



DATE: November 26, 2013

TO: Historic Preservation Commission

FROM: Kathleen Diohep, Development Project Manager,
Port of San Francisco (415) 274-0536
Mark Paez, Historic Preservation Coordinator,
Port of San Francisco, (415) 705-8674

RE: Informational Presentation on the Proposed Rehabilitation of Pier
70 - 20th Street Historic Buildings (400 – 600 20th Street)

The Port of San Francisco and its developer partner, Orton Development Inc. (ODI), seek review and comment of the Historic Preservation Commission (HPC) on the proposed rehabilitation of the 20th Street Historic Buildings located within the Pier 70 - Union Iron Works Historic District. This memorandum provides an overview of the project context at Pier 70 and a narrative description of the proposed project.

Project Location

The project site is located along northern and southern portions of 20th Street between Illinois and Louisiana Streets within the greater approximately 70-acre Pier 70 area bounded by Mariposa, Illinois, 22nd Streets and San Francisco Bay in San Francisco's Central Waterfront area. The project site includes several parcels (Assessor's Block 4046, Lot 001; Block 4111, Lots 003 and 004; and a portion of Block 4052, Lot 001), which contain ten buildings (Buildings 101, 102, 104, 113, 114, 115, 116, 122, 123 and 14) referred to as the "20th Street Historic Buildings." These ten buildings range in size from approximately 400 sq ft up to 95,157 square feet.

Planning Context

Pier 70 and its historic resources have been the focus of significant community planning by the Port and the City. The Waterfront Land Use Plan policies provide for preserving ship repair and Pier 70's history while introducing new open space and new infill development. The City's Eastern Neighborhoods Central Waterfront Plan adopted in 2008 embraced and incorporated those policy directives into the city's context of



improving and connecting the waterfront to Dogpatch and Potrero Hill, and enabling new development consistent with the area's mixed residential and industrial character.

In concert with the Planning Department's Eastern Neighborhoods planning, the Port conducted a three-year community planning process that culminated in the 2010 Pier 70 Preferred Master Plan ("Pier 70 Plan"). Endorsed by the Port Commission, the Pier 70 Plan sets a comprehensive framework to revitalize Pier 70 and rehabilitate its historic resources. The goals include:

- Retain and support the viability of existing ship repair operations;
- Create a National Register Historic District and rehabilitation of Pier 70's extraordinary collection of historic resources;
- Create a system of shoreline and upland open spaces;
- Promote new infill development to reactivate the area and fund a variety of community benefits; and,
- Rebuild infrastructure and conduct remediation of site contamination.

The Pier 70 Plan balances multiple goals; the funding, infrastructure, historic preservation, ship repair, open space and new development are all required and integrally linked to achieve the plan objectives. In accordance with the Pier 70 Preferred Master Plan, the Port has nominated the entire 65 acre property to the National Register of Historic Places (National Register) as the Union Iron Works Historic District.

Following plan endorsement, but in advance of environmental review and adoption of the plan, the Port initiated three efforts: secured GO Parks Bond funding for a portion of Crane Cove Park, and initiated competitive processes that resulted in selecting Forest City as the developer for the Waterfront Site, a 28 acre/3+ million square feet new development opportunity at the southeast portion of Pier 70; and selecting ODI as the developer for the historic rehabilitation of the 20th Street Buildings (See Exhibit A). The Port continues to work with BAE Systems, its ship repair tenant to operate and improve the ship repair business. These projects are moving forward on separate timelines as follows:

- Crane Cove Park to begin construction in 2014;
- ODI to secure final approvals and commence construction in Spring 2014; and,



- Forest City to begin its EIR and rezoning process in 2014 and commence a 15+ year build-out in 2015-2016.

20th Street Historic Buildings Project Overview

The proposed project would rehabilitate the Pier 70 20th Street Historic Buildings, a set of eight large historic buildings and two smaller structures located on or near 20th Street --- all owned by the Port of San Francisco (See Exhibit B). The rehabilitation would focus on the repair and seismic strengthening of these buildings two of which date to the 1880's, and in an advanced state of deterioration. Substantial investment is required to return the buildings to active use. The Port selected ODI through a competitive solicitation process in 2012. In late 2012, the Port Commission and Board of Supervisors endorsed the business terms of a long-term lease under which ODI would rehabilitate the buildings and the Port would defer rent and contribute \$1.5 million of Port funds. Subsequently, the City's Capital Planning Committee reviewed in concept the use of the City's Seismic Safety Loan program for the project for the two buildings that are unreinforced masonry construction.

The Project currently contains approximately 270,000 gross square feet (gsf) of industrial and office space. The proposed project would include:

- 1) Rehabilitation to satisfy current seismic, structural, and code requirements;
- 2) Remediation of hazardous materials;
- 3) Reuse of the buildings;
- 4) The construction of an additional approximately 69,000 gross square feet (gsf) of new floor area , primarily in interior mezzanines;
- 5) Removal of approximately 5,000 gsf of building additions in order to facilitate the rehabilitation of the primary resource or because they are functionally obsolete; and,
- 6) Street/roadway, sidewalk and parking lot improvements.

In total, the proposed project would include approximately 334,000 gsf of building floor area (See Exhibits C and D).

Consistent with the Port's Pier 70 Preferred Master Plan historic preservation goals and objectives the proposed rehabilitation would be consistent with the Secretary of the Interior Standards for Treatment of Historic Properties, building and other codes, and



all other applicable requirements. In addition, the Port development partnership requires ODI to seek Federal Historic Rehabilitation Tax Credits as a critical component of its project financing. The tax credit process, within the jurisdiction of State Office of Historic Preservation (“OHP”) and the U.S. National Park Service (“NPS”) requires review and approval of the project design by both agencies to ensure that the rehabilitation is consistent with the Secretary’s Standards.

Once rehabilitated, these historic office and industrial buildings would accommodate contemporary light industrial, technology, life science, office, artisan/ artist studios and showrooms, residential and restaurant uses. The proposed project would also include an indoor lobby/atrium in Building 113 and an outdoor courtyard/venue, both of which would be accessible to the public.

Rehabilitation Plans by Building



Building 101

Building 101

Building 101, the 61,311 square foot former Bethlehem Steel Office building, would return to office use on the top four floors. The historic commissary on the park level floor is expected to return to industrial food production use or ancillary office uses.

The scope of repair would be to restore the existing passenger elevator; level floors to ensure ADA compliance; repair or replace doors and windows; repair or replace existing roofing, drains, and skylights; install new ADA bathrooms; abate asbestos and lead paint; and update or replace mechanical, electrical and plumbing systems as needed. Interior partitions would be removed to create a seismically safer and marketable open office floor plan, and reinforced concrete shear walls will improve seismic safety.

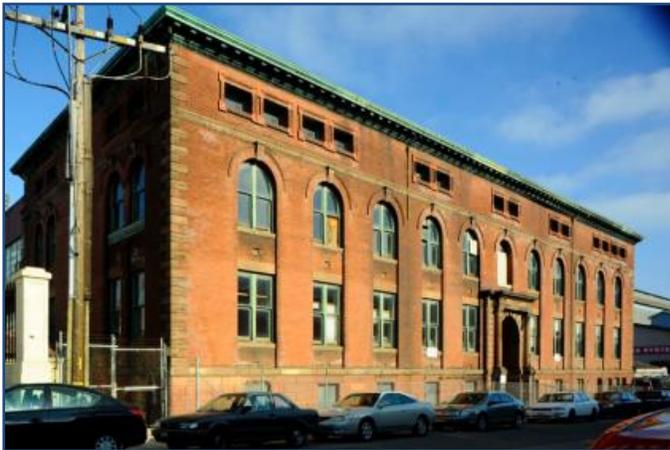


Building 102

Building 102

Building 102, the 11,266 square foot former Compressor House, currently houses BAE Ship Repair's electrical distribution. The Port has the responsibility to remove the electrical facilities, following that ODI would redevelop the building as a restaurant.

The scope of repair would be to paint the exterior, repair or replace deteriorated wooden windows as needed, and stub out restaurant utilities. An exterior dining deck is planned for the north façade.



Building 104

Building 104

The 45,237 square foot former Union Ironworks office building was built in 1896 and would return to single tenant office or medical office use.



The scope of repair would include installing a new elevator, repairing or replacing existing plumbing and electrical systems, adding ADA-compliant unisex bathrooms as needed, repairing the roof, and installing steel columns as a seismic bracing system.



Building 113/114

Building 113/114

The Union Iron Works Machine Shop consists of two masonry buildings built from 1885-1888, later joined by a concrete connector in 1914, totaling 95,157 gsf. The brick sections of Building 113 would be split into two wings and be used as light industrial/flex space with ancillary office, showroom, and retail uses. The center connector building would become a publically accessible lobby and walkway to an exterior courtyard. The historic foundry (Building 114) would remain a separate space for light manufacturing with ancillary office and retail.

The scope of development for Buildings 113/114 would be to install seismic strengthening, including structural steel mezzanines on two levels and a new concrete slab floor; repair or replace existing windows and roofing; construct new steel and glass walls to separate the space into two wings and define a public lobby in the center of the building; repair or replace deteriorated brick and mortar; stub out all new electrical, mechanical, and plumbing infrastructure, including sprinklers; install an ADA accessible elevator to the mezzanine; and construct new toilet rooms in each wing.



Building 115/116

Buildings 115/116

The Union Iron Works Foundry & Warehouse was constructed in 1916/1917 and comprises a three-bay 38,694 gsf reinforced concrete structure. The spaces would return to industrial use as light manufacturing with ancillary retail and office.

The scope of work would be to stub out new mechanical, electrical and plumbing infrastructure, including sprinklers; pour a new concrete slab floor; replace and repair damaged wooden windows and metal roofing and install new skylights; install new doors for exiting and ADA accessible toilet rooms.



Building 14



Building 14

Building 14 is a 16,315 gsf double-gable metal warehouse constructed in 1944. The space would return to industrial use as a warehouse with ancillary office space.

The scope of work would be to repair or replace damaged metal windows and metal roofing; stub out new water and sewer infrastructure and repair existing fire sprinkler system; install new doors and windows facing the courtyard; and provide ADA accessible entry and toilet rooms.

National Register Historic District

The Port has nominated the Union Iron Works Historic District for listing in the National Register of Historic Places. The Port and its historic preservation consultant, Carey & Co. prepared a National Park Service (“NPS”) nomination document that has been reviewed and accepted as complete by OHP and scheduled for a hearing before the State Historical Resources Commission (SHRC) on February 7, 2014. The nomination provides a detailed account of the national significance of the Union Iron Works shipyard in the American steel hull ship building industry and for its representation of the national evolution of industrial architectural from 1884 to 1945. Prior to the February hearing, OHP will refer the nomination to the HPC, the City’s official historic preservation review body, for comment.

In anticipation of this local review process, Port staff has consulted with Planning Department Preservation staff and has received their comment on a technical issues raised by the draft nomination. The nomination is also tentatively scheduled for a hearing before the HPC on January 15th, whereby the HPC will provide comments for consideration by OHP and the SHRC in their deliberations and recommendation to NPS regarding the adequacy of the nomination documentation and merits of the site for listing in the as a National Register Historic District. The action of the SHRC on the nomination is then forwarded to NPS, where the Keeper of the National Register has 45 days to accept or reject the proposed listing.

In addition Port staff consulted with the Office of Economic and Workforce Development, ODI, and Forest City to inform them of the process and address any concerns they may have about the proposed creation of a Union Iron Works Historic District.



Next Steps

The Port and ODI are working with the City's Planning Department to evaluate the project and prepare the CEQA documentation needed to support Port Commission lease and development agreement approval anticipated for early 2014. The Port Staff and consultants are preparing the financial and other analyses necessary to negotiate and obtain approval for the LDDA and Lease for the project by the Port Commission and the Board of Supervisors. Throughout this process, there will be numerous opportunities for public comment and review of the proposed project. ODI has presented several times to the Port's Central Waterfront Advisory Group and the Dogpatch Neighborhood Association. San Francisco Architectural Heritage's Issues Committee has toured the project site and will review the project in December 2013.

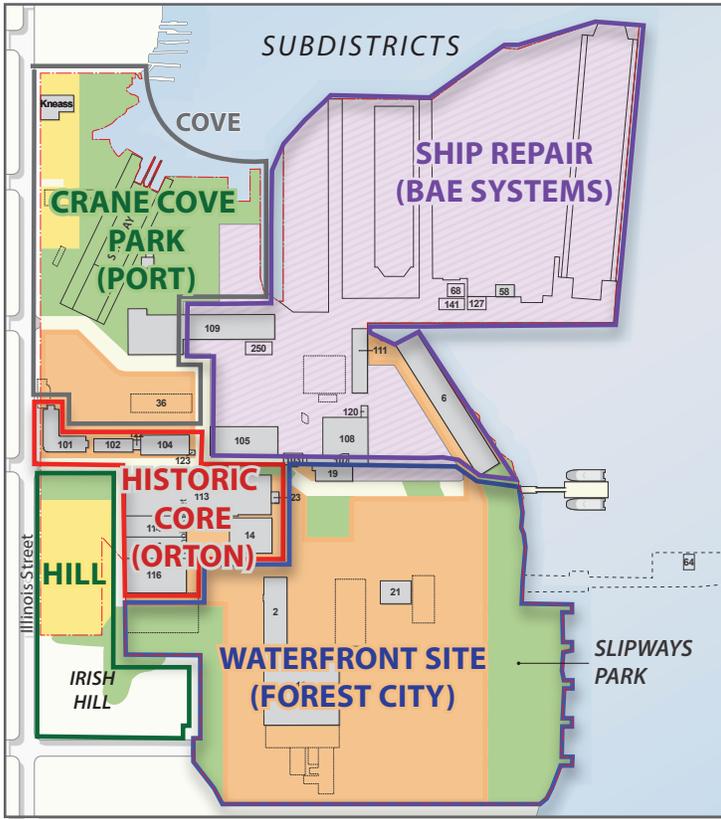
Attachments

Exhibit A: Pier 70 Fact Sheet

Exhibit B: 20th Street Historic Buildings Site Plan

Exhibit C: 20th Street Historic Buildings, Narrative Project Description

Exhibit D: 20th Street Historic Buildings, Graphic Presentation



- (4) infill development to bring back the site's historic activity level and provide economic development; and
- (5) new infrastructure and site remediation.



