58 Bayfront Terrace: Floors of the elevated Bayfront Terrace, located at approximately +76'0" (lower level) and +100'0" (upper level)

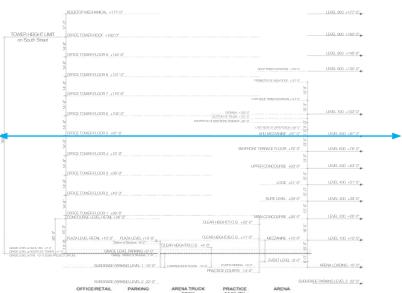
Bayfront Terrace / Offices Level

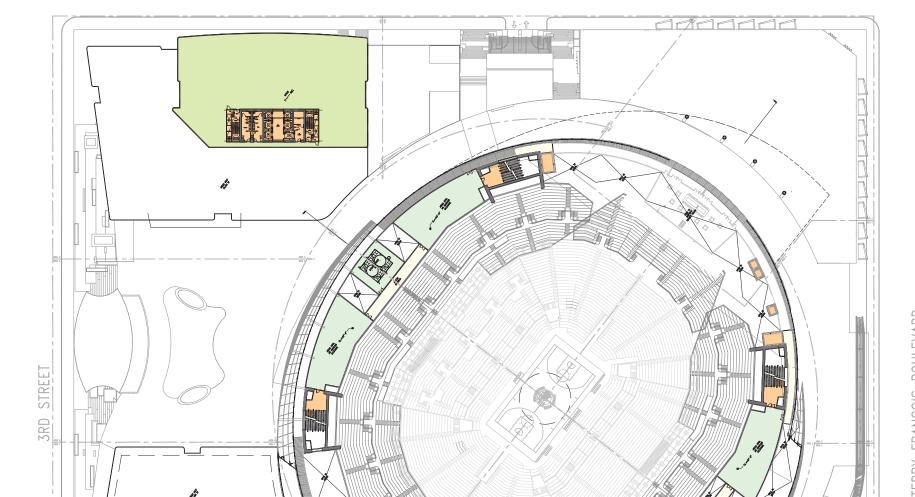




Office Tower / AHU Mezzanine





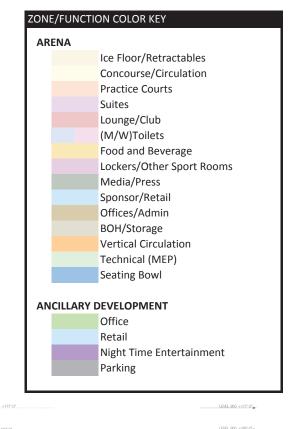


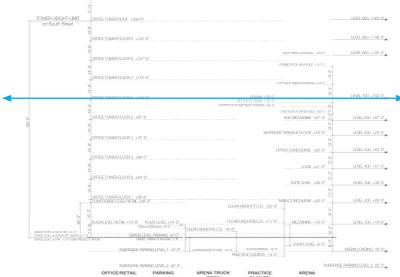
SOUTH STREET

Fig. 59 <u>AHU Mezzanine:</u> Mechanical areas for the event center functions, located at +87'0" <u>Mixed-Use Podium Roof:</u> Maximum office/lab podium height will be located at +90'0" as required by the D4D

