



SAN FRANCISCO PLANNING DEPARTMENT

Notice of Preparation of an Environmental Impact Report and Notice of a Public Scoping Meeting

Date: May 6, 2015
Case No.: **2014-001272ENV**
Project Title: **Pier 70 Mixed-Use District Project**
Zoning: M-2 (Heavy Industrial) and P (Public)
40-X and 65-X Height and Bulk Districts
Block/Lot: Assessor's Block 4052/Lot 001, Block 4111/ Lot 004
Block 4120/Lot 002, and Block 4110/Lots 001 and 008A
Lot Size: 35 acres (1,524,600 square feet)
Project Sponsor: Port of San Francisco and Forest City Development California, Inc.
Lead Agency: San Francisco Planning Department
Staff Contact: Andrea Contreras – (415) 575-9044
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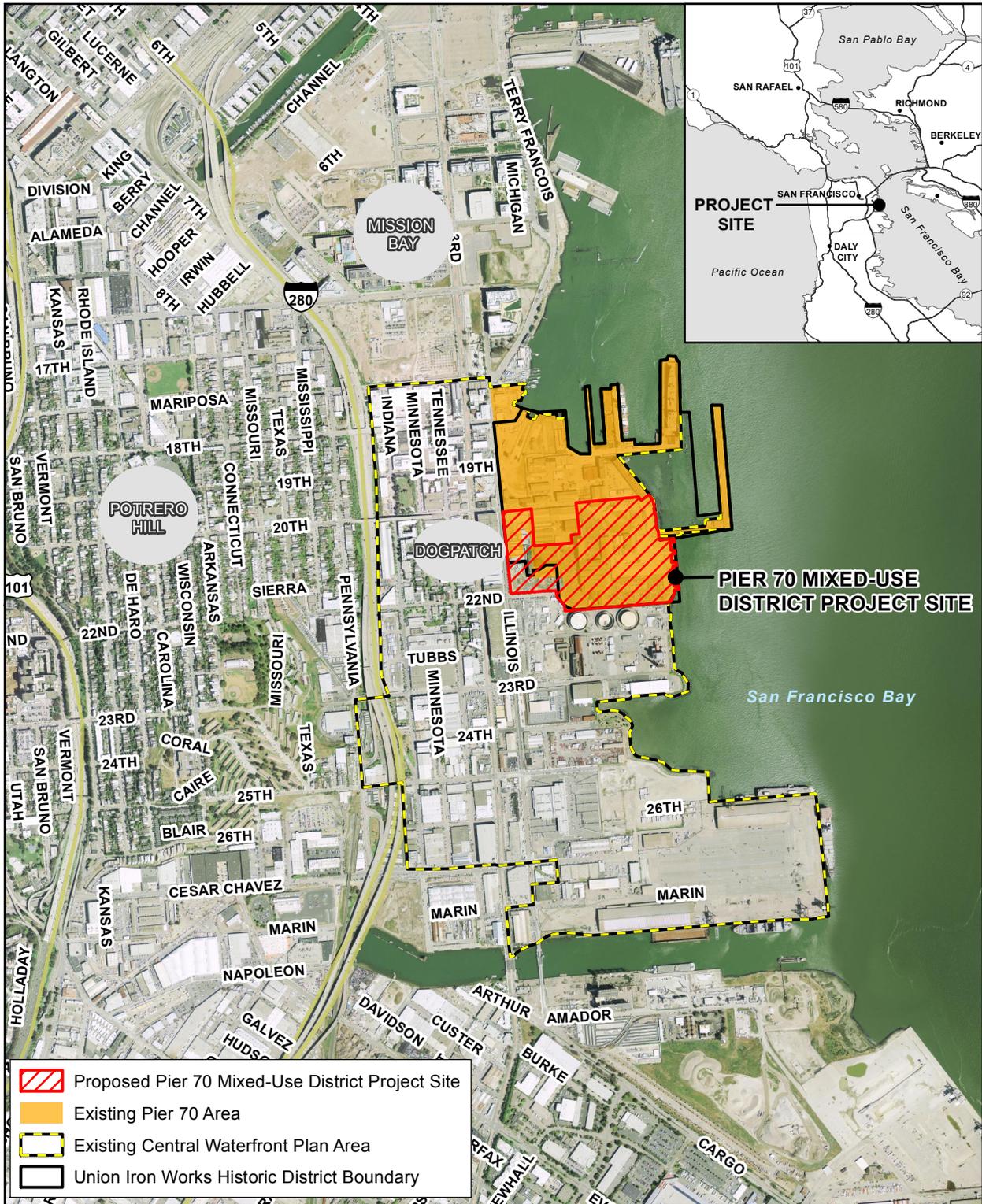
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PROJECT OVERVIEW

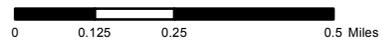
The proposed Pier 70 Mixed-Use District project site is an approximately 35-acre area bounded by Illinois Street to the west, 20th Street to the north, San Francisco Bay to the east, and 22nd Street to the south. (See Figure 1: Project Location.) The project site is south of Mission Bay South, east of the Potrero Hill and Dogpatch¹ neighborhoods, and within the northeastern portion of San Francisco's Central Waterfront Plan Area. In addition, the majority of the project site is located within the Pier 70 area (Pier 70), which is owned by the City and County of San Francisco through the Port of San Francisco (Port).

Two development areas constitute the project site. The "28-Acre Site" is an approximately 28-acre site located between 20th Street, Michigan Street, 22nd Street, and San Francisco Bay that includes Assessor's Block 4052/Lot 001 and Block 4111/Lot 004. The "Illinois Parcels" form an approximately 7-acre site that consists of an approximately 3.4-acre Port-owned parcel, called the 20th/Illinois Parcel, along Illinois Street at 20th Street (Assessor's Block 4110/Lot 001) and an approximately 3.6-acre parcel, called the Hoedown Yard, at Illinois and 22nd streets (Assessor's Block 4120/Lot 002 and Block 4110/Lot 008A),

¹ The Dogpatch neighborhood is bounded by Mariposa Street to the north, I-280 to the west, Cesar Chavez Street to the south, and Illinois Street to the east.



Source: Turnstone Consulting/SWCA



Pier 70 Mixed-Use District Project

FIGURE 1: PROJECT LOCATION

which is owned by PG&E²; the Hoedown Yard includes a 0.2-acre portion of street right-of-way that bisects the site³, and is owned by the City. The Port intends to rehabilitate or redevelop a portion of Pier 70 and has selected Forest City Development California, Inc. (Forest City) to act as master developer, to initiate rezoning and development of design standards and controls for a multi-phased, mixed-use development on a portion of Pier 70.⁴ As envisioned, the proposed Pier 70 Mixed-Use District Project (Proposed Project) would include market-rate and affordable residential uses, commercial-office, retail-light industrial-arts use, parking, infrastructure development, including street improvements, and public open space. The project sponsors describe the “retail-light industrial-arts” use to include neighborhood retail, arts activity, eating and drinking places, production distribution and repair, light manufacturing, and entertainment establishments. Both the Port and Forest City are project sponsors for the Proposed Project.

The Proposed Project would include amendments to the General Plan and Planning Code, adding a new Pier 70 Special Use District (SUD), which would establish land use controls for the project site, and incorporating the design standards and guidelines in the proposed *Pier 70 Design for Development* document.⁵ The Zoning Maps would be amended to show changes from the current zoning (M-2 [Heavy Industrial] and P [Public]) to the proposed SUD zoning. The Planning Code text amendments would also modify the existing height limits on the eastern portion of the Hoedown Yard from 40 feet to 65 feet. Heights limits on the 28-Acre Site would be increased to 90 feet, except for a 100-foot-wide portion adjacent to the shoreline which would remain at 40 feet, as authorized by Proposition F (November 2014).

As described in detail on p. 16, under the provisions of the proposed SUD, the Proposed Project would provide a flexible land use program, under which certain parcels could be developed for primarily commercial-office or residential uses. In addition, two parcels on the project site that would be designated for district structured parking could be developed with either residential or commercial-office uses depending on future market demand and future transportation network changes. As further described on pp. 17-20, for the 28-Acre Site, up to a maximum of approximately 3,449,050 gross square feet (GSF)

² Under an option agreement between PG&E and the Port, the City and County of San Francisco has an option to purchase the Hoedown Yard, and PG&E has consented to include the Hoedown Yard in the project sponsors’ rezoning efforts; however, the City will not exercise its option to purchase the Hoedown Yard, and development of this parcel may not proceed, unless PG&E locates a suitable relocation site for the current utility operations at the Hoedown Yard. The environmental analysis assumes that the City will exercise its option with PG&E, and will subsequently purchase the Hoedown Yard. This is reflected in the letter sent by Kendrick Li, Supervisor Land Acquisition Development, PG&E, to Brad Benson, Port of San Francisco, regarding the Hoedown Yard, June 6, 2014. A copy of this letter is available for public review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, in Case File No. 2014.001272E.

³ The 0.2-acre Michigan Street right-of-way is a recorded easement; however, no physical roadway exists.

⁴ The Port and Forest City entered into an Exclusive Negotiating Agreement in July 2011 by Resolution No. 11-49. The Port Commission and the San Francisco Board of Supervisors both endorsed a Term Sheet outlining features of the Proposed Project in June 2013 by Resolution No. 201-13.

⁵ A proposed Design for Development document, which is included as part of the Proposed Project, will set forth the underlying vision and principles for development of the project site, and establish controls, standards and design guidelines to implement the intended vision and principles.

of construction in new buildings and improvements to existing structures (excluding basement-level square footage allocated to accessory and district parking) could be constructed. The existing height limit of 40 feet would be rezoned under the proposed SUD, and new buildings would range in height from 50 to 90 feet. The Illinois Parcels would include up to a maximum of approximately about 801,400 GSF in new buildings; these new buildings would not exceed a height of 65 feet, which is the existing height limit along Illinois Street on both the Port-owned and a majority of the PG&E-owned portions of the Illinois Parcels. The eastern segment of the PG&E-owned portion of the Hoedown Yard would be rezoned from 40 feet to 65 feet under the proposed SUD.

The project site contains 12 of the 54 contributing historic architectural resources and one non-contributing structure of the National Register of Historic Places-listed Union Iron Works Historic District that illustrate decades of Pier 70's use as an iron and steel manufacturing and shipbuilding area. The Proposed Project includes rehabilitation and adaptive reuse of three contributing resources (Buildings 2, 12, and 21) in compliance with the Secretary of the Interior's Standards for the Treatment of Historic Properties. Also, the majority of the existing portion of Irish Hill, a contributing resource, would be retained. The eight remaining contributing structures on the site, Buildings 11, 15, 16, 19, 25, 32, 66, and 117⁶, would be demolished as part of the Proposed Project. In addition, the single non-contributing resource on the site, Slipways 5 through 8, currently covered by fill and asphalt, would be partially demolished.

The Proposed Project also includes construction of transportation and circulation improvements, new and upgraded utilities and infrastructure, geotechnical and shoreline improvements, and nine acres of publicly-owned open space.

