THIS PRINT COVERS CALENDAR ITEM NO.: 10.3

SAN FRANCISCO
MUNICIPAL TRANSPORTATION AGENCY

DIVISION: Streets

BRIEF DESCRIPTION:

Consenting to the proposed Development Agreement between the City and County of San Francisco (City) and Prologis, L.P., for two three-story mixed-use buildings, totaling 2 million square feet, consisting of industrial and retail uses located at 749 Toland Street and 2000 McKinnon Avenue in the Bayview, known as the San Francisco Gateway, as it relates to matters under the jurisdiction of the San Francisco Municipal Transportation Agency (SFMTA) including, but not limited to, the Transportation Exhibit, which includes the Transportation Sustainability Fee, transportation components of the Infrastructure Plan, and Transportation Demand Management Plan; the transportation related findings from the California Environmental Quality Act (CEQA) Environmental Impact Report (EIR); and authorizing the Director of Transportation to execute the SFMTA Consent to the Development Agreement.

SUMMARY:

- Prologis, L.P. proposes to redevelop existing four one-story industrial buildings into the San Francisco Gateway project, consisting of two three-story mixed-use industrial and retail buildings in the northwest industrial area of the Bayview neighborhood.
- The Project would include approximately 1,646,000 gross square feet (GSF) of production, distribution, and repair (PDR) space and 514,000 GSF of active roof space; up to 1,125 off-street parking spaces; and 100 Class I and 16 Class II bicycle parking spaces with showers and lockers in each building.
- The Project would be subject to the Transportation Sustainability Fee (TSF) that would be paid as each building is developed over the course of the agreement. The total TSF is estimated to be approximately $13 million.
- The Development Agreement requires the Developer to design and construct new infrastructure, including improving transportation connectivity in the greater Bayview community, and building new streets and utilities to city standards.
- The SFMTA Board would consent to components of the Development Agreement, which include, but are not limited to the Transportation Exhibit, which includes the Transportation Sustainability Fee, transportation components of the Infrastructure Plan, and Transportation Demand Management Plan; and the transportation related findings from the California Environmental Quality Act (CEQA) Environmental Impact Report (EIR).

ENCLOSURES:

1. SFMTAB Resolution
2. SF Gateway Development Agreement: https://sfgov.legistar.com/LegislationDetail.aspx?ID=7353452&GUID=1DE567B3-B28A-43A8-A161-99002EEE6B9E

3. SF Gateway Development Agreement – Transportation Exhibit (Exhibit J)
4. SF Gateway Infrastructure Plan
5. SF Gateway Project Final Environmental Impact Report (FEIR): https://sfplanning.org/environmental-review-documents?title=Gateway&field_environmental_review_categ_target_id=All&items_per_page=10

APPROVALS:		**DATE**
DIRECTOR	Judson True	October 2, 2025
SECRETARY		October 2, 2025

ASSIGNED SFMTAB CALENDAR DATE: October 7, 2025

PURPOSE

Consenting to the proposed Development Agreement between the city and Prologis, L.P., for two three-story mixed-use buildings, totaling 2 million square feet, consisting of industrial and retail uses located at 749 Toland Street and 2000 McKinnon Avenue in the Bayview, known as the San Francisco Gateway, as it relates to matters under the jurisdiction of the SFMTA including, but not limited to, the Transportation Exhibit, which includes the Transportation Sustainability Fee, transportation components of the Infrastructure Plan, and Transportation Demand Management Plan; the transportation related findings from the CEQA EIR; and authorizing the Director of Transportation to execute the SFMTA Consent to the Development Agreement.

GOAL

The proposed Development Agreement is consistent with the goals of the SFMTA Strategic Plan:

- Goal 4: Make streets safer for everyone.
- Goal 5: Deliver reliable and equitable transportation services.
- Goal 9: Fix things before they break and modernize systems and infrastructure.

The proposed Development Agreement is consistent with the goals of the SFMTA's Transit-Frist Policy, especially:

- Goal 2: Public transit, including taxis and vanpools, is an economically and environmentally sound alternative to transportation by individual automobiles. Within San Francisco, travel by public transit, by bicycle and on foot must be an attractive alternative to travel by private automobile.
- Goal 3: Decisions regarding the use of limited public street and sidewalk space shall encourage the use of public rights of way by pedestrians, bicyclists, and public transit, and shall strive to reduce traffic and improve public health and safety.
- Goal 5: Pedestrian areas shall be enhanced wherever possible to improve the safety and comfort of pedestrians and to encourage travel by foot.

DESCRIPTION

San Francisco's Office of Economic and Workforce Development (OEWD), in coordination with multiple city departments, including the SFMTA, has negotiated a Development Agreement with Prologis L.P. (Developer) with an initial term of 20 years, to develop the existing four one-story industrial buildings into the San Francisco Gateway project. The project consists of two three-story mixed use industrial and retail buildings and includes expanding the site's footprint to 1.6 million gross square feet.

The proposed buildings will be developed in two phases, with one building in each phase. The site will be designed to provide flexibility for potential future tenants with built-in circulation,

ramping, and parking. The project will include up to 1,125 off-street parking spaces, 100 Class 1 and 16 Class 2 bicycle parking spaces with showers and lockers in each building. The Development Agreement also proposes to make improvements to the street network, sidewalks, circulation, and utilities. The public improvements that will be built by the developer are expected to cost over $50 million; at no cost to the city.

Background

Development agreements are enforceable contracts negotiated between project proponents and public agencies, approved by the legislative body, that govern the land uses and conditions for development of a particular project. California Government Code section 65864 et seq. (the Development Agreement Statute) and San Francisco Administrative Code Chapter 56 authorize the City to enter into a development agreement regarding the development of real property. Development agreements are meant to afford project proponents greater assurance that once approved, their projects can be built in accordance with existing rules and regulations and conditions of the development agreement, and generally in return provide public entities enhanced community and other benefits. Once approved by the legislative body and signed by the parties, the agreement vests a set of approvals for a negotiated term of years that binds future actions of the public agency. Like other binding contracts, a final development agreement may only be modified consistent with its terms or through a negotiated amendment that is subject to the required approval process. Over the last 15 years, San Francisco has approved various development agreements, most for large, multi-phase projects and most of which have gone before the SFMTA Board for its consent to various transportation-related aspects of the project under SFMTA jurisdiction.

As part of its consent to the Development Agreement, the SFMTA Board is also authorizing the Director of Transportation (Director) to execute the SFMTA Consent to the Development Agreement, and to take any and all steps necessary to consummate and perform SFMTA obligations under the Development Agreement, including implementing all parking and traffic modifications consistent with the Transportation Exhibit and Infrastructure Plan. The Director will also be authorized to agree to and implement immaterial changes to the Development Agreement that the Director determines are in the best interests of the SFMTA.

Existing Land Use

The SF Gateway (project site) is bounded by Kirkwood Avenue to the north, Rankin Street to the east, McKinnon Avenue to the south, and Toland Street to the west in the Bayview neighborhood. The site totals approximately 17.1 acres (743,800 square feet) in size. Developed in the 1940s, each block is occupied by two one-story buildings, for a total of four buildings across the entire project site. Currently, the project site is located within the Core Production, Distribution, and Repair (PDR-2) Zoning District, 65-J Height and Bulk District. The project site is also located within the northwest industrial district in the Bayview, commonly known as the “Market Zone” (Figure 1 and 2).

PAGE 5.

Figure 1- SF Gateway site, in the context of San Francisco

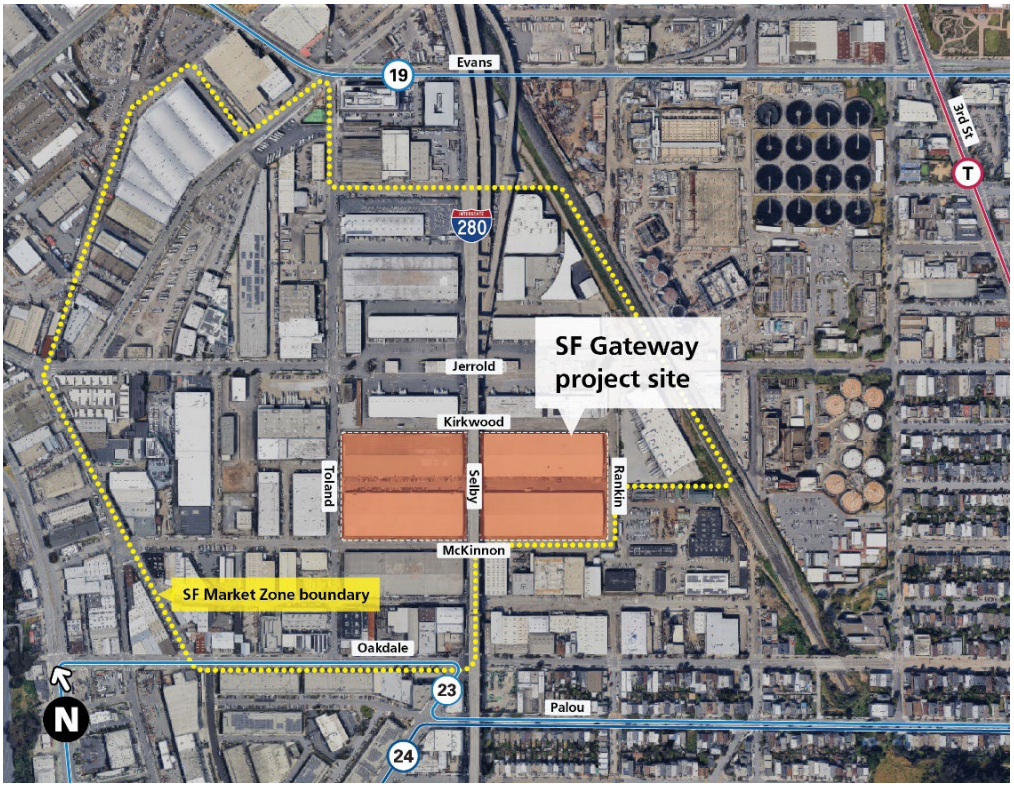

Figure 2 - SF Gateway - neighborhood context

Existing Street Network
The project site is composed of two rectangular shaped city blocks, bounded by Kirkwood Avenue to the north, Rankin Street to the east, McKinnon Avenue to the south, and Toland Street to the west. In the existing condition, all roadways allow for two-way traffic. The existing streets have poor paving conditions and there are no sidewalks on any frontages of the project site.

- Toland Street between Kirkwood Avenue and McKinnon Avenue consists of a 64-foot right-of-way and one travel lane in each direction. There is a sidewalk on the west side of Toland from Jerrold Avenue to 230 feet southerly, but there are no sidewalks on the east side of Toland Street at the project site.
- Kirkwood Avenue between Toland Street and Rankin Street has an 80-foot-wide right-of-way, one travel lane in each direction, and no sidewalks on both sides of the road. Kirkwood Avenue does not directly intersect with Toland Street in the existing condition. The west end of Kirkwood Avenue ends about 120 feet short of Toland Street and is blocked by an existing carport, parking lot, and associated structures. That east-west connection will be restored as part of the development agreement.
- Rankin Street between Kirkwood Avenue and McKinnon Avenue has a 64-foot right-of-way and one travel lane in each direction. There is a sidewalk on the east side of Rankin Street from Kirkwood Avenue to 200 feet south, but other sections of the street do not have sidewalks.
- McKinnon Avenue between Toland Street to Rankin Street consists of an 80-foot right-of-way, one travel lane in each direction, and no sidewalks on both sides of the road**.**
- Selby Street between Kirkwood Avenue and McKinnon Avenue consists of one travel lane in each direction and no sidewalks on both sides of the road**.** Selby Street is directly located underneath the Interstate 280 (I-280) freeway.

Existing Bicycle Facilities
There are no bicycle facilities directly on the project site's frontages and limited bicycle facilities within the neighborhood. Nearby the site, there are Class II bike lanes on Oakdale Avenue and a mix of Class II and Class IV bikeways on Evans Avenue.

Existing Pedestrian Facilities
There are no sidewalks on all frontages of the project site. Since there are no sidewalks, the project site also lacks marked crosswalks and any accessible curb ramps to facilitate pedestrian access.

Existing Transit System
Transit does not run directly on the frontage of the project site, but there are a few Muni routes that run within the project vicinity. The 23 Monterey runs on Oakdale Avenue two blocks to the south. The 24 Divisadero is also located nearby on Palou Avenue, while the 19 Polk runs north of the site on Evans Avenue, serving the greater neighborhood (Figure 2).

