

SAN FRANCISCO PORT COMMISSION

Kimberly Brandon, President
Willie Adams, Vice President
Gail Gilman, Commissioner
Victor Makras, Commissioner
Doreen Woo Ho, Commissioner

Elaine Forbes, Executive Director
Office: 415-274-0400

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Office: 415-274-0406

AGENDA PORT COMMISSION MEETING

TUESDAY, JUNE 12, 2018
2:00 P.M. CLOSED SESSION
3:15 P.M. OPEN SESSION

PORT COMMISSION HEARING ROOM, SECOND FLOOR
FERRY BUILDING, SAN FRANCISCO, CA 94111

The Port Commission Agenda as well as Staff Reports/Explanatory Documents available to the public and provided to the Port Commission are posted on the Port's Website at www.sfport.com. The agenda packet is also available at the Pier 1 Reception Desk. If any materials related to an item on this agenda have been distributed to the Port Commission after distribution of the agenda packet, those materials are available for public inspection at the Port Commission Affairs Manager's Office located at Pier 1 during normal office hours.

1. **CALL TO ORDER / ROLL CALL**
2. **APPROVAL OF MINUTES** – May 22, 2018
3. **PUBLIC COMMENT ON EXECUTIVE SESSION**
4. **EXECUTIVE SESSION**
 - A. Vote on whether to hold a closed session and invoke the attorney-client privilege.
 - (1) CONFERENCE WITH LEGAL COUNSEL AND REAL PROPERTY NEGOTIATOR – This is specifically authorized under California Government Code Section 54956.8. *This session is closed to any non-City/Port representative: (Discussion Item)
 - a. Property: Seawall Lot 322-1, an approximately 37,810 square foot rectangular land parcel bounded by Broadway, Front and Vallejo

Streets; Assessor Block 0140, Lot 7, located at the corner of Front and Broadway Streets.

Person Negotiating: Port: Michael Martin, Deputy Director, Real Estate and Development; Rebecca Benassini, Assistant Deputy Director, Real Estate and Development; and Ricky Tijani, Development Project Manager, Real Estate and Development.

*Negotiating Parties: Mayor's Office of Housing and Community Development ('MOHCD'): Mara Blitzer, Director of Housing Development, and Faith Kirkpatrick, Project Manager; and Co-Developers, Bridge Housing and the John Stewart Company: Marie Debor, Vice President of Development for Bridge and Don Lusty, Director of Development for JSCo.

Under Negotiations: ___Price ___ Terms of Payment X Both.
Pursuant to Resolution 14-16, the Port entered into a Memorandum of Understanding with MOHCD for development of an affordable housing project on SWL 322-1 under a proposed Port lease with MOHCD's selected developer. In this executive session, the Port's negotiator seeks direction from the Port Commission on factors affecting the price and terms of lease payment to include in a new MOU with MOHCD that will serve as the basis for the proposed lease with MOHCD-selected developer including price structure and financing mechanisms, as well as rent to be paid by the developer under the proposed lease. The executive session discussion will enhance the capacity of the Port Commission during its public deliberations and actions to set the price and payment terms that are most likely to maximize the benefits to the Port, the City, and the People of the State of California.

- b. Property : Java House LLC. Located at Pier 40 ½ , under Lease L-1400

Person Negotiating: Port: Michael Martin, Deputy Director, Real Estate and Development; Elliott Riley, Senior Property Manager.

*Negotiating Parties: Paul Osmundson – Frankie's Java House, LLC
Michael Heffernan – Frankie's Java House, LLC
Sophia Papadopoulos – Java House, LLC

Under Negotiations: ___Price ___ Terms of Payment X Both.
Port staff has been approached with a proposal to extend Lease No. L-14100 with Java House, LLC in connection with a potential sale transaction. Port staff are evaluating the proposed terms including the proposed price and terms of payment for such an extension and the executive session discussion will be an opportunity for the Port Commission to provide negotiation direction regarding price and terms of payment, improvements, rental rate resets, participation in sale proceeds and other factors affecting the form, manner and payment of

consideration for a possible extension, and which in turn will enhance the capacity of the Port Commission during its public deliberations and actions to set the price and payment terms that are most likely to maximize the benefits to the Port, the City, and the People of the State of California.