PROJECT LOCATION AND SITE CHARACTERISTICS

Project Site Vicinity

The 35-acre project site is located along San Francisco's Central Waterfront, described in more detail below on p. 10, just south of Mission Bay South and east of the Potrero Hill and Dogpatch neighborhoods. Highways 101 and 280, the Potrero Hill neighborhood, and the Dogpatch neighborhood are in the western vicinity of the project. The American Industrial Center, a large multi-tenant commercial building, is located across Illinois Street, west of the Illinois Parcels. To the north of the project site are the BAE Systems shipyards, the 20th Street Historic Core of the Union Iron Works Historic District (Historic Core),⁷ the future Crane Cove Park (construction to begin in 2016), and the Mission Bay South redevelopment area. To the south of the project site are PG&E's Potrero Substation (a functioning

⁶ The Port may decide to demolish Building 117 prior to approval of the Proposed Project. Any such approval of demolition of Building 117 would undergo appropriate environmental review, as required by CEQA.

⁷ The 20th Street Historic Core, which is to the north of the project site, is an approximately 7.6-acre portion of the Union Iron Works Historic District and contains 270,000 gross square feet (GSF) of largely vacant industrial and office space.

high-voltage transmission substation serving San Francisco), the decommissioned Potrero Power Plant, and the TransBay Cable converter station, which connects the Pittsburg-San Francisco 400 megawatt direct-current, underwater electric transmission cable to the City's electricity distribution grid by way of the Potrero Substation.

Nearby transportation infrastructure includes Third Street, a major arterial⁸ located about 300 feet west of the project site; the Caltrain right-of-way and 22nd Street station, located approximately 0.3 mile to the west; and the north-south-running Highways 101 and 280, also located about 0.5 mile and 0.3 mile, respectively, west of the project site. Cesar Chavez Street runs east-west about 0.5 mile to the south of the project site and connects to Highway 101. Muni's Third Street light rail has two station stops between 500 to 1,000 feet from the project site, one at Third and 20th streets and the other at Third and 23rd streets. The project site is approximately 0.5 mile from stops for the Muni 22 Fillmore and 48 Quintara/24th Street bus lines. Major bikeways near the project site are Route 5 (Illinois Street), a dedicated north-south running bikeway along the waterfront (including The Embarcadero to Bayshore Boulevard); Route 40 (16th and Illinois Streets), a dedicated east-west running bikelane; and Route 7 (Indiana Street), a north-south running bike route through the Dogpatch neighborhood.

Project Site Development Background

Pier 70 is owned by the Port of San Francisco and encompasses approximately 69 acres of historic shipyard property along San Francisco's Central Waterfront. Most of Pier 70 (66 of the total 69 acres) is listed on the National Register of Historic Places as the Union Iron Works Historic District, described in more detail below on p. 6. Ship repair and other industrial operations activities are currently conducted on portions of Pier 70.

In 1997, the San Francisco Port Commission identified the preservation of Pier 70's ship repair industry and history as key priorities for their waterfront area plan⁹ and, in 2010, developed the *Pier 70 Preferred Master Plan*¹⁰ (Master Plan), which sets forth the Port's Pier 70 vision to "create a vibrant and authentic historic district that re-establishes the historic activity level, activates new waterfront open spaces, creates a center for innovative industries, and integrates ongoing ship repair operations."¹¹ The Master Plan also provides a framework for Pier 70 that serves to allocate land between parks, ship repair, historic rehabilitation, and new development sites; establish infill design guidelines to protect the integrity of the historic district as new development occurs; and prioritize investment in the most significant historic buildings.

⁸ *San Francisco General Plan* Transportation Element, Map 6, Vehicular Street Map.

⁹ Port of San Francisco, Waterfront Land Use Plan, adopted 1997.

¹⁰ Port of San Francisco, *Pier 70 Preferred Master Plan*, April 2010. Available online at http://www.sfport.com/ftp/uploadedfiles/about_us/divisions/planning_development/southern_waterfront/pier70masterplan_intro-overview.pdf, accessed March 18, 2015.

¹¹ *Ibid.*, p. 1.

In furtherance of these goals, the Port intends to rehabilitate or redevelop a portion of Pier 70 and has selected Forest City as the master developer to initiate rezoning and development of design standards and controls for a multi-phased, mixed-use development on the project site.

Proposition F

On November 4, 2014, the San Francisco electorate approved Proposition F, a ballot measure that authorized a height increase at the 28-Acre Site from the existing 40 feet to 90 feet, directed that the project proposed on the 28-Acre Site undergo environmental review, and established policies that certain significant public benefits be included as part of the Proposed Project at the 28-Acre Site. (See Figure 2: Existing and Proposed Height and Bulk Districts.) Proposition F complied with the requirement established by Proposition B (June 2014) for San Francisco City voter approval for any proposed height limit increase on Port-owned property that would exceed existing height limits in effect as of January 1, 2014. Proposition F conditioned the effective date of the proposed height increase on completion of an EIR and approval of a development plan for the 28-Acre Site by the Port Commission and Board of Supervisions. Proposition F did not address the Illinois Street Parcels. Proposition B does not apply to the Hoedown Yard, because the property is not owned by the Port of San Francisco.

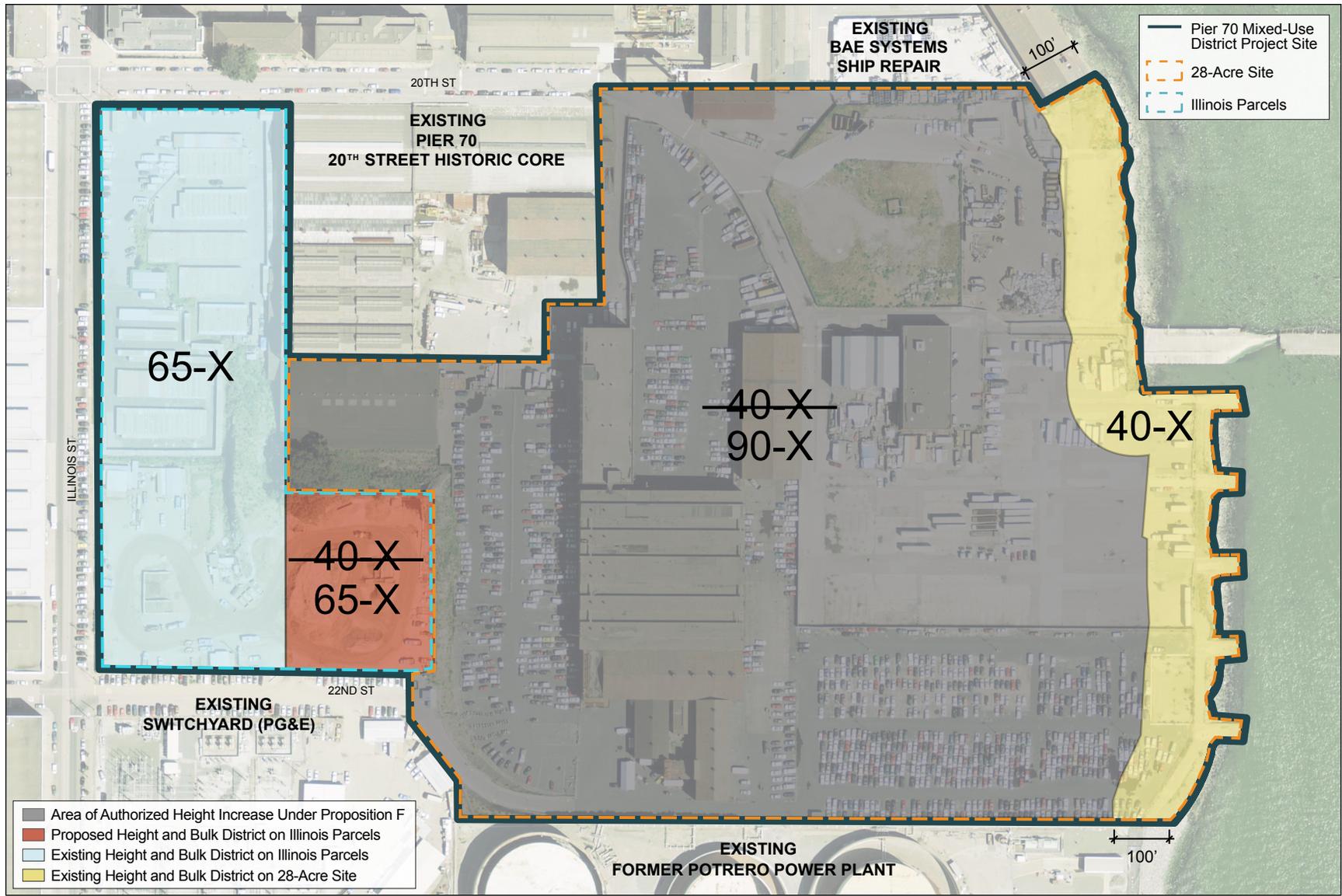
Union Iron Works Historic District

The majority of the project site is located within the 66-acre Union Iron Works Historic District (the Historic District). Union Iron Works Historic District's nomination report¹² documents the significance of the Union Iron Works (UIW) and Bethlehem Steel at Pier 70 and their role in the nation's maritime history, supporting multiple war efforts, as well as in the evolution of industrial architecture in San Francisco. Pier 70's historic resources are widely recognized as constituting the most intact industrial complex west of the Mississippi that represents the industrialization of the western United States. At Pier 70, UIW built or repaired ships from the Spanish American War in 1898, and ship repair operations continue today.

The Historic District's 54 contributing and non-contributing resources include "buildings, piers, slips, cranes, segments of a railroad network, and landscape elements." Most of the buildings are industrial, and made of "unreinforced brick masonry, concrete, and steel framing, with corrugated iron or steel cladding."¹³ The Historic District registration was listed in the National Register of Historic Places in large part because the area "maintains exceptional integrity in terms of location, design, setting, materials,

¹² The Historic District nomination provides a complete account of the history of the site and can be accessed on the Port's website at <http://sfport.com/Modules/ShowDocument.aspx?documentID=6608>, accessed April 7, 2015.

¹³ Ibid., p. 5.



Source: Port of San Francisco, Turnstone Consulting/SWCA

Pier 70 Mixed-Use District Project

FIGURE 2: EXISTING AND PROPOSED HEIGHT AND BULK DISTRICTS

workmanship, feeling, and association.”¹⁴ The District is not listed within Article 10 or 11 of the San Francisco Planning Code.¹⁵

The project site contains 12 of the 54 contributing historic architectural resources and one of the non-contributing structures in the Historic District. (See Figure 3: Existing Site Plan.) While not included in the Historic District, the Hoedown Yard has also been used for industrial purposes since the 1880s. Identifiable historical uses appear to have been limited to the storage of fuel oil in above-ground storage tanks (30,000-40,000 barrel capacity) for adjacent industrial activities. PG&E acquired the site over time from various companies, including Union Iron Works and Bethlehem Steel.