Land Use Proposal
The proposed project would construct two three-story mixed-use buildings: Building A (at 749

Toland Street, west of I-280) and Building B (at 2000 McKinnon Avenue, east of I-280). Each building would be approximately 97 feet tall and would have a maximum height of 115 feet, including rooftop appurtenances.

The following development is proposed for the two buildings on the site:

- Approximately 1,646,400 square feet of enclosed floor area, of which 8,400 square feet would comprise retail uses and the remainder would comprise production, distribution, and repair (PDR) space.[1]
- Approximately 514,000 square feet of active roof space.
- Parking: the project is subject to aggregate site-wide off-street parking limits of 1,125 off-street parking spaces. Because the project will develop two buildings over the course of two phases, each building will contain up to 563 off-street parking spaces. In addition, the project site will include 100 Class I and 16 Class II bicycle parking spaces with showers and lockers in each building; and
- 36 on-site loading docks to support future tenants.

Public Benefits

OEWD and other city agencies, including the SFMTA, and the Developer have negotiated a public benefit package as part of the Development Agreement, including:

- *Market Zone*: The project will provide a total of $5 million dollars to improve the streetscape outside the SF Gateway project boundaries, which includes $1 million to advance the adjacent SF Market Capital project.
- *Affordable PDR Program.* At full buildout, the project will provide, at minimum, 20,000 square feet of rental space for PDR "makers space" and support affordable lease terms and improvements for the first 60 months of occupancy of any PDR Maker tenant.
- *Job training and workforce developmen*t: The developer will provide over $1 million dollars in support for construction and operational workforce training programs and will execute First Source Hiring Agreements for both construction activities and end-use jobs created by future tenants in the buildings, and local hire goals for construction jobs in the public realm.
- *Funding for small business, education, and art in the Bayview.* The developer will provide $750,000 dollars in funding for grants and other programs to support small and local business organizations to be distributed under OEWD's Community Economic Development division (CED), $300,000 dollars in funding to support new and/or expand existing education programs for schools in the area, $350,000 dollars in funding to increase access to child care services in the area, and $250,000 dollars in funding for art installation at the project site.
- *Sustainability*: The project will fund $100,000 of climate equity hub efforts in the Bayview.

[1] Production, distribution and repair (PDR) use is a grouping of uses that includes, but is not limited to all industrial and agricultural uses, ambulance services, animal hospital, automotive service station, automotive repair, automotive wash, arts activities, business services, cat boarding, catering service, commercial storage, kennel, motor vehicle tow service, livery stable, parcel delivery service, public utilities yard, storage yard, trade office, trade shop, wholesale sales, and wholesale storage

- *Streetscape and transportation improvements*: The project will improve eight blocks of city streets, with improvements valued at approximately $50 million. New sidewalks, street trees, and curb ramps will be installed and align with the Better Streets Plan guidelines for industrial streets. The project will also coordinate with the SFMTA and other city departments to utilize approximately $7.5 million in Transportation Sustainability Fee (TSF) funds to support transportation and streetscape improvements in the Market Zone area.

Transportation Benefits and Transportation Exhibit of the Development Agreement

The Development Agreement requires consent by the SFMTA Board for transportation-related commitments under its jurisdiction including: the Transportation Exhibit, which includes the Transportation Sustainability Fee; transportation components of the Infrastructure Plan; Transportation Demand Management (TDM) Plan; and the transportation related findings from the California Environmental Quality Act (CEQA) Environmental Impact Report (EIR). The SFMTA Board is being asked to consent to the above and to authorize the Director of Transportation the authority to execute the Consent to the Development Agreement.

Transportation Sustainability Fee (TSF)
Planning Code Section 411A establishes TSF requirements for development projects. The SF Gateway's TSF will amount to approximately $13 million over the two phases of the project. Per the TSF Ordinance, fees will be calculated upon city issuance of a first construction document for applicable buildings. The project is expected to be developed in two phases that include two buildings.

The TSF associated with the first building (approximately half of the total TSF) of the project will be paid to the SFMTA and will be expended on transit and street improvements, in accordance to Section 411A.6 of the SF Planning Code.

The TSF associated with the second building will be prioritized for transportation and streetscape improvements in the Market Zone. Allocating the second tranche of funding to transportation improvements in the Market Zone will ensure better neighborhood connectivity. This tranche will be paid to the SFMTA and staff will coordinate with other city departments and the community on the best use for streetscape and transportation improvements in the Market Zone.

Transportation Demand Management (TDM) Plan
The project must adhere to the Transportation Demand Management (TDM) Plan, as attached in Exhibit J. In accordance with the San Francisco TDM ordinance, the Developer has a menu of options to meet TDM requirements, which may include, but are not limited to, active transportation improvements, transit passes, employer shuttles, improved wayfinding, and other measures. Each TDM measure is assigned a point value based on the impact it will have on reducing vehicle miles traveled (VMT).

The project will make two kinds of TDM commitments: baseline measures, which will be

initially included in each proposed building, and supplemental measures, if a building (or phase) proposes constructing more than 50% of approved parking spaces. The project will be required to reach 10 points for baseline measures and an additional 12 points for supplemental measures.

Infrastructure Plan
The Development Agreement includes an Infrastructure Plan that documents the proposed infrastructure (horizontal improvements) to be constructed as part of the project. The SFMTA has actively participated in the development of this plan as it relates to street design and circulation. Street design adheres to the SFMTA standards,guidelines and the Better Streets Plan.

The Infrastructure Plan proposes improving the segments of McKinnon and Kirkwood avenues, and Rankin and Selby streets, that adjoin and bisect the project. These streets are currently part of the public street network but are not accepted for ownership and maintenance by the city. The developer will offer the public improvements constructed on these streets for acceptance by the city. All streets will include new curb ramps, street lighting, street signage, and pavement markings.

Key transportation elements include:

- Reconfiguring Kirkwood Avenue from two-way to one-way, eastbound.
- Reconfiguring McKinnon Avenue between Toland Street and Selby Street from two-way to one-way, westbound.
- Redesigning a new intersection at Toland Street at Kirkwood Avenue to improve neighborhood connectivity.
- Urban realm improvements for pedestrians with new sidewalks and street trees throughout the project site.
- Added angled parking and passenger and commercial loading around the project site.

The proposed project also would upgrade the existing utility infrastructure to provide the proposed uses with potable water, recycled water, emergency water, wastewater collection, stormwater collection and treatment, electricity, and communications.

STAKEHOLDER ENGAGEMENT

The Development Agreement and proposed project are the result of five years of continued community outreach and stakeholder engagement to envision a development that serves Prologis and the community and reflects the values of the immediate neighborhood and Prologis. The developer engaged in several dozen meetings and events and met with members of the public, one or more representatives of key stakeholder community organizations, associations, businesses, and working groups.

These efforts included, but were not limited to, presenting to the Bayview Hunters Point Community Advisory Committee and Bayview Hunters Point Environmental Justice Response Task Force; meetings with the Bayview Hyperlocal Contractors, SF Market, Market Zone

Working Group; and convening the SF Gateway Advisory Committee, a working group made up of community members focused on developing the project's community benefits package.

The project-related legislation at the Board of Supervisors is sponsored by the Mayor and District 10 Supervisor Shamann Walton.

ALTERNATIVES CONSIDERED

The project is predominantly an industrial development project and not specifically a transportation project, although it includes public benefits that are transportation related. Alternatives to the project were analyzed in the EIR.

FUNDING IMPACT

Planning Code Section 411A establishes Transit Sustaintability Fee (TSF) requirements for development projects. SF Gateway's TSF will amount to approximately $13 million over the two phases of the project. Per the Transportation Sustainability Fee Ordinance, fees will be calculated upon city issuance of a first construction document for applicable buildings. The TSF funds transportation capital maintenance (61%), transit service expansion and reliability improvements in San Francisco (32%) and the region (2%), bicycle and pedestrian improvements (3%), and program administration (2%). Improvements in the project area, paid for with the TSF funds, will be included in the SFMTA's Capital Improvement Program (CIP).

Through the terms of the Development Agreement, the SFMTA will recover costs associated with staff review of the horizontal infrastructure.

ENVIRONMENTAL REVIEW

On September 25, 2025, in Motion No. M-21826, the San Francisco Planning Commission certified the Final Environmental Impact Report (FEIR) for the SF Gateway Project (Case No. 2015-012491ENV). On that same date, in Motion No. M-21827, the San Francisco Planning Commission adopted CEQA Findings.

A copy of the FEIR, Planning Commission Resolution No. M-21826 and Motion No. M-21827 are on file with the Secretary to the SFMTA Board of Directors and may be found in the records of the Planning Department at 49 South Van Ness Avenue, Suite 1400 in San Francisco, and are incorporated herein by reference.

OTHER APPROVALS RECEIVED OR STILL REQUIRED

The project has been reviewed and approved by the San Francisco Planning Commission and the San Francisco Public Utilities Commission for areas under their jurisdiction.

The Board of Supervisors will consider approval of the Development Agreement and associated

Planning Code amendments.

The City Attorney's Office has reviewed this calendar item.

RECOMMENDATION

Staff recommends the Board of Directors consent to the proposed Development Agreement between the City and Prologis, L.P., for two three-story mixed-use buildings, totaling 2 million square feet, consisting of industrial and retail uses located at 749 Toland Street and 2000 McKinnon Avenue in the Bayview, known as the SF Gateway, as it relates to matters under the jurisdiction of the SFMTA including, but not limited to the Transportation Exhibit, which includes the Transportation Sustainability Fee, transportation components of the Infrastructure Plan, and Transportation Demand Management Plan; the transportation related findings from the CEQA EIR; and authorizing the Director of Transportation to execute the SFMTA Consent to the Development Agreement.

SAN FRANCISCO
MUNICIPAL TRANSPORTATION AGENCY
BOARD OF DIRECTORS

RESOLUTION No. _____

WHEREAS, California Government Code section 65864 et seq. (the Development Agreement Statute) and San Francisco Administrative Code Chapter 56 authorize the City and County of San Francisco (City) to enter into a development agreement regarding the development of real property; and,

WHEREAS, Under San Francisco Administrative Code Chapter 56, Prologis, L.P., filed an application for approval of a development agreement (Development Agreement) relating to the SF Gateway Project, a 17.1-acre Production, Distribution and Repair (PDR) site; and,

WHEREAS, The City and Developer negotiated the Development Agreement, which would authorize Developer to proceed with the SF Gateway Project in exchange for its delivery of various public benefits; and,

WHEREAS, The Project would create up to 1,646,000 square feet of PDR space, as well as 20,000 square feet of maker space and 8,400 square feet of retail space; and,

WHEREAS, Under the terms of the Development Agreement, the Developer shall pay the Transportation Sustainability Fee; and,

WHEREAS, The Project will implement street improvements that improve transportation connectivity and neighborhood access as described in the Project's Infrastructure Plan; and,

WHEREAS, Exhibit J of the Development Agreement includes a Transportation Plan, which includes the Transportation Sustainability Fee, Transportation Demand Management plan, and the Infrastructure Plan; and,

WHEREAS, On September 25, 2025, the San Francisco Planning Commission, in Resolution No. M-21826, certified the SF Gateway Project (Case No. 2015-012491ENV) Final Environmental Impact Report (FEIR); on that same date, in Motion No. M-21827, the San Francisco Planning Commission adopted the California Environmental Quality Act (CEQA) Findings; and,

WHEREAS, A copy of the FEIR, Planning Commission motions, and the CEQA findings are on file with the Secretary to the SFMTA Board of Directors, and may be found in the records of the Planning Department at 49 South Van Ness Avenue in San Francisco, and are incorporated herein by reference; now therefore be it

RESOLVED, That the SFMTA Board of Directors has reviewed the Final Environmental Impact Report (FEIR) for the Project and finds that the FEIR is adequate for its uses as the decision-making body for the actions taken herein, and does hereby adopt the SF Gateway Development Project CEQA Findings as its own; and, be it further

RESOLVED, That the SFMTA Board of Directors does hereby consent to the SF Gateway Project Development Agreement, including its exhibits containing the Transportation Exhibit, substantially in the form and terms as outlined in the Development Agreement with respect to the items under the SFMTA's jurisdiction; and, be it further

RESOLVED, That the SFMTA Director of Transportation is authorized to execute the SFMTA Consent to the Development Agreement; pending approval by the Board of Supervisors; and, be it further

RESOLVED, That, by consenting to the SFMTA matters in the Development Agreement between the City and the Developer, the SFMTA Board of Directors does not intend to in any way limit, waive or delegate the exclusive authority of the SFMTA; and, be it further

RESOLVED, Consistent with the terms of the Development Agreement, the Director of Transportation is authorized, in consultation with the City Attorney, to concur with any additions, amendments or other modifications to the Development Agreement that the Director of Transportation determines are in the best interests of the SFMTA and that do not materially increase the obligations or liabilities of the SFMTA or materially decrease the benefits to the SFMTA as provided in the Development Agreement; and, be it further

RESOLVED, That, subject to appropriation of any necessary funds, the Board of Directors authorizes the Director of Transportation to take any and all steps (including, but not limited to, the execution and delivery of any and all agreements, notices, consents and other instruments or documents, and implementation of all parking and traffic modifications consistent with the Transportation Exhibit and Infrastructure Plan) necessary, in consultation with the City Attorney, to consummate and perform SFMTA obligations under the Development Agreement, or otherwise to effectuate the purpose and intent of this Resolution; and, be it further

RESOLVED, That the approval under this Resolution shall take effect upon the effective date of the Board of Supervisors legislation approving the San Francisco Gateway Development Agreement.

