Resolution approving the Memorandum of Understanding between the Port and other City Agencies regarding Interagency Cooperation; and adopting findings under the California Environmental Quality Act.

WHEREAS, California Statutes of 1968, Chapter 1333 (“Burton Act”) and Charter, Sections 4.114 and B3.581, empower the City and County of San Francisco, acting through the San Francisco Port Commission (“Port”), with the power and duty to use, conduct, operate, maintain, manage, regulate and control the lands within Port Commission jurisdiction; and

WHEREAS, The Port owns an approximately 28-acre area at Pier 70 known as the “28-Acre Site,” bounded generally by Illinois Street on the west, 22nd Street on the south, 20th Street on the north and San Francisco Bay on the east; and

WHEREAS, From 2007 to 2010, the Port conducted a community process that evaluated the unique site conditions and opportunities at Pier 70 and built a public consensus for Pier 70’s future that nested within the policies established for the Eastern Neighborhoods-Central Waterfront; and

WHEREAS, This process culminated in the Pier 70 Preferred Master Plan, which was endorsed by the Port Commission in May 2010, and the proposed mixed-use development at Pier 70 (the “Pier 70 Mixed Use Development Project”); and

WHEREAS, In April 2011, by Resolution No. 11-21, the Port Commission awarded to Forest City Development California, Inc., through a competitive process, the opportunity to
negotiate for the development of the 28-Acre Site as a mixed-use development and historic
preservation project (the "28-Acre Site Project"); and

WHEREAS, Forest City Development California, Inc. is now wholly owned by Forest
City Realty Trust, Inc., a New York Stock Exchange-listed real estate company; and

WHEREAS, In May 2013, by Resolution No. 13-20, the Port Commission endorsed the
Term Sheet for the 28-Acre Site Project; and

WHEREAS, Subsequently, in June 2013, by Resolution No. 201-13, the Board of
Supervisors found the 28-Acre Site Project fiscally feasible under Administrative Code,
Chapter 29 and endorsed the Term Sheet for the 28-Acre Site Project; and

WHEREAS, Port and City staff and FC Pier 70, LLC ("Developer"), a wholly owned
affiliate of Forest City Realty Trust, Inc., have negotiated the terms of the Disposition and
Development Agreement ("DDA") and related transaction documents that are incorporated
into the DDA which provide the overall road map for development of the 28-Acre Site Project,
including a Financing Plan, an Infrastructure Plan, an Affordable Housing Plan, a
Transportation Plan that includes a Transportation Demand Management Program, a
Workforce Development Plan, an arts program for the use of the arts building on Parcel E4
(including replacement studio space for the artist community in the Noonan building), and
forms of an interim Master Lease, Vertical Disposition and Development Agreement and
Parcel Lease (including applicable lease terms for Historic Buildings 2, 12 and 21); and

WHEREAS, Depending on the uses proposed, the 28-Acre Site Project would include
between 1,100 and 2,150 residential units, a maximum of between 1 million and 2 million
gross square feet ("gsf") of commercial-office use, and up to 500,000 gsf of retail-light
industrial-arts use, construction of transportation and circulation improvements, new and
upgraded utilities and infrastructure, geotechnical and shoreline improvements, and nine
acres of publicly-owned open space; and
WHEREAS, On May 23, 2017, Port staff presented to the Port Commission the proposed Streetscape Master Plan, Transportation Plan, and Infrastructure Plan providing the vision, intent, and guidelines for infrastructure and public facilities, known as horizontal improvements, that will serve and physically transform the Pier 70 Special Use District ("Pier 70 SUD") over the 28-Acre Site and the adjacent Illinois Street Parcels into a new, vibrant neighborhood; and

WHEREAS, In order to promote development in accordance with the objectives and purposes of the DDA, it is contemplated that the City will undertake and complete certain proceedings and actions necessary to be carried out by the City to assist in the implementation of the DDA, including entering into a Memorandum of Understanding between the Port and other City agencies regarding Interagency Cooperation (the "ICA"), a copy of which is in Board File No. 170988, that sets out cooperative procedures for administering horizontal improvement plans submitted in accordance with the Subdivision Code and design, development, construction, and inspection of horizontal improvements; and

WHEREAS, The ICA also establishes procedures relating to approvals by the San Francisco Fire Department, San Francisco Public Utilities Commission, San Francisco Public Works, and San Francisco Municipal Transportation Agency; and

WHEREAS, As authorized under the ICA, staff intends to negotiate a memorandum of understanding among City departments setting out permitting, maintenance, liability, and ownership responsibilities for the streets and other infrastructure and public facilities in the Pier 70 SUD; and

