

1 [Planning Code - Development Impact Fees and Requirements for Non-Residential to  
2 Residential Conversion Projects]

3 **Ordinance amending the Planning Code to: 1) exempt certain types of projects in the**  
4 **downtown area that replace non-residential uses with residential uses from**  
5 **development impact fees and requirements, including the Inclusionary Housing fee; 2)**  
6 **~~create a process for previously approved projects to request modification to conditions~~**  
7 **~~of approval related to development impact fees, subject to delegation by the Planning~~**  
8 **~~Commission; and 3) remove the application deadline from the Commercial to~~**  
9 **Residential Adaptive Reuse Program, and require periodic reporting to the Inclusionary**  
10 **Housing Technical Advisory Committee; affirming the Planning Department's**  
11 **determination under the California Environmental Quality Act; making findings of**  
12 **consistency with the General Plan and the eight priority policies of Planning Code,**  
13 **Section 101.1; and making findings of public necessity, convenience, and welfare**  
14 **pursuant to Planning Code, Section 302.**

15 NOTE: **Unchanged Code text and uncodified text** are in plain Arial font.  
16 **Additions to Codes** are in *single-underline italics Times New Roman font*.  
17 **Deletions to Codes** are in *strikethrough italics Times New Roman font*.  
18 **Board amendment additions** are in double-underlined Arial font.  
19 **Board amendment deletions** are in ~~strikethrough Arial font~~.  
20 **Asterisks (\* \* \* \*)** indicate the omission of unchanged Code  
21 subsections or parts of tables.

22 Be it ordained by the People of the City and County of San Francisco:

23 Section 1. Land Use and Environmental Findings.

24 (a) The Planning Department has determined that the actions contemplated in this  
25 ordinance comply with the California Environmental Quality Act (California Public Resources  
Code Sections 21000 et seq.). Said determination is on file with the Clerk of the Board of

1 Supervisors in File No. 240927 and is incorporated herein by reference. The Board affirms  
2 this determination.

3 (b) On December 12, 2024, the Planning Commission, in Resolution No. 21663,  
4 adopted findings that the actions contemplated in this ordinance are consistent, on balance,  
5 with the City's General Plan and eight priority policies of Planning Code Section 101.1. The  
6 Board adopts these findings as its own. A copy of said Resolution is on file with the Clerk of  
7 the Board of Supervisors in File No. 240927, and is incorporated herein by reference.

8 (c) Pursuant to Planning Code Section 302, this Board finds that these Planning Code  
9 amendments will serve the public necessity, convenience, and welfare for the reasons set  
10 forth in Planning Commission Resolution No. 21663, and the Board adopts such reasons as  
11 its own. A copy of said resolution is on file with the Clerk of the Board of Supervisors in File  
12 No. 240927 and is incorporated herein by reference.

13  
14 Section 2. Legislative Findings.

15 (a) San Francisco's Regional Housing Needs Allocation in the current 2023-2031  
16 Housing Element cycle is 82,069 units over eight years, which is more than 2.5 times the  
17 allocation of the previous eight-year cycle.

18 (b) The City's Chief Economist has estimated that approximately 5,000 new market-  
19 rate housing units per year would be required to keep housing prices in San Francisco  
20 consistent with the general rate of inflation.

21 (c) At the same time, demand for office space has declined and commercial vacancy  
22 rates have increased. The impacts to office space demands wrought by the COVID-19  
23 pandemic – most notably the shift toward remote work – persist even as public health threats  
24 have waned. These changes have been particularly prominent in the Greater Downtown Area,  
25 defined as the North Financial District, South Financial District, Mid-Market, Union Square,

1 Jackson Square, Mission Bay/China Basin, North Waterfront, Showplace Square, South of  
2 Market, and the Van Ness Corridor (collectively, "Downtown"). In the Greater Downtown Area,  
3 the office sector has experienced a fivefold increase in total vacancy rate between the first  
4 quarter of 2019 and the first quarter of 2024.