IMPLEMENTATION

Since 2010, the Port has continued to work towards project implementation including:

- Submitting to the State Office of Historic Preservation a nomination for listing as a Historic District on the National Register of Historic Places
- Completing an environmental site investigation and receiving regulatory approval of a Remedial Action Plan
- Planning and design for Crane Cove Park
- Partnering with the ship repair operator to install shoreside power and increase its business
- Competitively selecting two development partners, Forest City for the Waterfront Site and Orton Development Inc. for the Historic Core, followed by Term Sheet endorsement for both projects by the Port Commission and Board of Supervisors
- Securing funds and financing tools to realize the vision including Park Bonds, and State legislation to facilitate development and tax increment financing mechanisms

PIER 70 SITE HISTORY & PLAN

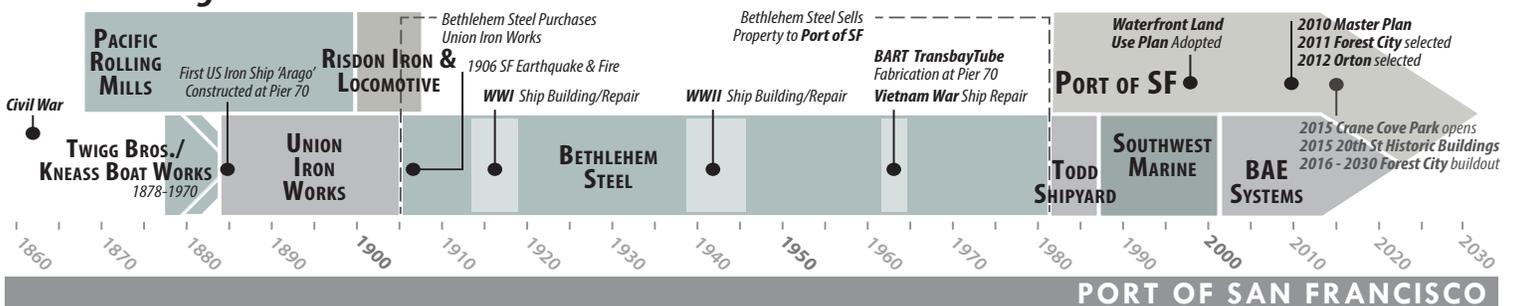
Pier 70 is approximately 69 acres of Port property located generally between Mariposa Street and 22nd Street east of Illinois Street. The area is the most intact industrial maritime complex west of the Mississippi River. It has operated as a ship building or repair yard since the Spanish American War and continues today, at a reduced scale. To realize the potential of Pier 70, the Port created a Preferred Master Plan over a three year community planning process.

Published in 2010, the Preferred Master Plan balanced multiple goals including: (1) establishment of a National Register Historic District and adaptive reuse of historic structures; (2) retention of the ship repair operations; (3) new open space including 11 acres of shoreline parks;

CITY COORDINATION

The Port and the Office of Economic and Workforce Development are leading the Pier 70 revitalization, coordinating with a wide range of City and State agencies, including: the State Lands Commission, San Francisco Bay Development Commission, the Regional Water Quality Control Board, the Planning Department, the San Francisco Public Utilities Commission, the Department of Public Works, the Municipal Transportation Agency, and others. The Port's Central Waterfront Advisory Group provides a forum for public discussion.

Pier 70 Through Time





CRANE COVE PARK SUBDISTRICT

~ 8 Acres of Park | ~ 2 Acres of New & Rehabilitated Buildings

The Port is completing its Park Master Plan for this waterfront park and will begin to construct an initial phase in late 2014. The plan includes adaptive reuse of the historic slipway and cranes, a human powered boat launch, new plazas and landscape areas, shoreline cleanup and protection, and connections to the Blue Greenway and greater Pier 70. Park bonds approved by voters in 2008 and 2012 provide funding.

In the future, the Port will solicit development partners for the building opportunities adjacent to the park.

sfport.com/cranecovepark



SHIP REPAIR SUBDISTRICT

~ 17 Acres

BAE Systems Inc. operates the ship repair facility at Pier 70, continuing the industrial use that began in 1885. Recently the Port and BAE have invested over \$12 million in the shipyard to serve the needs of large modern ships, including the recently completed shoreside power project. Ship repair is one of the Port's highest revenue maritime tenants, employs hundreds of laborers, and is important to supporting San Francisco's cruise terminal.



HISTORIC CORE SUBDISTRICT

~ 6 Acres | 300,000 sf of Historic Rehabilitation

After completing the approval process in late 2013, Orton Development Inc. will rehabilitate eight historic buildings for new office, commercial, and light industrial uses with initial occupancy projected in late 2014.



WATERFRONT SITE SUBDISTRICT

~ 28 Acres | 260,000 sf of Historic Rehabilitation

3 million sf of New Buildings | ~ 7 Acres of Parks

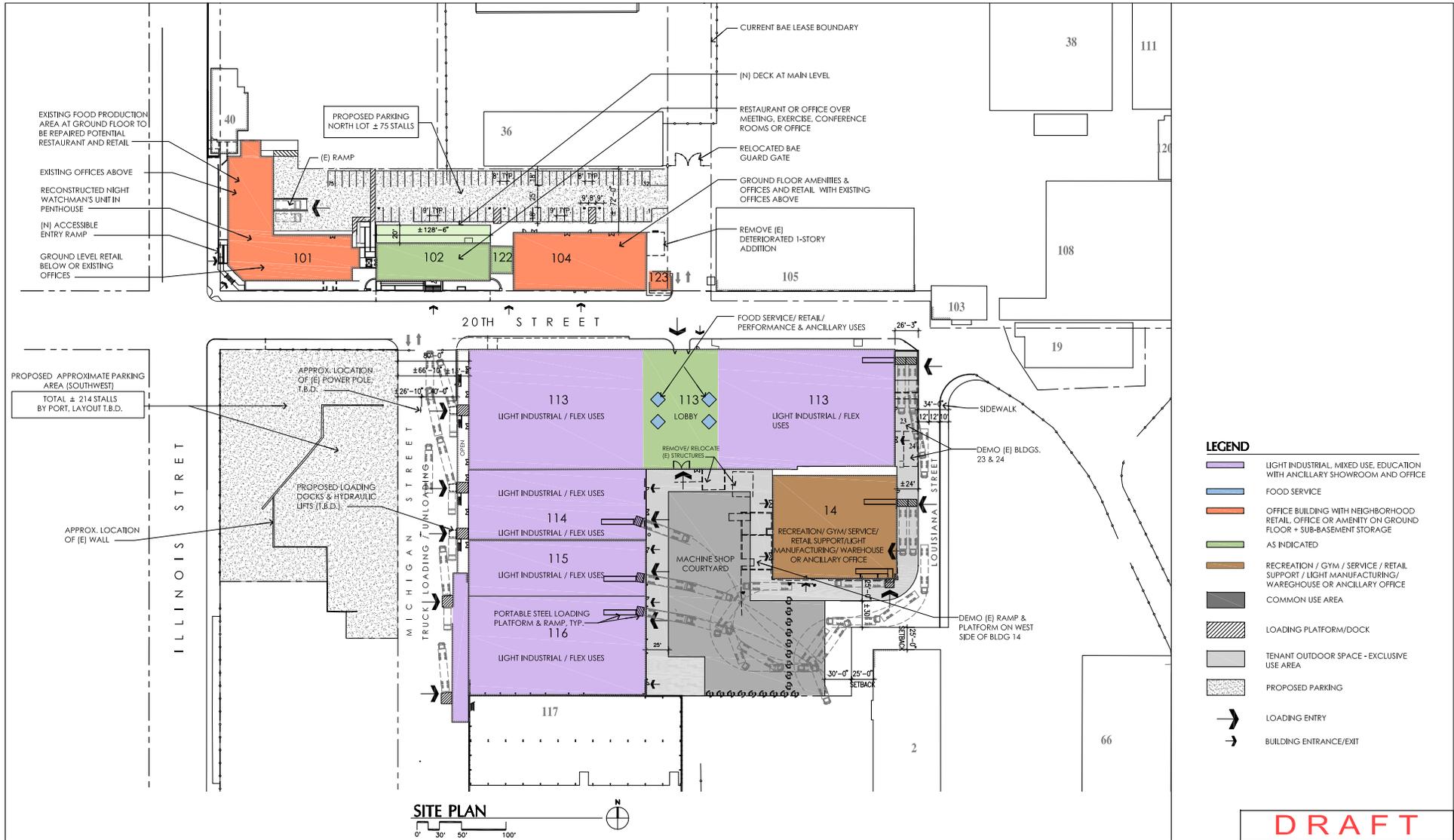
Forest City has secured initial Port and City endorsements of its plans for a mixed-use neighborhood with up to 2.2 million sf of commercial office; up to 400,000 sf of retail, cultural, and maker uses; approximately 950 housing units; 7 acres of parks. The project is about to begin environmental review. Development is anticipated to begin in 2016 and be complete in 2030.

pier70sf.com

HILL SUBDISTRICT

~ 1.5 Acres Open Space | ~ 3-6 Acres of New Buildings

Irish Hill, a 1.5-acre landform, is planned as an open space. The Port anticipates re-zoning two sites adjacent to Irish Hill in tandem with the Waterfront Site and offering them for development.



DRAFT

SAN FRANCISCO PORT COMMISSION
PORT OF SAN FRANCISCO

Developer:
ORTON DEVELOPMENT, INC.

Architect:
MARCY WONG DONN LOGAN ARCHITECTS

Consultant:

Stamp:

PIER 70 SAN FRANCISCO
HISTORIC 20TH STREET BUILDINGS
NOT FOR CONSTRUCTION

Revisors:

Sheet Name:
SITE PLAN

Phase: Concept Design
Date: 29 July 2013
By: MW, KS, MS, KR

Building Number:	Sheet Number:
-	A1

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Exhibit C

20th Street Historic Buildings Project Description

Overview

The proposed rehabilitation of the 20th Street Historic Buildings, a set of 8 large historic buildings and two smaller structures located on or near 20th Street at Pier 70 owned by the Port of San Francisco. The proposed rehabilitation would focus on repair and seismic strengthening of the buildings; two of which are unreinforced masonry buildings. The buildings are historic resources, some dating to the 1880's, that are in dire physical condition. A substantial investment is required to return the buildings to active use. The purpose of the proposed project is to rehabilitate the 20th Street Historic Buildings and restore them once again as a vibrant, integral part of the surrounding community, consistent with the Eastern Neighborhoods Plan, and to respond to public objectives expressed through the Waterfront Land Use Plan and the Pier 70 Preferred Master Plan. Through a competitive process, the Port selected Orton Development, Inc. (ODI), as its partner to rehabilitate the buildings subject to a development agreement and long-term lease.¹

The buildings currently include approximately 270,000 GSF of space. The proposed project would add up to approximately 69,000 GSF of new space, primarily in mezzanines. Once rehabilitated, these historic office and industrial buildings would be used for a range of businesses, including light industrial, technology, life science, office, artisan/ artist studios and showrooms, and restaurant uses. The proposed project would also create an indoor lobby/atrium in Building 113, and an outdoor courtyard/venue, both of which would be made accessible to the public. Finally, the proposed project would demolish approximately 5,000 GSF of existing additions to Building 104 at the northeast and to, to Building 113 on the eastern and western sides. In general, the proposed project would rehabilitate the 20th Street Historic Buildings to satisfy seismic, structural, and code requirements, implement security measures to combat an atmosphere of neglect and criminal opportunity, and abate hazardous environmental conditions. The project would meet the Secretary of the Interior Standards for Treatment of Historic Properties (the "Secretary's Standards"), building and other codes, and all other applicable requirements.

Pier 70 Site History

Pier 70 is a 65-acre historic shipyard property situated along San Francisco's Central Waterfront, just south of Mission Bay. It is bounded by Mariposa Street to the north, Illinois Street to the west, 22nd Street to the south, and the San Francisco Bay to the east. Ships built at Pier 70 served the United States military from the Spanish-American War in the late 1800's through the two World Wars and into the 1970's. Previously known as the Union Iron Works ("UIW"), the Bethlehem Steel Shipyard, and the San Francisco Yard, Pier 70 was a 19th century ship building and repair facility, important to the nation's maritime history.

¹ The Board of Supervisors and the Port Commission approved the term sheet for the proposed project in late 2012. Background is available as Item 9C on this agenda:
<http://www.sfport.com/index.aspx?page=2132>

In the late 19th century, the UIW shipyard operated with the 1885-86 UIW Machine Shop (Building 113), foundry (Building 114), plate shop, pattern shop, smith shops, and slipways. In 1896, the UIW Office Building was added. Just preceding World War I, Bethlehem Steel retained two renowned San Francisco architects, Frederick H. Meyer and Charles Peter Weeks, to design grand buildings in the Beaux Arts style which was fashionable during this period of time as part of the City Beautiful movement. Buildings erected in this period included the 1912 Power House (Building 102) and the 1917 Main Office/Administration Building (Building 101). When completed, these buildings created a grand formal entrance to the yard at the corner of 20th and Illinois Streets. Similar expansion occurred to the south of Buildings 113/114 with the addition of 115 and 116 in 1915-1917 to provide a new foundry and mold room. World War II led to further rapid growth, including the construction of Building 14 as a warehouse.

Pier 70 is the most intact historic maritime industrial complex west of the Mississippi River and is significant for its role in the industrialization of the United States. Now, the Pier 70 buildings are deteriorated and in dire need of repair. The Port has undertaken extensive planning and sought public and private investment to address the substantial capital needs of this portion of the Port. A comprehensive overview of the Port's Pier 70 initiatives is available in a staff memorandum available as Item 9b at this link: <http://sfport.com/index.aspx?page=2128>

Project Site Resources and Uses

The buildings proposed for rehabilitation are central to the future potential Pier 70 National Register Historic District. The Port has prepared and submitted a draft National Register nomination for Pier 70 to the State Historical Resources Commission for consideration of Pier 70 as a district for inclusion in the National Register of Historic Places. The buildings would be rehabilitated consistent with the Secretary's Standards. It is anticipated that the proposed project would utilize Federal Historic Rehabilitation Tax Credits as a critical component of its financing. The tax credit process includes project design review by both the California State Office of Historic Preservation ("OHP") and the U.S. National Park Service ("NPS") to ensure that the rehabilitation meets the Secretary's Standards. SHPO/NPS would retain oversight during the tax credit vesting period.

The proposed project includes eight buildings,² associated accessory structures (including Buildings 122 and 123) and yard areas adjacent to the buildings, a multi-use plaza, adjustments to the existing street network to provide access, and the upgrading of existing surface parking lots within the ODI leasehold and on adjacent land owned by the Port. Table A contains a summary of the proposed project.