Project Site Land Use Restrictions

Existing Public Trust Lands

Portions of the 28-Acre Site are subject to the common law public trust for commerce, navigation, and fisheries and the statutory trust under the Burton Act,¹⁶ as amended (the Public Trust). The Public Trust imposes certain use restrictions on historical tidal and submerged lands along the waterfront to protect the interests of the people of the State of California in commerce, navigation, and fisheries, as well as other public benefits recognized to further trust purposes, such as recreation and environmental preservation.¹⁷ Because residential and general office uses are generally disallowed by the Public Trust, the Port has obtained state legislation (AB 418) that authorizes the State Lands Commission to approve a Public Trust exchange that would free portions of the project site from the Public Trust.¹⁸ Rezoning the project site through the proposed SUD requires approval by the State Lands Commission of a trust exchange agreement meeting the requirements of AB 418, which agreement would lift the Public Trust from designated portions of Pier 70. Certain portions of the Public Trust lands involved in the proposed trust exchange would be within the project site. Areas of the project site within 100 feet of the shoreline are also subject to the permitting jurisdiction of the San Francisco Bay Conservation and Development Commission.

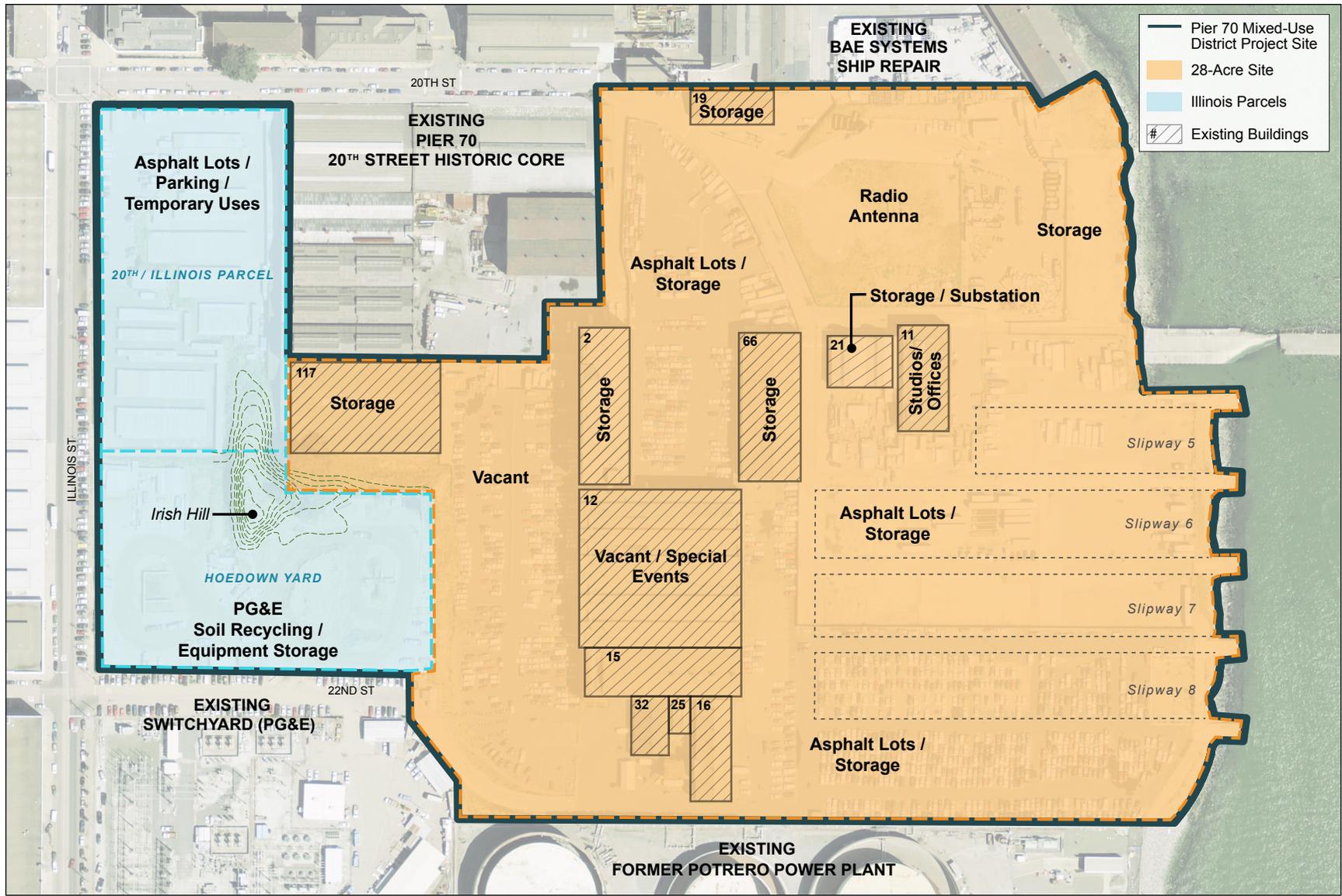
¹⁴ Ibid.

¹⁵ Article 10 of the Planning Code describes Preservation of Historical Architecture and Aesthetic Landmarks, and Article 11 of the Planning Code describes Preservation of Buildings and Districts of Architectural, Historical, and Aesthetic Importance in the C-3 District.

¹⁶ Statutes of 1968, Chapter 1333.

¹⁷ Public Trust Policy, adopted by the State Lands Commission on August 29, 2001. [http://www.slc.ca.gov/About_The_CSLC/Public_Trust/Public_Trust_Policy.pdf]

¹⁸ Assembly Bill 418 (stats. 2011, ch. 447).



Source: Sitelab Studio, Turnstone Consulting/SWCA

Pier 70 Mixed-Use District Project

FIGURE 3: EXISTING SITE PLAN

Central Waterfront Plan Area

The Proposed Project comprises the northeastern portion of the Central Waterfront Plan area, as shown on Figure 1: Project Location. The Central Waterfront Plan is one of the four plan areas covered by the *Eastern Neighborhoods Area Plan*, which was adopted in 2009.¹⁹ The Eastern Neighborhoods planning effort addressed neighborhoods that contained much of the City's industrial zoned land and have been in transition to other uses. One of the goals of the Eastern Neighborhoods planning effort was to find a balance between growth of housing and offices in these areas while still reserving areas as production, distribution, and repair facilities.²⁰

Existing Zoning and Height and Bulk Districts

As shown on Figure 2: Existing and Proposed Height and Bulk Districts, the 28-Acre Site is zoned M-2 (Heavy Industrial) and located in a 40-X Height and Bulk District. The Illinois Parcels are zoned M-2 and P (Public) and located in a 65-X Height and Bulk District and a 40-X Height and Bulk District. As noted above, the project site was included in the *Eastern Neighborhoods Area Plan* (as part of the *Central Waterfront Area Plan*), but the uses were not rezoned, pending a Port-led process for Pier 70. Planning Code amendments associated with the *Eastern Neighborhoods Area Plan* increased height limits for the portion of the Illinois Parcels facing Illinois Street from 40 feet to 65 feet; however, height limits for the eastern portion of the Hoedown Yard and the entirety of the 28-Acre Site were not changed under the *Eastern Neighborhoods Area Plan*, and remain at 40 feet.

Project Site Characteristics

The project site currently contains approximately 345,600 GSF of mostly vacant buildings and facilities. Current uses on the site, all of which are temporary, include special events, self-storage facilities, warehouses, automobile storage lots, a parking lot, a soil recycling yard, artists' studios, and office spaces. These uses are described in detail below.

The project site has varying topography, sloping down toward San Francisco Bay, with an approximately 30-foot decrease in elevation at the western extent of the 28-Acre Site. The project site has almost no vegetation, with the exception of a multi-trunk eucalyptus tree and grasses on the approximately 24-foot-tall remnant of Irish Hill, and scattered vegetation in the northeast portion of the 28-Acre Site.

¹⁹ San Francisco Planning Department website, *Eastern Neighborhoods*, available online at www.sf-planning.org/index.aspx?page=1673, accessed April 6, 2015. The other plan areas within the *Eastern Neighborhoods Area Plan* are Potrero (adjacent and west of the Central Waterfront Plan area), Mission (west of Potrero), Showplace Square (adjacent and north of Potrero), and East SOMA (i.e., East South of Market, which is northwest of Mission Bay).

²⁰ San Francisco Planning Department website, *About the Eastern Neighborhoods*, available online at www.sf-planning.org/index.aspx?page=1677#1, accessed April 6, 2015.

Approximately 98 percent of the 28-Acre Site is covered by impervious surface, and approximately 43 percent of the Illinois Parcels is covered by impervious surface.

28-Acre Site

The existing buildings on the 28-Acre Site are mostly low- to mid-rise structures in deteriorating condition, and a small portion of the remaining 1.4-acre remnant of Irish Hill, further described below under the Illinois Parcels. (See Figure 3: Existing Site Plan.) The Port has entered into interim leases for all of the useable buildings. Current uses of these buildings are as follows:

- Building 2, formerly Warehouse No. 2, a warehouse space, is leased by Paul's Stores for storage.
- Building 11, known as the Noonan Building and previously used as administration and design offices for the World War II shipbuilding yard, is currently leased as artists' studios and office space.
- The Building 12 complex was where ship hull plates were made from templates. The complex is made up of Building 12 (formerly Plate Shop No. 2), Building 15 (former Layout Yard), Building 16 (former Stress Relieving Building), Building 25 (former washroom and lockers), and Building 32 (former Template Warehouse). The Building 12 complex and the paved lot to the west of the Building 12 complex are leased by Forest City from the Port (authorized by the Revocable License Agreement for Special Events) for community, arts and cultural, and special events.
- Building 19 is currently part of the BAE Systems lease premises, where it is used to store sandblasting grit. Under the BAE lease, Building 19 will be removed from the BAE leasehold as part of BAE's shipyard master plan, which is still under development.
- Building 21, an electrical substation and a former Risdon Iron and Locomotive Works and Pacific Rolling Mills Company building, is leased to the SOMArts Cultural Center for storage.
- Building 66, the former Welding Shed, and the paved parking lots located along and to the west of Building 2 are leased to Yellow Cab for taxi cab storage.
- Building 117, a former shipyard training center, is leased by the Delancey Street Foundation for storage.

The Port has also leased certain portions of the land within the project site, including four former slipways, Slipways 5, 6, 7, and 8, on the 28-Acre site, which have been filled and paved. Current uses are as follows:

- East of Building 19 is an asphalt area containing a privately owned radio antenna.
- Paved land in the northeast corner of the project site, the site of a former metal recycling facility, is subleased by Affordable Self Storage.
- West of the Noonan Building, SOMArts and Ernest Rivera lease paved land for storage.
- Affordable Self Storage leases the southeastern corner of the slipways, which includes rows of self-storage lockers. Immediately north of Affordable Self Storage, Boas International leases an area for new automobile storage.

With the exception of a portion of the Affordable Self Storage lease area along the southern border of the project site and the studio/office uses in Building 11, all described leases are intended to terminate upon attainment of entitlements for the Proposed Project.

