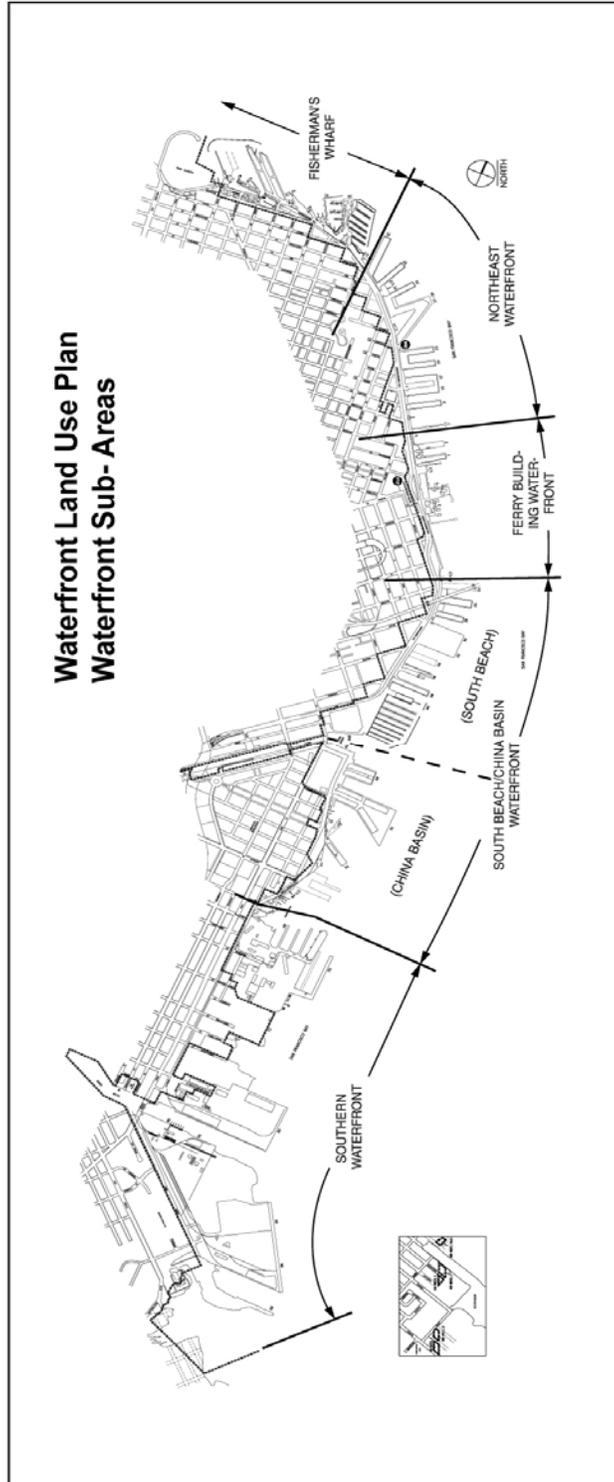


APPENDIX A

Waterfront Land Use Plan Review of Projects, Proposals & Implementation Efforts, 1997-2008



FISHERMAN'S WHARF WATERFRONT SUBAREA

(from the east end of Aquatic Park to the east side of Pier 39)

Subarea Objectives

- Restore and expand Fisherman's Wharf as a working fishing port.
- Attract revenue-generating new uses to help support and subsidize fishing industry and public activities
- Provide space for the existing and expansion needs of other maritime activities at the Wharf.
- Continue to integrate public, commercial, and maritime activities to preserve and enhance the diversity of uses at FW.
- Encourage activities that will facilitate the use of the area by local residents and diminish the Wharf's image as a "tourist-only" attraction.
- Rationalize and enhance the public access and open space program at FW.
- Provide efficiently planned parking and loading facilities to serve Wharf activities.

Fisherman's Wharf Planning Studies

Waterfront Plan Amendments - Fish Alley (2001) – Amendments to the Waterfront Plan policies for Fish Alley, in response to stakeholder concerns, to restrict uses to primarily fishing industry and maritime related uses.

2002-04 Fisherman's Wharf Planning Committee Recommendations (2002) – A joint BCDC and Port Commission Committee to develop planning recommendations for several Bay fill removal and public open space improvements. Further work is needed to address outstanding open space and Jefferson Street improvement options and funding needs.