TERRY FRANCOIS BOULEVARD

Office Tower / Event Center Catwalk





BOULEVARD

FRANCOIS

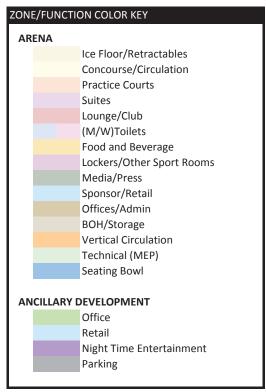
TERRY

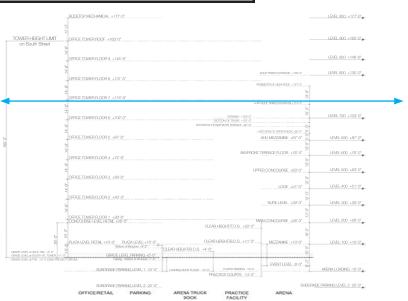
SOUTH STREET

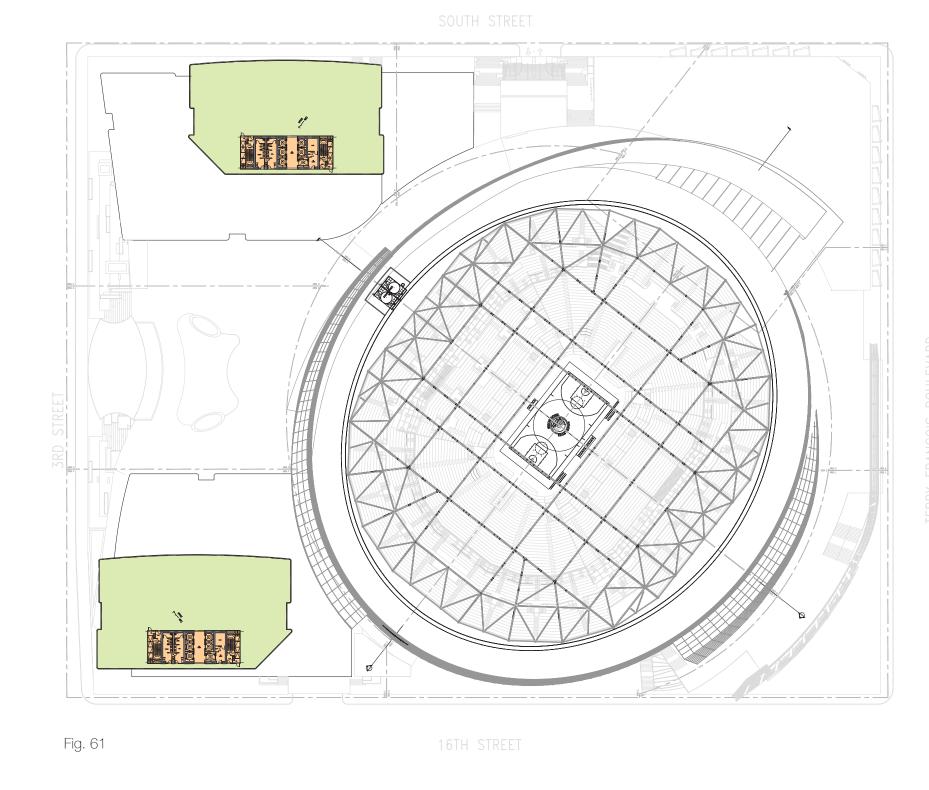


Fig. 60 Catwalk Level: Catwalk which services event center fucntions, located at +103'0"

Office Tower







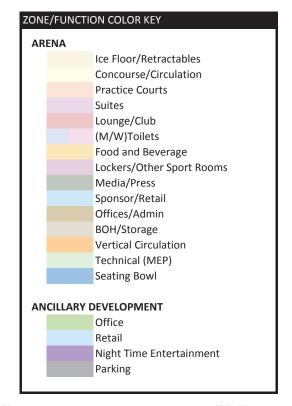
LEKKI FRANCOIS BOULEVARD

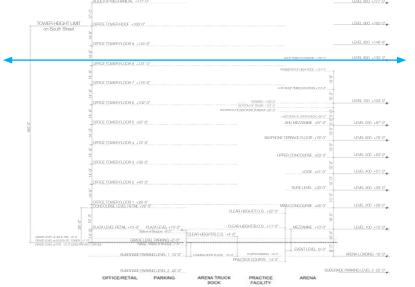
SOUTH STREET



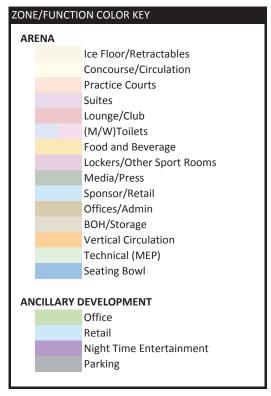
Fig. 62 Event Center Roof: Gently sloped roof will measure #13510/Eat the center of the event center building and +125'0" on the exterior parapet (roof edge) of the event center building