Different uses are proposed North and South of 20th Street in keeping with the historic pattern of office uses on the North and industrial uses on the South. The proposed uses are similar to the historic uses of the buildings and include office and light industrial uses (no heavy industrial). Building repairs and alterations would address building

² Buildings 101, 102, 104, 113, 114, 115, 116, and 14. Note that the Port often refers to Buildings 113/114 and 115/116 as pairs because they share common walls.

deficiencies and meet modern usage standards. New floor area generally would be limited to that required for seismic stability or life-safety systems. It is anticipated that future tenants may apply for building permits to construct tenant improvements and occupy the additional floor area. Structural mezzanine elements, for example, are proposed to seismically upgrade some of the buildings. The proposed project would repair existing roofing, repair existing masonry surfaces, repair or replace in kind when missing or irreparable deteriorated windows, make existing toilet rooms operational, and construct accessible bathrooms. In addition, the proposed project would install new concrete slab floors in the industrial buildings, create accessible entries to each space, and stub in new electrical, HVAC, fire safety, phone, data, water, sewer and gas utilities that would be upgraded to meet applicable code requirements. Existing infrastructure systems would serve the buildings, with new laterals as required. To the extent feasible, the proposed project would include measures to reduce stormwater impacts on the City's combined sewer system.

Initial rehabilitation would bring the buildings close to "cold shell" condition and include security, abatement, seismic upgrades, and new infrastructure. Subsequent work would include finalizing the shell (primarily doors, windows, and remaining ADA and life safety), elevators and further build-out (if any) of mezzanine space in connection with tenant improvements, and occupancy. The project drawings included with this application reflect the cold shell stage of improvements and the improvements anticipated for future tenant use. Future tenant improvement proposals would receive further review by the project sponsor's historic resources consultant, Port Staff, SHPO, NPS, and others prior to issuance of a building permit for that work to ensure that all work meets the Secretary's Standards.

Like other buildings of their era, the 20th Street Historic Buildings contain hazardous building materials such as asbestos-containing materials, lead-based paint, and potentially present other risks such as PCB-containing electrical equipment and mercury-containing light fixture. These hazards would be abated as part of the proposed project.

The proposed project would not involve any new household population and would account for approximately 600 jobs in the Central Waterfront.

Circulation and parking would be addressed, in part, by re-aligning existing streets. Existing on-street parking would remain. Approximately 75 off-street parking spaces would be included within the ODI leasehold, especially for accessible use, and approximately 215 off-street parking spaces would be added on land owned by the Port in the vicinity of the proposed project. Additional parking demand would be met within the greater Pier 70 area; the locations of those spaces would vary as build-out occurs over time. Loading for proposed uses is discussed below.

South of 20th Street Union Iron Works Machine Shop and Foundry (Buildings 113/114/115/116 and Building 14)

Existing Buildings

The Union Iron Works Machine Shop (Building 113/114) stands on the south side of 20th Street just east of Illinois Street and is one of the most valuable and most vulnerable historic resources on the site. The two-block long building consists of two unreinforced brick structures (built in 1885 and 1886) that were joined in 1914 by a reinforced concrete connector building. It has building-length skylights and row-upon-row of high arched windows down the entire façade. The building contains about 95,000 GSF of floor space, is 492 feet long by 175 feet wide, and stands about 62 feet tall. Buildings 115 and 116 abut Building 113/114, were constructed in 1916-1917, and include approximately 38,000 GSF of space with a 57 foot height with unusual windows and monitor skylights. Building 14 is a basic heavy warehouse, dated to 1941, with approximately 16,000 GSF of space and a 66 foot height.

Proposed Uses

Building 113 and surrounding warehouses (Buildings 114, 115, 116 and 14) would return to industrial and warehouse use as potential food, technology, life science, biotech, education and arts production centers, mirroring the high-quality “maker” type businesses currently thriving in the Dogpatch neighborhood, with ancillary office, showroom, and retail. As large spaces, these buildings can accommodate a wide range of businesses that combine buildings, yard, industrial features, such as loading, traditional infrastructure, and data capabilities required for modern businesses. Such flexible hybrid-use space – a model ODI calls the “New American Workplace” – consolidates all modern business activities (design, prototyping, manufacturing, wholesaling, office, and sales/retail) under one roof. These highly useful spaces would create a community of resources and emphasize wellness, collaboration, and synergies in areas such as transportation, fitness, and public engagement.

Table 1 - South of 20th Street: Buildings 14, 113/114, 115/116

Building No./Name	Year Built	Former Use	Existing Use	Existing Sq. Ft.	Proposed Use	Proposed Sq. Ft.
Building 14	1941	Warehouse	Storage	16,315 sq. ft.	Light Industrial	22,780 sq. ft.
Building 113/114- Union Iron Works Machine Shop	1885/ 1886	Industrial	Vacant	95,157 sq. ft.	Light Industrial Publically Accessible Atrium	127,163 sq. ft. total
Building 115/116	1916/ 1917	Warehouse	Storage	38,694 sq. ft.	Light Industrial	61,260 sq. ft.
Plaza	N/A	Industrial Yard	Courtyard	45,000 sq. ft.	Publically Accessible Open Space, Loading	45,000 sq. ft.

Rehabilitation Concept: Union Iron Works Machine Shop – Buildings 113/114

Currently Building 113/114, an unreinforced masonry building, is red-tagged and subject to an engineer's advisory of imminent collapse. The proposed project would include abatement, demolition or relocation of metal additions to the building on the western and southern facades, roof repair or replacement, a new steel seismic system, tying the brick perimeter into the steel, running below-grade infrastructure, and finally pouring concrete slabs to seismically stabilize and strengthen the building. Two minor buildings, Buildings 23 and 24, totaling about 1,500 GSF, which are appendages to Building 113 on its eastern face would be demolished. Additionally, 3000 square feet of a locker room addition on the western side of the building would be removed. Although these additions to Building 113/114 date from the period of significance for the proposed historic district, their removal is appropriate to facilitate the overall rehabilitation and would not cause a substantial adverse change in the significance of the proposed district. Once a long-term sublease has been negotiated, the envelope of Building 113/114 would be completed, specific plumbing, electrical, and HVAC finish scopes would be finalized and installed, and finishes (paint, carpet, and other architectural complements) would be determined, approved, and constructed.

Existing load-bearing masonry walls and piers lack steel reinforcement and do not have sufficient structural capacity to meet any seismic code requirements due to severe deterioration. Structural strengthening would essentially provide a complete new steel structural system to pick up the roof load, with a horizontal diaphragm system to transfer lateral loads. The entire system would lie within the envelope of the existing building. The vulnerable perimeter URM walls would change from a structural element to a cladding tied into the new structural system. The existing 17-foot high mezzanine at the northwest corner would be continued along the remainder of the north interior wall, as well as the east and south building interior to provide adequate lateral load resistance. An additional upper horizontal structure would be added at approximately 35 feet high, to complete the necessary lateral load resistance. The structural system would maintain the character of the historic volume of the interior and views through the building via an open view corridor through the length of the building. Certain wood absorbers, installed as rafters to dampen the crane vibration after the original construction, that are negatively affecting the building would also be removed so that the original roof trusses can be repaired and tied into the new vertical steel.

Two of the three large cranes existing within the buildings would be positioned to define a center atrium. Below these, new glass and steel walls would be built to the height of the first mezzanine, to partition east and west units in Building 113. At the street level, a new concrete slab would provide a new floor, cap below-ground contaminants, and provide a required lateral diaphragm. The masonry walls and wood windows would be repaired, retaining as much of the original historic fabric as possible, and replacing in kind materials when missing or irreparable.

The central atrium, defined by the two relocated 20-ton cranes and the glass and steel demising walls, would separate the east and west portions of the building, but allow visibility of the full length and height of the building. The atrium would be a publicly

accessible space, connecting 20th Street and the plaza formed between Building 113 on the north, Buildings 114 and 115/116 on the west, and Building 14 on the east.

Rehabilitation Concept: Buildings 115/116 and 14

Rehabilitation of these buildings would largely follow the same work plan as Building 113/114, without requiring brick repair. The buildings would retain their existing form including full heights, mullions and window lines. Current and new openings to the east and west would accommodate custom exiting and loading, and would provide complementary window lines. Existing windows and skylights would be repaired or replaced in kind, new windows and skylights would be selectively added, roofs would be repaired or replaced, exterior concrete facades that are spalling would be patched, and bent exterior metal siding would be repaired or replaced. A new concrete slab floor would cap below-ground contaminants, provide ADA accessibility, and facilitate truck loading. Seismic bracing will be installed with either a moment frame or brace frame system and would not materially obscure historic windows or door openings. Existing overhead cranes would be anchored in place.

Plaza

Buildings 113/114/115/116 and 14 frame an approximately 45,000 square foot courtyard area that would become a new open space accessible from 20th Street through the lobby/atrium in Building 113 and via Louisiana Street. The courtyard grade would match the grade of the new slabs in each building, providing a cap for below-ground contaminants, ADA accessibility, and viable loading.

The courtyard would be adjacent to tenant yard areas, which would extend twenty-five feet from the face of each building. Tenant yards would be used for loading and other commercial activities. This multi-use plaza would support business as well as public use and enjoyment at differing times of the day, similar to piazzas in Europe. Activities would range from loading and unloading, to making, exhibiting, performing, and gathering, subject to the rules and regulations of the Port and City.

Parking, Loading and Circulation: 20th, Michigan and Louisiana Streets

As appropriate, the Port will repair 20th Street, including sidewalk and other repairs as warranted. Louisiana Street lies to the east of Building 113, and currently exists as an access way bounded by fences. As part of the project, it would be widened with the western side supporting loading for the proposed project and a curb and a sidewalk would be added to the western edge. This would also allow the required truck access to the plaza for loading. The concrete slab on the western side of Building 113 would be modified to serve as a loading dock.

A portion of Michigan Street and the area to the southeast of the intersection of 20th and Illinois Streets are currently leased by Affordable Storage and include parking uses and self-storage in on-site containers. Affordable Storage is negotiating with the Port to relocate its self-storage operation at a larger space at the southeast corner of Pier 70. Once that occurs, the area to the west of Michigan Street is proposed to be developed by

the Port as a parking lot, operated as a fee lot by a parking operator under contract to the Port and would provide approximately 215 parking spaces for use by future tenants of the proposed project. Limited upgrades to repair the existing asphalt, add lights, and other requirement for the parking use would be installed by the parking operator. The Port would also retain the rights to relocate parking spaces for project tenants to other locations at Pier 70. Five new loading docks along the western side of Buildings 113/114/115/116 would also be created to provide loading for these Buildings.

North of 20th Street—Buildings 101, 102 and 104

Existing Buildings

Buildings 101 and 102 are Classical Revival buildings constructed by the 1905 successor to UIW, Bethlehem Steel, at the height of the City Beautiful Movement. They are appointed in hardwoods, marble, brass, and elegant tile. Building 101, the Bethlehem Steel Office Building, was built in 1917 at the corner of 20th and Illinois Streets as the grand entry to the shipyard. It contains about 61,000 GSF of floor space and is five stories in height – taking advantage of the significant grade change to create daylight-served lower levels. Next to it is the Building 102 Power House, an approximately 11,000 GSF building built five years earlier, which is a Beaux Arts structure housing four large air compressors.

The UIW Headquarters, Building 104, a Renaissance Revival structure built in 1896, has four stories with approximately 46,000 GSF of floor space. The building has rounded porticos, two-story arched windows, and a copper “headband” topping its façade. Building 104 is an unreinforced masonry building, with a distinctive clear story top floor “hung” from the roof structure.

Several smaller buildings, Buildings 122 and 123 are adjacent to Buildings 101, 102 and 104. Buildings 122 and 123, which contain a total of approximately 1,200 GSF, would be rehabilitated.

Proposed Uses

Buildings 101 and 104, as former Bethlehem Steel and UIW office buildings, would be rehabilitated for office use and upgraded with the technological capabilities required for modern businesses. Building 104 at one point served as a medical office and hospital building and may return to a similar use. The former Bethlehem steel commissary (in Building 101) would remain a food production or other light industrial use, while the former powerhouse (Building 102) would become a restaurant or other retail or commercial use.

Table 2 - North of 20th Street: Buildings 101, 102, 104, 122 and 123

Building No./Name	Year Built	Former Use	Existing Use	Existing Sq. Ft.	Proposed Use	Proposed Sq. Ft.
Building 101- Bethlehem Steel Office Building	1917	Office, Light Industrial and One Residential Unit	Vacant	61,311 sq. ft. total	New Office Use, New Residential Unit, New Food Production Use	62,211 sq. ft. total
Building 102 – Power House	1912	Industrial	Industrial; Partial Vacant	11,266 sq. ft.	New Restaurant or New Commercial	13,831 sq. ft. total
Building 104 – UIW Headquarters	1896	Office	Vacant	45,759 sq. ft. total	New Office or Medical Office Storage	45,237 sq. ft. total
Building 122	1916	Mechanical Equipment	Mechanical Equipment	774 sq. ft.	Mechanical Equipment	774 sq. ft.
Building 123	1916	Industrial	Vacant	400 sq. ft.	New Commercial	400 sq. ft.

Rehabilitation Concept: Building 101

Building 101 is a five-story above street level office building that was constructed in 1917 using a concrete encased steel frame with brick and stone cladding. The building has two lower levels and a penthouse level. Although the proposed project’s code consultant has determined that a seismic retrofit is not required per Section 8-302.2 of the California Historic Building Code because Building 101 would be reused for the same occupancy for which it was originally intended, a voluntary seismic upgrade is being proposed to remediate several structural and nonstructural deficiencies, including interior hollow clay tile demising walls and lack of sufficient strength to meet current seismic standards. The seismic upgrade would install a concrete seismic restraint system and remove or encase the hollow clay tile walls, as warranted.

Returning Building 101 to use would require repairs at the historic exterior elevations, selected rehabilitation of historic interior spaces, selected new interior construction, and new construction to replace the existing residential penthouse at the roof. The existing lower level walkway along Illinois Street would be repaired to provide an accessible path of travel and entry into Building 101. An outdoor deck is also proposed to be installed on the roof of Building 101 adjacent to an existing single night watchman’s unit. The night

watchman's unit is currently approximately 475 GSF and would be enlarged to include additional GSF as part of the proposed project.

