

# SAN FRANCISCO PORT COMMISSION

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

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## AGENDA PORT COMMISSION MEETING

TUESDAY, AUGUST 13, 2019  
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](http://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 – July 9, 2019**

**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 Items)

a. Property: AB 8719, Lot 002, also known as Seawall Lot 337, AB 9900, Lot 62, also known as China Basin Park, and AB 9900, Lot 048 and AB 9900, Lot 048H, also known as Pier 48 (all bounded generally by

China Basin, the San Francisco Bay, Mission Rock Street, and Third Street)

Person Negotiating: Port: Michael Martin, Deputy Director, Real Estate & Development

\*Negotiating Parties: SWL 337 Associates, LLC: Jack Bair & Carl Shannon

Under Negotiations: \_\_\_\_\_ Price \_\_\_\_\_ Terms of Payment    X    Both

Pursuant to Resolutions No. 18-03 through 18-10, the Port Commission authorized the Executive Director to enter transaction documents including a Development & Disposition Agreement with the Port for the lease and development of the property. In this executive session, the Port's negotiator seeks direction from the Port Commission on the price to be paid which includes the form, manner and timing of payment of rent to be paid by the Developer to the Port for the lease and development of the property. The executive session will enable the Port Commission to develop a negotiating strategy tailored to maximize the City's return based on these factors. In particular, the executive session discussions 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 and more effectively negotiate with the non-Port party on price and payment terms.

(2) CONFERENCE WITH LEGAL COUNSEL REGARDING ANTICIPATED LITIGATION MATTERS.

- a. Discussion and possible action on anticipated litigation matter pursuant to Section 54956.9(d)(4) of the California Government Code and Section 67.10(d)(2) of the San Francisco Administrative Code with City as plaintiff regarding the Pier 24 Annex and Pilara Family Foundation as tenants.
- b. Discussion and possible action on anticipated litigation matter pursuant to Section 54956.9(d)(4) of the California Government Code and Section 67.10(d)(2) of the San Francisco Administrative Code with City as plaintiff regarding the lease of a portion of the Pier 94 area to Bay Natives as tenants.

## **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
  - Embarcadero SAFE Navigation Center Advisory Group

## **10. MARITIME**

- A. Request approval of amendment to Port Tariff No. 5 regarding Cruise Ship Passenger Fees to increase the fees and provide for a volume discount. (Resolution No. 19-32)

## **11. REAL ESTATE & DEVELOPMENT**

- A. Informational presentation on the proposed Lease Disposition and Development Agreement and form of a ground lease with an initial 50-year term and a 16-year extension option with TZK Broadway, LLC, a California limited liability company (the “Developer” or “TZK”) for the lease and development of a 192-room hotel, a dinner-theater, an approximately 14,000 square foot public open space, and ancillary uses on Seawall Lots 323 and 324 and portions of unimproved Vallejo and Davis Street right-of-ways (collectively, the “Site”) located on the west side of The Embarcadero at Vallejo Street.

## **12. PLANNING & ENVIRONMENT**

- A. Request authorization to award contracts to: (1) ESA/CDIM Joint Venture, (2) SCA Environmental, Inc., and (3) AEW Engineering, Inc. for as-needed environmental and related professional services, each contract in an amount not to exceed \$2,000,000. (Resolution No. 19-33)

## **13. ENGINEERING**

- A. Informational presentation on the status of Construction Contract No. 2812, Crane Cove Park: Park Improvements and 19th Street Parking Lot.
- B. Informational presentation regarding the Port’s Waterfront Resilience Program and a proposed amendment to the professional services contract with CH2M HILL Engineers, Inc., for planning, engineering, and environmental services for the Seawall Earthquake Safety and Disaster Prevention Program, the U.S. Army Corps of Engineers Flood Resiliency Study and related activities.
- C. Informational report regarding an anticipated amendment to the Feasibility Cost Sharing Agreement with the United States Army Corps of Engineers San Francisco District for the San Francisco Waterfront Flood Resiliency Study (formerly the San Francisco Storm Risk Management Study).

## **14. NEW BUSINESS**

## **15. ADJOURNMENT**

**SEPTEMBER 10, 2019**

	<b>FACILITY/POLICY</b>	<b>ITEM</b>	<b>TITLE</b>
1	Portwide	Informational	Presentation on Draft Waterfront Plan and Public Comment
2	Portwide	Informational	Presentation on a proposed issuance of Port of San Francisco Series 2019 Refunding Revenue Bonds in the aggregate principal amount not to exceed thirty million dollars (\$30,000,000) to refund the remaining outstanding balance on the Port Commission's 2010 Revenue Bonds to achieve interest cost savings over the remaining life of the 2010 Port Revenue Bonds
3	Seawall Lot 337	Informational	Presentation on the phase budget for Phase 1 of the Mission Rock project at Seawall Lot 337 and Pier 48 between 3rd Street, Mission Rock Street and San Francisco Bay
4	Pier 14	Action	Approval of a proposed temporary public art installation by the artist Sean Orlando at the Pier 14 Plaza, between the Agriculture Building and Pier 14, on The Embarcadero adjacent to Mission Street
5	Portwide	Action	Authorization to award As-Needed Professional Services for Disposal of Hazardous Waste and Abandoned Marine Vessels RFQ
6	Seawall Lot 323 and 324	Action	(1) Adoption of environmental findings, including a mitigation monitoring and reporting program; (2) (A) approval of a Lease Disposition and Development Agreement and form of Lease for a term of 50 years, with one 16-year extension option, all with TZK Broadway LLC, a California limited liability company, for the development and operation of a 192-room hotel, a dinner-theater space for Teatro ZinZanni, and a 14,000-square-foot public open space (the "Development"); (B) adoption of trust consistency findings for the Development, and (C) approval of Schematic Drawings for the Development, located at Seawall Lots 323 and 324 and portions of Vallejo and Davis Street rights-of-way on the west side of The Embarcadero at Vallejo Street."
7	Portwide	Action	Authorization, subject to Board of Supervisors' approval, to issue an amendment to increase the Planning, Preliminary Engineering, and Environmental Services contract with CH2M HILL Engineers, Inc
8	Portwide	Action	Approval of the Operations Agreement with Pacific Cycle Inc. ("Pacific Cycle") granting Pacific Cycle authority to operate its two Vacaville, California facilities as a Foreign Trade Zone No. 3 Subzone for a term of five years, with three options to

			extend for five years each and outlining conditions for the operation of the usage-driven site
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**SEPTEMBER 24, 2019**