I certify that the foregoing resolution was adopted by the San Francisco Municipal Transportation Agency Board of Directors at its meeting of October 7, 2025.

_____

Secretary to the Board of Directors
San Francisco Municipal Transportation Agency

EXHIBIT J

TRANSPORTATION PLAN

This Exhibit J (this "**Transportation Plan**") outlines the transportation commitments for the San Francisco Gateway Project (the "**Project**") in three areas: Transportation Sustainability Fee; Transportation Demand Management; and physical improvements. Unless otherwise specified in this Exhibit J, definitions and rules of interpretation are as provided in the Development Agreement (the "**Agreement**") of which this Exhibit J is a part, by and between the City and County of San Francisco, a municipal corporation, and Prologis L.P., a Delaware limited partnership ("**Developer**").

1. Transportation Sustainability Fee.

a. Payment of Transportation Sustainability Fee. As described in Exhibit R, Developer will pay the Transportation Sustainability Fee ("**TSF**") in accordance with Planning Code Section 411A, except as provided in Section 1(b)(ii) of this Exhibit.

b. Accounting and Use of TSF.

i. First Building. Planning Code Section 411A will apply to development fees associated with the first Building (of two, total) in the Project. Development impact fees, including the TSF related to Developer's construction of the first Building in the Project will be paid in accordance with Exhibit R and this Transportation Plan, which the SFMTA will expend on transit and street improvements for pedestrians and bicycles, in accordance with Section 411A.6 and Table 411A.6A of the Planning Code.

ii. Second Building. Developer will pay a Transportation Sustainability Fee (the "**Building 2 TSF Amount**") in connection with construction of the second Building in the Project, which will be calculated in accordance with Planning Code Section 411A and which will be expended in accordance with this Section 1(b)(ii). The SFMTA will use an amount equal to or greater than the Building 2 TSF Amount to design and install transportation and streetscape improvements in the area surrounding the Project Site informally known as the Market Zone, as depicted on Schedule D-1 of the Development Agreement (the "**Market Zone Transportation Improvements**"). The SFMTA and related City agencies will seek input from members of the Market Zone Working Group and other community stakeholders to identify and prioritize specific Market Zone Transportation Improvements. The SFMTA and other implementing agencies will be responsible for all costs associated with the design, permitting, construction, installation, maintenance, and operation of the Market Zone Transportation Improvements above the Building 2 TSF Amount.

2. Transportation Demand Management Plan. Developer will implement the Transportation Demand Management Plan ("**TDM Plan**") attached as Schedule J-1. As of the Operative Date of the Development Agreement, the City's Standards for the Transportation Demand Management Program classifies PDR projects under Land Use Category D, "Other" land use type (i.e. not retail, office, or residential land use), and requires that such a project with any number of parking spaces target 3 points from the TDM Menu of Options. The TDM Plan will ensure that the Project will

exceed 3 points. Developer will comply with its obligations under the TDM Plan throughout the life of the Project. TDM Plan monitoring and reporting, and any required TDM Plan adjustments, will be carried out in accordance with the TDM Plan.

3. Transportation Improvements.

a. Streetscape Improvements. Developer will complete those certain transportation-related Streetscape Improvements in the public right-of-way, as depicted and described in more detail in the Infrastructure Plan attached to the Development Agreement as Exhibit P. These include both improvements required as part of the Project under the Better Streets Plan, and off-site improvements provided as Community Benefits.

b. Circulation, On-Street Parking and Loading. Developer will implement the following changes to circulation and on-street parking and loading, as depicted and described in more detail in the Infrastructure Plan attached as Exhibit P, subject to minor modifications to numbers of parking spaces, loading zones, or dimensions based on final designs:

i. Toland Street between Kirkwood Avenue and McKinnon Avenue will remain two-way traffic in the north-south direction (single lane in each direction). Striping will be provided for approximately four 8-foot wide parallel parking stalls on the east side of the street with one 40-foot long passenger loading zone mid-block.

ii. Kirkwood Avenue between Toland Street and Rankin Street will change from two-way to one-way (single lane) east bound traffic. Striping will be provided for approximately one hundred twenty-two 45-degree reverse parking stalls with a depth of 15 feet on both sides of the street. Two 100-foot long commercial loading zones will be provided on the south side of the street, one near the Selby Street intersection and another near the Rankin Street intersection.

iii. Rankin Street between Kirkwood Avenue and McKinnon Avenue will remain two-way traffic in the north-south direction (single lane in each direction). Striping will be provided for approximately five 8-foot wide parallel parking stalls on the west side of the street with one 40-foot long passenger loading zone mid-block.

iv. McKinnon Avenue between Toland Street and Selby Street will change from two-way traffic to one-way (single lane) east bound traffic. Striping will be provided for approximately twenty-four 45-degree reverse parking stalls, with a depth of 15 feet, on both sides of the street. One 20-foot long commercial loading zone will be provided mid-block on the north side.

v. McKinnon Avenue between Selby Street and Rankin Street will remain two-way traffic in the east-west direction (single lane in each direction). Striping will be provided for approximately twenty-four 45-degree reverse parking stalls, with a depth of 15 feet, on the north side, and where adequate space is available between curb cuts, 8-foot wide parallel parking stalls on the south side. One 20-foot long commercial loading zone will be provided mid-block on the north side.

vi. Selby Street between Kirkwood Avenue and McKinnon Avenue will remain two-way traffic in the north-south direction (single lane in each direction). Striping will be provided for approximately eight 8-foot wide parallel parking stalls located between the existing I-280 columns on both sides of the street.

Without limitation, final designs will take into consideration the truck turning templates submitted to the City in connection with the Approvals, copies of which are included as Schedule J-2.

SCHEDULE J-1

TRANSPORTATION DEMAND MANAGEMENT PLAN

[Attached]

FEHR PEERS

SF GATEWAY
TRANSPORTATION DEMAND MANAGEMENT PLAN

Date: November 1, 2024

SF24-1375

This memorandum evaluates Prologis' proposed transportation demand management (TDM) plan and list of potential TDM measures for the proposed SF Gateway project located at 749 Toland Street and 2000 McKinnon Avenue in San Francisco, CA (the "Project"). The Project site is located in a core industrial area within the Bayview Hunters Point neighborhood of San Francisco and was evaluated as a part of the larger *Bayview Hunters Point Area Plan*. The existing 17-acre Project site consists of approximately 448,000 gross square feet of industrial uses distributed amongst two parcels (APNs 5284A-008 and 5287-002), with four buildings, space for storage, and parking. The Project would replace the existing light industrial/warehouse uses with up to approximately 1,166,800 gross square feet of production, distribution, and repair (PDR) uses, as well as up to 8,400 square feet of ground-floor retail. The Project would provide space for several main types of PDR uses, including manufacturing and maker space, parcel delivery and last-mile delivery, wholesale and storage, and fleet management.

We understand the Project sponsor has agreed to an alternative approach to meet the City and County of San Francisco's (the "City") *Standards for the Transportation Demand Management Program* (March 2021) ("TDM Program") requirements for the Project through the Project's Development Agreement. Based on our understanding of the Project, the City's TDM Program and its associated *Transportation Demand Management Technical Justification Report* (June 2016), we believe the Project's TDM Plan approach of setting a baseline required point target of 10 points per building (or phase), plus 6 points per building between 50-75% approved parking, and 12 points per building if a building exceeds 75% of its approved number of parking stalls (22 points total per building at project buildout) meets the overall intent of the City's TDM program requirements.

San Francisco TDM Program

TDM refers to policies and measures that aim to reduce travel demand, particularly single occupancy vehicles (SOV). TDM helps manage travel demand by requiring new developments to incorporate transportation-related strategies that encourage residents, tenants, employees, and visitors to travel by more efficient and sustainable modes such as transit, walking, and biking.[1] New construction in San Francisco that includes 10,000 square feet of occupied floor area or more is subject to the City's TDM Program requirements and must submit a TDM Plan. The TDM Plan is structured using a point system, with target points (e.g., requirements) specific to each land use type (retail, residential, office, and other) and calculated based on the Project location, land uses, and the number of proposed accessory parking spaces. To achieve the target point amount, a project sponsor can select from a maximum of 26 TDM measures from the City's TDM menu.

Project TDM Plan Compliance and Implementation Approach

The target points for the Project were initially established using the City's TDM Map tool, which takes account the Project's location within TAZs 488 and 485, and the following land use assumptions:

- Retail: 8,400 square feet of ground floor retail
- Production, Distribution, and Repair (PDR): 1,166,800 square feet of production, distribution, and repair uses with 1,125 accessory parking spaces

PDR uses fall within City's TDM Program Land Use Category D "Other." Utilizing the City's TDM Map Tool and based on the above Project characteristics, each building/phase of the Project would have a point target of 3 points to comply with the City's TDM Program. The proposed retail use falls under the 10,000 sf of occupied area threshold, and thus a TDM program is not required for retail.

The *Transportation Demand Management Technical Justification Report* (June 2016)[2] provides the following justification for the selection of a lower point threshold for Land Use Category D projects:

- *Land Use Category D includes uses with fewer Development Applications than the other three land uses category and uses that generate fewer vehicle trips than the other three land use categories.*

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[1] San Francisco Planning Department, *Standards for the Transportation Demand Management Program,* 2021, https://sf-planning.org/transportation-demand-management-program

[2] San Francisco Planning Department, *Transportation Demand Management Technical Justification*, 2016, https://sfplanning.s3.amazonaws.com/VPS+45.40.135.214+backup+091920/public_html/fileshare/files/documents/transportation/tdm/TDM_Technical_Justification_update2018.pdf

- *Land uses in Category D are associated with the lowest amount of trip generation, due to lower employment density and a low rate of visitors/customers.*

While the proposed project would have a lower employee density than traditional office space, it would generate a substantial number of vehicle trips due to the number of employees expected at the site, as illustrated by the Project's proposal to provide up to 1,125 accessory parking spaces. Therefore, the Project Sponsor has agreed, as part of its Development Agreement with the City, to provide a baseline point requirement of 10 points per building (the "Baseline Commitment") that consists of a set of core physical improvements and associated operational measures. In addition to the Baseline Commitment, if a building proposes constructing 50% to 75% of its approved parking quantity, the building will need to implement measures from the list of Supplemental Measures for an additional six target points, for a total per building target of 16 points. If a building proposed constructing 75% to 100% of its approved parking quantity, the building will need to implement measures from the list of Supplemental Measures for 12 target points in addition to the Baseline Commitment, for a total per building target of 22 points.

Additionally, in support of improving pedestrian access to and from public transit to the Project site, the Project Sponsor is committing to expanding roadway improvements to the full right-of-way (both sidewalks and street width) along the Project's frontages as a part of the Project's core development program. These improvements are not addressed in this TDM plan.

Baseline Commitments

The Baseline Commitments will be initially included in each proposed building,[3] totaling 10 points per building. The Baseline Commitments have been identified as the core on-site TDM measures that primarily involve the construction of physical features which provide a strong base of support for improving access and utilization of alternate means of travel and reducing automobile mode share. The operational measures included in the Baseline Commitments provide complementary resources to help achieve the goals of the physical measures. The Baseline Commitments include measures that the Project Sponsor can confidently implement without significant tenant interface:

- TDM Coordinator: This person will implement all aspects of the TDM Plan including marketing, management of services and amenities, ongoing monitoring and reporting, and coordination with the City and nearby developments(required, no points).
- ACTIVE-1 Improve Walking Conditions (Option A): Improved walking conditions through all required streetscape elements and five additional streetscape elements identified by City staff that contribute to VMT reduction (1 point).