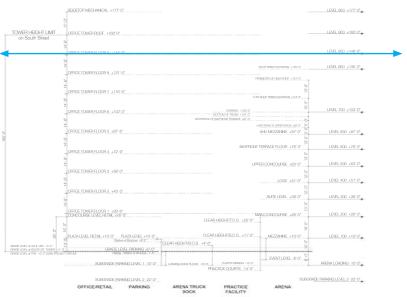
Office Tower / Event Center Roof

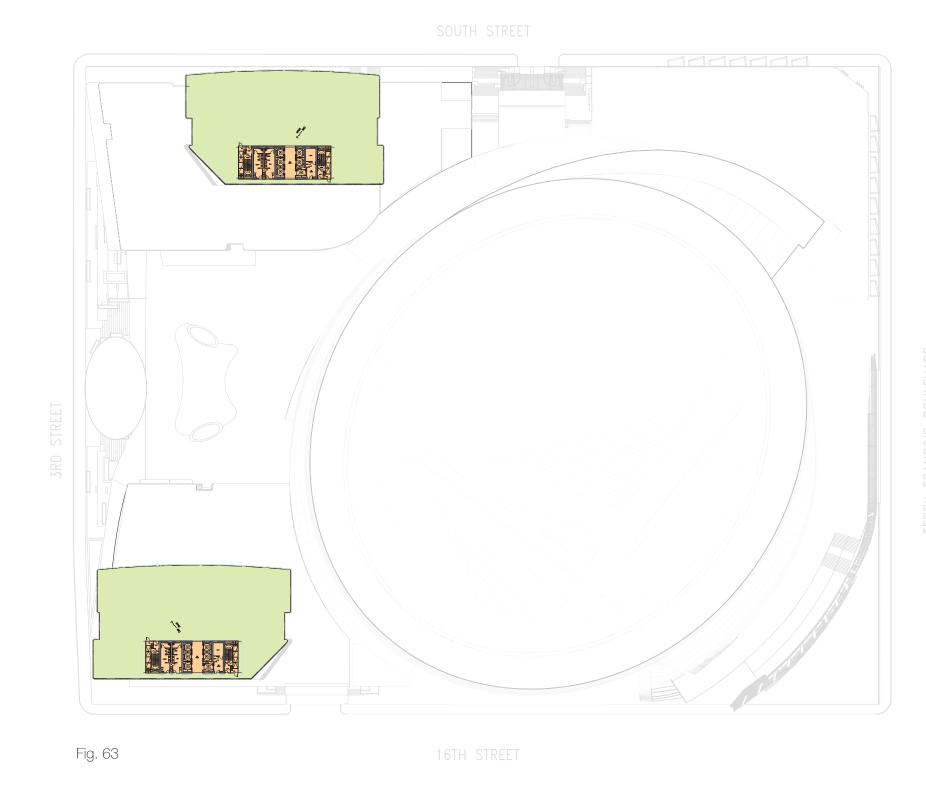




Office Tower



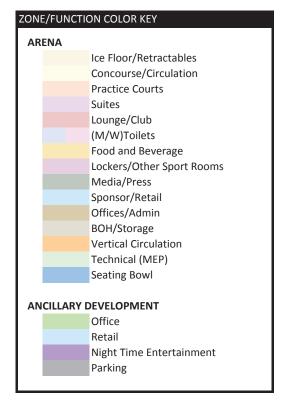


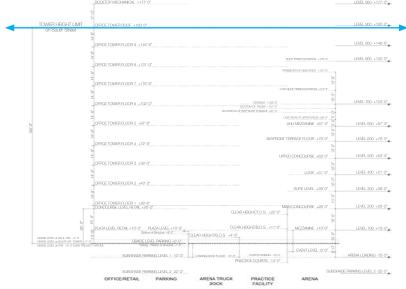


IERRY FRANCOIS BOULEVARD

Fig. 64 Mixed-Use Tower Roof: Maximum office/lab tower height will be +160'0" consistent with the Redevelopment Plan