Fisherman's Wharf Community Benefit District (2005) – Creation of Fisherman's Wharf Community Business District (CBD), which includes Fisherman's Wharf Port tenant businesses. The CBD is conducting community-based urban planning to study the transportation and pedestrian improvements, particularly along Jefferson Street, working with the San Francisco Planning Department. Planning study, including consultant Jan Gehl, is expected to be completed in 2009.

Fisherman's Wharf Projects

Hyde Street Harbor (2000) – A \$7 million Port project to construct 62 new berths in the Hyde Street Commercial Fishing Harbor, immediately adjacent to Pier 45, Sheds B & D, with funding assistance from California Dept of Boating and Waterways. The Harbor project followed up a \$14 million FEMA seismic repair of Pier 45, which included rehabilitation of Sheds B and D to create over 100,000 s.f. of modern fish processing space. Together, these improvements put San Francisco back on the map as a fishing industry center.

Fisherman's Wharf Public Access Improvements (various)

- Jefferson Street sidewalk widening
- Powell/Jefferson plaza and public seating
- Pier 43 ½ public access
- Fisherman's Wharf PortWalk Interpretive Sign Program
- Fisherman's Wharf Pedestrian way-finding sign program

Pier 45 Shed A (2000) – A development opportunity for a mixed-use, recreational and entertainment project in Pier 45 Shed A. The Port Commission selected Malrite Development team proposal for an interactive history museum, over a non-profit Bay Center development team. In November 2000, voters approved Proposition R, a non-binding statement of policy of the City and County of San Francisco to

create a public educational and interpretive facility at Pier 45, operated by an independent 501 (c) (3) non-profit organization, not subsidized by San Francisco taxes. In response to the passage of Proposition R, Malrite terminated its negotiations with the Port Commission in April 2001.

Pier 43 Historic Arch Public Access Rehabilitation (2002) – Port reconstruction, consistent with Secretary of Interior Standards following extensive fire damage of facility.

360 Jefferson Street (2005 -2008) – A leasing opportunity in the Fish Alley area which was awarded to Firewood Café/Meyers Company for a restaurant. The negotiations were not successful due to the high cost necessary to convert a non-restaurant space into a functioning restaurant. In May 2008, Port staff engaged discussions with the next qualified respondent, Portco, Inc. Portco for a retail store.

Wharf J-10 Demolition (2007) – Demolition of a historic wooden pier and shed after the Chief Harbor Engineer condemned the facility and declared a public safety emergency. The Port sought an emergency exemption to conduct the demolition immediately, which was appealed. At the direction of the Board of Supervisors, an Environmental Impact Report was required, which was completed in 2006. Thereafter, Port carried out the demolition in 2007.

Pier 43 Promenade - Creation of a shoreline open space project along the Bay Trail, involving removal of Bay fill, which was approved as part of the Proposition A Clean and Safe Neighborhood Parks General Obligation Bond, passed in February 2008.

NORTHEAST WATERFRONT SUBAREA

(from Pier 35½ to Pier 7)

Subarea Objectives

- Maximize opportunities for the retention of maritime operations
- Activate this area with an array of uses which establish a daytime and nighttime presence, but are not primarily tourist-oriented.
- Protect and enhance the historic maritime character of the area.
- New development should highlight the location of the area as a gateway to the North Beach and Chinatown neighborhoods to the west, and Fisherman’s Wharf to the north.
- Provide new public access amenities which highlight newly created points of interest.

Northeast Waterfront Planning Studies

Cruise Terminal Advisory Panel (2006)¹ – A committee appointed by the Port Executive Director to re-evaluate site options and implementation requirements for a new cruise terminal. The Panel recommended Pier 27 as the most cost-effective alternative.

Pier 27 Cruise Terminal Planning Study (current) - In response to the Cruise Terminal Advisory Panel’s recommendation, the Port Commission has directed site planning and design studies to evaluate the feasibility of converting the Pier 27 shed to a modern cruise terminal facility, with an integrated design for the Northeast Wharf plaza.

Northeast Waterfront Projects

Pier 35 Cruise Terminal Improvements (2005) – A \$4 million capital improvement project to bring Pier 35 into compliance with new Federal Homeland Security requirements, and to incorporate significant passenger amenities, and new BCDC public access improvements.

¹The Cruise Terminal Advisory Panel (CTAP) was initially formed to examine the Piers 30-32 James R. Herman New International Cruise Terminal in the South Beach/China Basin Waterfront. The final CTAP recommendations conclude that Pier 27 in the Northeast Waterfront is the preferred location for a primary cruise berth, based on a variety of factors.