5 (d) To address the twin problems of under-utilized office space and lack of affordable  
6 and available housing in San Francisco, a recent report from the Board of Supervisors'  
7 Budget and Legislative Analyst, dated January 6, 2023, urges City policymakers to consider  
8 programs to incentivize the conversion of office space into residential units ("BLA Report").  
9 The BLA Report identifies various policy options to incentivize the conversion of office  
10 buildings, including reducing regulatory hurdles, such as protracted approval timeframes;  
11 exempting projects from or relaxing various standards in the Planning Code; and offering  
12 financial incentives to offset the costly architectural and engineering challenges of these  
13 conversions.

14 (e) San Francisco is also the economic hub for the Bay Area. Prior to the COVID-19  
15 pandemic, two-thirds of the City's total jobs were located Downtown, representing more than  
16 three-quarters of the City's gross domestic product ("GDP"). With a \$250 billion annual GDP  
17 in 2022, San Francisco accounted for more than one-quarter of the nine-county Bay Area  
18 economy – and 79% of the City's share of the Bay Area economy stems from office-based  
19 industries concentrated Downtown. Downtown-based businesses have historically generated  
20 nearly half of the City's sales tax revenue and almost all (95%) of the City's business tax  
21 revenue. This revenue funds many key services such as public safety, cleaning, open space,  
22 and transportation.

23 (f) The shift to hybrid work, with its consequent reduction in office workers and foot  
24 traffic, has adversely impacted the City's Downtown and other sectors of the City's economy,  
25

1 including retail and small business, and more broadly has impacted use and activation of  
2 public space, transportation, and public safety.

3 (g) On February 9, 2023, Mayor Breed issued a Roadmap to San Francisco's Future.  
4 Several of the plan's key policies include: (1) the economic diversification of Downtown and  
5 repurposing underutilized office space there; (2) expanding Downtown housing; (3) activating  
6 Downtown and enacting zoning controls that draw people Downtown; and (4) maximizing  
7 flexibility for uses and economic activity in the Union Square area, which has historically  
8 played a unique role citywide, regionally, and internationally as a center for shopping,  
9 entertainment, and services.

10 (h) On July 5, 2023, the City approved Ordinance 122-23 which established the  
11 Commercial to Residential Adaptive Reuse Program to facilitate residential uses Downtown  
12 by exempting eligible projects from certain Planning Code standards and requirements,  
13 including those concerning rear yard, open space, streetscape improvements, dwelling unit  
14 exposure, bike parking, transportation demand management, dwelling unit mix, and  
15 Intermediate Length Occupancy controls.

16 (i) On December 14, 2023, consistent with Housing Element Implementing  
17 Action 8.5.2, and following the Board of Supervisors' approval of the Housing Production  
18 Ordinance, enacted as Ordinance No. 248-23, the Planning Commission passed Resolution  
19 No. 21473, which delegated authority to the Planning Director to make findings necessary for  
20 waivers and concessions under the State Density Bonus law, pursuant to Planning Code  
21 Section 206.6.

22 (j) In March 2024, San Francisco voters approved Proposition C, which amended the  
23 Business and Tax Regulations Code by waiving the real estate transfer tax for first time  
24 transfers on non-residential properties converted to residential use, as long as the property  
25

1 owner receives permission to convert the property before January 1, 2030. The exemption is  
2 available for up to 5 million square feet of converted properties.

3 (k) Despite these efforts, increased costs of construction and financing continue to  
4 present obstacles to the conversion of under-utilized non-residential spaces. Permit  
5 applications for new projects have declined and many previously approved projects have  
6 stalled.

7 (l) It is reasonable to further incent the conversion of non-residential space into  
8 residential units by exempting eligible projects from local inclusionary housing requirements  
9 and development impact fees in Article 4 of the Planning Code.