[3] Section 3.3 of the SF TDM Program provides flexibility to allow updates to the TDM Plan at any time pending City approval: https://default.sfplanning.org/transportation/tdm/TDM_Program_Standards.pdf

- ACTIVE-2 Bicycle Parking (Option A): Provide Class I and Class II bicycle parking spaces as required by the Planning Code (1 point).
- ACTIVE-3 Showers and Clothes Lockers: Provide at least one shower and at least six clothes lockers for every 30 Class I Bicycle Parking Spaces, but no fewer than the number of showers and clothes lockers that are required by Planning Code (1 point).
- ACTIVE-5a Bike Repair Station: Provide a bicycle repair station in a secure area of the building with tools that can, at minimum, fix a flat tire, adjust a chain and brakes, and clean a bike (1 point).
- ACTIVE-5b Bike Maintenance Services: Project Sponsor shall offer bicycle maintenance services to employees, at least once annually, for 40 years (1 point).
- DELIVERY-1 Delivery Supportive Amenities: Provide an area for receipt of deliveries that offers one of the following: (1) clothes lockers for delivery services, (2) temporary storage for package or other deliveries, (3) temporary refrigeration for grocery deliveries, and/or other delivery supportive measures (1 point).
- INFO-1 Multi-Modal Wayfinding Signage: Provide multimodal wayfinding signage that can withstand weather elements in key locations (1 point).
- INFO-2 Real-Time Transportation Info Displays: Provide real-time transportation information on displays (e.g., large television screens or computer monitors) in prominent locations (1 point).
- Land Use – Healthy Food Retail: For development projects located in an underserved neighborhood, as determined by Healthy Retail SF, the Project Sponsor shall demonstrate the availability of healthy food, as determined by the Healthy Retail SF program (2 points).

Table 1 further describes the required Baseline Commitments and how the Project intends to comply with each commitment per building.

Supplemental Measures (when exceeding 50% approved parking)

In addition to the Baseline Commitment, if a building (or phase) proposes to construct between 50% and 75% of the maximum amount of approved parking spaces, that building will be required to achieve an additional six points from a Supplemental Measures list, for a total per building point target of 16. If a building (or phase) proposes to construct between 75% and 100% of the maximum amount of approved parking spaces, that building will be required to achieve 12 points from a Supplemental Measures list, for a total per building point target of 22. Working largely within the TDM Program Standards, the Supplemental Measures focus on measures likely to be compatible with the Project and its tenants but provide some flexibility on how future tenants (who have not been identified) and Prologis can achieve compliance. Custom measures have been

included in the Supplemental Measures list to reflect specific TDM-related benefits that have been advocated for by the community and/or other Project stakeholders.

- ACTIVE-4 Bike Share Membership (Option A): Bike share membership for each FTE employee annually for life of project (1 Point).
- ACTIVE-5 Bike Share Membership (Option B): Bike share membership for each FTE employee annually for life of project. Sponsor to coordinate with bike share provider to locate station within 1,000 feet of project (1 Point).
- ACTIVE-6 Fleet of Bicycles: Provide a fleet of bicycles for employees. The number of bicycles shall be equivalent to the number of Class 2 Bicycles Parking Spaces required by the Planning Code, at a minimum 5 bicycles shall be provided. (1 point).
- HOV-1 Contributions or Incentives for Sustainable Transportation (Option A, B, C, or D): Offer 25%-100% monthly contribution (Muni or Clipper) to employees (Up to 8 Points).
- HOV-2-custom Employment Shuttle: Employment-based shuttle serving Bayview-Hunters Point and connecting to key public transport location (e.g., 24th Street BART) (8 points for low frequency, 12 points for high frequency).
- HOV-3-custom Carpool or Vanpool Program: Support a vanpool service or carpooling app to connect employees of all Market Zone businesses to facilitate carpooling (7 Points).
- INFO-3 Tailored Transportation Marketing Services: Provide additional tailored marketing and communication information through promotions and welcome packets plus personal consultation to employees on transportation options, plus tenant outreach to encourage sustainable commute policies (up to 4 Points).

Table 2 further describes the Supplemental Measures menu of options and how each building (or phase) may comply with each commitment if implementing Supplemental Measures are required.

As demonstrated in Table 1 and Table 2, the Proposed Project would meet the City's TDM Program requirements with implementation of the Baseline Commitments and, if required, additional Supplemental Measures. If any of the Baseline Commitments are found infeasible (for example, if Healthy Retail points are not achievable or the Healthy Retail SF program is no longer in effect), any Supplemental Measure of the same point value can be utilized to fulfill the infeasible Baseline Commitment, in accordance with Section 3.3 of the SF TDM Program. Similarly, if any Supplemental Measure that is initially implemented is no longer feasible, or another Supplemental Measure is found to be more effective, then any Supplemental Measure of the same point value can be utilized, or any feasible TDM measure available within the City's TDM menu at the time of election can be utilized, so long as the Project achieves the required point total.

Table 1. Baseline Commitments

Initial Required Measures, 10 points total per building (or phase)

TDM Measure	Description	Implementation	TDM Points
TDM Coordinator[1]	This person will implement all aspects of the TDM Plan including marketing, management of services and amenities, ongoing monitoring and reporting, and coordination with the City and nearby developments.	The Project Sponsor will designate a TDM Coordinator.	Required (no points)
ACTIVE-1 Improve Walking Conditions Option A	Complete streetscape improvements consistent with the Better Streets Plan and any local streetscape plan so that the public right-of-way is safe, accessible, convenient and attractive to persons walking.	The Project proposes to construct new 10-foot-wide sidewalks on Rankin and Toland streets, and new 12-foot-wide sidewalks on McKinnon and Kirkwood avenues. On Selby Street, the buildings on either side would be set back 14 feet from the property line; the sidewalk widths would range between 10 and 24 feet, with a narrower sidewalk where on-street parking is provided. The new sidewalks would meet or exceed the sidewalk width of 10 feet recommended in the Better Streets Plan for industrial streets and would include American with Disabilities Act-accessible curb ramps at corners.	1
ACTIVE-2 Bicycle Parking Option A (Applicable to Land Use Other D)	Class 1 and Class 2 bicycle parking spaces as required by Planning Code	The Project will include required spaces in each building per Planning Code.	1

Table 1. Baseline Commitments

Initial Required Measures, 10 points total per building (or phase)

ACTIVE-3 Showers and clothes lockers	Provide at least one shower and at least six clothes lockers for every 30 Class I Bicycle Parking Spaces, but no fewer than the number of showers and clothes lockers that are required by Planning Code.	The Project will provide six lockers for every 30 Class I Bicycle Parking Spaces (or minimum code required) and one shower for every 30 Class I Bicycle Parking Spaces (or minimum code required).	1
ACTIVE-5a Bicycle Repair Station	Provide a bicycle repair station in a secure area of the building with tools that can, at minimum, fix a flat tire, adjust a chain and brakes, and clean a bike.	The Project will include a bike repair station on site, in a designated secure area within the building. The TDM coordinator would be responsible for maintenance and repairs of the station, as well as responding to tenant requests and complaints regarding the station.	1
ACTIVE-5B Bike Mainten-ance Services	Project Sponsor shall offer bicycle maintenance services to employees, at least once annually, for 40 years.	Project Sponsor to include in all tenant leases that tenants/employers offer bike maintenance services to each full-time employee once per year. Maintenance services to be minimum of equivalent of cost of bike tune-up.	1
DELIVERY-1 Delivery Supportive Amenities	Provide an area for receipt of deliveries that offers one of the following: (1) clothes lockers for delivery services, (2) temporary storage for package or other deliveries, (3) temporary refrigeration for grocery deliveries, and/or other delivery supportive measures.	Project will provide a designated area for receipt of deliveries.	1
INFO-1 Multimodal Wayfinding Signage	Provide multimodal wayfinding signage that can withstand weather elements in key locations.	The Project Sponsor will coordinate with the City to determine the type and location of wayfinding signage to direct persons to transportation services and infrastructure.	1

Table 1. Baseline Commitments

Initial Required Measures, 10 points total per building (or phase)

INFO-2 Real Time Transporta-tion Displays	Provide real time transportation information on displays (e.g., large television screens or computer monitors) in prominent locations.	The Project Sponsor will submit plans that identify locations of real time transportation information displays to the City. The Project Sponsor will install displays with real time transportation information in prominent locations. The TDM Coordinator will be responsible for monitoring operations and replacing in the event of vandalism.	1
LU-1 Healthy Food Retail in Underserved Area	For development projects located in an underserved neighborhood, as determined by Healthy Retail SF, the Project Sponsor shall demonstrate the availability of healthy food, as determined by the Healthy Retail SF program.	Project Sponsor will submit a plan showing a design compatible with a food retail store and commit to providing healthy food options, as confirmed by Healthy Retail SF and defined by Administrative Code Chapter 59.	2
		Total Points	**10 per building/phase**

Notes:

1. The TDM coordinator does not need to be a full-time position, but rather needs to be an employee with an extensive knowledge of the TDM measures and their compliance.

Source: Prologis, 2024. Fehr & Peers, 2024

Table 2. Supplemental Measures (required when exceeding 50% approved parking)

Menu of options; additional 6 points total per building (or phase) for 50-75% approved parking (16 points total) and 12 points total per building (or phase) when exceeding 75% approved parking (22 points total).

TDM Measure	Description	Implementation	City TDM Points
ACTIVE-4 Bike Share Membership	Proactively offer one complimentary bike share membership to employees, at least once annually, for the life of the Development Agreement or a shorter period if a bike sharing program ceases to exist.	Project Sponsor to include in all tenant leases that tenants/employers offer bike share membership to each FTE employee annually for the life of their tenancy or the Development Agreement, whichever ends first. The project is within 1,000 feet of a bikeshare station at the intersection of Jerrold Avenue / Toland Street.	2
ACTIVE-6 Fleet of Bicycles	Provide a fleet of bicycles for employees. The number of bicycles shall be equivalent to the number of Class 2 Bicycles Parking Spaces required by the Planning Code, at a minimum 5 bicycles shall be provided.	Project Sponsor would provide a fleet of bicycles equivalent to the number of Class 2 bicycle spaces required. Bicycles would be properly stored within a secure location and accessible to employees of the building. Bicycles would be provided in addition to the Planning Code requirements for bicycle spaces.	1
HOV-1 Contribu-tions or Incentives Option A, B, C, or D	Offer 25-100% subsidy to Project employees for transit passes annually for the life of the project. Contributions should be equivalent to the cost of a monthly Muni "M" pass.	Project Sponsor would proactively offer and facilitate contributions or incentives to each FTE employee to encourage use of sustainable transportation. The equivalent point value would be as follows: • Option A (2 points): 25% subsidy • Option B (4 points): 50% subsidy • Option C (6 points): 75% subsidy • Option D (8 points): 100% subsidy	Up to 8
INFO-3 Tailored Transporta-tion	Development project shall provide individualized, tailored marketing and communication campaigns, including incentives to encourage the use of sustainable	Project Sponsor to provide additional tailored marketing and communication information through promotions and welcome packets, plus personal consultation to employees on transportation options, plus tenant	Up to 4

Table 2. Supplemental Measures (required when exceeding 50% approved parking)

Menu of options; additional 6 points total per building (or phase) for 50-75% approved parking (16 points total) and 12 points total per building (or phase) when exceeding 75% approved parking (22 points total).