Embarcadero Hotel (1998-2005) - Development of a 400 room hotel and parking facility at SWL 323/324 and 322-I, proposed by Stanford Hospitality, Inc., which was not realized.

Pier 27-31 Recreation Mixed Use Project (2000 to 2008) – A mixed use active recreation development proposed by Mills Corporation and, later, Shorenstein Properties LLC and Farallon Capital Management, neither of which were realized.

Exploratorium (current proposal) – A proposed new location for the Exploratorium museum of science, art and human perception, at Pier 15-17, currently undergoing CEQA environmental review and entitlements.

FERRY BUILDING WATERFRONT SUBAREA

(from Pier 5 Bulkhead to Rincon Park, north of Harrison Street)

Subarea Objectives

- Preserve and restore historic structures on the Ferry Building Waterfront, both to recall the area's historic use and to accommodate new uses.
- Provide maritime facilities for ferry and excursion boats, recreational boats, historic ships, and ceremonial berthing.
- Provide a mix of uses that emphasizes the civic importance of the area, generates waterfront activity and serves San Franciscans and visitors alike.
- Extend the PortWalk through the area, providing more convenient, direct and aesthetically pleasing public access connections to open space areas and the Bay.
- Restore the Ferry Building Waterfront as a major transit center by improving transit access and transfers among water and land transportation modes.
- Provide efficiently planned parking and loading facilities to serve new activities in the area.
- Physically and visually integrate the Ferry Building and environs with their spectacular City and Bay settings.
- Pursue a mix of public and private resources to achieve an appropriate quality and mix of uses.

Ferry Building Projects

Downtown Ferry Terminal, Phase I (2000) - A \$17 million Port project, with Federal transportation grant fund assistance, to add two public ferry berths, East Promenade public access along the Bay side of the Ferry Building, and the Pier 14 Breakwater. Port currently with working with the Water Emergency Transportation Authority (WETA) to plan the second phase of improvements for the Downtown Ferry Terminal.

Pier 1 Historic Rehabilitation (2001) – Port development proposal by AMB Property Corp to convert Pier 1 to office space to house the Port's headquarters, and other office tenants. This was the Port's first historic pier rehabilitation project, which required listing on the National Register of Historic Places, complied with Secretary of Interior Historic Preservation Standards, and relied on tax credits under the Federal Historic Preservation Tax Credit program.

Ferry Building Historic Rehabilitation (2003) - Historic rehabilitation which involved major alterations to open up the central nave for public transportation, access and recreational use, including locally-owned food and artisan businesses oriented around San Francisco's food culture, and CUESA Farmers Market. Project meets Secretary of Interior Historic Preservation Standards and took advantage of Federal Historic Preservation Tax Credit program.

Rincon Park (2003) – A waterfront park designed by the Olin Partnership, south of the Agriculture Building, developed by The Gap and San Francisco Redevelopment Agency as part of the Rincon Point-South

Beach Redevelopment Plan, providing passive open space on a grassy landscaped knoll, punctuated by the “Cupid’s Span” sculpture by Claes Oldenburg and Coosje van Bruggen.

Pier 1½, 3, 5 Historic Rehabilitation (2006) - A development project by San Francisco Waterfront Partners LLC, to rehabilitate these historic bulkhead buildings, consistent with Secretary of Interior Standards, which included construction of a new office building on Pier 3, generous Bayside History Walk public access, and recreational berthing facilities.

Rincon Restaurants (2007) – The Rincon Park plans included a 20,000 square-foot site for restaurant development, to compensate the Port for dedication of the overall site for development of Rincon Park. Two waterfront restaurants, Waterbar and Epic Roasthouse, were developed, an \$18 million project, offering spectacular views of the Bay and Bay Bridge.

Pier 14 Breakwater Public Access (2007) – The improvement of the top platform of the breakwater for public access, offering seating, public art and expansive waterfront views, requiring funding assistance from multiple public agencies. The scope of the project included the reprogramming of the area adjacent to the entrance as a location for a revolving exhibit of public art installations.

SWL 347N and 347S - These lots were included in SB 815, approved by Governor Arnold Schwarzenegger, which allows public trust use restrictions to be lifted until 2084. No project is contemplated for these lots at this time.