Changes to accommodate new users would be primarily focused on the interior and, specifically, the office wings, which would be opened up (removing demising walls) in order to accommodate open office uses and reduce seismic risk. Minimal replacement of historic assemblies and materials is anticipated. Where missing or severely deteriorated elements preclude repair, replacement would be based on existing matching examples and on the original drawing details, a full set of which is available. Due to the fragility of the historic interior fabric and the greater constraints in restoring this fine office building, the cold shell work would include doors and windows, rough in for electrical, plumbing and HVAC, elevator, and a higher level of finish. As tenants are secured, specific office, kitchen, and conference rooms, and the HVAC system would be constructed.

Rehabilitation Concept: Building 102

Building 102 is in fairly good condition and currently is in use as the powerhouse facility for the ship repair yard. To reuse this building as a restaurant or other commercial use, the proposed project would remove one or two of the four historic air compressors, add an exterior outdoor deck to the north, remove minimal existing interior partitions, and add the kitchen and restroom facilities needed for a restaurant use. The proposed project would include requisite repairs at the historic exterior elevations and roof and addition of an access ramp at the front (south), and alteration of several window openings for access to the exterior deck at the rear (north). The existing electrical systems, now serving the ship repair facility, would be moved and relocated in a manner to support the ship repair operation.

Rehabilitation Concept: Building 104

Building 104 presents another challenging, red-tagged building. It has very heavy loadbearing exterior brick walls, with floors that threaten to collapse during a major seismic activity. It also has an archaic structural design and lacks adequate exiting. Building 104 has experienced extensive changes over time. It was converted to a naval hospital in the 1940s, at which time additions and external stairs were added in the rear (north) side. Those additions are severely deteriorated and threaten the building stability.

The building would return to medical office and office use. Interior rehabilitation of Building 104 would consist of demolition of demising walls from the WWII era, rebuilding of the rotted portions of the rear addition areas, stubbing out infrastructure, addition of an elevator, and abatement of environmental conditions. Structural bracing would be required to meet seismic codes, although the exact locations are dependent on the specific future use.

Exterior changes would be limited to cleaning and repairing brick and stone masonry, repairing wood windows and doors, including selective replacement where in poor and irreparable condition, repairing and selectively replacing ornamental copper work at cornice, roof eave, and roof drainage assemblies, selectively replacing roofing, and

replacing skylights. Where missing or damaged features would need to be replaced, such replacement would be based on original details. A dilapidated small wooden one story 522 square foot addition at the northeast corner of the building would be removed. To provide accessibility to the building, an elevator would be added within the existing vault space at the north side of the building.

Rehabilitation Concept Building 122 and 123

These one-story buildings are on the eastern and western sides of Building 104. Historically, they were used as “check houses” for workers entering the historic shipyard operation. Each would be rehabilitated as part of the proposed project with necessary repairs and minimal removal of interior features. Building 122 (774 GSF) is between Buildings 102 and 104. It would hold shared infrastructure facilities for the proposed project. Building 123 (400 GSF) would provide a small commercial leasing opportunity.

Parking, Access and Circulation

The secured entrance to the BAE Systems ship repair facility would be moved to the North, defining the beginning of Georgia Street that would eventually connect to the planned 19th Street extension. Limited surface parking and loading would be provided on the northern side of Buildings 101, 102, and 104. Approximately 75 off-street parking spaces would be provided within the ODI leasehold, replacing an existing parking area currently used by BAE Systems. An access ramp or stairs would be provided between Buildings 101 and 102 to navigate the grade change from 20th Street to the parking areas behind the buildings.



20th Street Historic Buildings

Pier 70, San Francisco, CA

Prepared by Orton Development, Inc.

ORTON

DEVELOPMENT, INC.



INTRODUCTION

20th Street Historic Buildings at Pier 70:
Office and industrial significant structures built between 1885 and 1941.
Totals approximately 300,000 square feet on seven acres.
Construction expected to commence early 2014;
First tenancy in 2015, project completed by 2017.





PROJECT GOAL

Rehabilitate the 20th Street Historic Buildings and make them a vibrant, integral part of the surrounding community.

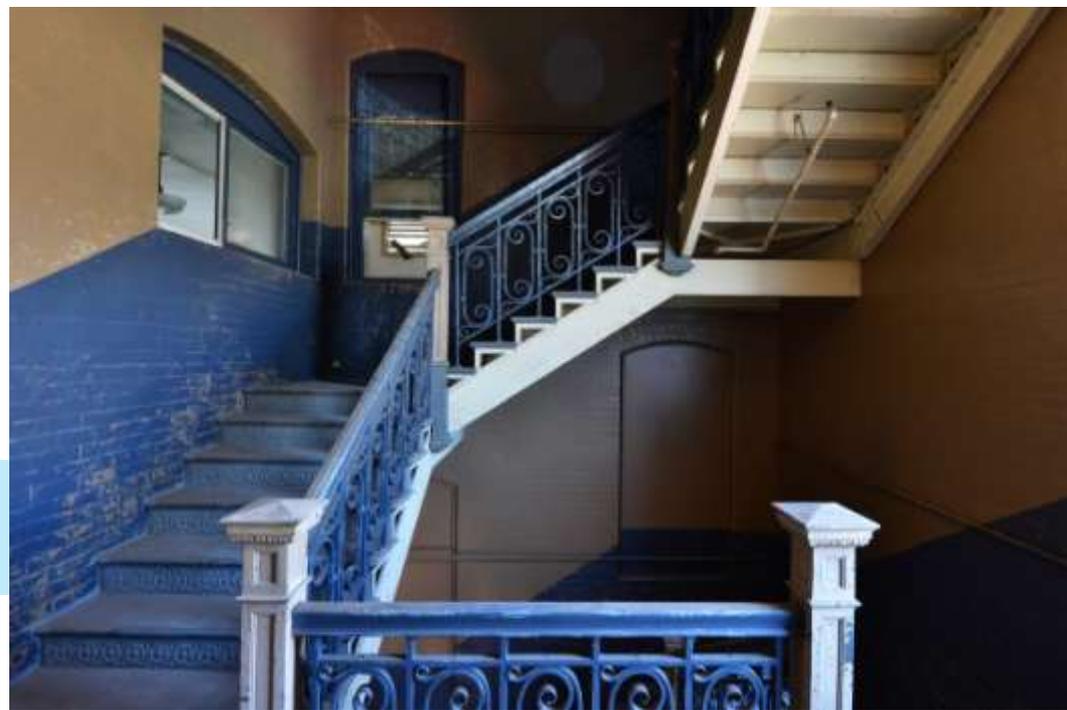


MILESTONES TO DATE

- February 11, 2011 Port issued a Request for Interest (RFI) in the 20th Street Historic Buildings at Pier 70
- September 23, 2011 Orton Development Inc. responded to the RFI
- October 4, 2011 Port issued a Request for Proposals (RFP) to ten parties, including ODI
- November 15, 2011 Four Parties responded to the RFP, including ODI
- February 28, 2012 Port Commission awarded the opportunity to ODI
- May 14, 2012 ODI and the Port sign an Exclusive Negotiating Agreement
- May 14, 2012 ODI signs a License to Use Property (Access Agreement) with the Port
- July 10, 2012 ODI presented its conceptual project to the Port Commission
- October 9, 2012 Port Commission approved project term sheet
- December 4th, 2012 Business Terms approved by the San Francisco Board of Supervisors
- July 15, 2013 Capital Planning Committee considered use of Seismic Safety Loan Program



APPROVAL PROCESS
Future Timeline



Port Commission Approval	November 2013
Board of Supervisors Approval	December 2013
Begin Construction	January 2014
First delivery of Buildings	April 2015
Project Completion	December 2016





PROJECT CHALLENGES

Buildings are in urgent need of repair. 90% of utilities have been stolen; heavy weatherization and vandalism. Buildings are not ADA compliant, lack fire protection. Multiple construction types; High construction costs. Many regulatory agencies involved.





BUILDING IMPROVEMENTS

Seismic, ADA and Life Safety upgrades.

New utilities stubbed out, sprinklers added to all buildings.

Environmental conditions abated.

Building exteriors, windows and roofs to be repaired and finished.

Tenant Improvements.

Project requires Local, State and Federal review as it will meet the Secretary of the Interior's Standards for historic rehabilitation and receive federal tax credits.

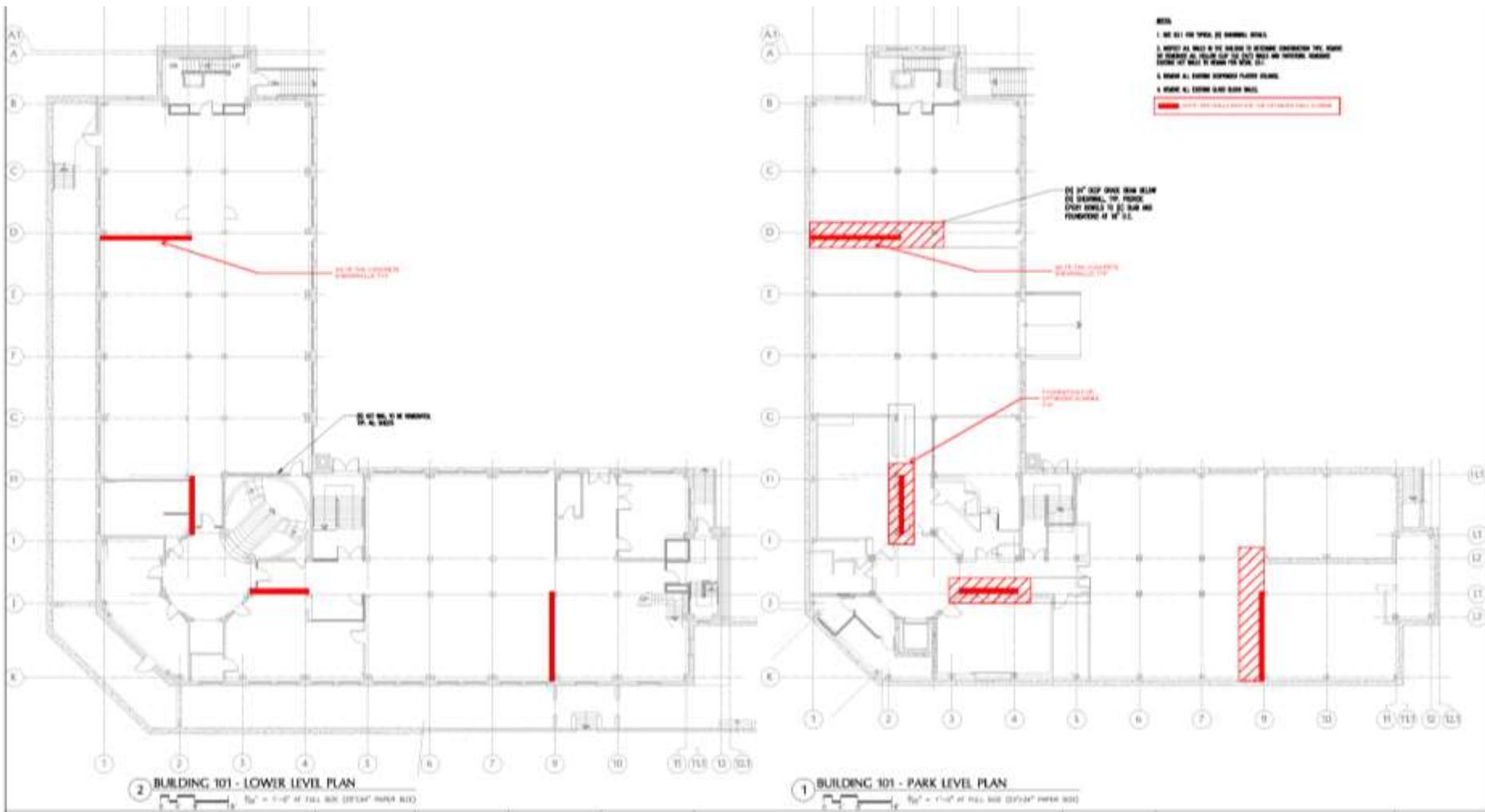


BUILDING 101



- Historic Use:** Bethlehem Steel's Headquarters, built 1917.
- Anticipated Use:** Top four floors will return to office use, either single or multi-tenant. Historic Commissary in Park Level may return to food production use.
- Expected Delivery:** 2nd quarter 2015

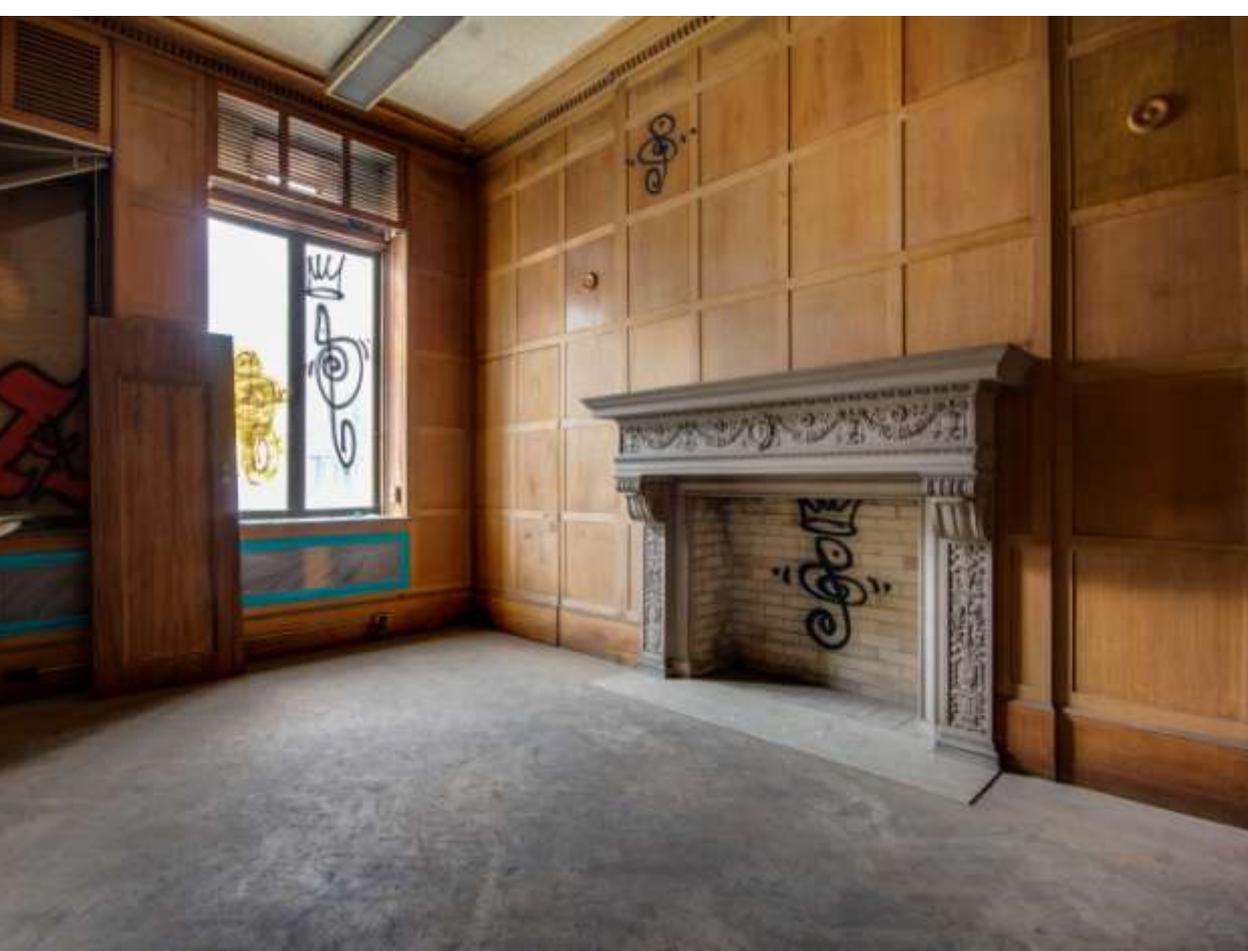




BUILDING 101
 Seismic Shear Walls

Building 101 seismic upgrade using shear walls.