Marketing Services Option A, B, C, or D	transportation modes. Marketing services shall either be provided by the TDM coordinator or a communications professional.	outreach to encourage sustainable commute policies. The equivalent point value would be as follows: • Option A (1 point): promotions and welcome packets • Option B (2 points): Option A plus personal consultation for each new resident/employee and a request for commitment to try new transportation options. • Option C* (3 points): Option B plus a one-time financial incentive to try new options and conduct outreach to tenant employers on an annual basis to encourage adoption of sustainable commute policies. • Option D* (4 points): Option C plus enroll tenants in trip tracking application and provide employers with access to an expert consultant for help in developing new policies. *Financial incentives for Option C and Option D shall be at least equivalent to 25 percent of the cost of a monthly Muni only "M" pass, or equivalent value in e-cash loaded onto a Clipper Card, per participating Dwelling Unit, and/or employee.	
HOV-2-custom	Employment Shuttle	Tenant leases to include an employment-based shuttle serving Bayview-Hunters Point and connecting to key public transportation locations (e.g. 24th Street Mission BART). Monitoring to be conducted as outlined in the SF TDM Guidelines.	8 points for low frequency or 12 points for high frequency

Table 2. Supplemental Measures (required when exceeding 50% approved parking)

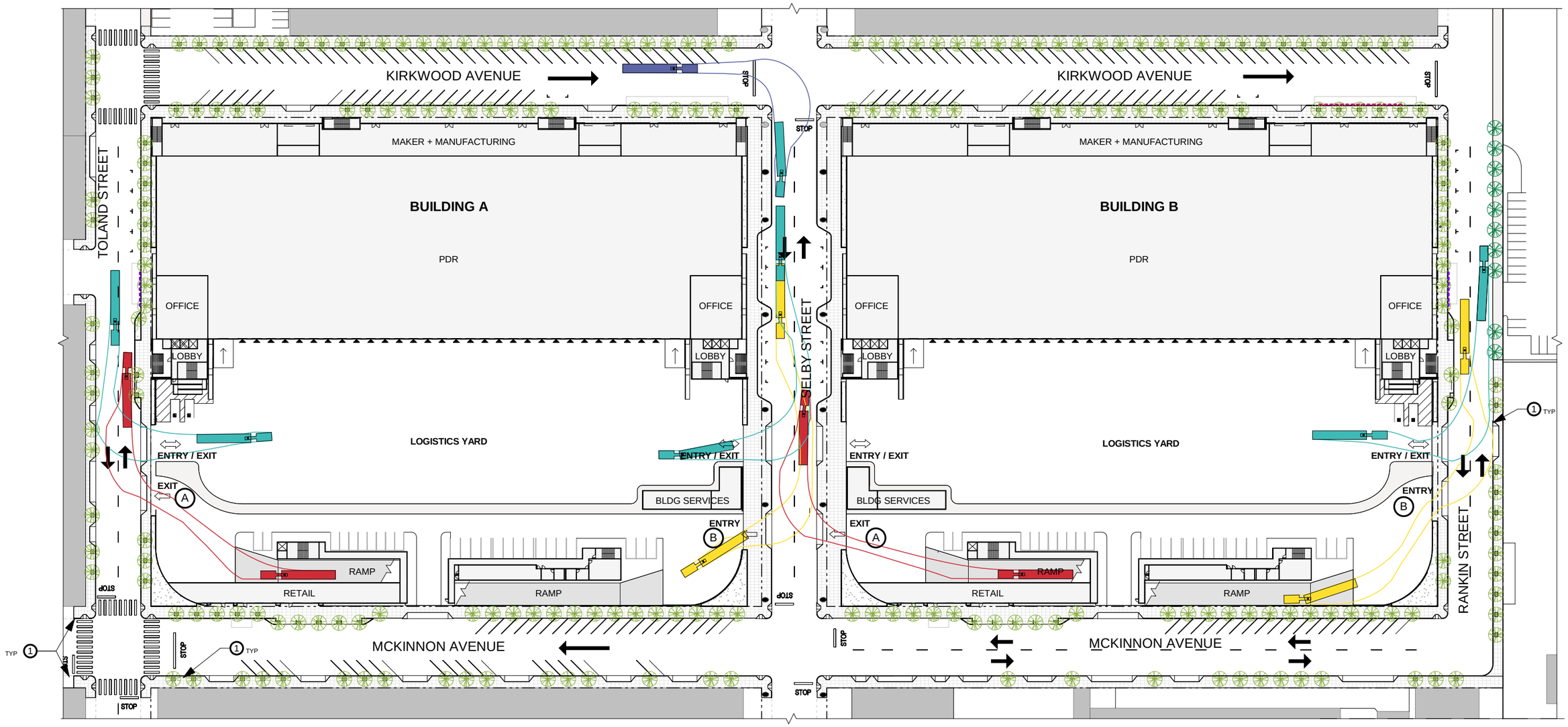
Menu of options; additional 6 points total per building (or phase) for 50-75% approved parking (16 points total) and 12 points total per building (or phase) when exceeding 75% approved parking (22 points total).

		The proposed custom employment shuttle is comparable to Measure T.44: Provide Shuttles in the 2021 CAPCOA *Handbook for Analyzing Greenhouse Gas Emission Reductions, Assessing Climate Vulnerabilities, and Advancing Health and Equity*. Shuttles incentivize a shift from private vehicles to transit, reducing associated GHG emissions.	
HOV-3-custom	Carpool or Vanpool Program	Tenant leases to include a vanpool or carpool app to connect employees of businesses throughout the Market Zone to facilitate carpooling. Monitoring to be conducted as outlined in the SF TDM Guidelines. The proposed custom carpool program is comparable to Measure T.5: Implement Commute Trip Reduction Program in the 2021 CAPCOA *Handbook for Analyzing Greenhouse Gas Emission Reductions, Assessing Climate Vulnerabilities, and Advancing Health and Equity*, which estimates mitigating up to 4.0% of GHG emissions from a project/site's employee commute VMT.	7
		Total Points	**12 per building/phase**

Source: Prologis, 2024. Fehr & Peers, 2024

SCHEDULE J-2

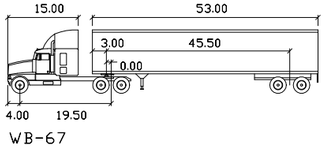
TRUCK TURNING TEMPLATES



VEHICLE ACCESS

- VEHICLE ENTRY TO UPPER FLOORS
- VEHICLE EXIT FROM UPPER FLOORS
- LEVEL 1 VEHICLE ENTRY AND EXIT
- MAKER SPACE LOADING
- PEDESTRIAN ACCESS
- COMMERCIAL LOADING
- PASSENGER LOADING

DESIGN VEHICLE: 74' TRUCK



SHEET NOTES

(A) ARTICULATED TRUCK EXIT RIGHT TURN ONLY (ALL OTHER VEHICLES UNRESTRICTED)

(B) ARTICULATED TRUCK ENTRY RIGHT TURN ONLY (ALL OTHER VEHICLES UNRESTRICTED)

ALL VEHICLE MOTION UNRESTRICTED UNLESS NOTED ABOVE

(C) DRIVEWAYS WILL BE EQUIPPED WITH AUDIO AND VISUAL ALARMS TO IDENTIFY VEHICLES EXITING BUILDING

Jackson Liles ARCHITECTURE

SITE PLAN - TRUCK TURNING - WB-67

ROADWAY & STREETSCAPE OVERVIEW

CONDITIONAL USE REVISON 4

RN

SS-12

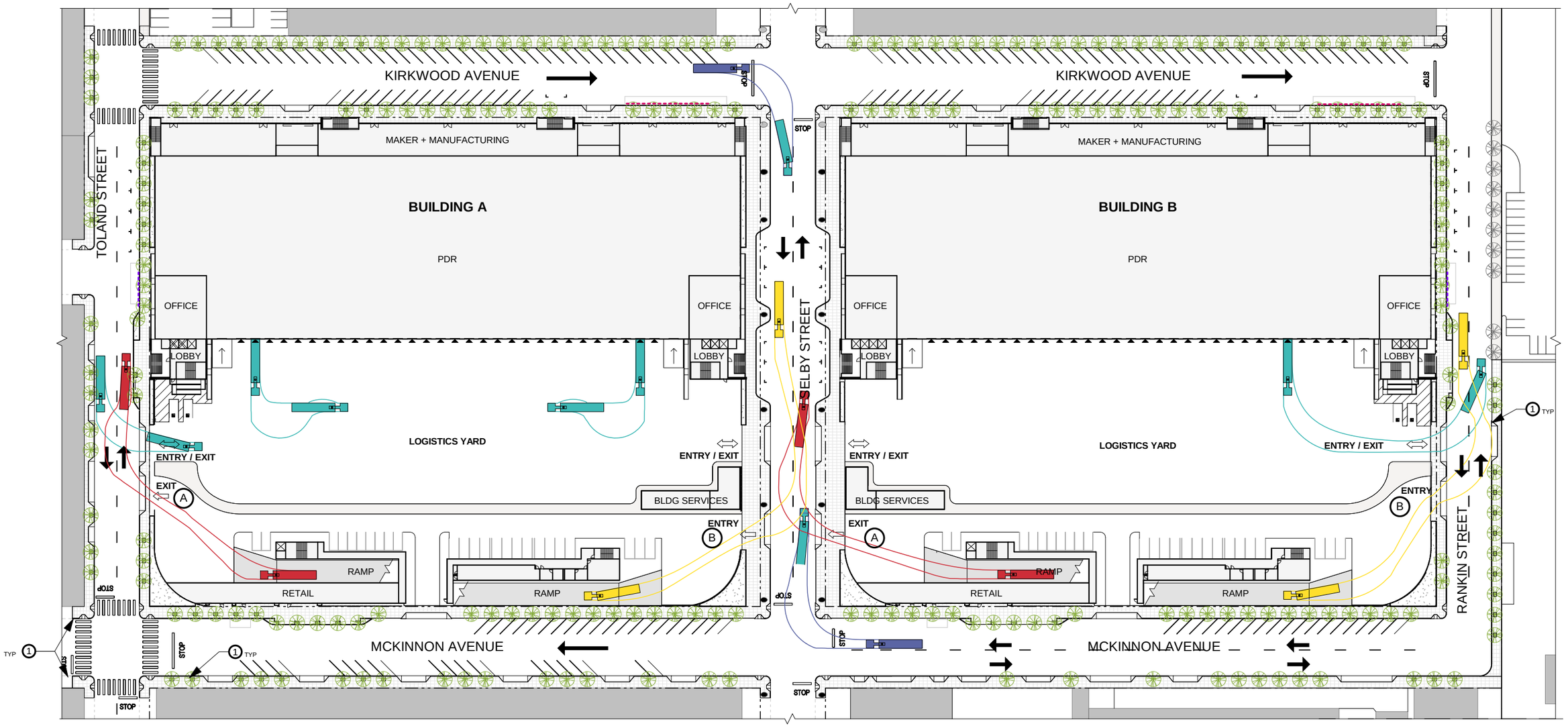
Revised 9.11.24

1" = 100'-0"

11.18.22

SAN FRANCISCO GATEWAY

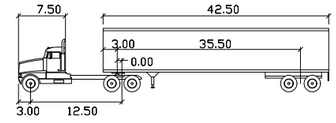
749 Toland St. / 2000 McKinnon Ave.
San Francisco, CA 94124



VEHICLE ACCESS

- VEHICLE ENTRY TO UPPER FLOORS
- VEHICLE EXIT FROM UPPER FLOORS
- LEVEL 1 VEHICLE ENTRY AND EXIT
- MAKER SPACE LOADING
- PEDESTRIAN ACCESS
- COMMERCIAL LOADING
- PASSENGER LOADING

DESIGN VEHICLE: 55' TRUCK



WB-50

SHEET NOTES

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(B) ARTICULATED TRUCK ENTRY RIGHT TURN ONLY (ALL OTHER VEHICLES UNRESTRICTED)