10 (m) On December 12, 2024, the Planning Commission heard and considered this  
11 proposed ordinance. In Resolution No. 21663, the Commission recommended that the  
12 Inclusionary Housing Technical Advisory Committee periodically review the feasibility of the  
13 proposed inclusionary fee waiver.

14  
15 Section 3. Articles 2 and 4 of the Planning Code are hereby amended by revising  
16 Sections 210.5 and 406, to read as follows:

17 **SEC. 210.5. COMMERCIAL TO RESIDENTIAL ADAPTIVE REUSE PROGRAM.**

18 \* \* \* \*

19 ~~(f) **Applications.** Any application to establish a residential use pursuant to this Section 210.5~~  
20 ~~must be filed on or before December 31, 2028.~~

21  
22 **SEC. 406. WAIVER, REDUCTION, OR ADJUSTMENT OF DEVELOPMENT**  
23 **PROJECT REQUIREMENTS.**

24 \* \* \* \*

1            (j) Waiver for Certain Non-Residential to Residential Conversion Projects. This subsection  
2 406(j) provides eligible Non-Residential to Residential conversion projects with a waiver of any  
3 Development fee or Development impact requirement imposed by this Article 4, as specified in this  
4 subsection.

5            (1) Eligible Projects. To be eligible for the waiver, a project must replace Gross Floor  
6 Area of existing Non-Residential uses, other than a Hotel use, with Gross Floor Area established as  
7 Residential use, whether as part of a change of use of existing Gross Floor Area, or through the  
8 demolition of Non-Residential Gross Floor Area and construction of new Gross Floor Area for  
9 Residential use. For purposes of this subsection 406(j), any Gross Floor Area established as  
10 Live/Work use shall be considered as Residential use. Projects must be located in a C-3 district, or a  
11 C-2 district east of or fronting Franklin Street/13th Street and north of Townsend Street.

12            (2) Waiver Amount. Eligible projects shall be entitled to a waiver from any applicable  
13 Development fee or Development impact requirement imposed by this Article 4 on any net new Gross  
14 Floor Area of Residential use in an amount up to 110% of the Gross Floor Area of Non-Residential use  
15 converted to Residential use. Converted Non-Residential Gross Floor Area shall be calculated as the  
16 net reduction of Non-Residential Gross Floor Area resulting from the project.

17            (3) Calculation of Space. In a mixed-use project with Residential and Non-Residential  
18 uses, the Gross Floor Area of Residential use shall be calculated based on the definition of Gross  
19 Floor Area in Planning Code Section 102 include mechanical space and common areas such  
20 as spaces for circulation, lobbies, storage rooms, balconies, roof terraces, laundry rooms, and  
21 other resident amenity spaces, including parking spaces or garages, in the proportion that such  
22 areas serve the Residential use to the total square feet of Gross Floor Area served by such areas.

23            (4) Limitation of Waiver. Any portion of a project's Gross Floor Area that is not  
24 entitled to this waiver shall be subject to the otherwise applicable Development fees and Development  
25 impact requirements of this Article 4, including the Inclusionary Housing Program. Applicable

1 Development fees and Development impact requirements shall be calculated based solely on the  
2 proportion of the project that is not entitled to this waiver, and not on the project as a whole. In the  
3 event the project provides On-site or Off-site Affordable Units to satisfy the requirements of Section  
4 415.1 et seq., the equivalency, minimum size, and distribution of any such Affordable Units shall be  
5 based on consideration of the project as a whole, and the requirements of the Inclusionary Housing  
6 Program shall apply.