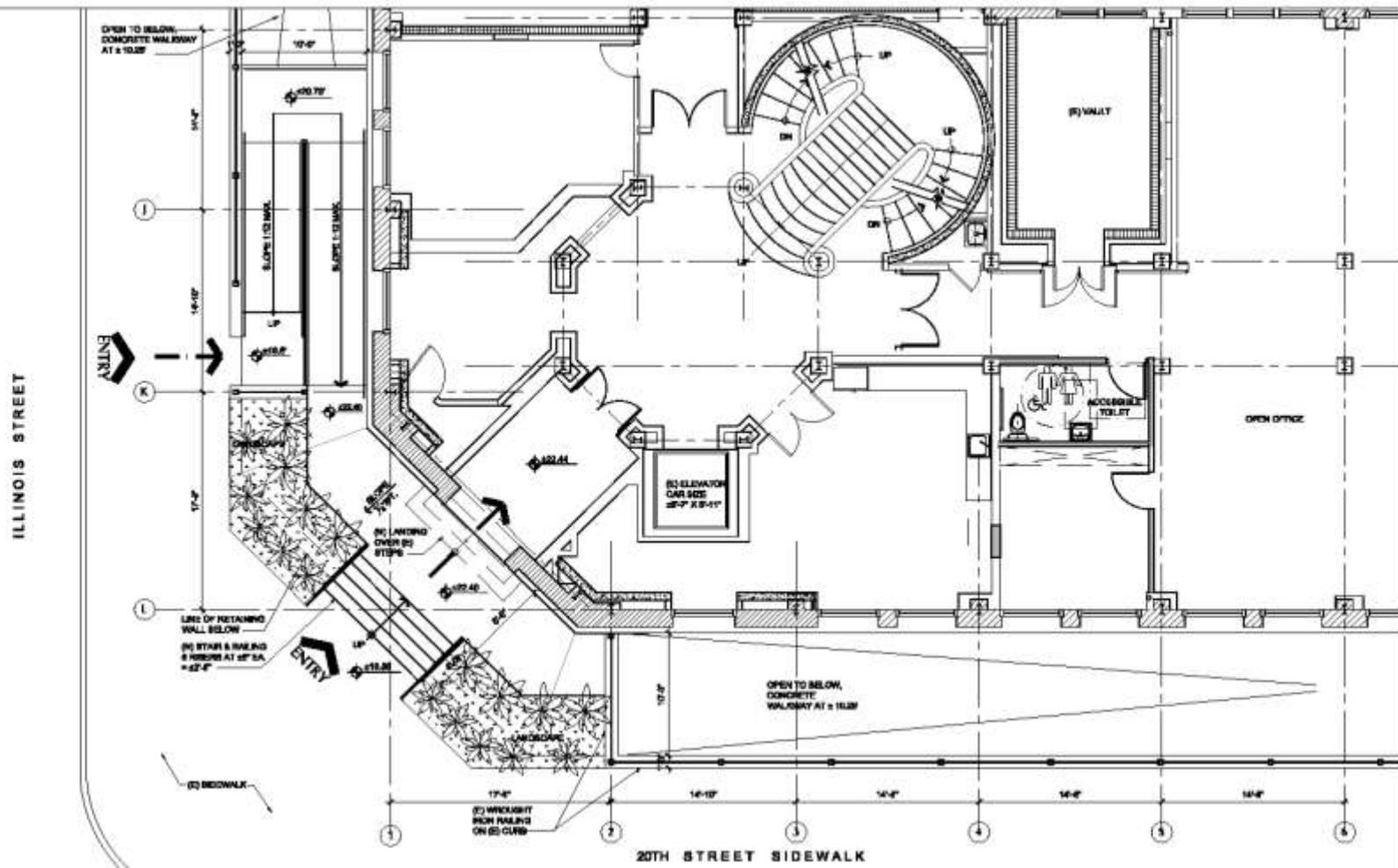


BUILDING 101
Interior Improvements

Historic Offices in the North Wing will be seismically reinforced and repaired.

Non-historic interior office walls will be removed.





BUILDING 101
ADA

New ADA accessible ramp at the grand entrance.



BUILDING 102



Historic Use:

Houses BAE's power distribution –
Port is responsible for relocation.

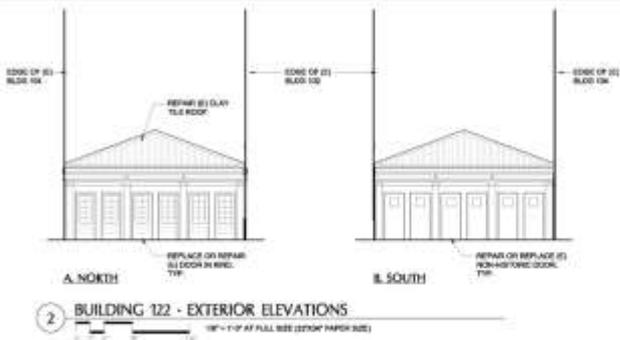
Anticipated Use:

Multiple offers from well-established
San Francisco restaurateurs.

Expected Delivery:

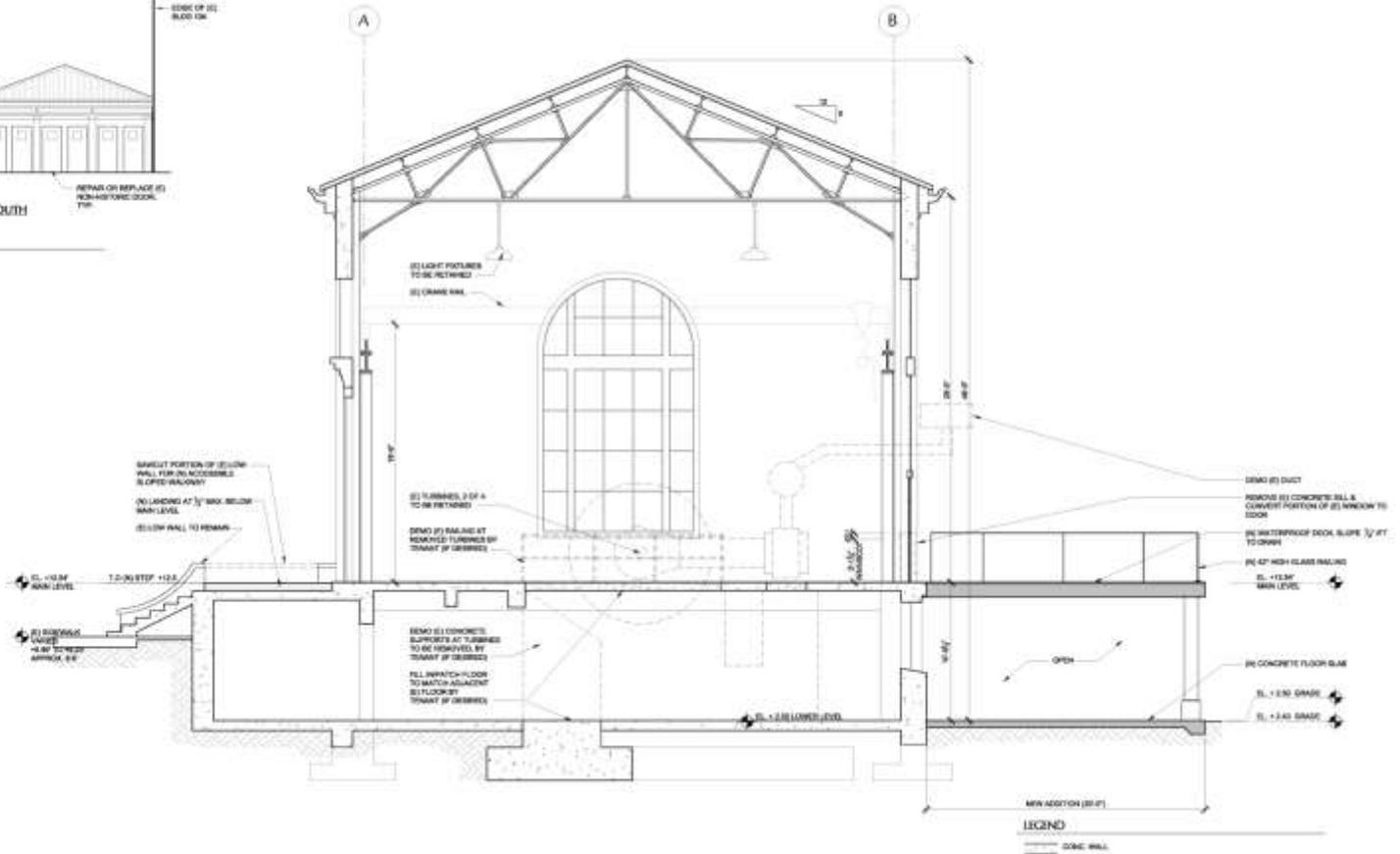
Approximately one year after electrical re-rerouting.





2 BUILDING 122 - EXTERIOR ELEVATIONS

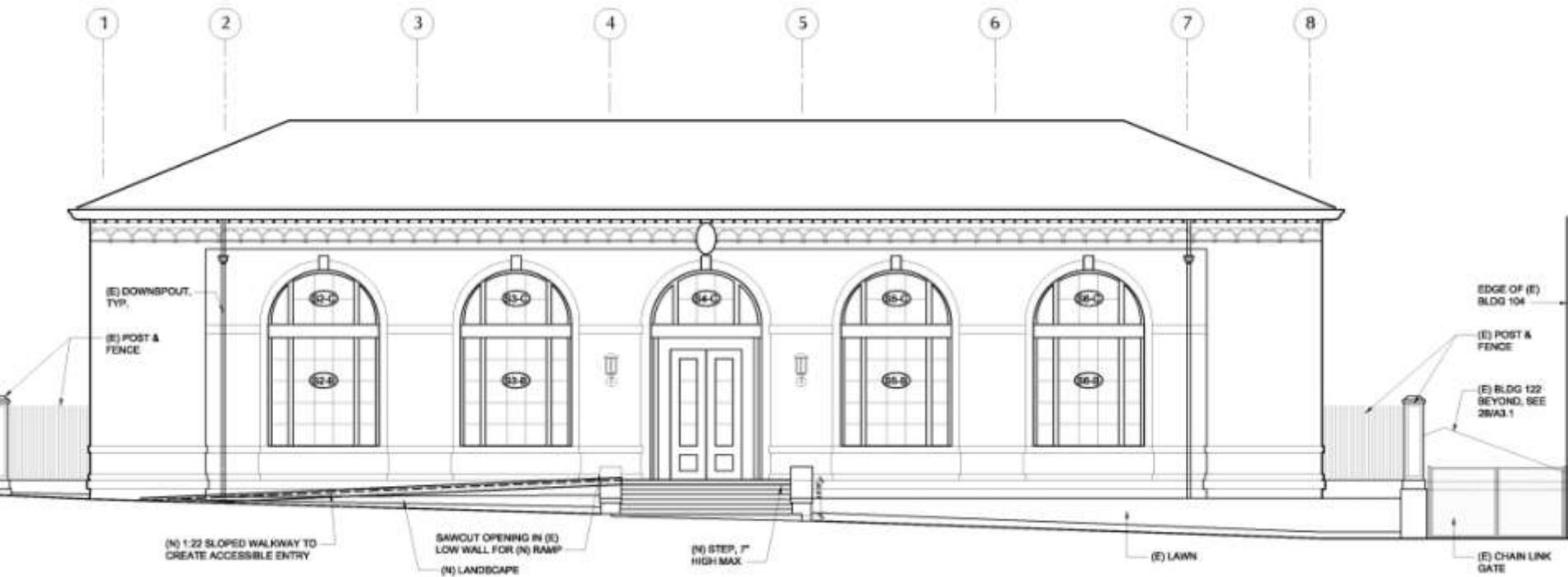
1/8" = 1'-0" AT FULL SIZE (22X28 PAPER SIZE)



BUILDING 102
Potential Changes
When Redeveloped

Addition of new deck out North Side, potential mezzanines for dining, ADA ramp, and partial demolition removal of existing equipment and interior partitions.





BUILDING 102
 Potential Changes
 When Redeveloped

102 ADA Ramp from 20th Street.



BUILDING 104



Historic Use:

UIW headquarters and Navy Hospital Office.

Anticipated Use:

Return to single tenant office or medical office use.

Expected Delivery:

Building is unreinforced masonry and requires a seismic upgrade by code. Seismic design will affect small floor plate so final design depends on the tenant. New ADA Elevator to be installed.