Water Emergency Transit Authority (WETA) - WETA has become a Port tenant, with anchor offices and planned layover berthing facilities at Pier 9. The Port is working with WETA to plan Phase II of the Downtown Ferry Terminal in the Ferry Building area.

Seawall Lot 351, The Embarcadero/Washington Development (current project) - Port Commission authorized RFP for hotel, office, residential, recreation and/or restaurant/retail uses, and at least 90 parking spaces to meet Port contractual obligations to the Ferry Building. Development proposals are due on December 15, 2008.

SOUTH BEACH/CHINA BASIN WATERFRONT SUBAREA

(from Pier 22½ to Mariposa Street)

Subarea Objectives

- Preserve and rationalize existing industrial maritime activities in the area.
- Preserve and improve existing maritime uses that provide focal points for public enjoyment of commercial and recreation-oriented maritime activities.
- Promote activities and public access to make the waterfront inviting and safe, and improve the living environment of the new and emerging Rincon Hill, south Beach and Mission Bay neighborhoods.
- Take advantage of proximity to downtown San Francisco by providing attractions for the general public, while respecting the needs of adjacent residents. Create an integrated series of public access improvements that extend a shoreline PortWalk through the area, and provide a unifying pedestrian connection between South Beach and Mission Bay at China Basin Channel.
- Establish high standards in the design of new development that give rise to a new architectural identity for the shoreline north of China Basin Channel.

South Beach/China Basin Waterfront Planning & Projects

Pacific Bell/AT&T Ballpark (2000) - After passage of Proposition D in 1997, the China Basin Ballpark Company developed this \$357 million privately financed baseball stadium for the San Francisco Giants,

which made the waterfront as much the center of attention as the game of baseball. The project includes generous public access, including China Basin Park on the south shore of China Basin Channel.

China Basin Landing (2001) – Port development of a new public ferry landing facility adjacent to the Ballpark, to provide direct access for ballpark fans to alternative transportation.

Pier 50 Port Maintenance Center (1999) - In concert with the development of AT&T Ballpark at China Basin, the Port established a new central base for its maintenance operations at Pier 50, Shed D.

Removal of Pier 34 (2001) – Bay fill removal consistent with Port and BCDC plan policies

Removal of Pier 24 (2001) – Bay fill removal consistent with Port and BCDC plan policies

International Museum of Women (2004) – Non-profit International Museum of Women approached the Port with an unsolicited proposal to rehabilitate historic Pier 26 and convert it into a state-of-art museum honoring women all over the world. This project received a waiver to the Port's competitive development solicitation process, but was unsuccessful at raising sufficient funds to address the pier substructure requirements of this pier rehabilitation proposal.

South Beach Children's Play Area (2005) – San Francisco Redevelopment Agency construction of play area for children, as part of the Rincon Point-South Beach Redevelopment Plan.

Bryant Street Pier/ Piers 30-32 James R. Herman International Cruise Terminal (2006) – A major mixed use development proposal by San Francisco Cruise Terminal, LLC (SFCT) to build the James R. Herman cruise terminal facility on Pier 30-32, with a mix of office, commercial, maritime support, and public access uses, a Brannan Street Wharf public park to replace Pier 34 and 36 to the south, and hotel on SWL 330 across The Embarcadero. The project required special State legislation for the pier development program, and a change to residential use on SWL 330 to generate sufficient revenues to carry the project. The development of condominiums required a swap of the public trust from SWL 330 to Port land in the Southern Waterfront. The project secured all entitlement approvals in 2005, however ran into unexpectedly high substructure repair and construction costs of the project. While the condominiums were successfully completed, the revenues generated were insufficient to finance the Pier 30-32 improvements, and SFCT let its development contract with the Port expire.

Seawall Lot 330 - The remainder of SWL 330 was included in SB 815, which declared certain Port seawall lots no longer useful to the trust and allowed leasing for non-trust uses for period of up to 75 years, subject to certain conditions.

South Beach Harbor Repairs and Dock Improvements & Community Facility (2007) – The San Francisco Redevelopment Agency capital improvements to the South Beach Harbor berths, docks and Pier 40 shed, including new public access, and support of kayak and hand-powered recreational craft, Bike Hut and major new facility to serve the boating community, South Beach Harbormaster staff, and the South Beach Yacht Club, as part of the Rincon Point-South Beach Redevelopment Plan.