5. RECONVENE IN OPEN SESSION

- A. Possible report on actions taken in closed session pursuant to Government Code Section 54957.1 and San Francisco Administrative Code Section 67.12.
- B. Vote in open session on whether to disclose any or all executive session discussions pursuant to Government Code Section 54957.1 and San Francisco Administrative Code Section 67.12.

6. PLEDGE OF ALLEGIANCE

7. ANNOUNCEMENTS

- A. Announcement of Prohibition of Sound Producing Electronic Devices during the Meeting: Please be advised that the ringing of and use of cell phones, pagers and similar sound-producing electronic devices are prohibited at this meeting. Please be advised that the Chair may order the removal from the meeting room of any person(s) responsible for the ringing of or use of a cell phone, pager, or other similar sound-producing electronic device.
- B. Announcement of Time Allotment for Public Comments: Please be advised that a member of the public has up to three minutes to make pertinent public comments on each agenda item unless the Port Commission adopts a shorter period on any item.

8. PUBLIC COMMENT ON ITEMS NOT LISTED ON THE AGENDA

Public comment is permitted on any matter within Port jurisdiction and is not limited to agenda items. Public comment on non-agenda items may be raised during Public Comment Period. A member of the public has up to three minutes to make pertinent public comments. Please fill out a speaker card and hand it to the Manager of Port Commission Affairs. If you have any question regarding the agenda, please contact the Manager of Port Commission Affairs at 415-274-0406. No Commission action can be taken on any matter raised during the public comment period for items not listed on the agenda other than to schedule the matter for a future agenda, refer the matter to staff for investigation or respond briefly to statements made or questions posed by members of the public. (Government Code Section 54954.2(a))

9. EXECUTIVE

- A. Executive Director's Report

- B. Port Commissioners' Report: Without discussion, at this time Commissioners may make announcements regarding various matters of interest to the Commissioner(s).

10. ENGINEERING

- A. Request authorization to award Construction Contract No. 2786, Pier 94 Backlands Improvement Project to Hoseley Corporation in the amount of \$6,969,003 and authorize a contract contingency fund of 10% for a total authorization of \$7,665,903. (Resolution No. 18-35)
- B. Request authorization to advertise for competitive bids for Construction Contract No. 2806, Pier 31 Shed Window & Wall Repair Project. (Resolution No. 18-36)

11. PLANNING & ENVIRONMENT

- A. Informational Presentation on Waterfront Plan Working Group Transportation Recommendations produced in Part 2 of the Waterfront Plan Update public planning process.
- B. Informational Presentation on the status of the Downtown Ferry Terminal and Mission Bay Ferry Landing projects and the Port and WETA's water transportation planning.

12. REAL ESTATE & DEVELOPMENT

- A. Informational Presentation on the Fiscal Year 2018-19 Monthly Rental Rate Schedule, Monthly Parking Stall Rates and Special Events.
- B. Request adoption of the Final Mitigated Negative Declaration and the Mitigation Monitoring and Reporting Program for the Alcatraz Ferry Embarkation Project (2017-000188ENV) located at Piers 31-33 on The Embarcadero at Bay Street (Site) pursuant to the California Environmental Quality Act; and

Request approval of three transaction documents: (1) a General Agreement between the Port and the National Park Service (NPS) for a thirty-year term with two ten-year options for use of the Site primarily as the embarkation to Alcatraz Island including: (2) a form lease with an initial ferry concessioner to be selected by NPS for site improvements and ferry services including from the Site to Alcatraz Island coterminous with the ferry concession contract; and (3) a lease with the Golden Gate National Parks Conservancy for site improvements and to operate visitor amenities including a visitor-contact station and café for a thirty-year term with two ten-year options coterminous with the General Agreement.

(This action constitutes the Approval Action for the project for the purposes of CEQA, pursuant to San Francisco Administrative Code Section 31.04(h).)
(Resolution No. 18-37)

- C. Informational presentation on the proposed transaction documents related to Seawall Lot 322-1 (the “Site”) located at Broadway and Front Streets: (1) an Option to Lease Agreement between the Port and 88 Broadway Family LP (the “Developer”); (2) a form ground lease with an initial 57-year term and an 18-year extension option (the “Ground Lease”) with the Developer to develop up to 125 affordable housing units and ancillary ground level uses on the Site (the “Project” or the “Family Project”); and (3) a new Memorandum of Understanding (the “Development MOU”) between the Port and the Mayor’s Office of Housing and Community Development (the “Housing Office”) with a term that is coterminous with the Ground Lease.