7 (5) Modification of Previously Approved Projects. Notwithstanding the definitions  
8 in Section 401 and 415A.2, a project shall be considered Finally Approved for purposes of this  
9 subsection 406(j), if prior to January 1, 2025, it received: (1) approval of its first Development  
10 Application; or (2) planning approval of its first site or building permit, if a project only requires  
11 a building permit; or (3) if either of the Development Application or building permit were  
12 appealed, the final decision upholding the Development Application, or first site or building  
13 permit, on the appeal by the relevant City Board or Commission. Projects that have been  
14 Finally Approved received a Final Approval prior to January 1, 2025, and have not been issued a  
15 First Construction Document shall be entitled to request a modification to the project's Development  
16 fees and Development impact requirements under this subsection 406(j) to that project's  
17 conditions of approval, conditions on a project permit, notice of special restrictions, or other  
18 requirements necessary to: (1) waive any Development fee, and/or Development impact  
19 requirement of this Article 4, as specified in this subsection 406(j); and (2) modify conditions  
20 that require a project sponsor to obtain a site permit or building permit within a certain  
21 timeframe after project approval. The project shall comply with all other conditions of approval,  
22 conditions on a project permit, or notice of special restrictions and any applicable  
23 requirements of the Planning Code.

24 (A) Planning Commission Review. Any modification of the conditions of  
25 approval, conditions on a project permit, or notice of special restrictions consistent with this

1 subsection 406(j) that would result in the significant modification of approved plans shall  
2 require review and approval by the Planning Commission under the modification process  
3 otherwise applicable to the project, including but not limited to Planning Code Sections 303(e),  
4 309(j), or 329(f)(7). A significant modification shall include:-

5 \_\_\_\_\_ (i) a change in the number of Residential or Group Housing units  
6 by more than 20%, or a change of more than 10% in Gross Floor Area; or,-

7 \_\_\_\_\_ (ii) a change of use from Dwelling Units to Group Housing.-

8 \_\_\_\_\_ (B) Administrative Modifications. If the Planning Commission has  
9 delegated its authority to the Planning Director to review and approve requests for  
10 modifications consistent with this subsection 406(j), the following modifications shall be  
11 reviewed and approved by the Director of the Planning Department, and the Planning  
12 Commission shall not hold a public hearing for discretionary review. Modifications under this  
13 subsection 406(j) shall not be subject to review under Planning Code Sections 303(e), 309(f),  
14 309(j), or 329(f)(7). If so delegated, the Planning Director shall be authorized to modify one or  
15 more of the following:-

16 \_\_\_\_\_ (i) The applicable Development fee or Development impact  
17 requirement, including the applicable Inclusionary Housing fee.

18 \_\_\_\_\_ (ii) The applicable percentage of On-site or Off-site units.-

19 \_\_\_\_\_ (iii) For projects that elected to develop using the State Density  
20 Bonus Law, Government Code Section 65915, or State Density Bonus Program: Individually  
21 Requested, under Planning Code Section 206.6, the number of on-site Affordable Units, and  
22 the affordability levels of those on-site Affordable Units if such levels require modification for  
23 the project to continue to qualify for the same amount of density bonus previously approved,  
24 and findings required by Section 206.6(e) related to eligibility for a density bonus,  
25 concessions, and incentives and/or waivers of development standards. Notwithstanding the



1 ~~previous sentence, modifications to a density bonus project that are significant as set forth in~~  
2 ~~subsection 406(j)(5)(A), shall be reviewed by the Planning Commission.~~

3 (6) Relationship to Other Planning Code Sections. The waiver in this subsection  
4 406(j) may be combined with any other reduction or waiver of fees or development impact  
5 requirements applicable to the project, as provided in this Article 4.

6 (7) Reporting. The Department shall provide a written report of projects that  
7 receive a waiver of Development fees and Development impact requirements under this  
8 subsection 406(j) to the Inclusionary Housing Technical Advisory Committee established by  
9 Administrative Code Chapter 5 Article XXIX in conjunction with the triennial economic  
10 feasibility analysis of the City's inclusionary affordable housing obligations pursuant to  
11 Planning Code Section 415.10.