Office Roof





DEVELOPMENT CHARACTER

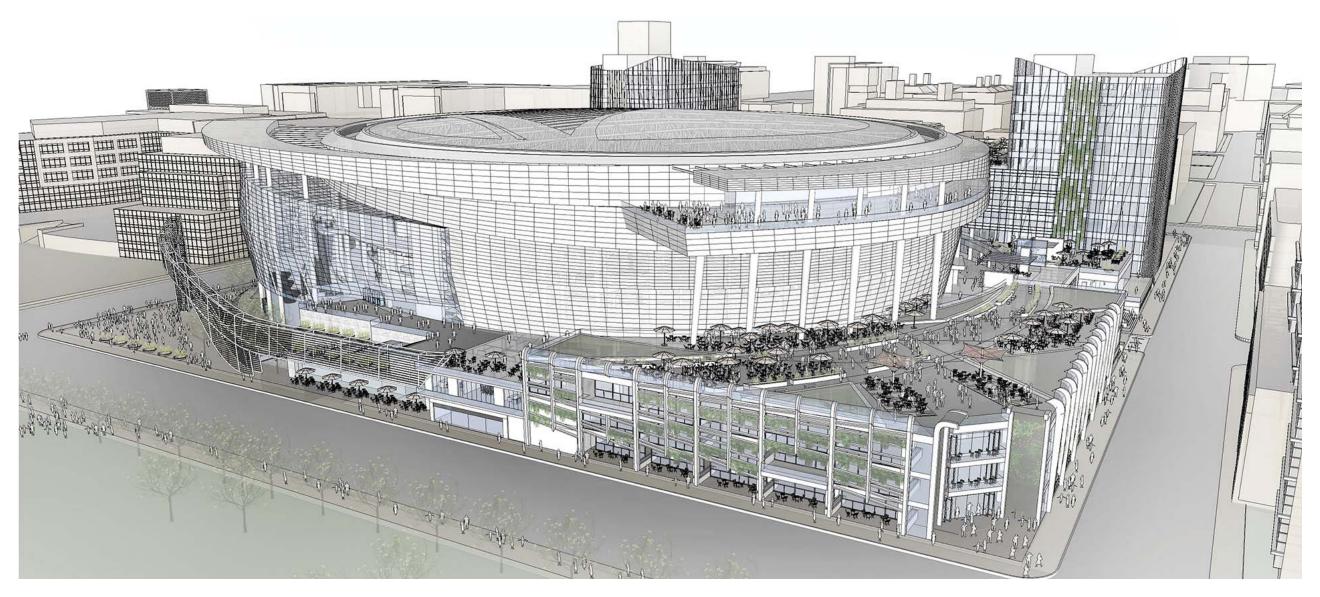


Fig. 65: Concept Sketch Northeast Corner - Food Hall and Bayfront Terrace

DEVELOPMENT CHARACTER



Fig. 66: Concept Sketch from 3rd Street - South Street Office, Gate House, and Main Plaza

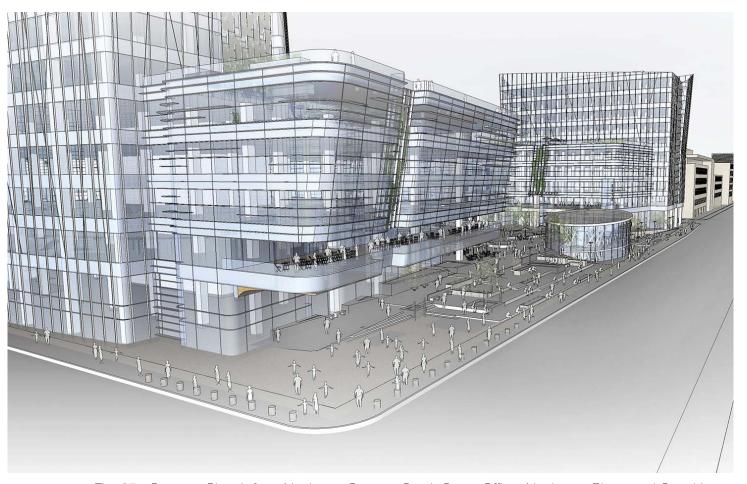


Fig. 67: Concept Sketch from Northeast Corner - South Street Office, Northwest Plaza, and Gate House

DEVELOPMENT CHARACTER



Fig. 68: Concept Sketch from Southwest Corner - 16th Street Office and Main Plaza ramp