13. FINANCE & ADMINISTRATION

- A. Discussion and possible action on Port Executive Director Salary pursuant to Charter Section B3.581(h) (Resolution No. 18-38)

14. NEW BUSINESS

15. ADJOURNMENT

JULY 10, 2018

	FACILITY/POLICY	ITEM	TITLE
1	Warm Water Cove Park, 24 th & Illinois Streets	Informational	Presentation on the San Francisco Planning Department's Dogpatch Central Waterfront Public Realm Plan, including recommendations for Port property including Warm Water Cove Park, 24th and Illinois Streets
2	Portwide	Informational	Update on the Seawall Earthquake Safety and Disaster Prevention Program and review of Portwide Resilience Strategy
3	Southern Waterfront	Informational	Presentation on the Southern Waterfront Beautification Policy Fund Review
4	Portwide	Informational	Update on the San Francisco Sea Level Rise Action Plan and Port Sea Level Rise Projects
5	Crane Cove Park	Action	Authorization to award Construction Contract No. 2781R, Crane Cove Park Construction Package 2, Park Improvements
6	Pier 29	Action	Authorization to award construction Contract No. 2797, Pier 29 Utility Upgrade and Beltline Building Sewer Re-routing Project
7	Portwide	Action	Approval of the Fiscal Year 2018-19 Monthly Rental Rate Schedule, Monthly Parking Stall Rates and Special Events
8	Portwide	Action	Approval to increase building permit application fees to match the fee scheduled at the Department of Building Inspection
9	Pier 27	Action	Authorization to award Construction Contract No. 2787R, Pier 27 Passenger Shelter
10	100 Cargo Way	Action	Approval of three agreements relating to rail operations in connection with a sale of San Francisco Bay Railroad, Inc. ("SFBR"): (1) an amendment to Amended and Restated Lease No. L-14397 ("Lease") between the Port of San Francisco and SFBR of the Intermodal Container Transfer Facility located at 100 Cargo Way to extend the term; (2) an equipment lease No. L-16372 of two locomotives to SFBR (including the Port's new grant-funded locomotive) to replace the original locomotives lease No. 14502; and (3) an amendment to Rail Agreement No. L-14503 with SFBR to extend the term; all agreements to expire on December 31, 2033
11	South Beach Harbor / Pier 40	Action	Approval of a five-year lease and associated license and berthing agreement between the Port of San Francisco and an existing Pier 40 retail tenant, Spinnaker Sailing San Francisco, a California Corporation (Lease Number L-16336) and exemption from the Port's Retail Leasing Policy for operations in the Pier 40 Shed and South Beach Harbor

AUGUST 14, 2018

	FACILITY/POLICY	ITEM	TITLE
1	South Beach Harbor	Informational	Presentation of Financial and Operational Performance of South Beach Harbor
2	Portwide	Action	Port Commission endorsement of recommendations to prepare draft amendments to update the Waterfront Land Use Plan

SEPTEMBER 11, 2018

	FACILITY/POLICY	ITEM	TITLE
1	Portwide	Informational	Presentation from Harlan Kelly, Public Utilities Manager General Manager, on the PUC's public benefits policy
2	Portwide	Informational	Presentation regarding Port's public benefits policy
3	Jefferson Street	Action	Approval of final design of Jefferson Street Phase 2 roadway reconstruction and changes to parking and loading per Port Harbor Code