	<b>FACILITY/POLICY</b>	<b>ITEM</b>	<b>TITLE</b>
1	Piers 38 & 40	Action	Authorization to issue a Request for Proposals for the rehabilitation and development of Piers 38 and 40, located near The Embarcadero and Townsend
2	SWL 337 and Pier 48	Action	Approval of the phase budget for Phase 1 of the Mission Rock project at Seawall Lot 337 and Pier 48 between 3rd Street, Mission Rock Street and San Francisco Bay

**OCTOBER 8, 2019**

	<b>FACILITY/POLICY</b>	<b>ITEM</b>	<b>TITLE</b>
1	Portwide	Action	Approval of the Port's Waterfront Resilience Program and a proposed amendment to the professional services contract with CH2M HILL Engineers, Inc., for planning, engineering, and environmental services for the Seawall Earthquake Safety and Disaster Prevention Program, the U.S. Army Corps of Engineers Flood Resiliency Study and related activities
2	Portwide	Action	Authorization to amend the Federal Cost Share Agreement with the United States Army Corps of Engineers San Francisco District
3	Portwide	Action	Approval of: (1) issuance of Port of San Francisco Series 2019 Refunding Revenue Bonds in the aggregate principal amount not to exceed thirty million dollars (\$30,000,000) with an interest rate not to exceed seven percent (7%) per annum to refund Port of San Francisco's Series 2010 Revenue Bonds; (2) the form of the Third Supplement to Indenture of Trust between the Port and a trustee; (3) the sale of the Bonds by negotiated sale pursuant to a purchase contract; (4) the form of a bond purchase contract; (5) the preliminary form of the Official Statement relating to the Bonds and the distribution of the statement; and (6) the form of the Continuing Disclosure Certificate of the Port and the execution of the certificate

**NOVEMBER 12, 2019**

	<b>FACILITY/POLICY</b>	<b>ITEM</b>	<b>TITLE</b>
1	Piers 30/32 and Seawall Lot 330	Action	Authorization to issue a Request for Proposals for the development of Piers 30/32 and Seawall Lot 330, located near The Embarcadero and Bryant Street

**JANUARY 14, 2020**

	<b>FACILITY/POLICY</b>	<b>ITEM</b>	<b>TITLE</b>
1	Piers 19-23 Piers 29-31	Action	Authorization to issue a Request for Proposals for the rehabilitation and development of Piers 19-23 and Piers 29-31, located near The Embarcadero at Lombard Street

**DATE TO BE DETERMINED**

	<b>FACILITY/POLICY</b>	<b>ITEM</b>	<b>TITLE</b>
1	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
2	South Beach Harbor	Informational	Presentation of Financial and Operational Performance of South Beach Harbor
3	Fisherman's Wharf	Informational	Presentation on the Fisherman's Wharf Community Benefit District's local serving uses to Fisherman's Wharf
4	Portwide	Informational	Presentation on the proposal to increase Port building permit application fees to match the Department of Building Inspection's fee schedule
5	Pier 70 shipyard	Informational	Presentation regarding the Pier 70 shipyard
6	Portwide	Action	Approval of amendments to Port of San Francisco Tariff No. 5 (Rules, Regulations, Rates, and Charges)
7	Mission Bay Ferry Landing	Action	Authorization to accept and expend \$25 million from WETA and from private contributions for the Mission Bay Ferry Landing, subject to the Board of Supervisors' approval, and authorization to enter into a Memorandum of Understanding with WETA governing expenditure of the \$25 million

**SEPTEMBER / OCTOBER 2019  
CALENDAR OF UPCOMING PORT MEETINGS – OPEN TO THE PUBLIC**

DATE	TIME	GROUP	LOCATION
SEPT. 10	2:00 PM Closed Session 3:15 PM Open Session	Port Commission	Port Commission Hearing Room Ferry Building
SEPT. 24	2:00 PM Closed Session 3:15 PM Open Session	Port Commission	Port Commission Hearing Room Ferry Building
OCT. 8	2:00 PM Closed Session 3:15 PM Open Session	Port Commission	Port Commission Hearing Room Ferry Building
OCT. 22	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](http://www.sfport.com). Contact Amy Quesada at 415-274-0406 or [amy.quesada@sfport.com](mailto: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](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 Demetri Amaro @ 415-274-0260 or [demetri.amaro@sfport.com](mailto:demetri.amaro@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](mailto: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](mailto:hilde.myall@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](mailto: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](mailto: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](mailto: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](mailto: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](mailto:wendy.proctor@sfport.com) or Leah LaCroix at (415) 274-0632 or via email at [leah.lacroix@sfport.com](mailto:leah.lacroix@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 gratuit / 無料の言語支援 / 무료 언어 지원 / ကာကံ ဘူဒကံ "ဗူ" ဝ / 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](mailto: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 [sotf@sfgov.org](mailto:sotf@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](http://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.