DEVELOPMENT CHARACTER

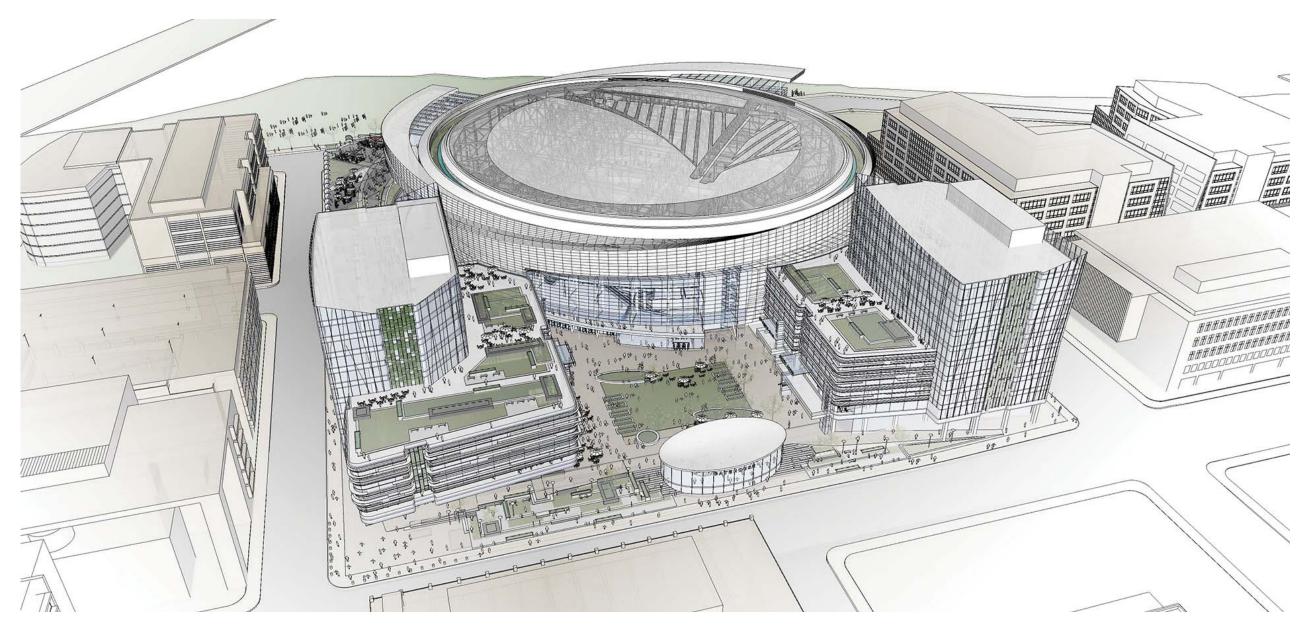


Fig. 69: Concept Sketch from Northwest - Aerial overview of the development

SHADOW STUDIES

Shadow studies for the proposed development are underway for inclusion in the Project SEIR. ESA, OCII's consultant on CEQA documentation, will provided completed shadow analysis for inclusion in this document prior to approval by the OCII Commission.

MITIGATION REPORT

The Project Sponsor will implement all mitigation measures as required and described in the project SEIR (draft currently underway). Certification of the SEIR and Mitigation Monitoring and Reporting Program (MMRP) is anticipated in Summer or Fall 2015.

Appendix A: Design for Development Comparison Summary

| Inconsistencies with Existing Design for Development (D4D) | | Proposed Change to D4D | Explanation for Change | |
|---|--|--|--|--|
| Height | | | | |
| | The Arena building would exceed the 90-foot Base Height on Blocks 30 and 32. | Allow maximum Base Height on Blocks 30 and 32 of 135 feet above the Terry Francois Blvd curb. | Unique size requirements of an arena building. Geotechnical conditions render further excavation for arena footprint infeasible. | |
| | The proposed Arena is 135 feet, but there are only two height classifications for Commercial Industrial uses in the D4D, 90 feet and 160 feet. | Establish a 135 foot height classification for an arena use on the site. | See above. | |
| | The number of 160-foot towers allowed in Height Zone-5 would be exceeded by one (i.e., 4 vs. allowed 3). | Allow one additional 160-foot tower in Height Zone-5. | Allows for smaller podium footprints for Office/R&D buildings, therefore allowing for the development of a public plaza similar in size to Union Square. | |
| | The 160-foot office buildings would exceed the allocated floorplate square footage allowed for that height category. | Increase allocation of 160-foot Tower Height floorplate by 90,110 total SF. | See above. | |
| | Separation from the 160-foot towers and the Arena building would be less than the required 100-foot separation between towers. | Establish a new minimum standard separation between any 160-foot tower and the Arena. | Unique bulk requirements of an arena building | |
| Bulk | The portions of the Arena above 90 feet would exceed the existing bulk controls for commercial/industrial buildings that limit the maximum floor plate above 90 feet to 20,000 square feet, with a maximum length of 200 feet. | Establish a 135-foot height bulk allowance for an arena on the site. | Unique bulk requirements of an arena building | |