DATE TO BE DETERMINED

	FACILITY/POLICY	ITEM	TITLE
1	Portwide	Informational	Presentation regarding the Policy for the Extension of Long Term Leases
2	Pier 27, Piers 30-32, Pier 35	Informational	Presentation of Cruise Strategy regarding Passenger Growth, Revenue Generation and Facility Capital Expenditures
3	Piers 80-96	Informational	Presentation on the implementation of the Piers 80-96 Maritime Eco-Industrial Center Strategy
4	Portwide	Informational	Annual Update by the Mayor's Office of Housing and Community Development
5	Portwide	Informational	Presentation from the San Francisco Municipal Transportation Agency regarding transportation issues on the waterfront and Embarcadero
6	Portwide	Informational	Presentation by the City of San Francisco's Office of Economic and Workforce Development (OEWD) on the Southern Bayfront (Mission Bay, Central Waterfront, Bayview Hunters Point, Candlestick areas) interagency coordination to guide community and citywide investment
7	Portwide	Informational	Update on the City's Resiliency Plan
8	Pier 29 Annex	Informational	Presentation regarding a Request for Proposals for a retail space located at Pier 29 Annex (Beltline Building) on the Embarcadero
9	Pier 22½	Informational	Periodic update on the Fireboat Station 35 Expansion at Pier 22½
10	Pier 43½	Informational	Presentation regarding the proposed term sheet

			with Golden Gate Scenic Steamship Corporation, located at Piers 43½ in Fisherman’s Wharf
11	Seawall Lot 322-1 @ Broadway & Front Streets	Informational	<p>Presentation regarding a proposed Option Agreement and attached Form of Ground Lease with 88 Broadway Family LP for SWL 322-1 (“Site”) located at Broadway and Front Streets with a lease term of 57 years with one 18-year extension option to develop and operate affordable housing on the Site</p> <p>Presentation regarding a proposed Memorandum of Understanding between the Port and the San Francisco Mayor’s Office of Housing and Community Development regarding payment of fair market value and ongoing coordination and cooperation relating to the ground lease of Seawall Lot 322-1 located at Broadway and Front Streets (“Site”) for the development and operation of affordable housing at the Site by 88 Broadway Family LP</p>
12	Portwide	Action	Approval to issue a Request for Proposals Soliciting As-Needed Hazardous Waste Transportation and Disposal Services

JULY / AUGUST / SEPTEMBER 2018
CALENDAR OF UPCOMING PORT MEETINGS – OPEN TO THE PUBLIC

DATE	TIME	GROUP	LOCATION
JULY 10	2:00 PM Closed Session 3:15 PM Open Session	Port Commission	Port Commission Hearing Room Ferry Building
AUGUST 14	2:00 PM Closed Session 3:15 PM Open Session	Port Commission	Port Commission Hearing Room Ferry Building
SEPT. 11	2:00 PM Closed Session 3:15 PM Open Session	Port Commission	Port Commission Hearing Room Ferry Building
SEPT. 25	2:00 PM Closed Session 3:15 PM Open Session	Port Commission	Port Commission Hearing Room Ferry Building

NOTES:

The San Francisco Port Commission meets regularly on the second and fourth Tuesday of the month at 3:15 p.m., unless otherwise noticed. The Commission Agenda and staff reports are posted on the Port's Website @ www.sfport.com. Contact Amy Quesada at 415-274-0406 or amy.quesada@sfport.com

Full Commission meetings are replayed on San Francisco cable via SFGovTV2 and streamed on the Internet. Broadband service is recommended for access. The Port Commission is generally broadcast on SFGovTV2, cable channel 78 on the 2nd & 4th Thursday of the month at 9 p.m. SFGovTV archives include a recording of each meeting, an agenda with links to the specific portion of the meeting, a file containing all closed captions for the deaf from the meeting and an MP3 recording of the meeting. The Port Commission meetings can be viewed online at http://sanfrancisco.granicus.com/ViewPublisher.php?view_id=92

The Fisherman's Wharf Waterfront Advisory Group (FWWAG) meets regularly on a bi-monthly basis, on the third Tuesday of the month. The regular meeting time and place is 9:00 a.m. at Scoma's Restaurant, Pier 47 at Fisherman's Wharf. Contact Rip Malloy @ 415-274-0267 or rip.malloy@sfport.com

The Maritime Commerce Advisory Committee (MCAC) meets every other month, on the third Thursday of the month, from 11:30 a.m. to 1:00 p.m. @ Pier 1. Contact Michael Nerney @ 415-274-0416 or michael.nerney@sfport.com

The Mission Bay Citizens Advisory Committee meets on the second Thursday of the month at 5:00 p.m. in the Creek Room at Mission Creek Senior Building located at 225 Berry Street in San Francisco (along the Promenade just beyond the library.) Contact Hilde Myall @ 415-749-2468 or hilde.myall@sfgov.org. For matters related to the proposed Golden State Warriors Event Center, the main contact is Adam Van de Water at MOED Adam.VandeWater@sfgov.org