Illinois Parcels

20th/Illinois Parcel

The 20th/Illinois Parcel, which is owned by the Port and within the greater 69-acre Pier 70 boundary, is a paved area that is currently occupied by asphalt lots for paid parking, construction lay-down, and other temporary uses. A remaining section of the 1.4-acre remnant of Irish Hill straddles both the southeast corner of the 20th/Illinois Parcel and the northeast corner of the Hoedown Yard, further described below.

Hoedown Yard

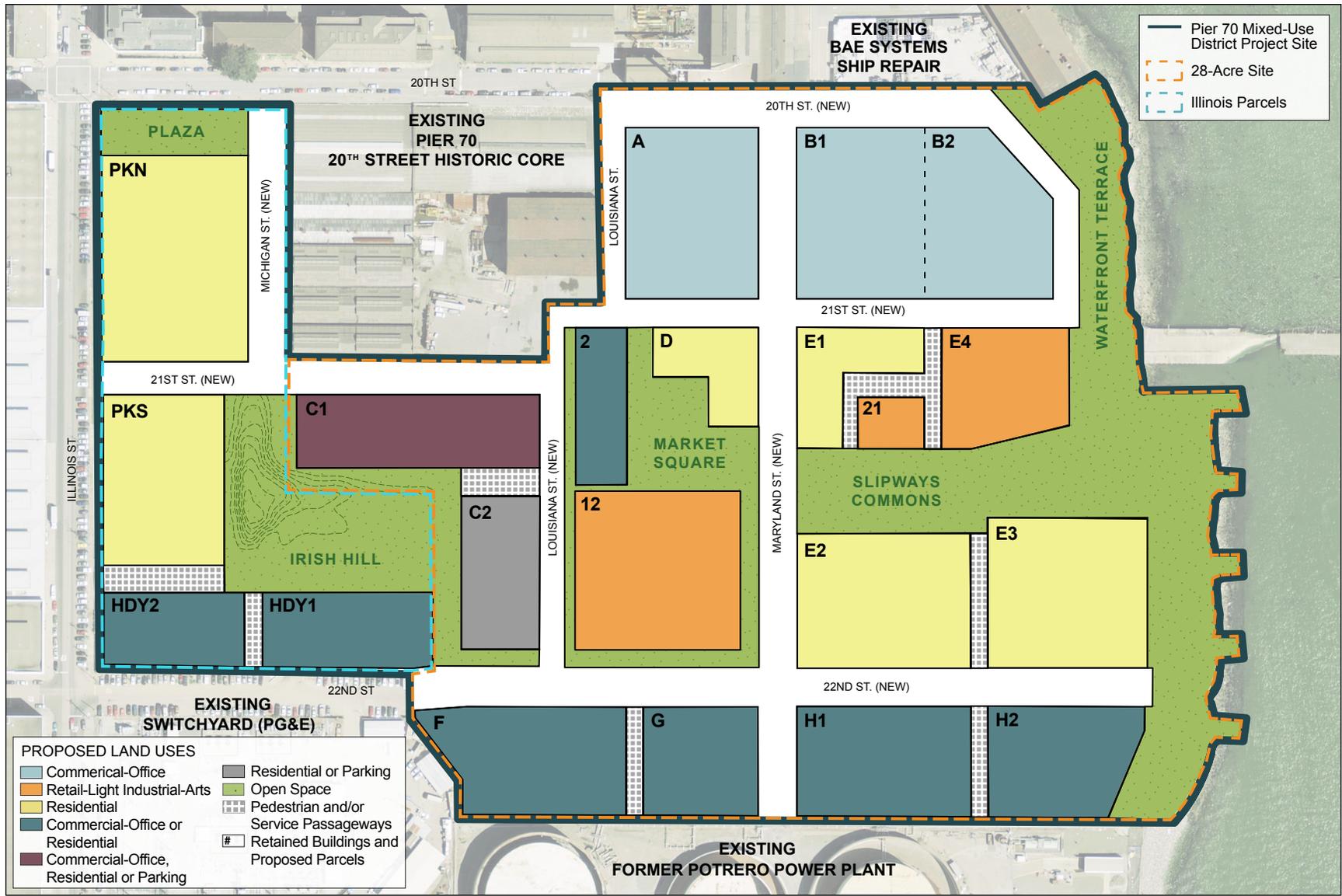
South of the 20th/Illinois Parcel, the PG&E-owned Hoedown Yard is used for soil recycling and for storage of construction equipment. The northeast corner of the Hoedown Yard is occupied by a remaining section of Irish Hill. The Hoedown Yard is outside of the 69-acre Pier 70 boundary, but is included in the project site and proposed SUD.

PROJECT CHARACTERISTICS

Proposed Project Development Characteristics

The Proposed Project would rezone the entire 35-acre project site (including both the 28-Acre Site and the Illinois Street Parcels) and establish development controls for the site through adoption of a proposed SUD. (See Figure 4: Proposed Land Use Plan.) As envisioned, the Proposed Project would include market-rate and affordable residential uses, commercial-office use, retail-light industrial-arts use, parking, infrastructure development, including street improvements, and public open space. The project sponsors propose a flexible land use program under which certain parcels on the project site could be designated for either commercial-office or residential uses. In addition, the proposed SUD would provide that two parcels on the project site would be designated for district structured parking, but could be developed with either residential or commercial uses depending on future market demand and future transportation network changes.

For the 28-Acre Site, up to approximately 3,449,050 GSF of construction in new buildings and improvements to existing structures (excluding square footage allocated to potential accessory and district parking) is proposed. New buildings would range in height from 50 to 90 feet. The Illinois Parcels would include up to approximately 801,400 GSF of construction in new buildings. New buildings on the Illinois Parcels would not exceed a height of 65 feet.



Source: Sitalab Studio, Turnstone Consulting/SWCA



Pier 70 Mixed-Use District Project

FIGURE 4: PROPOSED LAND USE PLAN

Demolition and Renovation

The project site has 12 contributing historic architectural resources and one non-contributing structure, totaling 345,600 GSF, within the designated Union Iron Works National Register Historic District. The Proposed Project includes rehabilitation in compliance with the Secretary of the Interior's Standards for the Treatment of Historic Properties of approximately 237,800 GSF at Buildings 2, 12, and 21 for reuse. Buildings 2 and 12 would remain in their current locations, and Building 21 would be relocated about 75 feet to the southeast, which is intended to create public frontage along the waterfront park and maintain a visual connection to Buildings 2 and 12. (See Figure 5: Proposed Rehabilitation, Retention and Demolition Plan.) The nine remaining contributing structures and features on the site, Buildings 11, 15, 16, 19, 25, 32, 66, 117²¹, and a portion of the remaining section of Irish Hill, and portions of the one non-contributing structure, subterranean portions of Slipways 5 through 8, would be demolished as part of the Proposed Project.

Relocation of Existing Tenants

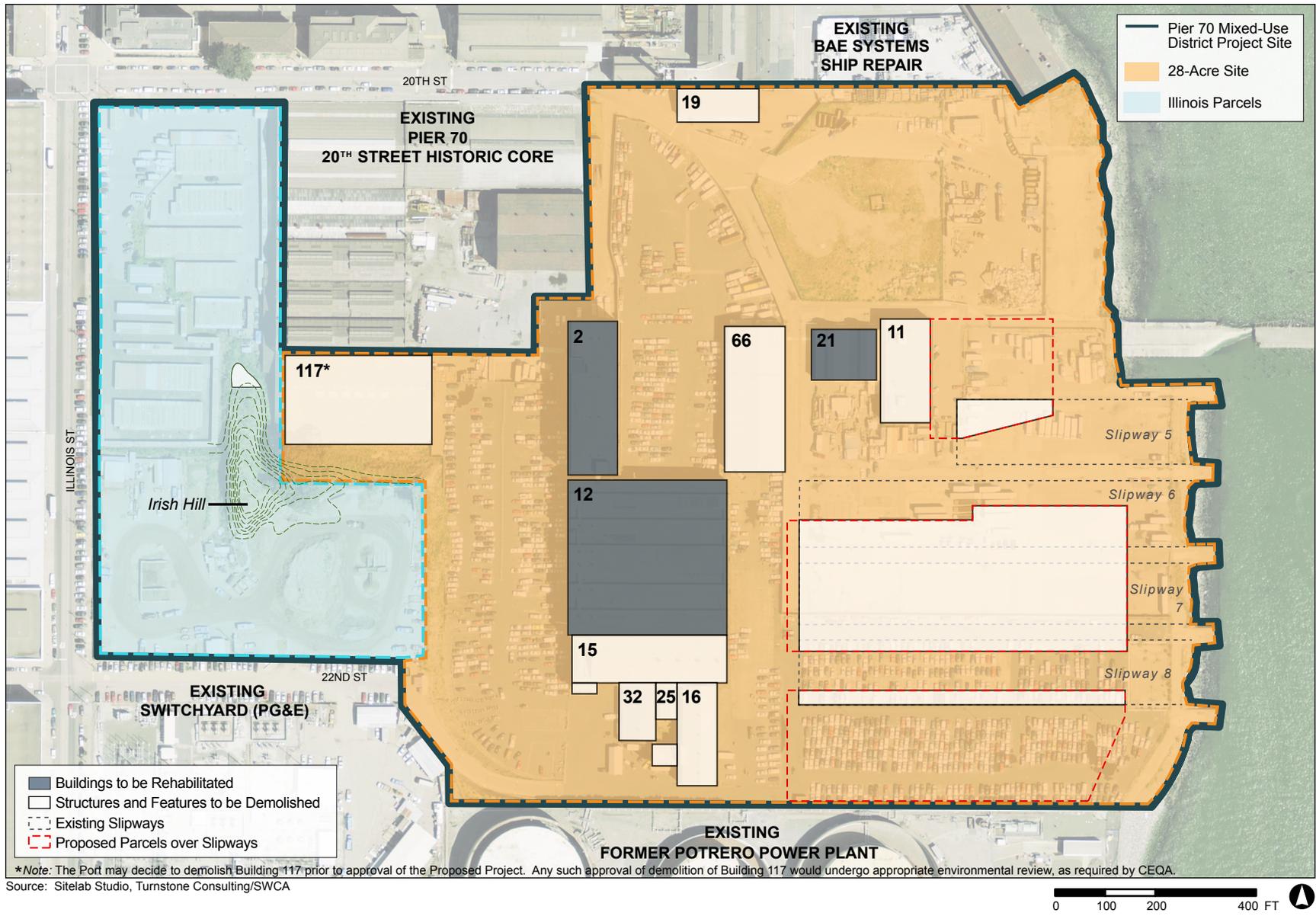
The Port negotiated most of the existing leases on the 28-Acre Site and the 20th/Illinois Parcel after entering into exclusive negotiations with Forest City. All existing leases are short-term leases for interim uses, and all but the tenants in Building 11 and a portion of the Affordable Self Storage lease will terminate by July 31, 2016, in anticipation of the Proposed Project. The Port will develop a plan for tenant relocation to the extent required under the California Relocation Assistance Law (California Gov. Code Section 7260 et seq.), and applicable regulations. The Port will also try to relocate larger-scale tenants to other available, suitable Port property. As part of its proposed Fiscal Year 2015-2016 capital budget, the Port is proposing to improve 17 acres of the Pier 94 Backlands²² as paved, open industrial land. If constructed in time, the Backlands would be one of the potential locations identified by Port staff for major tenants at Pier 70 when relocation becomes necessary.