MAJOR PHASE APPLICATION | MISSION BAY BLOCKS 29 - 32 GOLDEN STATE WARRIORS

| Setbacks | The parking levels would encroach into the required 5-foot setback along the eastern side of Third Street. | Allow below-grade encroachment into the 5-foot setback along Third Street between South Street and Sixteenth Street | Avoids the need for additional above grade parking. |
|------------|--|---|--|
| | A portion of the southeastern curved edge of the Arena would encroach into the 20-foot setback along the northern side of Sixteenth Street. | Allow encroachment of an arena into the 20-foot setback. | Unique floor plate requirements and curved form of an arena building |
| Streetwall | Minimum streetwall requirement along Third and Sixteenth Streets will not be met since less than 70% of the block length will not have a continuous building façade built to the property line or back of required setback. | Establish a lower required percentage for the streetwall along Third and Sixteenth Streets. | Third Street is intentionally not conceived as a streetwall, but rather designed as a porous pedestrian plaza to accommodate pedestrian flows; provide graceful access to the arena, main plaza, and retail; and deliver a prominent civic amenity akin to Union Square or Rockefeller Center. |
| | The corners of the buildings at the intersections of Third Street with South and Sixteenth Streets, the east-west mid-block break at Third Street, and at the intersections of Sixteenth Street with Terry Francois Boulevard and the north-south mid-block break do not hold the corner with a height of at least 15 feet for the required distance of 50 feet from the intersection. | Amend the requirement to allow plazas and other setbacks for pedestrian movement and staging. | Safety and convenience of arena guests and daily site users encourages the creation of additional open space at site perimeter. |
| | Maximum streetwall height of 90 feet will not be met since the arena building is 135 feet tall. | Establish a 135-foot streetwall height limit for an arena on the site. | Unique size requirements of an arena building. Geotechnical conditions render further excavation for arena footprint infeasible. |

| View Corridors/ Public Right of Ways | The Gatehouse along Third Street and the Arena would encroach within the east- west and north-south view corridors and public right of ways (i.e., private varas). | Amend the requirement to allow for alternative opportunities for public access to/through the site and to locations for public views of Bay. | The Gatehouse provides an urban edge for the Project and helps activate the Main Plaza. Other elements represent design strategies to offer multi-layered visual interest at the termination of the view corridors. |
|--|--|--|---|
| Parking | The D4D does not contemplate an off-street parking standard for a multipurpose event center. | Include a new parking standard for the Arena that promotes shared parking with the retail and office uses, as well as limits parking to promote the use of transit. Also, as part of this standard, allow off-site parking for the Arena to be further than 600 feet from the entrance of the Arena. | Operational and economic feasibility of event center and other land uses on site. |
| | While the project meets the current requirement for secured bicycle parking standard, the current standard did not anticipate the growth of bicycle use as a primary mode of transportation. | Allow a higher number of on-site bicycle parking. | Owner preference to encourage biking and other non-auto transportation choices. |
| Loading | The D4D does not contemplate a loading standard for a multi-purpose event center. | Include a standard for Arena loading areas that reflects the increased intensity of demand from standard commercial buildings. | Unique loading requirements of an operational arena building |
| Signage | The D4D does not contemplate signage standards for a multi-purpose event center. | Amend signage standards for the Arena to allow moving signage, roof signage, and artistic projection as needed. Amend standards to allow business signs above ½ the base height of the building and larger address signage at lobby entrances if necessary. | Operational and economic feasibility of event center and activation of the site. |

Appendix B: Transportation Management Plan (TMP) Summary Memo

Introduction

The Transportation Management Plan (TMP) is a management and operating plan designed to provide multi-modal access to a range of events at the new Golden State Warriors Event Center in San Francisco's Mission Bay neighborhood, and to the retail and office uses on the same development site. Details on the TMP's relationship to other transportation studies and plans are provided in **Exhibit A**.

The purpose of the plan is to ensure safe and efficient access by promoting and facilitating the use of nearby public transit services, pedestrian infrastructure, and bicycle routes for travel to and from the Event Center and the adjacent mixed-use development. It is also intended to reduce vehicular impacts to the Mission Bay/Dogpatch area and adjacent neighborhoods. More specific goals outlined in the document relate primarily to guest safety, guest convenience, intelligent resource use, and "good neighbor" efforts:

- Facilitate and promote safe use of non-automobile transportation by people attending and supporting Event Center events or office and retail uses on-site:
- Highlight and optimize the use of transit by both event attendees and event or daily employees;
- Facilitate a high-quality walking experience to the Project from adjacent residences, employment locations, transit stations, and parking garages by identifying key walking routes and major street crossing locations, so that wayfinding can be provided and control officers can be located at critical points to manage the interaction of pedestrians and vehicles during major events;
- Facilitate and maximize bicycle use by Event Center Development event attendees and event or daily employees;
- Maximize safety for all transportation users at key locations around the Project site and broader neighborhood during event ingress and egress; and
- Ensure the safe interaction of pedestrians and cyclists traveling along South and 16th Street and vehicles accessing the Event Center Development garage entries located on South Street at Bridgeview Way and on 16th Street at Illinois Street.