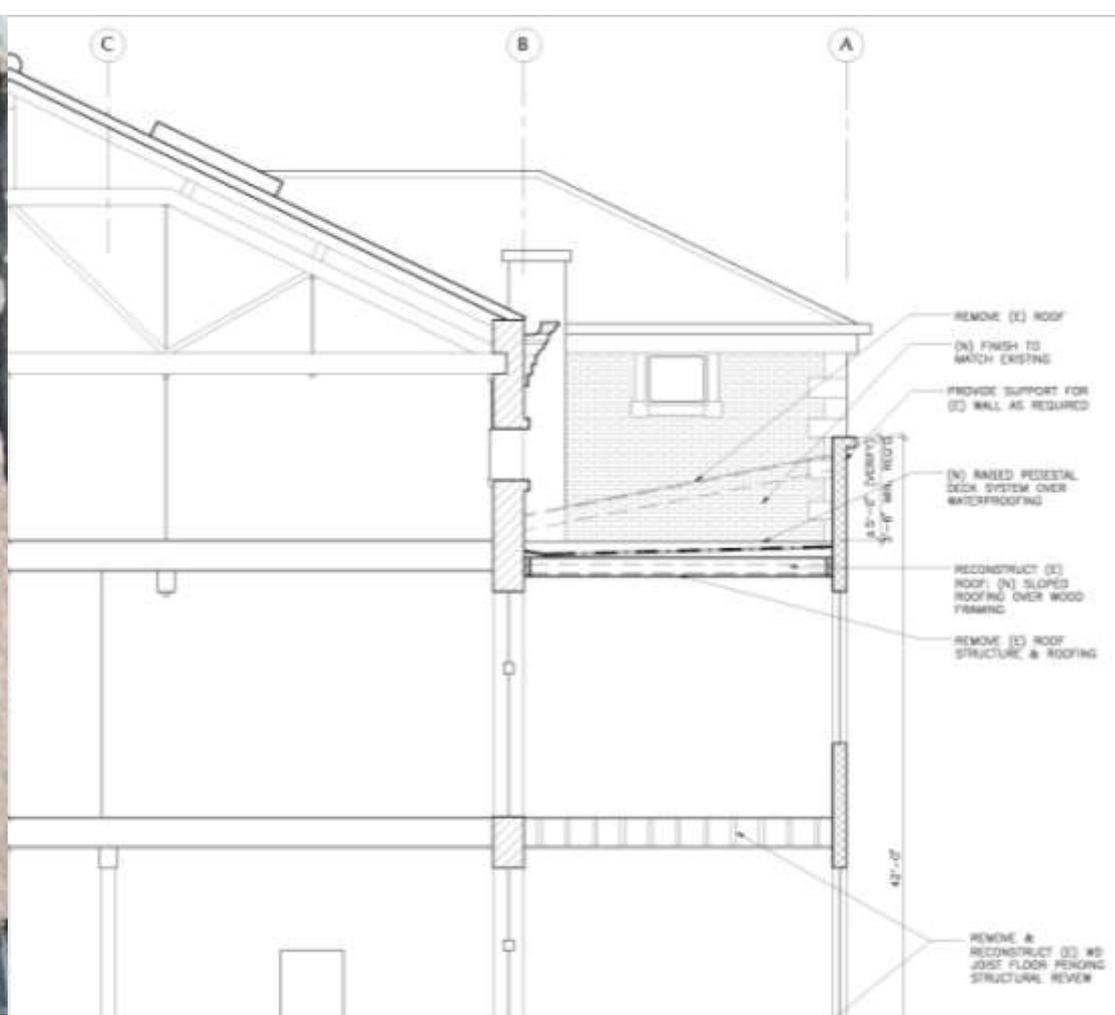


BUILDING 104
Interior Alterations



Removing non historic office wall partitions





BUILDING 104
Roof Deck

Replacing rotted roof on 1941 addition and adding a small roof deck.





BUILDING 113/114

Historic Use:

UIW and Bethlehem Steel Machine Shop.

Anticipated Use:

Three types of space:

- 1. East and West brick wings and Building 114;
- 2. Atrium, in concrete connector building built 1914;
- 3. Small existing historic offices and standalone structures.

Expected Delivery: December 2016

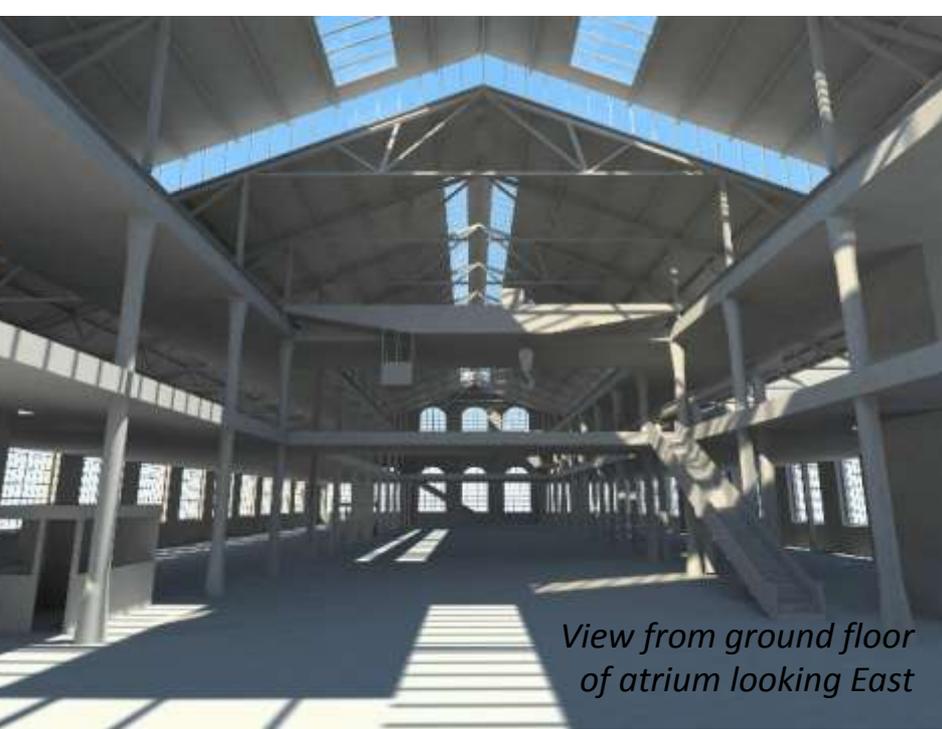




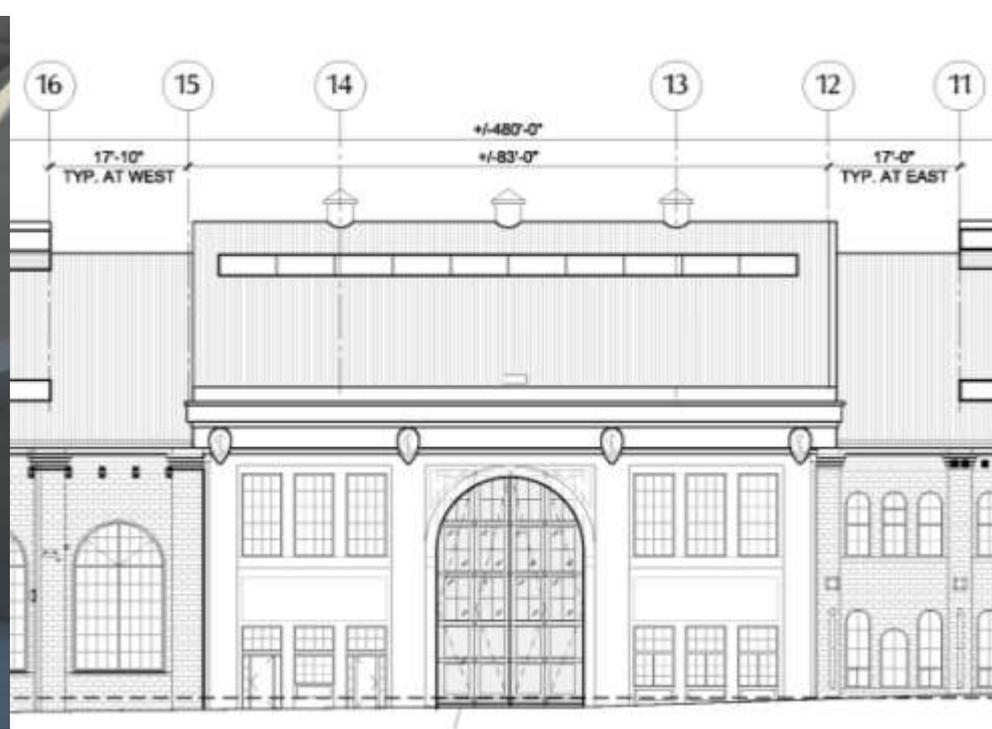
BUILDING 113/114

1. East and West brick wings and Building 114:
- Light Industrial with ancillary uses including office, cafes, etc.





View from ground floor of atrium looking East



BUILDING 113/114
Atrium

2. Atrium, in concrete connector building built 1914:

- Publicly Accessible space, a link between
- Crane Cove Park and the Piazza
- Existing cranes will be moved to frame connector building
- Steel and glass walls will be hung from cranes to flank atrium
- maintain historic view corridors
- Uses: Retail, food service, public and private events.
- Large doors to be installed on North opening.