In accordance with the Term Sheet²³ between the Port and Forest City, Forest City has offered the tenants of the Noonan Building (most of whom are on month-to-month leases) replacement space at Pier 70 after the Noonan Building is demolished, with rent based on the Port's current parameter rent schedule for the Noonan Building. The tenants of the Noonan Building will be continuously accommodated at Pier 70.

²¹ The Port may decide to demolish Building 117 prior to approval of the Proposed Project. Any such approval of demolition of Building 117 would undergo appropriate environmental review, as required by CEQA.

²² Pier 94 Backlands is a 23-acre unimproved Port-owned site located about one mile to the south of the Pier 70 Mixed-Use District project site.

²³ San Francisco Port Commission, *Term Sheet for Pier 70 Waterfront Site*, June 11, 2013. A copy of this document is available for public review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, in Case File No. 2014.001272E.



Pier 70 Mixed-Use District Project

FIGURE 5: PROPOSED REHABILITATION, RETENTION AND DEMOLITION PLAN

Flexible Land Use Program

The Proposed Project would amend the Planning Code to include the proposed SUD, and would amend the Zoning Maps to reflect the proposed SUD. The proposed SUD would require compliance with the proposed Design for Development. Under the proposed SUD, the zoning would allow designated parcels to be developed for either residential or commercial office uses to allow for flexibility in the types and amounts of uses developed on the project site. Under the proposed SUD, the flexible land use program would also provide two parcels, located at the corner of Louisiana and the new 21st streets and near the western boundary of the 28-Acre Site, that would be designated for district structured parking facilities. One site could be developed for either residential or commercial-office uses and another site could be developed for residential use depending on future market demand and future transportation network changes.

As discussed above and illustrated in Figure 4, the flexible zoning proposed in the SUD would allow for a mixed-use development on the various planned parcels that responds to market conditions in the project site vicinity. The proposed new zoning in the SUD would permit the following uses on the 28-Acre Site:

- Parcels A, B1 and B2 would be restricted to primarily commercial-office uses, with retail-light industrial-arts use allowed on the ground floor.
- Parcel C1 would be permitted for either commercial-office, residential or parking uses, with retail-light industrial-arts use allowed on the ground floor.
- Parcel C2 would be permitted for either residential or parking uses, with retail-light industrial-arts use allowed on the ground floor.
- Parcels D, E1, E2 and E3 would be restricted to primarily residential use, with retail-light industrial-arts use allowed on the ground floor.
- Parcels F, G, H1 and H2 would be permitted for either commercial-office or residential uses, with retail-light industrial-arts use allowed on the ground floor.
- Building 2 would be permitted for either commercial-office or residential uses.
- Parcel E4 and Buildings 12 and 21 would be restricted to primarily retail-light industrial-arts uses.
- In addition, all parcels except for existing Building 2 would be permitted to include retail-light industrial-arts use on the ground floor.
- In addition, all parcels except for existing Buildings 2, 12, and 21 would be permitted to include parking on the ground floor, and below-grade parking in proposed basement levels.

The flexible zoning proposed in the SUD would permit the following uses on the Illinois Parcels:

- 20th/Illinois Parcels (Parcels PKN and PKS) would be restricted to primarily residential use, with retail-light industrial-arts use and commercial-office uses allowed on the ground floor.
- Hoedown Yard (Parcels HDY1 and HDY2) would be permitted for either commercial-office or residential uses, with retail-light industrial-arts use allowed on the ground floor.

- All development parcels would be permitted to include retail-light industrial-arts use and parking on the ground floor, and below-grade parking in proposed basement levels.

Under the proposed SUD, development would provide a balanced mix of uses to support revitalization of the project site and would reflect market conditions in the project site vicinity. To cover a full range of potential land uses that could be developed under the proposed SUD, the EIR will analyze a maximum residential-use scenario and a maximum commercial-use scenario for the project site, which will bracket specific maximum ranges of uses that could be developed under the proposed SUD as described below.

The Maximum Residential Scenario and the Maximum Commercial Scenario for both the 28-Acre Site and the Illinois Parcels are mutually exclusive: the maximum commercial and maximum residential programs could not both be built. If the Proposed Project were to be built with the maximum amount of commercial space, less space would be developed with residential uses, and conversely, if the maximum number of residential units were constructed, less space would be developed with commercial uses as described below. Depending on the uses developed, the Proposed Project's total GSF would range between a maximum of 4,211,050 GSF, under the Maximum Residential Scenario, to 4,266,350 GSF, under the Maximum Commercial Scenario, excluding square footage associated with accessory and district parking.²⁴ Total construction on the 28-Acre Site would not exceed a maximum of 3,424,950 GSF, and a maximum of 801,400 GSF on the Illinois Parcels.

Maximum Residential Scenario

28-Acre Site

Development under the Maximum Residential Scenario on the 28-Acre Site would include a maximum of up to 3,424,950 GSF in new and renovated buildings. (See Table 1: Project Summary Table for Maximum Residential Scenario.) Construction under this scenario would provide up to 2,150 residential units (up to approximately 710 studio/one-bedroom units and 1,440 two- or more bedroom units), totaling about 1,870,000 GSF, as well as approximately 1,095,650 GSF of commercial-office space and approximately 459,300 GSF of retail-light industrial-arts use. The overall development envelope described above includes rehabilitation, in compliance with the Secretary of the Interior's Standards for the Treatment of Historic Properties, of 237,800 GSF in Buildings 2, 12, and 21. As noted above, the flexible land use program contemplates two parcels, Parcels C1 and C2, which may be developed for parking, residential or commercial-office use depending on future market demand and future transportation network changes. The project summary table, shown below, assumes that these two parcels are built as residential use, in order to study the maximum GSF of development area on the project site under this Maximum Residential Scenario.

²⁴ Per the Planning Code, parking and mechanical equipment space do not count toward gross square footage; for the Proposed Project, below-grade levels would have parking and mechanical equipment.

Table 1: Project Summary Table for Maximum Residential Scenario

Uses	Existing Gross Square Footage	Existing Buildings to Be Rehabilitated	28-Acre Site New and Rehabilitated Construction	Illinois Parcels New Construction	Maximum Proposed Project Totals
Residential	0	N/A	1,870,000 GSF (Parcels C1, C2, D, E1, E2, E3, F, G, H1, H2, and Building 2)	760,000 GSF (Parcels PKN, PKS, HDY1, and HDY2)	2,630,000 GSF
Residential Units	0	N/A	2,150 units	875 units	3,025 units
Commercial-Office	0	N/A	1,095,650 GSF ¹ (Parcels A, B1, and B2)	6,600 GSF (Parcel PKN)	1,102,250 GSF¹
Retail-Light Industrial-Arts ²	0	N/A	459,300 GSF (Parcels A, B1, B2, C1, C2, D, E1, E2, E3, E4, F, G, H1, H2 and Buildings 12 and 21)	34,800 GSF (Parcels PKN, PKS, HDY1, and HDY2)	494,100 GSF¹
Existing Buildings	345,600	237,800 GSF ¹	–	–	Included above
Total GSF	345,600	237,800	3,424,950 GSF	801,400 GSF	4,226,350 GSF¹
Parking Spaces - Off Street	171	0	2,555	660	3,215
Parking Spaces - On Street	152	0	–	–	285³
Open Space	0	N/A	6.5 acres	2.5 acres	9 acres

Notes:

¹ The existing 237,800 GSF of retained building space in Buildings 2, 12, and 21 on the 28-Acre Site would be renovated and converted into Commercial-Office, Retail-Light Industrial-Arts, or Residential uses. The Proposed Project's Total GSF reflects this retained and renovated space.

² Retail-light industrial-arts uses would be on the ground-floor levels of all future buildings on Parcels A, B1, B2, C1, C2, D, E1, E2, E3, F, G, H1, H2, PKN, PKS, HDY1 and HDY2. Parcel E4 and Buildings 12 and 21 would only contain retail-light industrial-arts uses. There would be no retail-light industrial-arts uses in Building 2.

³ The street network planned as part of the Proposed Project would include all public roadways. This total number of on-street public parking spaces provided is an estimate, since this number does not yet account for the loss of potential on-street public parking spaces that may be associated with ADA parking and/or loading requirements (spaces are longer than traditional parking spaces), nor does it account for any requirements associated with turnaround regulations required by the San Francisco Fire Department.

Source: Forest City; Turnstone / SWCA

Illinois Parcels

Development under the Maximum Residential Scenario on the Illinois Parcels would include a maximum of up to 801,400 GSF in newly constructed buildings (see Table 1). Construction under this scenario would provide up to 875 residential units (up to approximately 290 studio/one-bedroom units and 585 two- or more bedroom units) totaling about 760,000 GSF, as well as approximately 6,600 GSF of commercial-office area and approximately 34,800 GSF of retail-light industrial-arts space in new buildings.

Maximum Commercial Scenario

28-Acre Site

Development on the 28-Acre Site under the Maximum Commercial Scenario would include a maximum of up to about 3,449,050 GSF in new and renovated buildings. (See Table 2: Project Summary Table for Maximum Commercial Scenario.) Construction under this scenario would provide up to 1,100 residential units (up to approximately 365 studio/one-bedroom units and 735 two- or more bedroom units) totaling about 957,000 GSF, as well as approximately 2,024,050 GSF of commercial-office area and approximately 468,000 GSF of retail-light industrial-arts uses. The overall development envelope described above includes the rehabilitation, in compliance with the Secretary of the Interior's Standards for Treatment of Historic Properties, of 237,800 GSF in Buildings 2, 12, and 21. As noted above, the flexible land use program contemplates two parcels, Parcels C1 and C2, which may be developed for parking, residential or commercial-office use depending on future market demand and future transportation network changes. The project summary table, shown below, assumes that Parcel C1 is developed as commercial-office use and Parcel C2 is developed as residential use, in order to study the maximum GSF of development area on the project site under this Maximum Commercial Scenario.

Illinois Parcels

Development on the Illinois Parcels under the Maximum Commercial Scenario would include a maximum of about 762,000 GSF in new buildings (see Table 2). Construction under this scenario would provide up to 545 residential units (up to approximately 180 studio/one-bedroom units and 365 two-or-more bedroom units) totaling about 473,000 GSF, as well as approximately 238,300 GSF of commercial-office area and approximately 50,700 GSF of retail-light industrial-arts space in new buildings.