12 (8) Cap on the Total Square Footage Subject to a Development Fee  
13 Waiver. The waiver in this subsection 406(j) shall apply only to the first 7,000,000 square feet  
14 of Gross Floor Area that replaces Gross Floor Area of existing Non-Residential uses, other  
15 than a Hotel use, with Gross Floor Area established as Residential use associated with  
16 Eligible Projects in the order that the projects receive a Final Approval. If an Eligible Project  
17 does not receive a building or site permit within five years of the Final Approval, the project  
18 shall forfeit any rights to the approved waiver, and any Gross Floor Area associated with such  
19 project shall no longer be counted against the 7,000,000 square foot limit set forth in this  
20 subsection 406(j)(8).

21  
22 Section 4. Effective Date. This ordinance shall become effective 30 days after  
23 enactment. Enactment occurs when the Mayor signs the ordinance, the Mayor returns the  
24 ordinance unsigned or does not sign the ordinance within ten days of receiving it, or the Board  
25 of Supervisors overrides the Mayor's veto of the ordinance.

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Section 5. Scope of Ordinance. In enacting this ordinance, the Board of Supervisors intends to amend only those words, phrases, paragraphs, subsections, sections, articles, numbers, punctuation marks, charts, diagrams, or any other constituent parts of the Municipal Code that are explicitly shown in this ordinance as additions, deletions, Board amendment additions, and Board amendment deletions in accordance with the "Note" that appears under the official title of the ordinance.

APPROVED AS TO FORM:  
DAVID CHIU, City Attorney

By:           /s/            
AUSTIN M. YANG  
Deputy City Attorney

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# City and County of San Francisco

## Tails Ordinance

City Hall  
1 Dr. Carlton B. Goodlett Place  
San Francisco, CA 94102-4689

**File Number:** 240927

**Date Passed:** March 04, 2025

Ordinance amending the Planning Code to: exempt certain types of projects in the downtown area that replace non-residential uses with residential uses from development impact fees and requirements, including the Inclusionary Housing fee, remove the application deadline from the Commercial to Residential Adaptive Reuse Program, and require periodic reporting to the Inclusionary Housing Technical Advisory Committee; affirming the Planning Department's determination under the California Environmental Quality Act; making findings of consistency with the General Plan and the eight priority policies of Planning Code, Section 101.1; and making findings of public necessity, convenience, and welfare pursuant to Planning Code, Section 302.

February 10, 2025 Land Use and Transportation Committee - NOT CONTINUED

February 10, 2025 Land Use and Transportation Committee - AMENDED, AN AMENDMENT OF THE WHOLE BEARING NEW TITLE

February 10, 2025 Land Use and Transportation Committee - RECOMMENDED AS AMENDED

February 25, 2025 Board of Supervisors - AMENDED, AN AMENDMENT OF THE WHOLE BEARING SAME TITLE

Ayes: 11 - Chan, Chen, Dorsey, Engardio, Fielder, Mahmood, Mandelman, Melgar, Sauter, Sherrill and Walton

February 25, 2025 Board of Supervisors - PASSED ON FIRST READING AS AMENDED

Ayes: 9 - Chan, Chen, Dorsey, Engardio, Mahmood, Mandelman, Melgar, Sauter and Sherrill

Noes: 2 - Fielder and Walton

March 04, 2025 Board of Supervisors - FINALLY PASSED

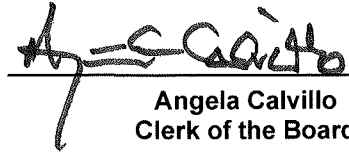
Ayes: 9 - Chan, Chen, Dorsey, Engardio, Mahmood, Mandelman, Melgar, Sauter and Sherrill


Noes: 1 - Walton

Excused: 1 - Fielder

File No. 240927

I hereby certify that the foregoing Ordinance was FINALLY PASSED on 3/4/2025 by the Board of Supervisors of the City and County of San Francisco.

  
Angela Calvillo  
Clerk of the Board

  
Daniel Lurie  
Mayor

3/7/2025  
Date Approved