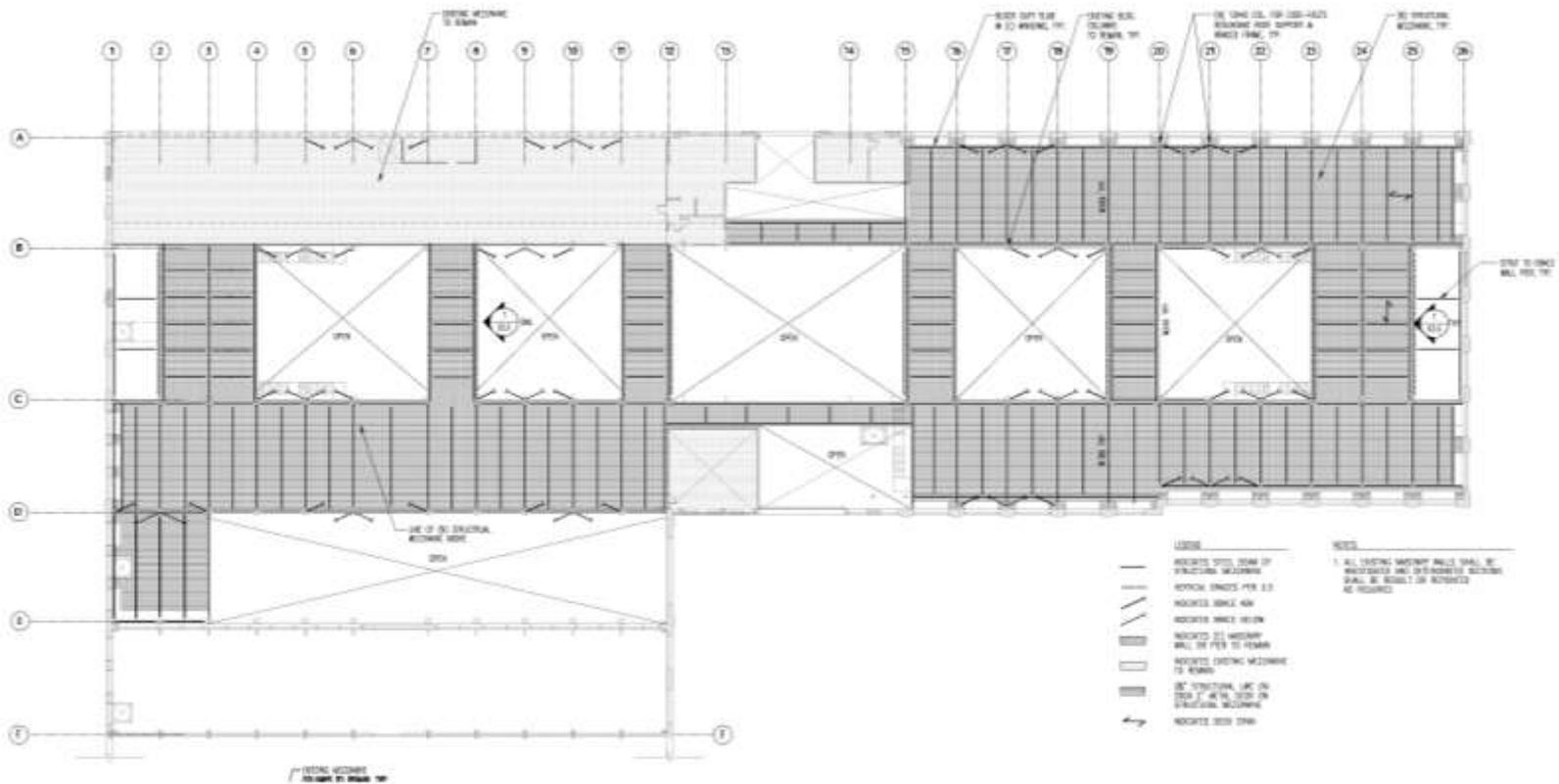




BUILDING 113/114

3. Small existing historic offices and stand alone structures:
 - Small retail.





1 BUILDING 113 & 114 - LOWER STRUCTURAL MEZZANINE PLAN

BUILDING 113/114
Seismic

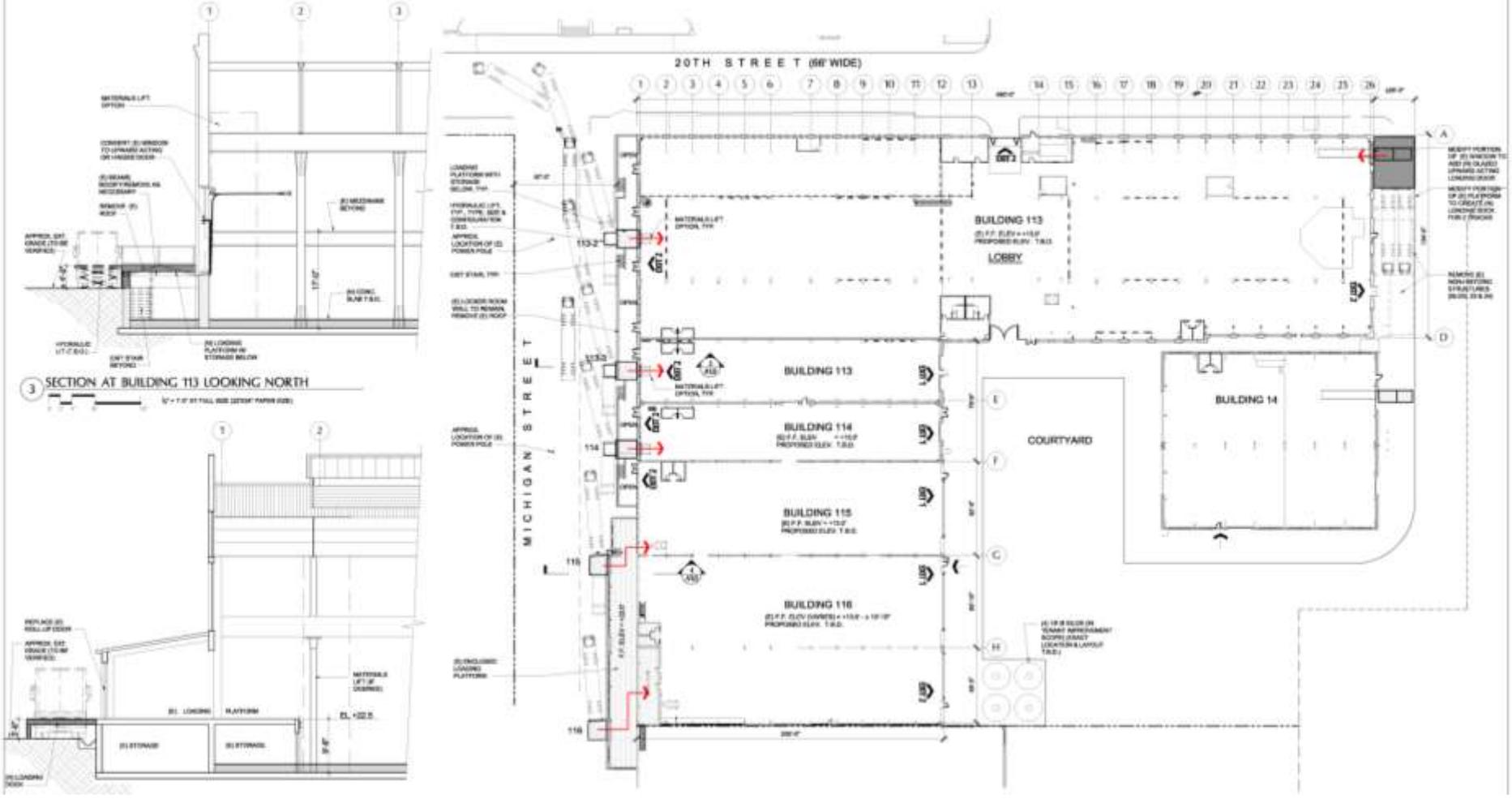
- Existing steel mezzanine will be replicated on all sides to support roof and brick wall.
- New concrete slab to provide lateral shear
- Brick walls to be stabilized
- Potential new roof





BUILDING 113/114
Seismic- Continued





BUILDING 113/114
 Loading

Loading from the East and West



BUILDING 115/116

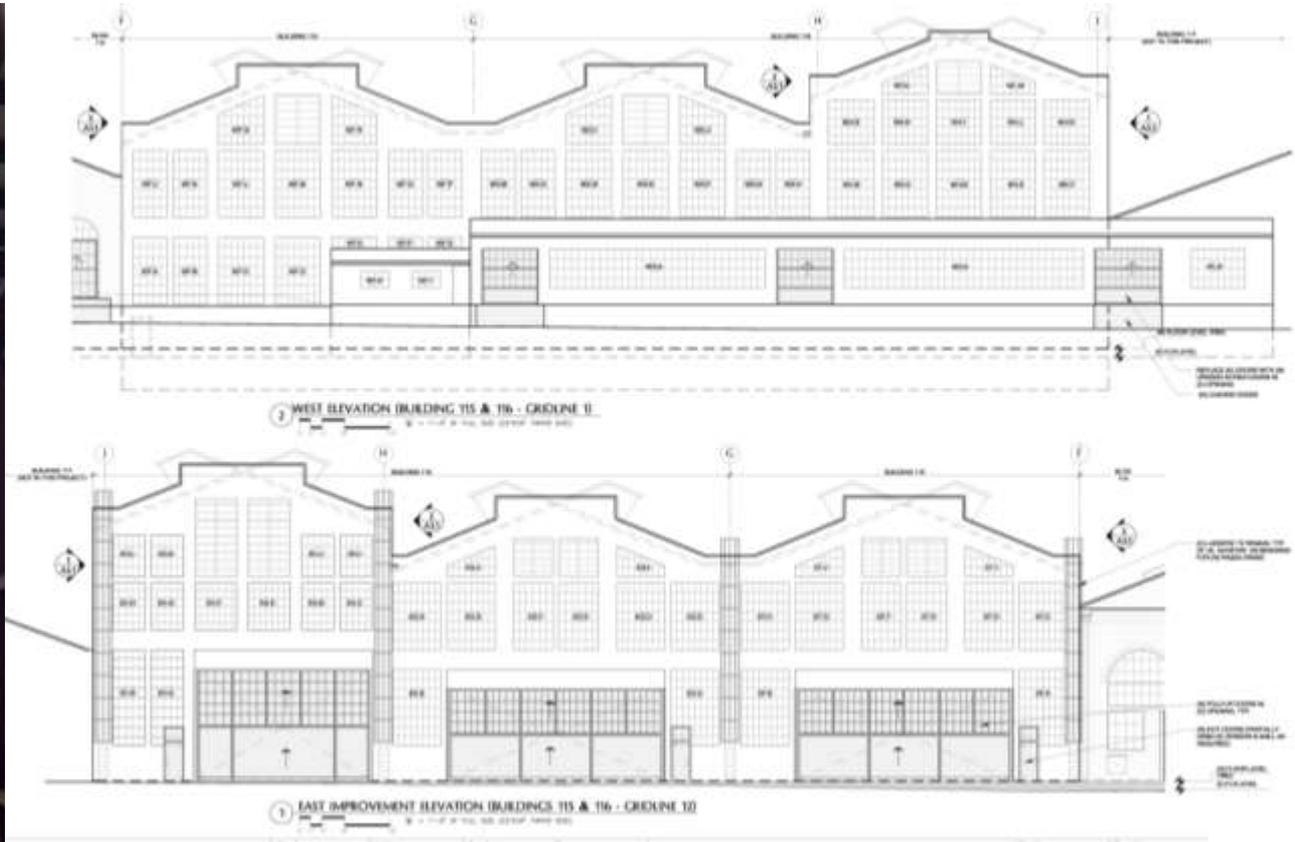


Historic Use: Bethlehem Steel Foundry, Shop and Warehouse, constructed from 1916-1917

Anticipated Use: Light industrial with ancillary uses.

Expected Delivery: December 2016

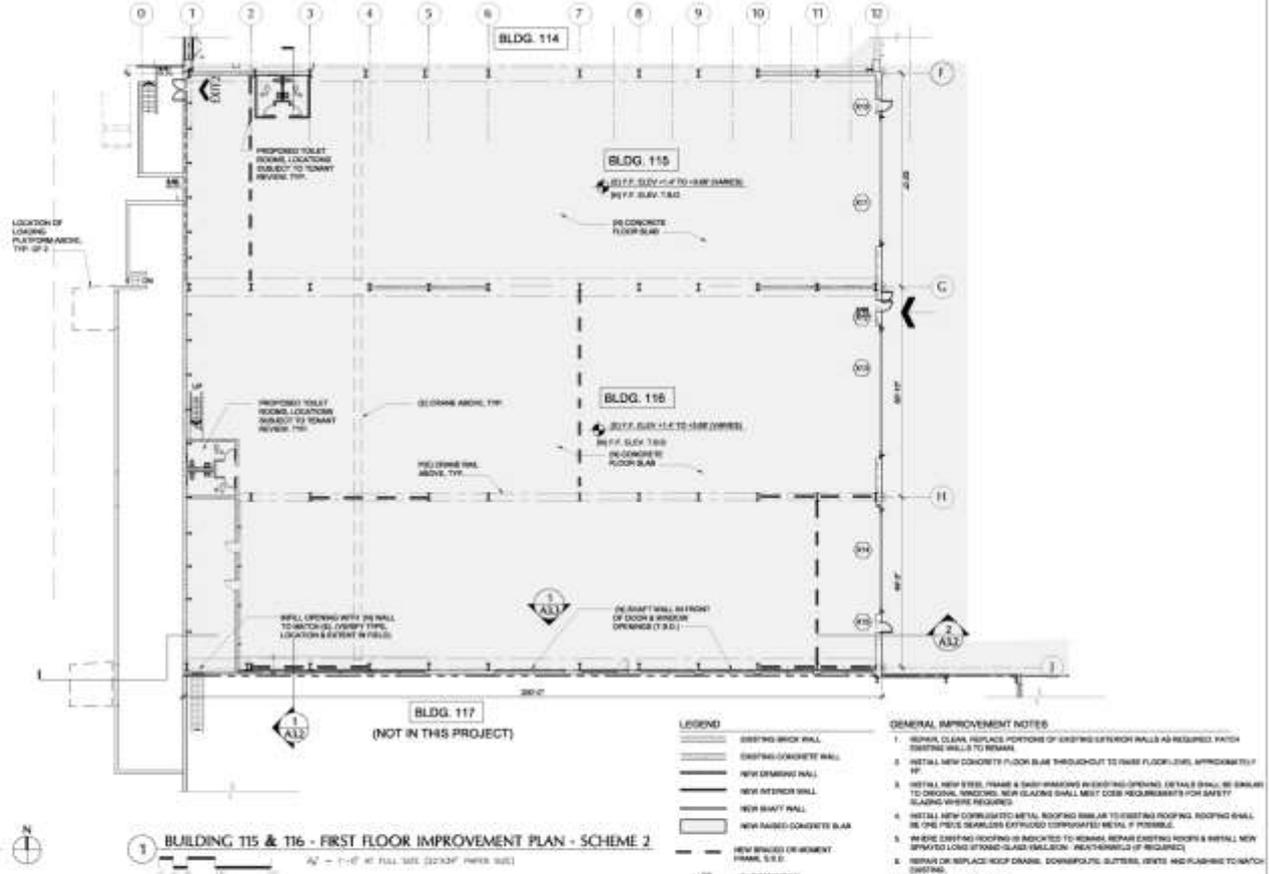
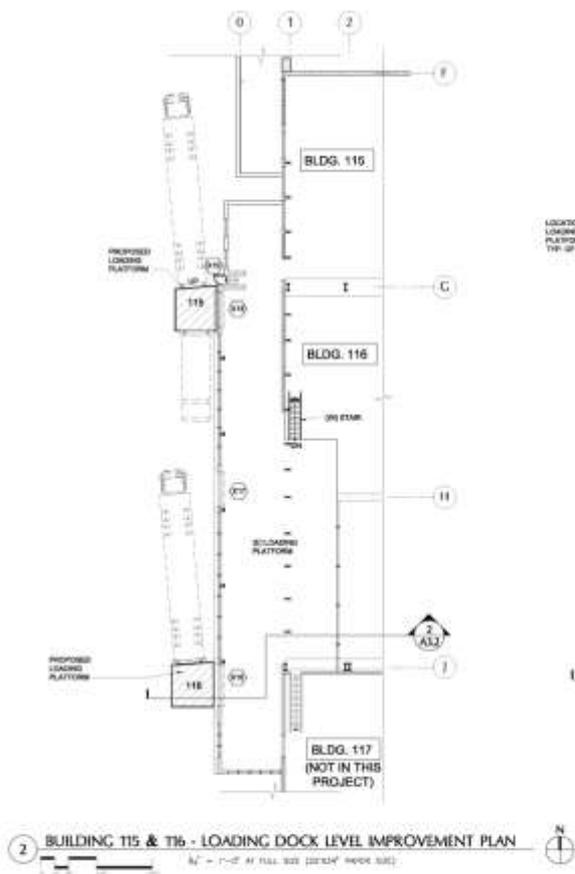




BUILDING 115/116
Doors

New bifold doors at Eastern openings





BUILDING 115/116 Loading

Loading from the East and West





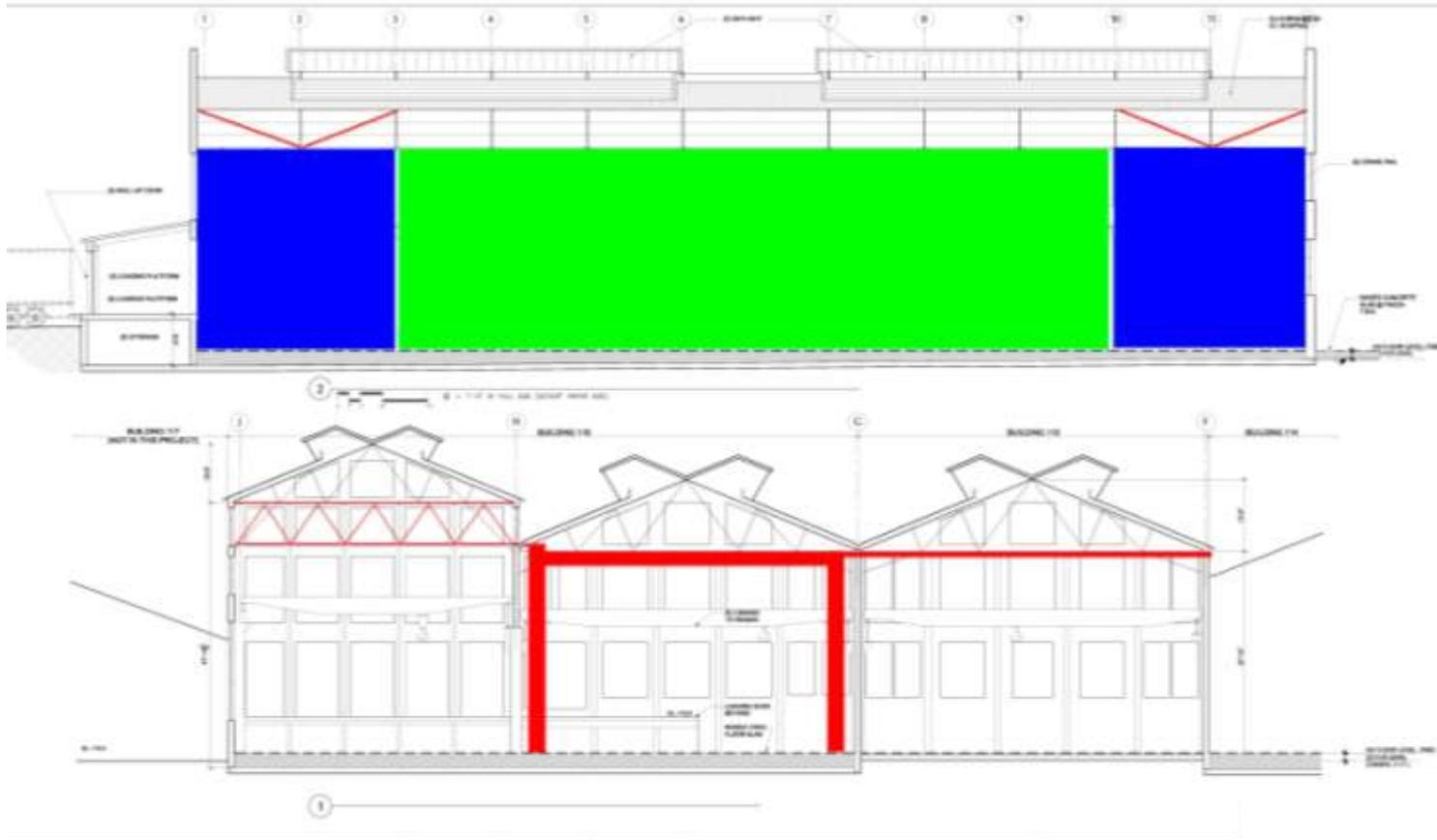
Concrete walls
to be removed



Concrete walls
to remain



Structural Steel



BUILDING 115/116
Seismic

New concrete slab to provide lateral shear.
Potential for additional mezzanines as part of tenant improvements.