Table 2: Project Summary Table for Maximum Commercial Scenario

Uses	Existing Gross Square Footage	Existing Buildings to Be Rehabilitated	28-Acre Site New and Rehabilitated Construction	Illinois Parcels New Construction	Maximum Proposed Project Totals
Residential	0	N/A	957,000 GSF (Parcels C2, D, EI, E2, and E3)	473,000 GSF (Parcels PKN and PKS)	1,430,000 GSF
Residential Units	0	N/A	1,100 units	545 units	1,645 units
Commercial-Office	0	N/A	2,024,050 GSF ¹ (Parcels A, B1, B2, C1, F, G, H1, H2, and Building 2)	238,300 GSF (Parcels PKN, HDY 1, and HDY 2)	2,262,350 GSF¹
Retail-Light Industrial-Arts ²	0	N/A	468,000 GSF (Parcels A, B1, B2, C1, C2, D, E1, E2, E3, E4, F, G, H1, H2 and Buildings 12 and 21)	50,700 GSF (Parcels PKN, PKS, HDY1, and HDY2)	518,700 GSF¹
Existing Buildings	345,600	237,800 GSF ¹	–	–	Included above
Total GSF	345,600	237,800	3,449,050 GSF	762,000 GSF	4,211,050 GSF¹
Parking Spaces - Off Street	171	0	2,700	645	3,345
Parking Spaces - On Street	152	0	–	–	285³
Open Space	0	N/A	6.5 acres	2.5 acres	9 acres
<p><i>Notes:</i></p> <p>¹ The existing 237,800 GSF of retained building space in Buildings 2, 12, and 21 on the 28-Acre Site would be renovated and converted into Commercial-Office, Retail-Light Industrial-Arts, or Residential uses. The Proposed Project's Total GSF reflects this retained and renovated space.</p> <p>² Retail-light industrial-arts uses would be on the ground-floor levels of all future buildings on Parcels A, B1, B2, C1, C2, D, E1, E2, E3, F, G, H1, H2, PKN, PKS, HDY1 and HDY2. Parcel E4 and Buildings 12 and 21 would only contain retail-light industrial-arts uses. There would be no retail-light industrial-arts uses in Building 2.</p> <p>³ The street network planned as part of the Proposed Project would include all public roadways. This total number of on-street public parking spaces provided is an estimate, since this number does not yet account for the loss of potential on-street public parking spaces that may be associated with ADA parking and/or loading requirements (spaces are longer than traditional parking spaces), nor does it account for any requirements associated with turnaround regulations required by the San Francisco Fire Department.</p>					

Source: Forest City; Turnstone / SWCA

Maximum Building Heights and Representative Building Locations

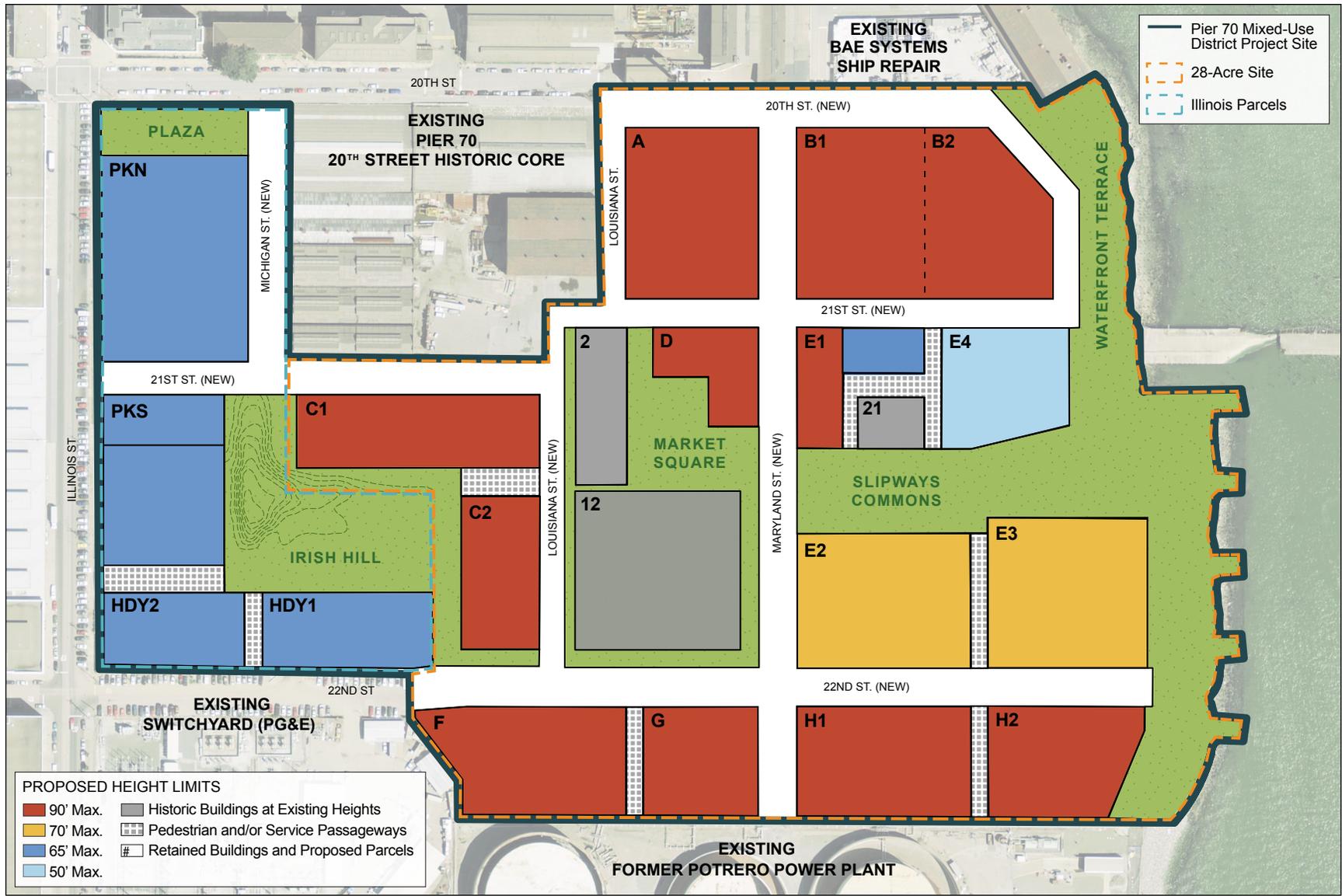
The proposed Pier 70 SUD would include amendments to the General Plan and Planning Code that would establish the height and bulk district on the project site, 90-X for the 28-Acre Site, except for a 100-foot-wide portion adjacent to the shoreline which would remain at 40-X, and 65-X for the Illinois Parcels. Through the incorporated proposed *Pier 70 Design for Development* document, further described below, varying maximum heights for the parcels at the project site within the proposed 90-foot and 65-foot bulk and height districts would be proposed. Maximum building heights would be generally limited to 50, 65, 70, and 90 feet, depending on location. (See Figure 6: Proposed Height Limits Plan.) The maximum building heights shown in the proposed Height Limits Plan do not specify the exact location of all of the future proposed buildings. Rather, they represent the proposed maximum heights across the project site.

On the 28-Acre Site, buildings up to 90 feet in height could generally be constructed along the southern, western, and northern perimeters. Existing Buildings 2 and 12, in the central portion of the site, would be retained at their existing heights of approximately 80 feet and 60 feet, respectively, as part of the Proposed Project. At the center and eastern portions of the site, new buildings would be limited to heights between 50 to 70 feet. Existing Building 21, which is about 45 feet tall, would be moved about 75 feet southeast from its current location to a new site just north of the proposed Slipways Commons open space to front on the waterfront park and maintain a visual connection to Buildings 2 and 12. The relocated Building 21 would be framed by new 90-foot-tall, 65-foot-tall, and 50-foot-tall buildings to the west, north, and east, respectively.

On the Illinois Parcels, maximum building heights would not exceed 65 feet. Proposed building locations on the 20th/Illinois portion of the site would front Illinois Street and the new 21st Street. Proposed development on the Hoedown Yard would front Illinois Street and the southern property line adjacent to 22nd Street.

Proposed Design for Development

A proposed *Pier 70 Design for Development* is part of the Proposed Project and will be incorporated into the proposed SUD. It is intended to reflect the long-term vision for the visual character and quality of the project site and would provide design standards and guidelines for building design, open space character, and the public realm. The SUD and proposed Design for Development would include development standards that would be mandatory, measurable quantitative design specifications, as well as design guidelines that would be more qualitative and flexible. The proposed Planning Code amendments (included in the proposed SUD) and the proposed Design for Development would, together, guide and control all development within the SUD after project entitlements are obtained. Subsequent submittals of proposed building design would be evaluated for consistency with both the proposed SUD and the Design for Development.



Source: Sitelab Studio, Turnstone Consulting/SWCA



Pier 70 Mixed-Use District Project

FIGURE 6: PROPOSED HEIGHT LIMITS PLAN

Parcels where flexibility among land uses would be allowed (e.g., either residential or commercial uses or structured parking options) would be identified in the proposed SUD. The proposed Design for Development would establish controls and parameters for bulk restriction, articulation and modulation, building materials and treatment, building frontage utilization, design parameters for open space, streets, parking and loading guidelines and standards, and utilities, such as lighting, as well as incorporate measures, as appropriate, identified in the EIR to mitigate any significant impacts. It would also address how the Proposed Project's individual buildings would fit within the overall Pier 70 area and adhere to a coherent urban design strategy. The standards in the proposed Design for Development are intended to relate new construction to other rehabilitation and reuse efforts at Pier 70, including the Historic Core project (currently under development by Orton Development, Inc.), Crane Cove Park, and the ongoing BAE ship repair facility use.

Affordable Housing Program

Under the Proposed Project, 30 percent of all completed residential units on the 28-Acre Site would be required to be offered at below market rate prices, and a majority of all residential units constructed would be available as rentals. The Proposed Project's affordable housing requirement would be established through transaction documents between the Port and Forest City for the Proposed Project.

Proposed Open Space

As shown on Figure 3: Proposed Land Use Plan, the Proposed Project would provide nine acres of publicly owned open space that are intended to achieve the following: supplement other Pier 70 waterfront improvements outside of the proposed SUD, including the proposed Crane Cove Park; extend the Blue Greenway²⁵ and Bay Trail through the southern half of Pier 70; and create an urban waterfront space, activated by the uses in the buildings adjacent to the waterfront-facing open spaces. All public open space would be owned by the Port.²⁶ Key components of the proposed open space program area are as follows:

- An approximately 5-acre waterfront park area, which would extend the Blue Greenway and Bay Trail through the southern half of Pier 70 and connect the 28-Acre Site's historic buildings to the waterfront (the Waterfront Terrace and Slipway Commons);
- A 1.5-acre plaza-type open space (Market Square) adjacent to Buildings 2 and 12, with open space suitable for markets, movie nights, or other programmed public gatherings;

²⁵ The Blue Greenway is a City of San Francisco project to improve the City's southerly portion of the 500-mile, 9-county, region-wide Bay Trail, as well as to extend the newly established Bay Trail and associated waterfront open space system. This 13-mile trail corridor will connect China Basin in the north to Candlestick Point State Recreation Area in the south. Trail information is available online at <http://www.sf-port.org/index.aspx?page=1433>, accessed April 17, 2015.