ALL VEHICLE MOTION UNRESTRICTED UNLESS NOTED ABOVE

(C) DRIVEWAYS WILL BE EQUIPPED WITH AUDIO AND VISUAL ALARMS TO IDENTIFY VEHICLES EXITING BUILDING

Jackson Liles ARCHITECTURE

SITE PLAN - TRUCK TURNING - WB-50

ROADWAY & STREETSCAPE OVERVIEW

CONDITIONAL USE REVISON 4

RN

SS-13

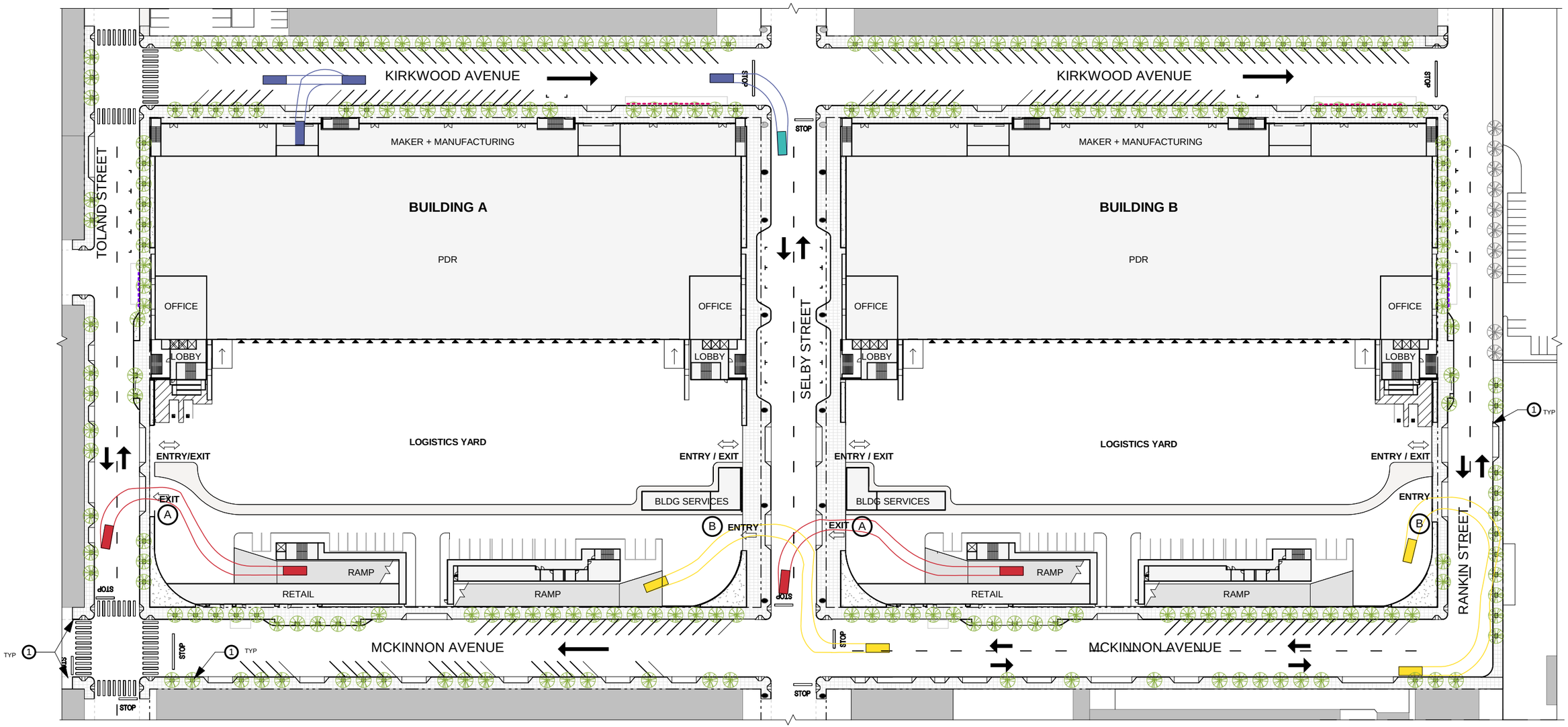
Revised 9.11.24

1" = 100'-0"

11.18.22

SAN FRANCISCO GATEWAY

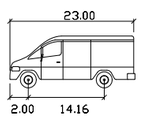
749 Toland St. / 2000 McKinnon Ave.
San Francisco, CA 94124



VEHICLE ACCESS

- VEHICLE ENTRY TO UPPER FLOORS
- VEHICLE EXIT FROM UPPER FLOORS
- LEVEL 1 VEHICLE ENTRY AND EXIT
- MAKER SPACE LOADING
- PEDESTRIAN ACCESS
- COMMERCIAL LOADING
- PASSENGER LOADING

DESIGN VEHICLE: 23' VAN



SPRINTER

SHEET NOTES

(A) ARTICULATED TRUCK EXIT RIGHT TURN ONLY (ALL OTHER VEHICLES UNRESTRICTED)

(B) ARTICULATED TRUCK ENTRY RIGHT TURN ONLY (ALL OTHER VEHICLES UNRESTRICTED)

ALL VEHICLE MOTION UNRESTRICTED UNLESS NOTED ABOVE

(C) DRIVEWAYS WILL BE EQUIPPED WITH AUDIO AND VISUAL ALARMS TO IDENTIFY VEHICLES EXITING BUILDING

Jackson Liles ARCHITECTURE

SITE PLAN - TRUCK TURNING - SPRINTER VAN

ROADWAY & STREETSCAPE OVERVIEW

CONDITIONAL USE REVISON 4

RN

SS-14

Revised 9.11.24

1" = 100'-0"

11.18.22

SAN FRANCISCO GATEWAY

749 Toland St. / 2000 McKinnon Ave.
San Francisco, CA 94124

SAN FRANCISCO GATEWAY

INFRASTRUCTURE PLAN

MAY 13, 2025

BKF ENGINEERS
255 SHORELINE DRIVE, SUITE 200
REDWOOD CITY, CA 94065

TABLE OF CONTENTS

ATTACHMENTS

LIST OF FIGURES

ABBREVIATIONS

APN	Assessor's Parcel Number
AWSS	Auxiliary Water Supply System
BGS	Below Ground Surface
BOD	Basis of Design
CCSF	City and County of San Francisco
CS	Combined Sewer
DA	Development Agreement
EX	Existing
FEIR	Final Environmental Impact Report
FHWA	Federal Highway Administration

FPS	Feet per Second
GPD	Gallons per Day
GPM	Gallons per Minute
LPW	Low Pressure Water
MUP	Master Utility Plan
PDR	Production, Distribution and Repair
PG&E	Pacific Gas & Electric
PR	Proposed
RCP	Reinforced Concrete Pipe
SCP	Stormwater Control Plan
SMR	Stormwater Management Requirements
SFFD	San Francisco Fire Department
SFMTA	San Francisco Municipal Transportation Agency
SFPUC	San Francisco Public Utilities Commission
SFPW	San Francisco Public Works

1. INTRODUCTION

Purpose

The Infrastructure Plan is an exhibit to the Development Agreement (DA) between Prologis, L.P. (Project Sponsor) and the City of San Francisco. The Infrastructure Plan defines the public improvements for the Project and identifies the responsibilities of the City and Project Sponsor for design, construction and operation of the improvements.

Project Description

The Project Sponsor proposes to redevelop two parcels in a core industrial area of San Francisco's Bayview Hunters Point neighborhood. The project site is located at 749 Toland Street and 2000 McKinnon Avenue and consists of two parcels (Assessor's Block 5284A, Lot 008; and Block 5287, Lot 002), including Selby Street between Kirkwood and McKinnon Avenues, and portions of the adjacent streets to the centerline – Toland St, Kirkwood Ave, Rankin St and McKinnon Ave. The combined total gross site area is approximately 743,800 square feet (17.1 acres).

The proposed project would demolish the existing four single-story PDR buildings on site and would construct two new three-story buildings (plus active roof), totaling approximately 1,646,000 gross square feet of enclosed floor area, or 2,160,000 gross square feet including 514,000 square feet of active roof. Each building would have a maximum height of approximately 97 feet (115 feet with rooftop appurtenances included). The proposed building west of Interstate 280 (I-280) at 749 Toland Street is "Building A" and the proposed building east of I-280 at 2000 McKinnon Ave is "Building B". Both Building A and Building B would include three levels of Production, Distribution and Repair (PDR) space with a multi-level vehicular system (comprising staging, circulation, and logistic yard areas) serving each level. In both buildings, all three levels of the PDR space would have direct vehicular access via a one-way ramp system for vehicles as large as tractor trailers. The roof level would provide a solar array and a screened, open-air, multipurpose deck that could be used for parking and vehicle staging.

Overview of Proposed Street and Utility Improvements

The Project proposes to construct street and utility improvements (together referred to as public improvements) in the streets adjacent to the project site. These public improvements will be constructed to City standards and offered for acceptance to the City, with the intent the City will accept the improvements for ownership, maintenance and liability.

The Project does not seek a subdivision and for this reason will not involve a subdivision map. However, the street and utility improvements will comply with the 2015 Subdivision Regulations and SFPUC standards for installation of new utilities, and the SFPUC Asset Protection Standards for protection of existing utilities when designing a new streetscape project around existing utilities.

Public improvements including new sidewalks, street trees and curb ramps will be installed on both sides of the streets in accordance with Better Streets Plan guidelines for industrial streets, along with new street paving on each street segment adjacent to the project site. The street profiles will be designed to meet minimum longitudinal slopes and cross slopes for improved drainage.

Low pressure water (LPW) mains will be installed in streets where they currently do not exist. The new LPW mains will be connected to the existing LPW mains to provide a looped system around the Project site. New domestic, irrigation and fire water services will be provided for each building and new LPW fire hydrants will be installed around the project frontages.

The Project may be required to upsize or install new combined sewer lines, if the existing sewer lines to do not have capacity to serve the project. Where required by this Infrastructure Plan, new combined sewers shall be constructed in a manner that meets the requirements of the Subdivision Regulations. New combined sewer laterals will be provided for each building along with new catch basins in the streets to improve street drainage.

Electric service will be provided either by PG&E or the SFPUC, pending SFPUC's completion of a feasibility study. The point of connection and routing of these services will be determined by the utility provider. New transformers will be located on private property, either pad mounted or within a transformer room in the building. Gas service is not proposed for the Project.

As described in the Project's Development Agreement, the Developer will provide the SFPUC with all Project information the SFPUC requires to determine the feasibility of providing electric service to the Project Site (the "Feasibility Study"). The SFPUC will complete the Feasibility Study within thirty (30) days after the date that Developer provides to the SFPUC all Project information needed to complete the Feasibility Study. If the SFPUC determines it is feasible to provide electricity for the Project Site, then the SFPUC will be the exclusive power provider to the Project Site. The SFPUC electrical power will be provided under the SFPUC's Rules and Regulations Governing Electric

Service and at rates that are comparable to rates in San Francisco for comparable service from other providers. If needed, the SFPUC requires adequate space for the Wholesale Distribution Tariff (WDT) intervening facilities be provided as an easement or fee title land rights.

Applicability of Uniform Codes and Infrastructure Standards

The Infrastructure Plan is intended to comply with the current City of San Francisco Subdivision Regulations. The Infrastructure Plan may be modified in the future to the extent that future modifications are in accordance with the current City of San Francisco Subdivision Regulations and the DA. Approval of future modifications will require approval from the relevant City agencies.

2. MAPPING AND RIGHT-OF-WAY

Existing Mapping

The Project site currently consists of two assessors' parcels, which are also legal parcels: Block 5284A, Lot 8 and Block 5287, Lot 2. The parcel lines of each parcel extend to the centerline of Toland St, Kirkwood Ave, Rankin St, McKinnon Ave and Selby St respectively. The City and County of San Francisco has a roadway easement over Kirkwood Ave per documents A729 O.R. 747, recorded in the Official Records on March 10, 1964 (covering the portion of Kirkwood Ave between Toland St and Selby St) and A374 O.R. 274, recorded in the Official Records on January 30, 1962 (covering the portion of Kirkwood Ave between Selby St and Rankin St).

Toland St, Rankin St and Selby St have 64-foot wide public right-of-ways. The Kirkwood Ave and McKinnon Ave public right-of-ways are both 80-feet, with the exception of small jogs around existing fire sprinkler risers that protrude out from the buildings on the Project site. Per the assessors' maps and easement legal descriptions, the right-of-ways along Kirkwood Ave and McKinnon Ave are essentially located at the face of the existing buildings.

The City and County of San Francisco may have certain easement rights over the former alignment of La Salle Ave running east-west through the project site between Selby St and Rankin St, per Record of Survey Map of Marine Corps Supply Forwarding Annex (Islais Creek) filed on April 25, 1961 in Book "T" of Maps at pages 6 and 7, and document A374 O.R. 274. This former alignment of La Salle Ave is not reflected on City Assessor maps and is not used as part of the public street system.

The elevated portion of I-280 is located above Selby St and the State of California (Caltrans) has a 92-foot wide easement over Selby Ave for the elevated highway per 7059 O.R. 435, recorded in the Official Records on April 26, 1957 (easement originally granted to City and County of San Francisco, and subsequently conveyed to the State of California by deed recorded May 21, 1962, Recorder's Series Number K91798, in Reel A423 Image 802). The portions of the public right-of-way owned by the City are subject to certain third-party reservations of railroad easements, per documents. The Project Sponsor has provided the City with a current title report identifying applicable easements.

Refer to Fig 2.1.

Right-of-Way Dedications and Vacations

The Project proposes to offer for dedication to the City fee title to the portions of the public right-of-ways that are currently owned by the Project sponsor. This will likely occur via a quitclaim deed. Per Section 66428(a)(2) and Appendix A, Section VIII of the San Francisco Subdivision Regulations, no Parcel Map or Final Map is required for the conveyance of fee title to the City.

The small portions of private property on Kirkwood Ave and McKinnon Ave that jog around the existing fire sprinkler risers will be offered for dedication as public right-of-way so that the proposed right-of-way line will be straight without any jogs.