Harbor Services – The Port has been protective of maintaining a base of harbor services, which can co-exist with new, publicly-oriented mixed use development. In 2008, the Port signed a new 10-year lease with Westar Marine Services at Pier 50. The Port is working with the Exploratorium to ensure the proposed science museum complex also provides for retention and improvement of facilities for Baydelta Maritime, a tug and tow maritime operator.

Seawall Lot 337 (current) - A 16-acre waterfront site within the Mission Bay neighborhood, the Port Commission and staff conducted a year-long public planning process to define land use, site and design parameters to inform the issuance of a development RFP. The Port conducted the planning work with participation of a number of other City agencies. The Port Commission directed a two-step developer selection process, and the creation of a SWL 337 Advisory Panel to review and recommend development proposals. Four RFQ concept proposals were received in February 2008, which underwent extensive

public review, yielding invitations to two teams to submit RFP proposals. Those two teams have decided to submit a joint proposal, which will occur in January 2009. The SWL 337 site is included in SB 815, which allows the development of non-trust uses, subject to conditions of the law.

Brannan Street Wharf and Bayfront Park – Both of these waterfront open space projects will receive General Obligation Bond funding from the passage of Proposition A Clean and Safe Neighborhood Parks measure. The Port has initiated contracting for the cost and site engineering analysis for Brannan Street Wharf, and begun site coordination with the San Francisco Redevelopment Agency because Bayfront Park is within the Mission Bay South Redevelopment Plan area.

Pier 52 Boat Launch (2008) - The Port worked diligently with the boating community and California Department of Boating and Waterways to complete the long-awaited \$2.4 million Pier 52 public boat launch and parking lot in the Mission Bay area.

SOUTHERN WATERFRONT SUBAREA

(from Pier 70 to India Basin)

Subarea Objectives

- Maximize the utilization of existing cargo terminal facilities.
- Pursue financing mechanisms to develop competitively priced maritime support facilities in the S Waterfront.
- Maximize the productivity of Port assets through interim use of property reserved for maritime expansion.
- Development of non-maritime land uses that would be beneficial to the Port and compatible with maritime activities should be considered in areas which are surplus to long-term maritime needs.
- Promote non-maritime activities in and around three historic Union Iron Works buildings to facilitate the revitalization of an area that survives as an example of San Francisco's earliest maritime industry.
- Reserve or improve areas which will provide opportunities for the protection of wildlife habitat and for passive and active recreational uses.
- Enhance the public's appreciation of the waterfront by providing greater opportunities for access in a manner which does not compromise the efficiency of maritime operations.

Southern Waterfront Planning

Pier 70 Preferred Master Plan (current) - A major public planning process by the Port, assisted by preservation, planning and economic consultants to establish a land use and development framework for the entire 65 acre Pier 70 area, which rehabilitates as many of the site's extraordinary historic structures as possible, integrates an economic development program to fund site improvements including waterfront open space, and maintains adjacent ship repair and drydock operations by BAE Systems.

Southern Waterfront Planning and Management – Coordinated Port address to market and secure cargo businesses and customers, and other business activities centered around the Port's major terminals at Pier 80 and 94-96, while also integrating environmental clean-up, community beautification, jobs, and new public open space venues in the waterfront south of Pier 70. Port staff reported on these coordinated efforts to the Port Commission in August 2008. The staff report is available on the Port's website at: <http://www.sfgov.org/site/uploadedfiles/port/meetings/supporting/2008/Item%2011b%20Southern%20Waterfront%20Leasing%20and%20Planning%20Update.pdf>

Maritime Cargo & Industrial Land Use Study (2001 & 2008) – Comprehensive review of all Port maritime industries to ensure the Port continues to dedicate sufficient land area and resources for these purposes, and to address other operational and financial needs.

Pier 90-94 Backlands Planning Study (2001-2007) – Community planning process, coordinated with efforts by the Redevelopment Agency to plan for adjacent lands, to define interim and long-term land uses and public improvements, including public access, open space and environmental justice improvements. Further information and reports regarding the Pier 90-94 Backlands are available on the Port's website at: http://www.sfgov.org/site/port_page.asp?id=31783

Southern Waterfront Final Supplemental Environmental Impact Report (1999.377E) – Analyzes the environmental effects of proposed new maritime and industrial uses in the Pier 80 to 96 area, including the Illinois Street Intermodal Bridge. Engagement with the environmental community during this process launched the Port's efforts to develop a natural stormwater management program.

