

**TRANSBAY JOINT POWERS AUTHORITY  
BOARD OF DIRECTORS**

**Resolution No. \_\_\_\_\_**

WHEREAS, A new commercial mixed-use high-rise Transit Tower (“Tower”) located on the Caltrans transfer parcel north of the new Transit Center Building bounded by Mission, First, and Fremont Streets (“Tower parcel”) would celebrate the Transbay Transit Center as the gateway to San Francisco, constitute a landmark on the City skyline, provide a direct connection to the new Transit Center, and provide capital to the Transit Center construction; and

WHEREAS, Staff recommends that the TJPA: (a) commence the process to select a developer for the Tower; (b) coordinate with City of San Francisco agencies regarding planning for the entitlement process and required public improvements for the Tower; (c) negotiate a development and option agreement with a development/design team for the construction of the Tower that provides that the developer would exercise an option to purchase or groundlease the Tower parcel when the developer completes environmental review of and obtains entitlements to build the Tower project; and (d) negotiate a contract with the lead designer and Architecture and Engineering (“A/E”) members of the design team for the design of the Transit Center; and

WHEREAS, The Tower parcel is identified in the Transbay Redevelopment Plan and has received program level environmental clearance within the FEIS/EIR for the Transbay Program for construction of a transit-oriented, mixed-use 550 feet-tall tower; and

WHEREAS, The Transbay Redevelopment Plan contemplates that the Tower parcel, currently zoned Public, will be rezoned to C-3-O, which allows retail, office, hotel, and residential uses; and

WHEREAS, Although the EIS/EIR analyzed a 550 foot Tower, the “Design for Development” vision study prepared by the San Francisco Redevelopment Agency with support of the San Francisco Planning Department and broad public involvement identified the site as ideal for development of a very tall “Landmark” high-rise tower in excess of 800 feet in height; and

WHEREAS, Staff has studied the feasibility of a taller tower and recommends: (a) development of a tower at a height of 850 feet or greater; (b) that the Tower be compatible with the Transit Center design and operation, provide public spaces, amenities, and retail uses to serve transit passengers; and (c) provide a direct financial contribution for construction of the Transit Center Building; and

WHEREAS, The options for disposition of the Tower site for development purposes identified by the real estate firm of CB Richard Ellis Consulting include: (a) cash purchase of the property plus Transit Center project participation; (b) full or partial prepaid ground lease; (c) conventional ground lease with Transit Center project participation; or (d) ground lease secured revenue bonds; and

WHEREAS, Staff recommends proceeding with the Tower project assuming that the TJPA would enter into a Development Agreement with the selected development and design

team establishing conditions for disposition of the Tower parcel, Tower design and development of the Tower, including: (a) selection by the TJPA of a lead design architect to lead the conceptual design of both the Transit Center and the Tower, and oversee the design of the Tower to insure compatibility with the design of the Transit Center; (b) development of a public plaza and/or enclosed Civic Hall or “Winter Garden” with retail uses and public amenities at the ground level and first level above-grade of the Tower connecting directly to the Transit Center Main Lobby and Concourse levels; (c) requirements for provision of 24-hour 365-day per year public access to the first two levels of the Tower connecting with the Transit Center, and maintenance of such connecting spaces; (d) requirements for leasing of appropriate transit-oriented retail spaces within the first two levels of the Tower; (e) Financial benefits to the TJPA that include specific allocations of rents or sales proceeds resulting from a defined threshold return to the developer; (f) a requirement that the Tower developer design and propose a project that would be subject to appropriate review under the California Environmental Quality Act; (g) coordination with the Tower developer to secure necessary entitlements for the Tower project; and (h) other appropriate provisions for disposition and development of the Tower parcel; and

WHEREAS, The Cooperative Agreement among the City and County of San Francisco, the TJPA, and the State Department of Transportation (Caltrans) provides that the State of California wishes to assist local and regional authorities in planning for an improved regional transit hub in downtown San Francisco, and specifically that the State can assist the City and the TJPA in the financing of a new Transbay Terminal by transferring State-owned property to the City and TJPA for use, sale, or other disposition to generate revenue for construction of the new Terminal, but on condition that the TJPA build the new Terminal expeditiously; and

WHEREAS, The Cooperative Agreement requires that bus operations be underway in the new Transbay Terminal within eight years following completion of the State West Approach Seismic Safety Project (“WASSP”) for retrofitting the San Francisco-Oakland Bay Bridge; now therefore be it

RESOLVED, That Staff shall negotiate a Design and Development Option Agreement and Transit Center Design Contract with the selected Design and Development Team for the design and development of the Transit Tower and the design of the Transit Center and present the Agreement and Contract to the Board for its approval; and be it

FURTHER RESOLVED, That given that the Transbay Transit Center building, rail foundation, bus ramps and Transit Tower will be built concurrently, there shall be significant coordination between the developer of the Transit Tower and the TJPA; and be it

FURTHER RESOLVED, That Staff shall coordinate with appropriate City and County of San Francisco agencies to plan for disposition and development of the Transit Tower parcel.

I hereby certify that the foregoing resolution was adopted by the Transbay Joint Powers Authority Board of Directors at its meeting of June 2, 2006.

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Secretary, Transbay Joint Powers Authority