The segments of McKinnon Ave, Rankin St, Kirkwood Ave, and Selby St that adjoin and bisect the project site are part of the public street network but have not been accepted for ownership and maintenance by the City. The segment of Toland St that adjoins the Project site has been accepted by the City. As a phased project, the Project will offer for acceptance the public improvements constructed with each phase and fee title to the portions of the public right-of-way owned by the Project Sponsor in the phase in accordance with the San Francisco Subdivision Regulations, unless otherwise approved by the City.

It likely will be necessary for the City to vacate or otherwise terminate any easements it may hold in La Salle Ave. The City will work in good faith with the Project sponsor to determine what access or rights of the public, if any, City has in La Salle Ave, to pursue a street vacation of rights of the public in La Salle Avenue if necessary to clear title, subject to approval of the BOS, and to quitclaim any such interest to the Project sponsor, as described in the Development Agreement.

Offer of Infrastructure

Since the Project will be phased, the Project will offer for acceptance the public improvements constructed with each phase and fee title to the portions of the public right-of-way owned by the Project Sponsor in that phase in accordance with the San Francisco Subdivision Regulations, unless otherwise approved by the City.

Utilities and other infrastructure improvements to be offered by the Project Sponsor for City acceptance cannot rely on utilities constructed to a temporary standard. Any offer of utilities that rely on utilities constructed to a non-permanent standard will require authorization by the Public Works Director with the consent of the affected City department.

Utility relocations may be required by the project in order to build the streetscape to City standards and comply with the SFPUC Asset Protection Standards, both requirements for City Acceptance.

Operation and Maintenance

Following the City's formal acceptance of the offers of fee title to the public right-of-way and the offers of public improvements installed by the Project, the City will be responsible for maintenance of the public improvements installed by the Project, except as otherwise agreed to in writing by the Project and the City.

Adjacent Property Ownership and Right-of-Way Obstructions

The Project Sponsor does not own fee title to the public right-of-way from the centerline to the far side of the right-of-way, or the parcels on the opposite sides of Toland St, Kirkwood Ave, Rankin St and McKinnon Ave from the Project site. These properties are under various ownership, as follows:

- Kirkwood Ave (Toland St to Rankin St) and Rankin St (Kirkwood Ave to McKinnon Ave): City and County of San Francisco
- McKinnon Ave (Toland St to Selby St): San Francisco Unified School District
- McKinnon Ave (Selby St to Rankin St) and Toland St (Kirkwood Ave to McKinnon Ave): Private parties not affiliated with Project sponsor.

Because the Project sponsor does not own these properties, the Project sponsor does not have legal authority to offer for dedication in fee the full width of the street right-of-ways to the City.

Right-of-Way Obstructions and Nonconforming Conditions

Over the years, improvements have been constructed in the vicinity of the Project Site that appear to encroach into the existing public right-of-way from neighboring properties, generally in the following categories:

- **Physical encroachments into street right-of-way:** These include fences, temporary and permanent structures near the intersection of Rankin St and McKinnon Ave; curbs and wheel stops within the future extent of Kirkwood Ave at Toland St; and curbs and fire hydrant on Kirkwood Ave at Rankin St.
- **Physical encroachments into sidewalk right-of-way:** A number of off-site building features extend into areas intended for future sidewalk improvements on

Toland St, Kirkwood Ave and McKinnon Ave, including stairs, fences, downspouts, fire risers, electrical boxes, etc.

Additionally, there are a variety of existing conditions on surrounding properties that may not conform to current City standards and/or that may conflict with construction of the full extent of public right-of-way improvements proposed as part of the Project. As a result, the Project may require exceptions from the City's Subdivision Regulations to allow for integration of the Project's public improvements with these existing conditions, generally in the following categories:

- **Conflicting physical conditions:** Construction of the full extent of public right-of-way improvements would potentially create conflicts between future sidewalk grades and finished floor elevations, doors, stairs, ramps, and stormwater drainage facilities, on off-site properties not owned by the Project sponsor.
- **Conflicting operational conditions:** Construction of the full extent of public right-of-way improvements would also potentially create conflicts with vehicle ingress/egress operations due to installation of sidewalks, curb cuts, and street trees, on properties not owned by the Project sponsor.

Together, these encroachments and conditions are referred to as "Existing Off-Site Conditions." The locations of the Existing Off-Site conditions are generally identified on Fig 2.2, Fig 2.2A and Fig 2.2B.

Development Agreement Exhibit V, List of Required Exceptions to Subdivision Regulations, identifies the known Existing Off-Site Conditions that may conflict with construction of the full scope of public improvements to City standards. For each of these Existing Off-Site Conditions that are still in place at the time the Project sponsor submits an application for a Tentative Street Improvement Permit, the Project sponsor may seek an exception from applicable City standards. For this reason, Exhibit V lists the known potential exceptions that may be required based on present circumstances.

However, it is likely that certain Existing Off-Site Conditions will be removed or modified before the time the Project sponsor submits an application for a Tentative Street Improvement Permit, such that not all exceptions listed on Exhibit V may be required. For example, the SF Market redevelopment project may proceed ahead of the Project, as described below, which would affect the Existing Off-Site Conditions on Kirkwood Ave. Additionally, it is possible that certain Existing

Off-Site Conditions can be addressed through engineering solutions that do not require exceptions from City standards.

Process to Address Existing Off-Site Conditions

Prior to submittal of an application for a Tentative Street Improvement Permit, the Project sponsor, in coordination with the City, will use commercially reasonable efforts to conduct outreach to the adjacent private property owners regarding treatment of the Existing Off-Site Conditions. The Project sponsor will seek property owners' commitment to (i) remove any existing encroachments from the right-of-way, to the extent feasible, or (ii) to seek a Minor or Major Encroachment Permit for any Existing Off-Site Conditions that are not feasible to remove or that the owner intends to retain. If any individual property owner does not agree to either remove Existing Off-Site Conditions or obtain an Minor or Major Encroachment Permit, as applicable, after the Project sponsor has engaged in commercially reasonable efforts to obtain such agreement for a period of sixty (60) days, then the Project sponsor will have no further obligation to conduct outreach and may proceed to submit an application for a Tentative Street Improvement Permit.

The Project sponsor's submittal of an application for a Tentative Street Improvement Permit for a given phase will identify, among other information, (i) Existing Off-Site Conditions in place as of the time the application is submitted (whether or not the applicable property owner has committed to seek an Encroachment Permit for those Existing Off-Site Conditions); and (ii) specific treatment of each Existing Off-Site Condition, which may include a requested exception to accommodate integration of the public improvements and the Existing Off-Site Conditions. When issued by the City, the Tentative Street Improvement Permit will identify specific conditions that must be met for issuance of a Street Improvement Permit. Without limitation, the Project sponsor's obligations to complete any specific off-site improvements affected by the Existing Off-Site Conditions that are present at that time will be contingent upon the occurrence of one of the following for each Existing Off-Site Condition, prior to the time that Project sponsor commences work on any portion of the improvements in a given phase:

(1) City will remove or cause to be removed, at its cost, the Existing Off-Site Conditions located in the public right-of-way on properties owned by City or City Agencies; or

(2) City will grant all appropriate exceptions from City standards that allow Existing Off-Site Conditions on public or private property to remain in place, and accommodate integration of those Existing Off-Site Conditions with the public improvements to be constructed by the Project. City will cooperate reasonably

and in good faith with the Project sponsor to address Existing Off-Site Conditions on private properties in a manner that minimizes conflict with those Existing Off-Site Conditions (except as necessary to address material public health or safety concerns). Nothing in this Infrastructure Plan is intended to limit the City's ability to issue Minor or Major Encroachment Permits for Existing Off-Site Conditions or to seek removal of any unpermitted encroachments from the public right-of-way in connection with granting these exceptions.

Coordination with SF Market

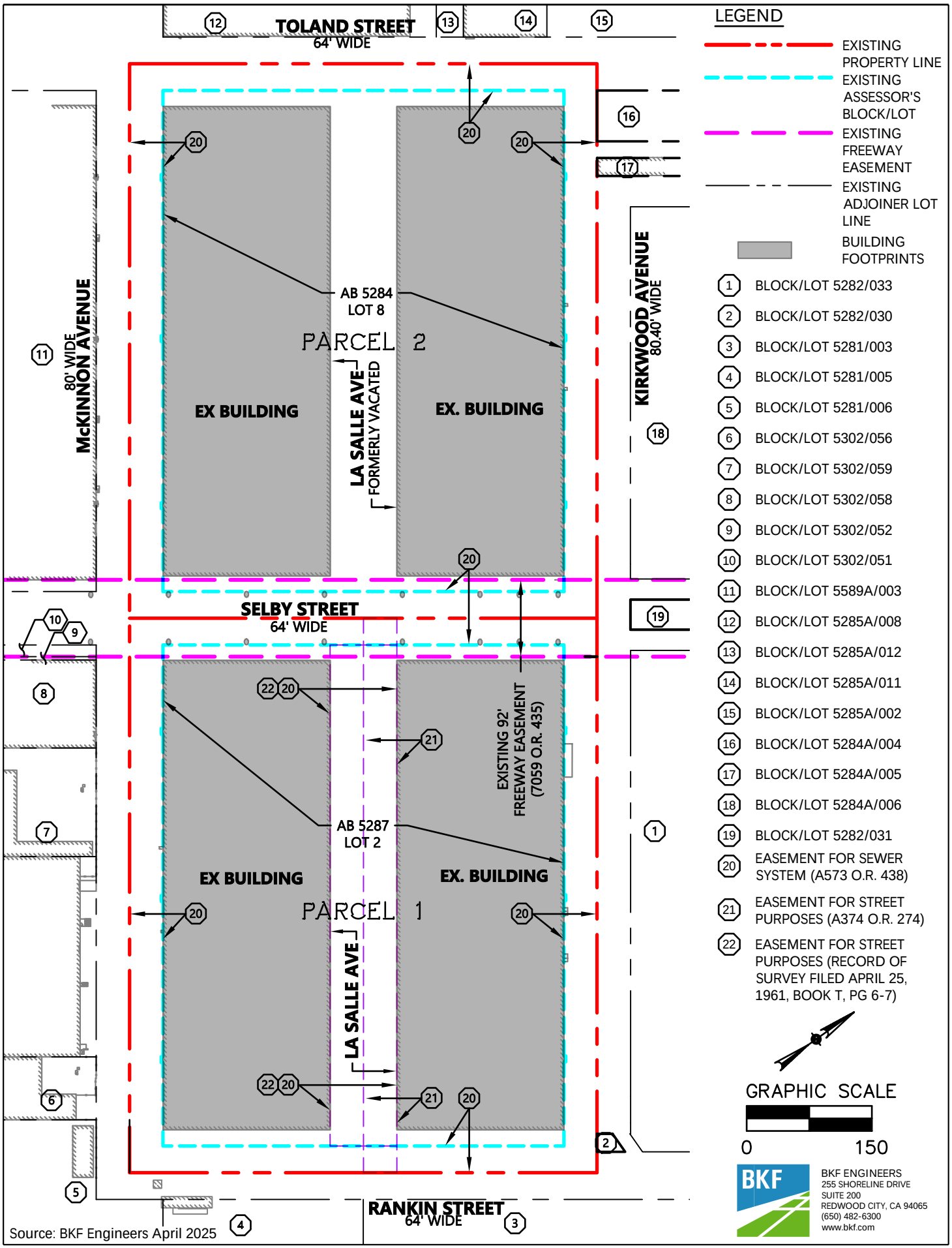
The SF Market (SFM) is located north of Kirkwood Ave. The SFM is currently implementing its Reinvestment Project which is a multi-year project to upgrade and expand its facilities, with an emphasis on street and utility infrastructure. The City is the owner of the SFM site and has entered into a long-term ground lease with the SFM. As the SF Gateway and SFM projects progress through City approvals and detailed design, it will be critical for both projects to have ongoing coordination discussions, specifically where the two projects interface on Kirkwood Ave.

Below is an outline of the SFM plan with respect to street right-of-way vacations and dedications and planned improvements in the area adjacent to the Project site.

- Right-of-Way Vacations – Vacate Jerrold Ave and all smaller right-of-ways including Lettuce Lane and Milton I Ross Lane. Street Vacations have been conditionally approved by the City.
- The SFM and the City are preparing to submit a Final Map to finalize the vacations and dedications. Prior to final approval of the Final Map, the SFM anticipates removing physical improvements located in future right-of-ways, specifically at the future intersection of Toland St and Kirkwood Ave.
- Street Improvements – The street improvements proposed by the SF Gateway Project have been coordinated with the SFM via numerous meetings and are aligned with the SFM Reinvestment Plan and entitlements.