²⁶ Port ownership of the Irish Hill open space is subject to a jurisdictional transfer from the City to the Port.

- A 2-acre area (Irish Hill open space) adjacent to the existing remainder of Irish Hill, which could include a children's playground or other active recreation, on the Hoedown Yard;²⁷ and
- A 0.5-acre plaza (Plaza) on the 20th/Illinois Parcel, which would provide an open space for viewing buildings in the Historic Core.²⁸

In addition to these open spaces, under the flexible land use program that could provide district parking on the two parcels located at Louisiana and the new 21st streets, the Proposed Project may include useable open space on the district parking structure rooftops that may consist of recreation/sports fields/courts, urban agriculture, or other publicly accessible uses. The spaces would be designed to be accessible from various locations on the 28-Acre Site, as well as from the Illinois Parcels. In addition, the Proposed Project buildings would provide private open space areas in the forms of balconies, courtyards, or other facilities, which would be accessible only to building occupants.

Proposed Traffic and Circulation Plan

Transit and Sustainability Overview

Towards the goal of achieving a sustainable land use development, the Proposed Project includes a transportation plan that prioritizes pedestrian and bicycle access, and will implement further measures to encourage alternative modes of transportation. The Proposed Project would encourage alternative modes of transportation by building a dense, walkable, mixed-use, transit-oriented development; encourage bicycling and walking; use Transportation Demand Management (TDM) strategies; prioritize safety, especially for bicyclists and pedestrians; and implement a shuttle service to connect Pier 70 to regional transit hubs. Entitlement and transaction documents would require the Proposed Project to establish a Transportation Management Agency (TMA) to coordinate and implement TDM measures, including the shuttle service.

Street Improvements and Circulation

As shown on Figure 3: Proposed Land Use Plan, the proposed primary streets on the project site would be 20th and 22nd streets, built out from west to east in straight lines. The proposed Maryland Street would be a secondary north-south running street. New minor streets proposed as part of the Project include a new 21st Street running west-to-east from Illinois Street to the Waterfront and Louisiana Street running north from 22nd Street, with an S-curve to accommodate existing historic structures, to 20th Street. All proposed streets would include sidewalks, as well as street furniture and on-street parking, where appropriate. With the exception of Louisiana Street between 20th Street and 21st Street, all proposed streets would be two-way, with a single lane of travel in each direction. Louisiana Street would be one-

²⁷ The Proposed Project assumes that PG&E has relocated from the Hoedown Yard and that the City will exercise its option to purchase the Hoedown Yard from PG&E.

²⁸ The Proposed Project assumes that the Port will sell the 20th/Illinois Parcel subject to a requirement for construction of a 0.5-acre publicly owned plaza (Plaza) at the entry to the site on 20th/Illinois Street.

way in the southbound direction, with a single lane of travel. There are no proposed bus routes or truck routes as part of the Proposed Project. The proposed streets would provide access for emergency vehicles and freight loading.

As part of the proposed project, Michigan Street from the north side of 22nd Street to 21st Street would be converted from a public street to private use, i.e., “vacated,” and developed as part of the Illinois Parcels.

Transportation Demand Management

The Proposed Project would include an array of proposed TDM measures designed to encourage sustainable transportation choices and include the establishment of a TMA to manage implementation of TDM measures at the site. The Proposed Project would include a shuttle service to connect residents, workers, and visitors to regional transit hubs, including BART and Caltrain.

Bicycle and Pedestrian Improvements

The Proposed Project includes bike lanes, bike-safety-oriented street design, and bike-parking facilities to promote bicycling in and around the project site and project site vicinity. Bike amenities would be constructed on the project site to meet or exceed Planning Code requirements. Improvements proposed for the Proposed Project include construction of Class 2 facilities (bicycle lanes) and Class 3 facilities (shared-lane markings and signage) on 20th Street, 22nd Street and Maryland Street, and a separated bicycle and pedestrian facility would be provided to extend the Bay Trail and Blue Greenway the length of the project site shoreline. Pedestrian travel would be encouraged throughout the project site by establishing connected pedestrian pathways running both west-to-east and north-to-south to connect open spaces and by incorporating pedestrian-safe sidewalk and street design. The project site is designed to make the area east of Maryland Street a predominantly pedestrian zone, and there would be no vehicular streets along the length of the park, with the exception of 20th Street. Maryland Street and portions of 21st Street near the Bay would potentially have a shared street condition,²⁹ to reinforce the pedestrian connection from across streets to the Bay.

Parking

The Proposed Project would provide a restricted number of parking spaces to meet actual demand up to a predetermined maximum amount, as well as encourage more sustainable travel modes. If not developed as residential or commercial uses, planned district parking structures, located at the corner of Louisiana and new 21st streets, would provide shared parking for multiple uses. Certain parcels would also have below-grade parking. The Proposed Project would include car-share parking that would meet or exceed Planning Code requirements. All residential parking would be unbundled.

²⁹ Shared streets are generally curbless streets that maintain access for vehicles operating at low speeds and are designed to prioritize pedestrian travel by implicitly slowing traffic speeds using pedestrian volumes, design, and other cues to slow or divert traffic.

Proposed Infrastructure and Utilities

Potable and Recycled Water

To provide water for drinking and firefighting needs, the Proposed Project would include construction of potable water distribution piping in trenches located under the planned streets. To reduce potable water demand, high-efficiency fixtures and appliances would be installed in new buildings, and fixtures in existing buildings would be retrofitted, as required by City regulations. The project site lies within the City's designated recycled water area, and the Proposed Project would provide the piping needed to distribute recycled water, even though a supply of recycled water would not be available in the near term.³⁰

At present, approximately 98 percent of the 28-Acre Site is covered by impervious surface and approximately 43 percent of the Illinois Parcels is covered by impervious surface. The Proposed Project would result in approximately 88 percent of the 28-Acre Site covered by impervious surface and approximately 87 percent of the Illinois Parcels covered by impervious surface.

Proposed Wastewater (Sewer) and Stormwater Treatment

The San Francisco Public Utilities Commission currently operates a combined collection system for sanitary sewage and stormwater from the project site. The combined wastewater flows to an existing pump station at the northeast corner of the project site. The pump station sends the flow through a 10-inch force main to the 27-inch gravity sewer main under Illinois Street within the right-of-way. From there, the sewage flows south to the Southeast Treatment Plant for treatment prior to discharge in the San Francisco Bay.

During infrequent occasions of extreme rainfall when the flows exceed pump capacity, the overflow backs up into a 54-inch storage pipe running north-south through the project site under existing Slipways 5, 6, 7, and 8, and the excess flow discharges into the Bay at Combined Sewer Overflow outfalls in the Bay outside the project site at the terminus of 20th and 22nd streets.

The Proposed Project anticipates retaining much of the existing combined sewer system and, if necessary, would upgrade the pump station on the project site to accommodate the site's existing uses and future development.³¹ To handle increased sewage and wastewater flows from the Proposed Project's anticipated development, the project sponsors propose to construct wastewater and stormwater infrastructure in trenches under the Proposed Project's roadway and open space network and connect it to the existing outfall structures.

³⁰ BKF, Memorandum to Kelly Pretzer, Forest City, *Pier 70 - Utility Descriptions*, revised February 25, 2015, pp. 1-2.

³¹ BKF, Memorandum to Kelly Pretzer, Forest City, *Pier 70 - Utility Descriptions*, revised February 25, 2015, pp. 3-4.

The approach to handling these flows has not yet been determined. One of three wastewater options would be implemented: a combined sewer and stormwater system, a separated sewer and stormwater system, or a hybrid approach, described below. All of these wastewater options will be studied in the EIR.

1. Combined Sewer and Stormwater System Option

Under the combined sewer and stormwater system option, the existing pump station and western portion of the existing force main along the northern boundary of the project site would remain, and the eastern half of the existing force main would be replaced. Under San Francisco's Stormwater Design Guidelines, the Proposed Project would be required to reduce stormwater discharge from the project site by at least 25 percent. Methods available to decrease stormwater flow include capturing, retaining, and filtering runoff through Low Impact Design features such as planters, bioswales, biogutters, permeable paving, vegetated roofs, streams, ponds, and other natural filtration systems. Under this option, during infrequent occasions of extreme rainfall when the flows would exceed pump capacity, the excess flow would discharge into the Bay at the existing Combined Sewer Overflow outfall, in compliance with permits issued by the San Francisco Bay Regional Water Quality Control Board and pursuant to the City's National Pollutant Discharge Elimination System permit.

2. Separated Sewer and Stormwater System Option

Under the separated sewer and stormwater system option, wastewater and stormwater would be conveyed in separate sanitary sewer and stormwater systems. Wastewater would be conveyed into the existing pump station, which would discharge to the existing gravity sewer system and treatment plant. A new stormwater system would be constructed with Low Impact Design features and in underground pipes below the proposed roadway network, and a new storm drain outfall would be constructed in the northeast corner of the project site that would flow into San Francisco Bay.

3. Combined Sewers with Separated Sewer in Eastern Portion of Project Site (Hybrid Approach)

The third option would be a hybrid system with the combined sewer continuing to serve most of the project site. Under this hybrid approach, the project sponsor would also construct a new separate stormwater system to serve a portion of the eastern project site, including proposed open space areas, that would discharge to the Bay via a new outfall located at the base of the new 21st Street. Under this option, the project sponsors would also construct a new separate sewer system to convey wastewater from this area to the existing combined sewer system via the 20th Street Pump Station.

Electricity and Natural Gas

The Proposed Project would replace overhead electrical distribution with a joint trench distribution system following the roadways. The existing natural gas distribution system would be extended to cover the entire project site, and the piping would be realigned within the proposed roadway network to serve the project site. The Proposed Project would comply with San Francisco Green Building Requirements for energy efficiency in new buildings. Energy-efficient appliances and energy-efficient lighting would be installed in the three rehabilitated historic buildings.

Proposed Grading Plan

The Proposed Project would involve excavation of soils for grading and construction of the 15- to 27-foot-deep basements planned on the majority of the parcels. No basement levels are planned under existing Buildings 2, 12, or 21. The Proposed Project would also raise the grade of the 28-Acre Site and low-lying portions of the Illinois Parcels by adding between three to five feet of fill in order to help protect against flooding and projected future sea level rise, as described below.

A portion of the northern spur of the remnant of Irish Hill, which stands approximately 24 feet tall, would be removed for construction of the new 21st Street. Retaining walls would be necessary along the sides of the new 21st Street to protect the adjacent Building 116 and along the reconfigured 22nd Street, to account for the proposed elevation difference between the streets and adjacent ground surfaces.

While the grading plan assumes some on-site reuse of the excavation soil, which would be stockpiled and reused as fill throughout the project site, a substantial amount of soil export would be required. The Proposed Project would result in a net export total of about 340,000 cubic yards of soil and an import of about 20,000 cubic yards of clean fill, which would be phased over the duration of the planned construction activities.