WHEREAS, Under San Francisco Charter Section B7.320, the Mayor may submit to the Board of Supervisors a memorandum of understanding between the Port Commission and another department of the City, approved by the Port Commission by resolution; and
WHEREAS, On August 24, 2017, the Planning Commission (1) reviewed and considered the Final Environmental Impact Report for the Pier 70 Mixed Use Project ("FEIR") (Case No. 2014-001272ENV); (2) found the FEIR to be adequate, accurate and objective, thus reflecting the independent analysis and judgment of the Planning Department and the Planning Commission; and (3) by Motion No. 19976, certified the FEIR as accurate, complete and in compliance with the California Environmental Quality Act ("CEQA"), the CEQA Guidelines, and Chapter 31 of the San Francisco Administrative Code; and

WHEREAS, At the same hearing, the Planning Commission approved the Pier 70 Mixed Use Project and in so doing, adopted approval findings under CEQA by Motion No. 19977, including a Statement of Overriding Considerations (the "Pier 70 CEQA Findings"), and adopted a Mitigation Monitoring and Reporting Program ("MMRP"); and

WHEREAS, A copy of the Planning Commission Motions, the Pier 70 CEQA Findings, and the MMRP are on file in Board File No. 170930 and may be found in the records of the Planning Department at 1650 Mission Street, San Francisco, CA, and are incorporated in this resolution by reference as if fully set forth herein; and

WHEREAS, On September 5, 2017, by Resolution No. 170905-112, the Board of Directors of the San Francisco Municipal Transportation consented to the ICA; and

WHEREAS, On September 26, 2017, by Resolution No. 17-48, the San Francisco Port Commission approved and authorized the Executive Director of the Port, or her designee, to execute the ICA and recommended its approval to the other consenting City departments; and

WHEREAS, On September 26, 2017, by Resolution No. 17-209, the San Francisco Public Utilities Commission consented to the ICA; and

WHEREAS, The Board of Supervisors has reviewed the FEIR, the MMRP and the CEQA Findings, and finds that the approvals before the Board of Supervisors are within the scope of the FEIR and that no substantial changes in the Pier 70 Mixed Use Project or the
circumstances surrounding the Pier 70 Mixed Use Project have occurred and no new information that could not have been known previously showing new significant impacts or an increase in severity in impacts has been discovered since the FEIR was certified; now, therefore be it

RESOLVED, That the Board of Supervisors adopts the Pier 70 CEQA Findings as its own and adopts the MMRP and imposes its requirements as a condition to this approval action; and be it

FURTHER RESOLVED, That the Board of Supervisors determines that the 28-Acre Site Project is furthered by the ICA, is in the best interests of the Port, the City, and the health, safety, morals and welfare of its residents, and is in accordance with the public purposes and provisions of applicable federal, state and local laws and requirements; and be it

FURTHER RESOLVED, That the Board of Supervisors approves the ICA under Charter Section B7.320 and authorizes the Executive Director of the Port, the Chief of the San Francisco Fire Department, the General Manager of the San Francisco Public Utilities Commission, the Director of San Francisco Public Works, and the Director of Transportation of the San Francisco Municipal Transportation Agency, or their designees, to execute and implement the ICA; and be it

FURTHER RESOLVED, That the Board of Supervisors authorizes and delegates to the Executive Director of the Port, the Chief of the San Francisco Fire Department, the General Manager of the San Francisco Public Utilities Commission, the Director of San Francisco Public Works, and the Director of Transportation of the San Francisco Municipal Transportation Agency, or their designees, the authority to make changes to the ICA and take any and all steps, including but not limited to, the attachment of exhibits and the making of corrections, as the they determine, in consultation with the City Attorney, are necessary or appropriate to consummate the ICA in accordance with this Resolution, including entering into
subsequent interagency memoranda of understanding regarding permitting, maintenance, liability, and ownership responsibilities for the streets and other infrastructure and public facilities in the Pier 70 SUD; provided, however, that such changes and steps do not materially decrease the benefits to or materially increase the obligations or liabilities of the City, and are in compliance with all applicable laws.
Resolution approving the Memorandum of Understanding between the Port and other City Agencies regarding Interagency Cooperation; and adopting findings under the California Environmental Quality Act.

October 19, 2017 Budget and Finance Committee - CONTINUED

October 26, 2017 Budget and Finance Committee - AMENDED

October 26, 2017 Budget and Finance Committee - RECOMMENDED AS AMENDED AS A COMMITTEE REPORT

October 31, 2017 Board of Supervisors - ADOPTED

Ayes: 11 - Breed, Cohen, Farrell, Fewer, Kim, Peskin, Ronen, Safai, Sheehy, Tang and Yee

I hereby certify that the foregoing Resolution was ADOPTED on 10/31/2017 by the Board of Supervisors of the City and County of San Francisco.

For Angela Calvillo
Clerk of the Board