Southern Waterfront Projects

Heron's Head Park (1999, 2007) – A major site clean-up and restoration effort to convert Pier 98 to a public access park with native plants and animal life and tidal wetlands ecosystem. The \$1.3 million effort included California Coastal Conservancy and San Francisco Bay Trail funds, completed in 1999 and reopened as Heron's Head Park which is now used for education and recreation by thousands fishermen, bird-watchers, and students and visitors, and more than 100 bird species each year. Education and public participation programs at Heron's Head Park are run by Literacy for Environmental Justice (LEJ), a local non-profit organization dedicated to providing environmental education programs to urban youth, with programs free of charge. In 2007, the Port worked with LEJ to approve the construction of an Eco-Center facility, providing a facility to support its education program utilizing state-of-the-art green building standards.

Islais Landing (2000) – The Port worked with the Friends of Islais Creek to support the construction of a launch facility for kayaks and non-motorized craft, and landscaping and shoreline public access improvements.

Third & Cargo Way Gateway Landscaping (2003) - Landscape design and construction of improvements funded by Hanson Aggregates, at the gateway to the Bayview-Hunters Point neighborhood.

Pier 94 Wetlands (2006) - A salt marsh along the northeastern shore of Pier 94 created after a portion of the Pier 94 fill subsided, which provides rare and valuable habitat in this highly industrialized portion of the Bay shoreline. From Fall 2005 through Winter 2006, the Port completed wetlands expansion and enhancement with funding from the Port, the San Francisco Bay Natural Resources Trust, and the California Coastal Conservancy. The Golden Gate Chapter of the Audubon Society has "adopted" the wetlands at Pier 94, hosting regular volunteer work days and wildlife viewing events and working with volunteers to monitor the success of the wetland improvements and biological diversity at the site.

Pier 70 Drydock #2 (2008) – A tripartite agreement between the Port, Princess Cruises, and BAE Systems San Francisco Ship Repair for a \$5 million investment to upgrade Drydock #2, which has secured San Francisco's position as the only ship repair port on the west coast of the Americas that can service the largest cruise ships operating in the Pacific.

Piers 80 and 94-96 Terminals - Expanded Port marketing efforts to increase business opportunities, which resulted in Pier 80 being converted from container use to a general cargo facility, use of Pier 94-96 for bulk cargo.

Illinois Street Bridge (2008) – A \$27 million Port project, requiring funding assistance from multiple public agencies, to construct a multi-modal bridge providing on-dock freight rail to the Pier 80 cargo terminal, linked to the Port's intermodal cargo freight yard and Pier 94-96, as well as a route for trucks, bicycles and pedestrians that reduces traffic congestion and emissions on Third Street. The development of Muni's T-Line light rail transit on Third Street eliminated one traffic lane in each direction, which reduced vehicle capacity along Third Street.

Blue-Greenway - The City's 2006 Blue-Greenway Task Force identified a series of open space improvements to benefit the City's southern neighborhoods and continue public waterfront access through the Port's Southern Waterfront jurisdiction beyond to the San Francisco County Line. The Proposition A Clean and Safe Neighborhood Parks measure provides \$22 million in General Obligation Bond funds for Blue-Greenway projects on Port property. The Port will conduct community planning to define and prioritize Blue Greenway park improvements.

Other Waterfront Plan Implementation Steps

- Embarcadero Transportation Task Force, 2001
- Embarcadero Parking and Transportation Study, 2005
- Pier 1-5 National Register Historic District Designation, 2001
- Embarcadero National Register Historic District Designation, 2006
- Port 10-Year Capital Plan, 2006
- Port Stormwater Control Management Guidelines, 2007
- State Legislation Measures:
 - AB 1389 (Shelley) to support Bryant Street Pier/James Herman International Cruise Terminal Project, 2003
 - SB 1085 (Migden) to enable creation of Infrastructure Finance Districts (IFDs) for Port of San Francisco to capture property tax increments to pay for qualified infrastructure improvements of Port property, 2005
 - SB 815 (Migden) to allow State Lands Commission to permit development of non-trust uses on specified Port seawall lot sites, consistent with provisions in the legislation, 2007
 - AB 2367 (Leno) changes to the earlier IFD Law that would, if adopted, allow the City to retain the 25.3% of property taxes from a Port IFD that goes to the State. This bill is still pending.
- San Francisco Ballot Measures:
 - Proposition A Clean and Safe Neighborhood Parks, 2008
 - Proposition D Pier 70 Charter Amendment, 2008