Shoreline Protection

To address the potential hazard of future sea level rise in combination with storm and high tide conditions, the Proposed Project would make physical improvements in the near term to the shoreline that would provide the flexibility to accommodate future physical improvements such as berms, seawalls, or wetlands. Elevations at the shoreline would be increased by approximately four feet to address sea level rise risk and wave run-up, and the finished floor elevations for the ground floors of buildings on the 28-Acre Site would be increased to take into account the potential for future sea level rise of up to at least 55 and potentially as high as 66 inches. Included as part of the Proposed Project are financing mechanisms that would fund future improvements, if and when they would be needed.

Geotechnical Stabilization

To address the potential hazard of liquefaction and lateral spreading that may occur during a major earthquake, the proposed project would likely include construction of below-grade secant pile walls along the northeastern and southeastern portions of the project site. Secant pile walls could generally be constructed by installing a set of primary piles or concrete-filled drill holes, followed by an interlocking, secondary set of piles, with a concrete cap on top, which would be supported by micropile or tie-back anchors set at an angle.

PROJECT CONSTRUCTION PHASING AND DURATION

For both development scenarios, the Maximum Residential and the Maximum Commercial, Proposed Project construction is expected to begin in 2018 and would be phased over an approximately 11-year period, concluding in 2029. Proposed development is expected to involve five phases, designated as Phases 1, 2, 3, 4, and 5. Traffic and circulation improvements, infrastructure improvements, open space improvements, and grading and excavation activities would occur in tandem, as respective and adjacent parcels are developed. The phasing schedule is described generally below.

Maximum Residential Scenario Construction Phasing and Duration

- **Phase 1 (2018-2019):** Phase 1 would introduce residential with potential ground-floor retail-light industrial-arts and commercial-office development on Parcel PKN of the Illinois Parcels.
- **Phase 2 (2018-2020):** Phase 2, which would overlap with a portion of Phase 1, would focus construction activities primarily in the central portion of the 28-Acre Site. Phase 2 would include space for residential use with potential ground-floor retail-light industrial-arts (Parcels E2, C2 and D and Building 2), commercial-office use with potential ground-floor retail-light industrial-arts (Parcel C1) and predominantly retail-light industrial-arts uses (Building 12).
- **Phase 3 (2021-2023):** Phase 3 would include construction of residential with potential ground-floor retail-light industrial-arts development on Parcel PKS of the Illinois Parcels and Parcels F and G along the southern boundary of the 28-Acre Site. Phase 3 would also introduce commercial-office space with potential ground-floor retail-light industrial-arts along the northern boundary of the 28-Acre Site (Parcel A).
- **Phase 4 (2024-2026):** Phase 4 would include construction of residential with potential ground-floor retail-light industrial-arts space on Parcels HDY1 and HDY2 of the Illinois Parcels, and on Parcels E1 and E3 along the eastern portion of the 28-Acre Site. Phase 4 would also include construction of commercial-office use with potential ground-floor retail-light industrial-arts on Parcels B1 and B2 along the northeastern boundary of the 28-Acre Site, and construction of retail-light industrial-arts uses on Parcel E4 and in Building 21 in the eastern portion of the 28-Acre Site.
- **Phase 5 (2027-2029):** Phase 5 would introduce residential with potential ground-floor retail-light industrial-arts development on Parcels H1 and H2 in the southeast boundary of the 28-Acre Site.

Maximum Commercial Scenario Construction Phasing and Duration

- **Phase 1 (2018-2019):** Phase 1 would introduce residential with potential ground-floor retail-light industrial-arts and commercial-office development on Parcel PKN on the Illinois Parcels.
- **Phase 2 (2018-2020):** Phase 2, which would overlap with a portion of Phase 1, would include construction of a residential with potential ground-floor retail-light industrial-arts development on Parcel PKS of the Illinois Parcels, and commercial-office with potential ground-floor retail-light industrial-arts on Parcel A located along the 28-Acre Site's northern boundary. Phase 2 would also introduce residential with potential ground-floor retail-light industrial-arts on Parcels D and E2, commercial-office use in Building 2, and retail-light industrial-arts use in Building 12, located in the central portion of the 28-Acre Site.
- **Phase 3 (2021-2023):** Phase 3 would include construction of commercial-office space on Parcels HDY1 and HDY2 on the Illinois Parcels and on Parcels F and G along the southern boundary of the 28-Acre Site. Phase 3 would also include construction of residential with potential ground-floor retail-light industrial-arts space on Parcels C2 and E1 located in the central portion of the 28-Acre Site.
- **Phase 4 (2024-2026):** Phase 4 would include construction of commercial-office with potential ground-floor retail-light industrial-arts on Parcels B1, B2, and C1, located in the northeastern and western portions of the 28-Acre Site. Phase 4 would also include construction of residential with potential ground-floor retail-light industrial-arts space on Parcel E3 and retail-light industrial-arts uses on Parcel E4 and in Building 21, located in the eastern portion of the 28-Acre Site.
- **Phase 5 (2027-2029):** Phase 5 would introduce commercial-office use on Parcels H1 and H2 along the southern boundary of the 28-Acre Site.

REQUIRED PROJECT APPROVALS

The Proposed Project is subject to review and approvals by several local, regional, and state agencies after completion of environmental review. Certification of the Final EIR by the San Francisco Planning Commission, which would be appealable to the San Francisco Board of Supervisors, is required before any other discretionary approvals or permits would be issued for the Proposed Project. An outline of anticipated main project approvals is as follows:

- Upon recommendation by the San Francisco Planning Commission and Port Commission, the San Francisco Board of Supervisors would consider adoption of amendments to the Planning Code text to establish the Pier 70 SUD, which would set forth development standards governing such matters as the allowable land uses, building height and bulk (consistent with Proposition B [June 2014] and Proposition F [November 2014]), parking and procedures for design review.
- The Pier 70 SUD would incorporate the *Pier 70 Design for Development*, which would establish specific land use controls, development standards, and design guidelines.
- The Port Commission would approve an amendment to the Port's Waterfront Land Use Plan to reflect the Pier 70 SUD and the *Pier 70 Design for Development*.
- The Port Commission and the Board of Supervisors would consider a Disposition and Development Agreement that would govern the project sponsors' contractual rights and obligations for development of the Proposed Project.

- Upon recommendation of the Planning Commission, the Board of Supervisors and other City agencies, as appropriate, would consider an action adopting a Development Agreement to vest the project approvals for a term of years.
- All City departments having jurisdiction over part or all of the project site would also consider an Interagency Cooperation Agreement that would set forth the procedures and standards for permit review.
- The Board of Supervisors would approve tentative and final maps for the Proposed Project in accordance with the Subdivision Map Act and applicable City laws and regulations.
- Rezoning the project site through the Pier 70 SUD requires approval by the State Lands Commission of a trust exchange agreement meeting the requirements of AB 418 under the Public Trust, and under which Public Trust is lifted from designated portions of Pier 70.

The Proposed Project will require additional project reviews, recommendations, permits or approvals from the following local, regional, and state agencies:

- San Francisco Port Commission, in consultation with the San Francisco Department of Building Inspection
- San Francisco Board of Supervisors
- San Francisco Planning Commission
- San Francisco Historic Preservation Commission
- San Francisco Public Utilities Commission
- San Francisco Department of Public Works
- San Francisco Municipal Transportation Agency
- San Francisco Department of Public Health
- San Francisco Bay Conservation and Development Commission
- California State Lands Commission
- San Francisco Bay Regional Water Quality Control Board
- Bay Area Air Quality Management District

In addition to the agencies listed above, depending on the inclusion of certain features of the Proposed Project, potential additional agencies include:

- California Public Utilities Commission
- National Park Service
- U.S. Army Corps of Engineers

SUMMARY OF POTENTIAL ENVIRONMENTAL ISSUES

The Proposed Project may result in significant environmental effects. As required by the California Environmental Quality Act (CEQA), an Environmental Impact Report (EIR) will be prepared and will examine these effects, identify mitigation measures for potentially significant impacts, and analyze whether proposed mitigation measures would reduce the environmental effects to less-than-significant levels. The EIR will analyze the potential effects of the Proposed Project with respect to the environmental topics listed below. Cumulative impacts will also be discussed under each of the environmental topic sections in the EIR. The EIR will also analyze alternatives to the Project that could substantially reduce or eliminate one or more significant impacts of the Project but could still feasibly attain most of the major Proposed Project objectives.

- Land Use and Land Use Planning
- Population, Housing, and Employment
- Cultural and Paleontological Resources
- Transportation and Circulation
- Noise
- Air Quality
- Greenhouse Gas Emissions
- Wind and Shadow
- Utilities and Service Systems
- Public Services
- Recreation
- Biological Resources
- Geology and Soils
- Hydrology and Water Quality and Sea Level Rise
- Hazards and Hazardous Materials
- Mineral and Energy Resources
- Agricultural and Forest Resources

OTHER CEQA ISSUES

The EIR will also include a discussion of topics required by CEQA, including the Proposed Project's growth-inducing impacts, significant unavoidable impacts, significant irreversible impacts, any known controversy associated with the Proposed Project, and its environmental effects and issues to be resolved by decision-makers.

FINDING

In accordance with CEQA Guidelines Section 15082, **this project may have a significant effect on the environment and an Environmental Impact Report is required.** As required by the CEQA, the EIR will focus on those effects, identify mitigation measures, and analyze whether the proposed mitigation measures would reduce the environmental effect to a less-than-significant level. The EIR will also evaluate a range of project alternatives, in addition to a No Project alternative, that could reduce, avoid, or eliminate significant impacts of the Proposed Project.

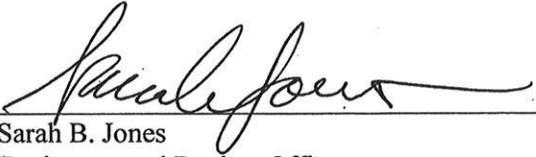
PUBLIC SCOPING PROCESS

Pursuant to the State of California Public Resources Code Section 21083.9 and California Environmental Quality Act Guidelines Section 15206, a public scoping meeting will be held to receive oral comments concerning the scope of the EIR. The meeting will be held from **Thursday, May 28, 2015, from 6:00 p.m. to 8:00 p.m. in the Bayside Room at the Port of San Francisco, Pier 1, The Embarcadero.** To request a language interpreter or to accommodate persons with disabilities at the scoping meeting, please contact Andrea Contreras at (415) 575-9044 at least 72 hours in advance of the meeting. Written comments will also be accepted at this meeting and until **5:00 p.m. on June 5, 2015.** Written comments should be sent to Sarah B. Jones, San Francisco Planning Department, 1650 Mission Street, Suite 400, San Francisco, CA 94103.

If you work for a responsible state agency, we need to know the views of your agency regarding the scope and content of the environmental information that is germane to your agency's statutory responsibilities in connection with the Proposed Project. Your agency may need to use the EIR when considering a permit or other approval for this project. Please include the name of a contact person in your agency.

Members of the public are not required to provide personal identifying information when they communicate with the Commission or the Department. All written or oral communications, including submitted personal contact information, may be made available to the public for inspection and copying upon request and may appear on the Department's website or in other public documents.

May 6, 2015
Date


Sarah B. Jones
Environmental Review Officer