The TMP is a working document that will be expanded and refined over time by the Warriors, the City of San Francisco, and other agencies responsible for carrying out the plan. An active monitoring process will occur during the first year of the project's completion to make any necessary adjustments. It is also anticipated that subsequent refinements will be made to respond to changing circumstances, new transportation access and parking opportunities, and planned transportation improvements that are implemented in the project vicinity.

Plan Overview

Several chapters of the TMP provide a summary of planned major transportation projects and existing transportation facilities relevant to the travel characteristics of Event Center attendees, office workers, and retail patrons (**Exhibit B**). The travel characteristic assumptions for the proposed development are based on the analysis being prepared concurrently for the project's subsequent environmental impact report (SEIR), and on the mode split assumptions provided (with comparison to other relevant venues) as **Exhibit C**. They also rely on the Project's plans for street striping and signalization around the site (**Exhibit D**), some of which deviate from the Mission Bay South Infrastructure Plan. These assumptions vary based on the activities occurring at Blocks 29-32 on a given day. The scenarios addressed

in the Project's TMP include:

- Typical Day (No-Event Day)
- Convention weekday event with 9,000 attendees
- Event Center Concert evening event with 14,000 attendees
- NBA Game an evening Warriors game with 18,064 attendees
- Dual Event NBA game or event center concert coinciding with AT&T Park event

The TMP also provides route recommendations to and from Mission Bay, transportation control and curb management recommendations to facilitate access to and from the Project, and communication strategies to help fans, visitors, and employees make safe, educated, and sustainable choices. Representative graphics for these recommendations are included as **Exhibits E-H**. Transportation control strategies identified in the Plan include the following:

- Provision of an on-site Transportation Management Center (TMC) located in the security center in the Event Center:
- Designation of a Parking Control Officer (PCO) director who will staff the TMC and manage game-day controls;
- Designation of up to three in-field PCO supervisors who will roam and oversee PCO operations;
- Suggested locations for PCOs who will direct vehicular and pedestrian traffic under various event scenarios;
- Closure of the northbound lanes on 3rd Street and partial closure of westbound lanes on South Street for a short period after the conclusion of peak NBA games and event center concerts;
- Designation of curbside locations for Muni buses, Mission Bay Transportation Management Association (TMA) shuttles, other shuttle buses, charter buses, taxis, Transportation Network Companies (TNCs) (e.g. Uber, Lvft), limousines, paratransit shuttles, pedicabs, and media trucks; and
- Pedestrian safety measures and control at the Event Center garage driveway access points on Sixteenth Street and South Street.

Communication strategies identified in the Plan include myriad promotion, outreach and wayfinding strategies designed to inform event attendees of the various transportation options that are available and provide directions on how to access them. This includes a description of transportation information that will be provided by the Warriors and event promoters at the time of ticket purchase, a few days before an event, and in real time on the day of an event. Tools for communicating this message include emails; in-building display screens; and a proposed site-specific smartphone application that outlines transportation options, provides real-time transit data and wayfinding tools, and permits advance reservation of automobile or bike parking (**Exhibit I**).

A key feature of the TMP is a stated mode split goal, intended to minimize private auto use by Project visitors and employees. The TMP currently outlines a range of these Travel Demand strategies, each of which the Warriors will analyze for feasibility and effectiveness prior to implementation. Sample Travel Demand strategies include:

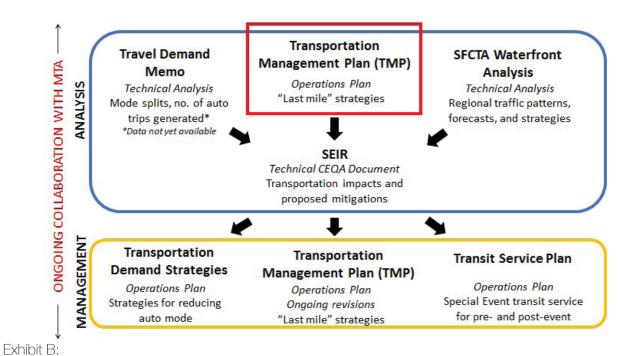
- Providing incentives to reward patrons arriving via transit or bike, and marketing these incentives with a robust communications strategy, and/or a partnership to brand Clipper Cards and transit passes, prior to an event day so that guests can make choices accordingly;
- Promoting use of the indoor event center bicycle valet facility (approximately 300 bike spaces), indoor secure bicycle parking rooms for office and retail employees, and outdoor bicycle storage racks for all visitors;
- Promote market based fee structures for parking in the vicinity garages to discourage driving by employees and attendees, or offer discounts to reward high occupancy vehicles (HOV);
- Participation in Commuter Check Program, a federal program that allows employees to reduce their commuting costs by up to 40% using tax-free dollars to pay for their commuting expenses, by providing benefit for transit costs; and
- Working with Mission Bay TMA to expand shuttle service hours and routes to serve Event Site patrons, and notifying employees in on-site office and retail buildings that they are eligible to ride the Mission Bay TMA shuttles.

Finally, the TMP outlines provisions for freight loading at the Project site, and for emergency vehicle access.

Living Document

Elements of the draft TMP have been shared and discussed with multiple stakeholder groups, including SFMTA, the Mission Bay Citizens Advisory Committee, UCSF staff, Mission Bay biotech workers, the San Francisco Giants, the Port of San Francisco, the San Francisco Bicycle Coalition and pedicab community, and other interested parties. The Golden State Warriors are committed to ongoing coordination with these key groups, including formalized coordination meetings and/or surveys and modifications to the Plan as necessary.

Exhibits Exhibit A:



Transit Improvement Assumptions

- Central Subway
- · Caltrain Electrification
- · Muni Forward (TEP implementation)
- · Blue Greenway
- Completion of Mission Bay road network



GSW Event Center and Mixed-Use Developmen

Control Solvey

Respectation

Exhibit C:

Mode Split Assumptions

| Mode | GSW Peak Event Attendees (1) | SF Giants (2000) | SF Giants (2012) | Sacramento Kings |
|-----------|---------------------------------|---------------------|---------------------|-------------------------|
| Transit | 35% | 39% | 44% | 26% |
| Auto | 55% | 49% | 38% | 74% |
| Bike | 2% | Included in Other | 2% | Not reported separately |
| Walk | 4% | 7% | 11% | Not reported separately |
| Other (2) | 4% | 5% | 5% | Not reported separately |

- (1) Average Weekday
- (2) For the Blocks 29-32 project, "Other" includes: Taxi, TMA shuttle, TNC (Uber, Lyft), pedicab



GSW Event Center and Mixed-Use Development

November 2014

Exhibit D:

Lane Striping & Signal Assumptions



Exhibit E:







GSW Event Center and Mixed-Use Development

Exhibit F:









MAJOR PHASE APPLICATION | MISSION BAY BLOCKS 29 - 32 GOLDEN STATE WARRIORS



Event Controls Summary

| Traffic Control Strategy | No Event | Convention/ Small Event | Arena Concert | Peak Event/ NBA Game | Dual Event |
|---|-------------|----------------------------|------------------|-------------------------|---------------|
| Coordinate with SFMTA Special Events Team | | 1 | ✓ | V | ~ |
| Coordinate with BART, Caltrain, Muni, TMA, SFBC | | · | ✓ | V | 1 |
| Coordinate with Giants Special Events Staff | 1 | 1 | ✓ | V | 1 |
| Muni Ticket Sales at Event Center Box Office | 1 | * | V | V | V |
| Taxi Zone on Terry Francois Blvd | 1 | 1 | 1 | V | 1 |
| Taxi Zone on South Street | | | ✓ | V | ~ |
| Dedicated TMA Shuttle Stop | 1 | * | ✓ | V | ~ |
| Dedicated Muni Event Shuttle Stops | | | V | V | V |
| PCO Supervisor at Event Center Control Room | | | 1 | V | ~ |
| PCOs Positioned on and around site | | 1 | ✓ | ✓ | ~ |
| Post-Event Lane Closures | | | ✓ | V | 1 |
| Bike Valet Operating | | V | V | ✓ | V |

Exhibit I:



END OF DOCUMENT

MAJOR PHASE APPLICATION | MISSION BAY BLOCKS 29 - 32 GOLDEN STATE WARRIORS