BUILDING 14



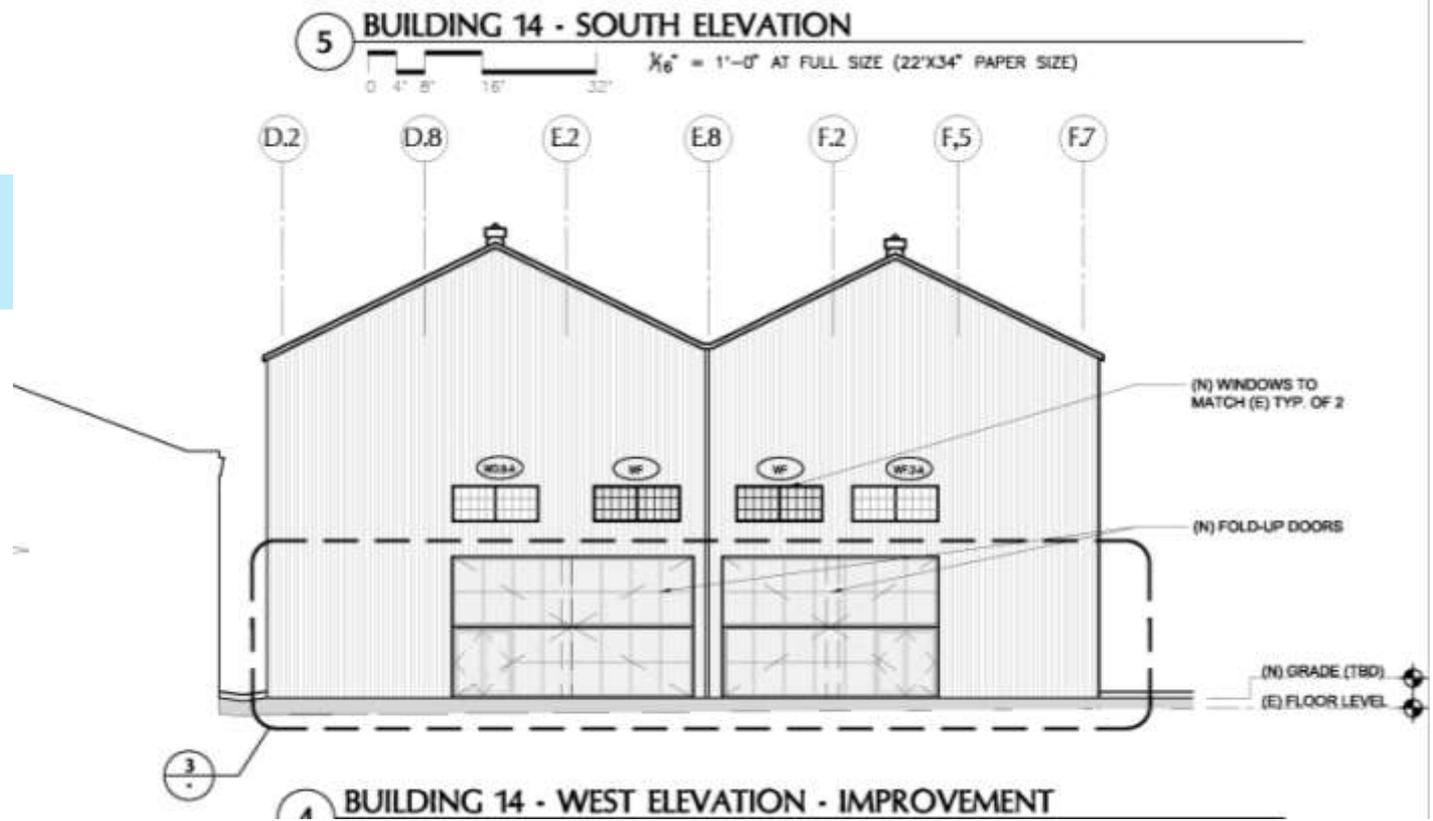
Historic Use: Bethlehem Steel Heavy Warehouse, constructed 1944.

Anticipated Use: Light industrial.

Expected Delivery: December 2016



BUILDING 14 Improvements



- Potential Mezzanines as part of tenant improvements
- New concrete slab
- Exterior either painted or treated with a clear coat finish.
- Remove damaged bottom panels of corrugated steel exterior walls and replace with new corrugated metal and new windows and doors on west exterior facing piazza.

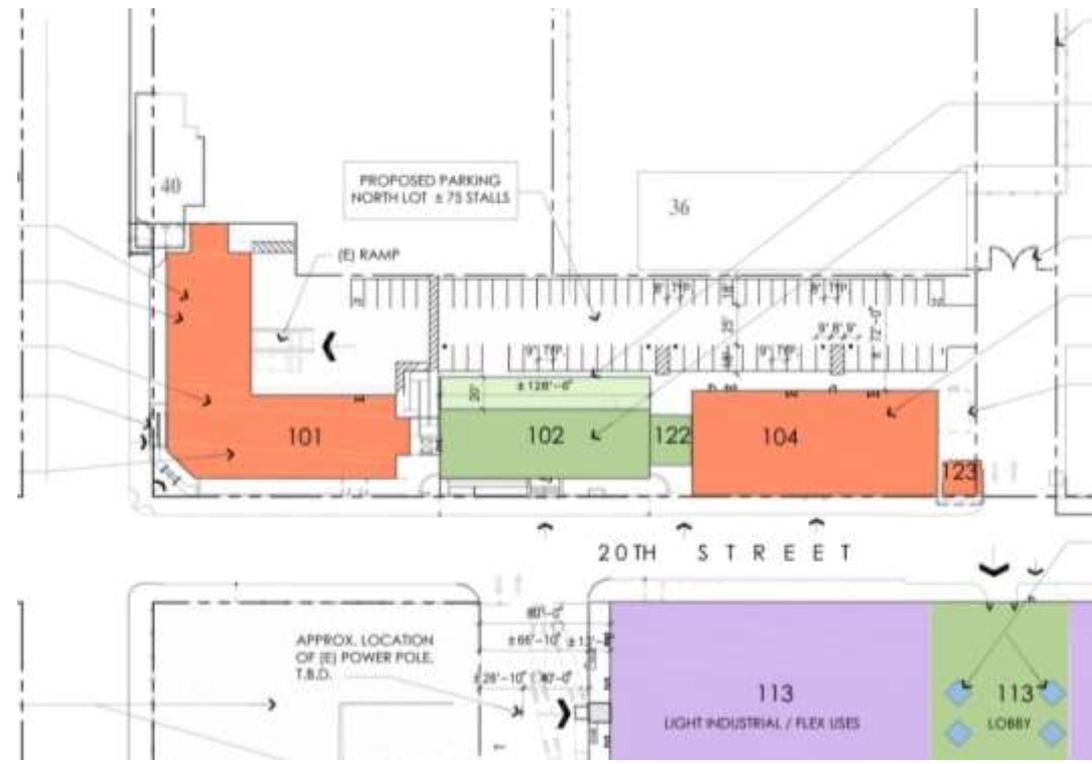
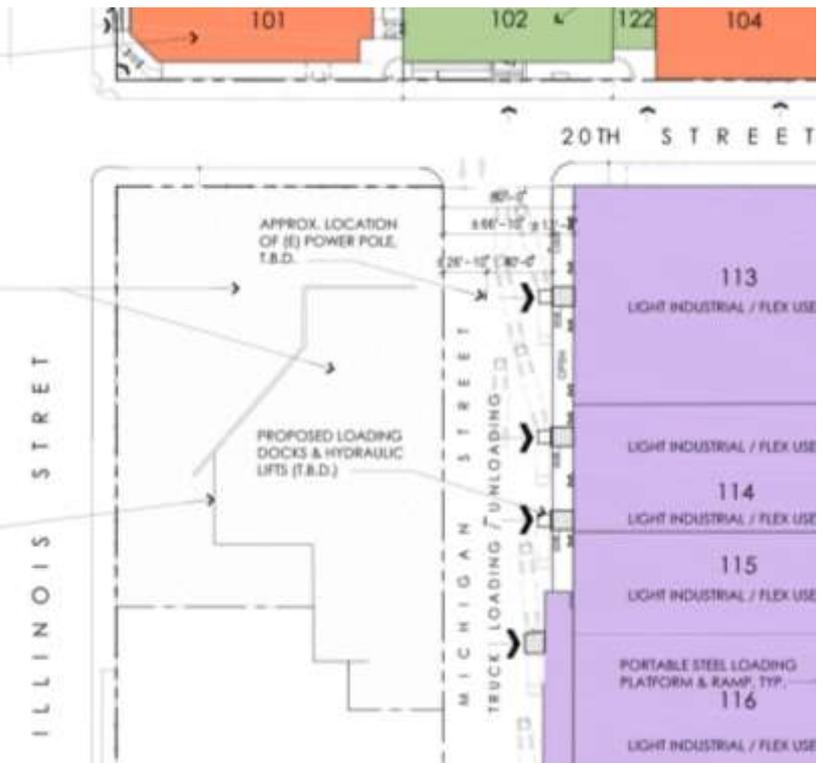




PIAZZA & ATRIUM

Loading for tenants and traversable space.
 Public and Private events anticipated.
 Farmer's Markets, Concerts , Performances , Exhibitions, Festivals
 Food Service, e.g. Food Trucks.
 Provisions for security/restricted access.

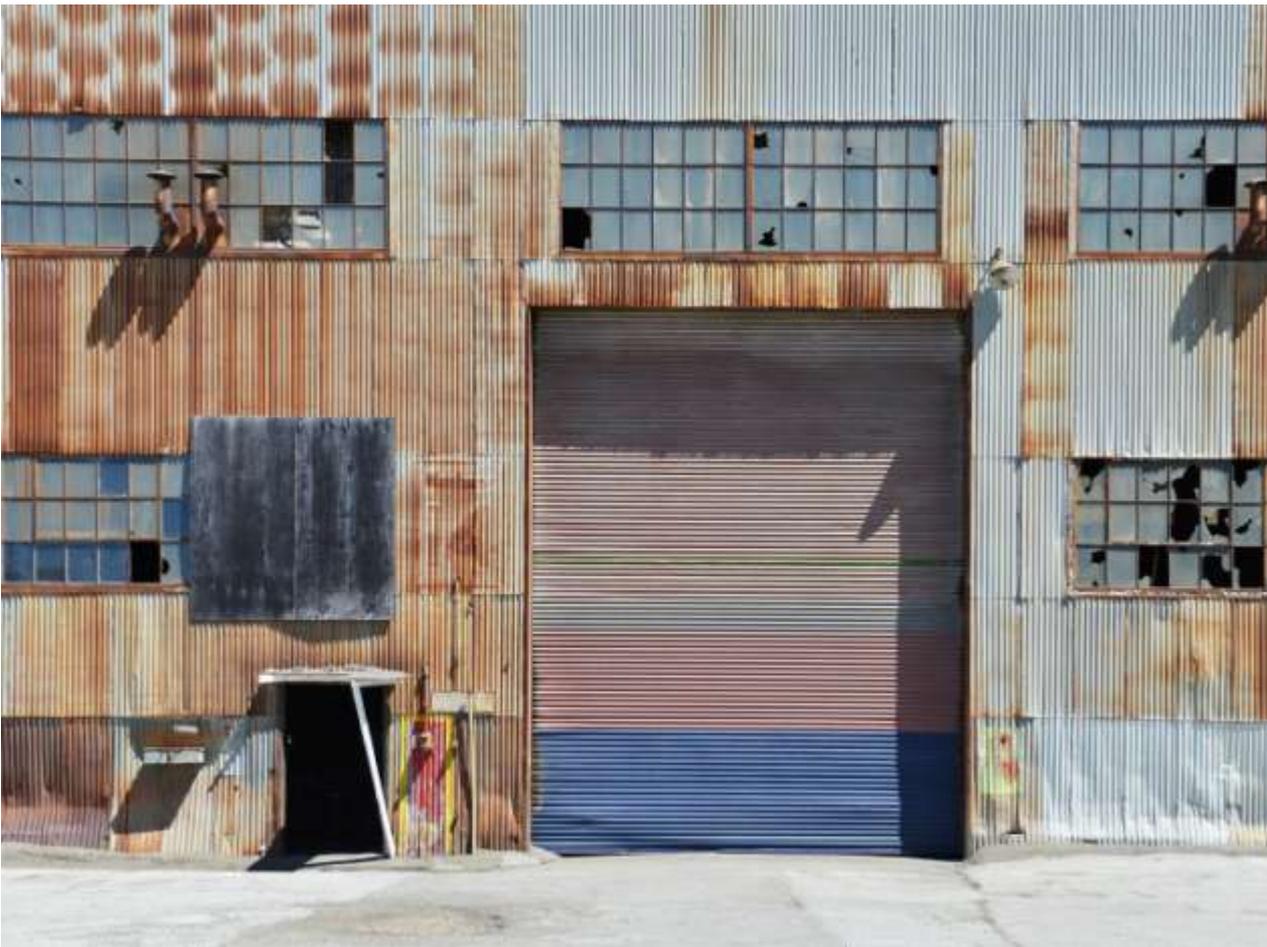




PARKING

Initially surface parking will be managed by Port. At least 1 parking space per 1000 square feet will be provided in the near term. Port will continue to provide parking long term as part of a Pier 70-wide parking strategy.





20th Street Historic Buildings at Pier 70