The Northeast Waterfront Advisory Group (NEWAG) meets regularly on a bi-monthly basis on the first Wednesday of the month from 5:00 p.m. to 7:00 p.m. in the Bayside Conference Room @ Pier 1. Contact Diane Oshima @ 415-274-0545 or diane.oshima@sfport.com

The Central Waterfront Advisory Group (CWAG) meets monthly on an as-needed basis, generally on the third Wednesday of the month from 5 to 7 p.m. in the Bayside Conference Room at Pier 1. Contact Mark Paez @ 415-705-8674 or mark.paez@sfport.com

The Southern Waterfront Advisory Committee (SWAC) meets at the last Wednesday of the month as needed from 6:00 to 8:00 p.m. Location to be determined. Contact David Beaupre @ 415-274-0539 or david.beaupre@sfport.com

The Waterfront Design Advisory Committee (WDAC) meets, as needed, jointly with the Design Review Board of the Bay Conservation and Development Commission on the first Monday of the month at BCDC, 50 California Street, Rm. 2600, at 6:30 p.m. The Committee meets as needed on the fourth Monday of the month at 6:30 p.m. in the Bayside Conf. Rm. @ Pier 1. Contact Dan Hodapp @ 415-274-0625 or dan.hodapp@sfport.com

ACCESSIBLE MEETING INFORMATION POLICY

FERRY BUILDING:

The Port Commission Hearing Room is located on the second floor of the Ferry Building. The main public entrance is from the west (Embarcadero) side and is served by a bank of elevators adjacent to the historic staircase. Accessible public restrooms are on the first floor at the northeast end of the building as well as on the second floor across the lobby from the Port Commission Hearing Room. The main path of travel to the Port Commission Hearing Room is equipped with remote infrared signage (Talking Signs). The Port Commission Hearing Room is wheelchair accessible. Accessible seating for persons with disabilities (including those using wheelchairs) is available.

The closest accessible BART and MUNI Metro station is Embarcadero located at Market & Spear Streets. Accessible MUNI lines serving the Ferry Building area are the F-Line, 9, 31, 32 and 71. For more information about MUNI accessible services, call (415) 923-6142. The nearest accessible parking is provided in the following off-street pay lots: 3 spaces in the surface lot on the west side of the Embarcadero at Washington Street.

Hourly and valet parking is available in the Pier 3 lot. This lot is accessed through the Pier 3 bulkhead building entrance on the east side of the Embarcadero. This lot is located on the pier deck; adjacent to the ferry boat Santa Rosa. Additional covered accessible off-street pay parking is available in the Golden Gateway Garage, which is bounded by Washington, Clay, Drumm and Battery Streets. Entrance is on Clay St. between Battery and Front Streets. There is no high-top van parking. Metered street parking is available on the Embarcadero, Washington, Folsom & Drumm Streets.

In order to assist the City's efforts to accommodate persons with severe allergies, environmental illness, multiple chemical sensitivity or related disabilities, attendees at public meetings are reminded that other attendees may be sensitive to various chemical based products. Please help the City to accommodate these individuals.

Accessible Meeting Information:

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Disability Accommodations:

To request assistive listening devices, sign language interpreters, readers, large print agendas or other accommodations, please contact Wendy Proctor, Port's ADA Coordinator at (415) 274-0592 or via email at wendy.proctor@sfport.com or Amy Quesada, Port Commission Affairs Manager, at (415) 274-0405 or via email at amy.quesada@sfport.com at least 72 hours in advance of the hearing. The Port's TTY number is (415) 274-0587.

Language Assistance

311 Free language assistance / 免費語言協助

/ Ayuda gratuita con el idioma / Бесплатная помощь переводчиков / Trợ giúp Thông dịch Miễn phí / Assistance linguistique gratuite / 無料の言語支援 / 무료 언어 지원 / ကာ " ဝ " နာ " ဗ " ' န / Libreng tulong para sa wikang Tagalog

To request an interpreter for a specific item during the hearing, please contact Port's Language Access Liaison, Matthias Giezendanner at (415) 274-0471 or email him at matthias.giezendanner@sfport.com at least 48 hours in advance of the hearing.

SPANISH:

Agenda para la Comisión de Planificación. Si desea asistir a la audiencia, y quisiera obtener información en Español o solicitar un aparato para asistencia auditiva, llame Matthias Giezendanner al 415-274-0471. Por favor llame por lo menos 48 horas de anticipación a la audiencia.

CHINESE:

規劃委員會議程。聽證會上如需要語言協助或要求輔助設備，請致電Matthias Giezendanner 415-274-0471。
請在聽證會舉行之前的至少48個小時提出要求。

TAGALOG:

Adyenda ng Komisyon ng Pagpapalano. Para sa tulong sa lengguwahe o para humiling ng Pantulong na Kagamitan para sa Pagdinig (headset), mangyari lamang na tumawag kay Matthias Giezendanner sa 415-274-0471. Mangyaring tumawag nang maaga (kung maaari ay 48 oras) bago sa araw ng Pagdinig.

RUSSIAN:

Повестка дня Комиссии по планированию. За помощью переводчика или за вспомогательным слуховым устройством на время слушаний обращайтесь по номеру Matthias Giezendanner 415-274-0471. Запросы должны делаться минимум за 48 часов до начала слушания.

NOTICES

Know Your Rights Under the Sunshine Ordinance:

Government's duty is to serve the public, reaching its decisions in full view of the public. Commissions, boards, councils and other agencies of the City and County exist to conduct the people's business. This ordinance assures that deliberations are conducted before the people and that City operations are open to the people's review. For more information on your rights under the Sunshine Ordinance (Sections 67.1 et seq. of the San Francisco Administrative Code) or to report a violation of the ordinance, contact the Sunshine Ordinance Task Force, 1 Dr. Carlton B. Goodlett Place, Room 244, San Francisco CA 94102-4689; by phone at (415) 554-7724; by fax at (415) 554-7854 or by email at soft@sfgov.org. Citizens can obtain a free copy of the Sunshine Ordinance by printing Sections 67.1 et seq. of the San Francisco Administrative Code on the Internet, at <http://www.sfgov.org/sunshine>.

Prohibition of Ringing of Sound Producing Devices:

The ringing of and use of cell phones, pagers, and similar sound-producing electronic devices are prohibited at this meeting. Please be advised that the Chair may order the removal from the meeting room of any person(s) responsible for the ringing or use of a cell phone, pager, or other similar sound-producing electronic device.

Lobbyist Registration and Reporting Requirements:

Individuals and entities that influence or attempt to influence local legislative or administrative action may be required by the San Francisco Lobbyist Ordinance (SF Campaign & Government Conduct Code Sections §2.100 – 2.160) to register and report lobbying activity. For more information about the Lobbyist Ordinance, please contact the San Francisco Ethics Commission at 30 Van Ness, Suite 3900, San Francisco, CA 94102, phone (415) 581-2300 or fax (415) 581-2317; web site: www.sfgov.org/ethics.

CEQA Appeal Rights under Chapter 31 of the San Francisco Administrative Code:

If the Commission approves an action identified by an exemption or negative declaration as the Approval Action (as defined in S.F. Administrative Code Chapter 31, as amended, Board of Supervisors Ordinance Number 161-13), then the CEQA decision prepared in support of that Approval Action is thereafter subject to appeal within the time frame specified in S.F. Administrative Code Section 31.16. Typically, an appeal must be filed within 30 calendar days of the Approval Action. For information on filing an appeal under Chapter 31, contact the Clerk of the Board of Supervisors at City Hall, 1 Dr. Carlton B. Goodlett Place, Room 244, San Francisco, CA 94102, or call (415) 554-5184. If the Department's Environmental Review Officer has deemed a project to be exempt from further environmental review, an exemption determination has been prepared and can be obtained on-line at <http://sf-planning.org/index.aspx?page=3447>. Under CEQA, in a later court challenge, a litigant may be limited to raising only those issues previously raised at a hearing on the project or in written correspondence delivered to the Board of Supervisors, Planning Commission, Planning Department or other City board, commission or department at, or prior to, such hearing, or as part of the appeal hearing process on the CEQA decision.