The Project team will continue its ongoing coordination effort with the City and SFM during the design and implementation of the public improvements along Kirkwood Ave. In the event that the Project seeks a Street Improvement Permit for any work within Kirkwood Avenue prior to the time that the SFM obtains a Street Improvement Permit for such work, the Project sponsor's

application shall include all identified improvements for the relevant phase within and adjacent to Kirkwood Avenue (see Section 6).



Source: BKF Engineers April 2025

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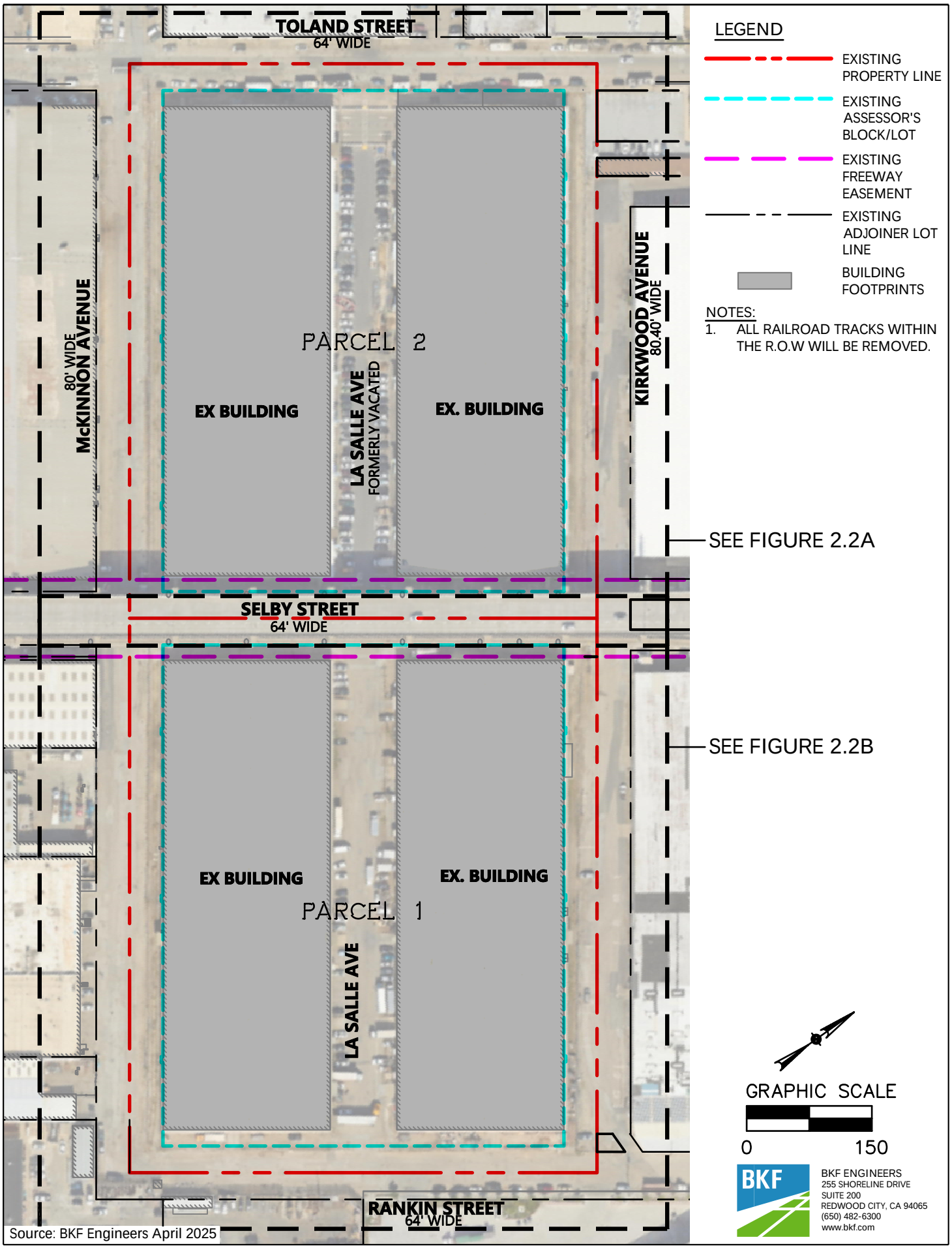
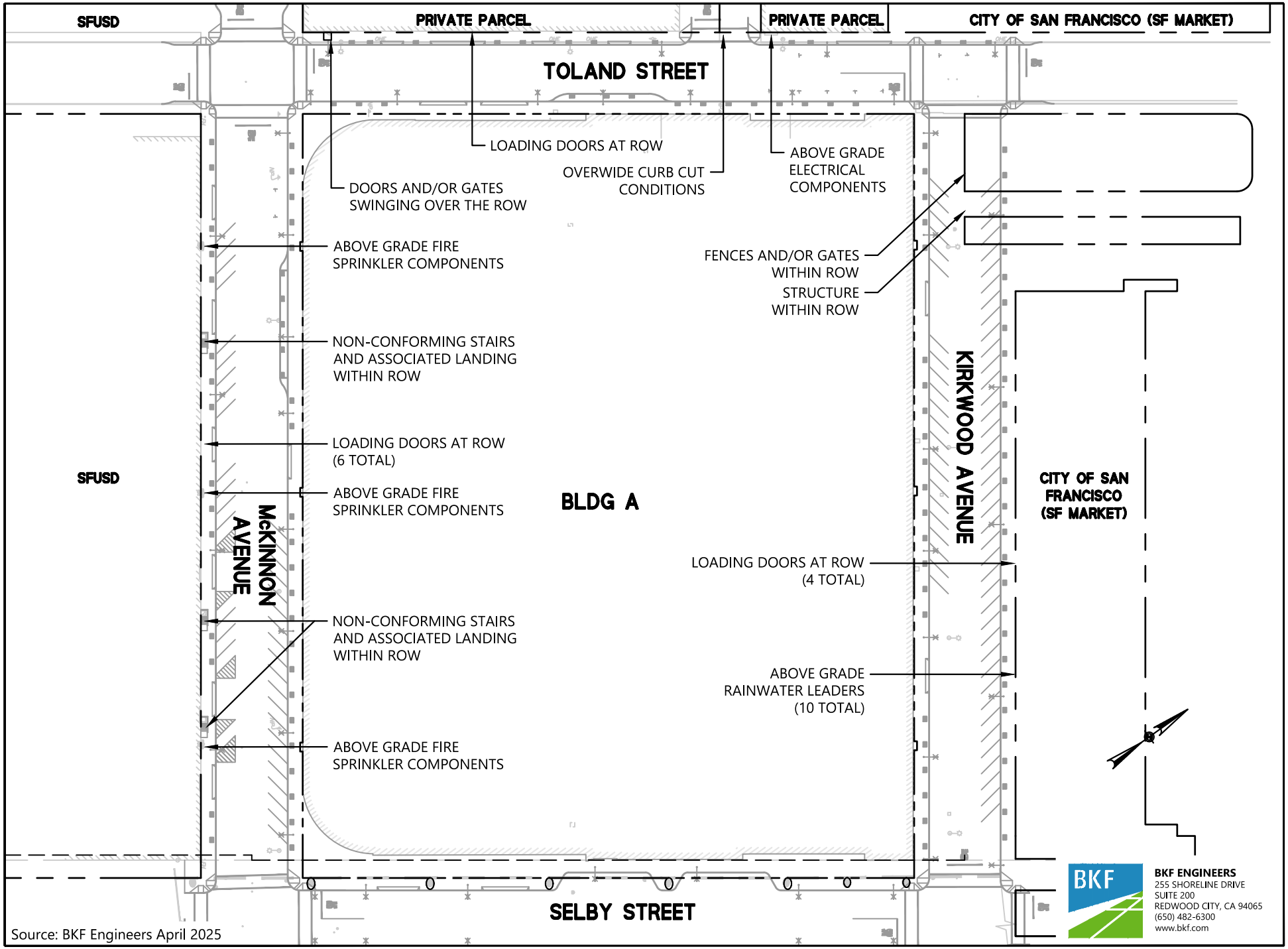
Fig 2.1 - EXISTING MAPPING AND OWNERSHIP



Source: BKF Engineers April 2025

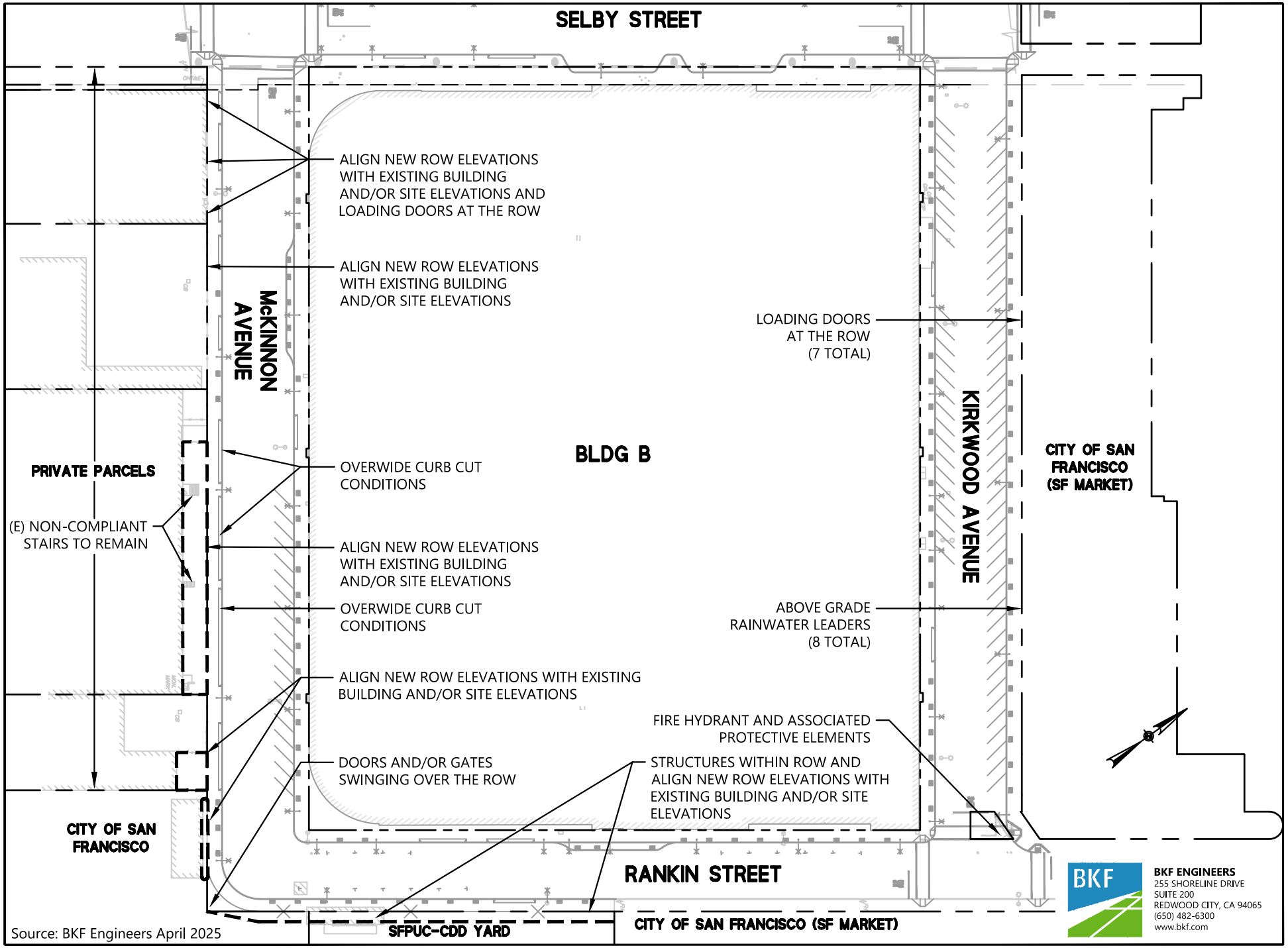
Fig 2.2 - EXISTING OFF-SITE CONDITIONS KEY PLAN



Source: BKF Engineers April 2025

BKF ENGINEERS
255 SHORELINE DRIVE
SUITE 200
REDWOOD CITY, CA 94065
(650) 482-6300
www.bkf.com

Fig 2.2A - EXISTING OFF-SITE CONDITIONS ON PARCELS NOT OWNED BY PROJECT SPONSOR



Source: BKF Engineers April 2025

SAN FRANCISCO GATEWAY INFRASTRUCTURE PLAN

Fig 2.2B - EXISTING OFF-SITE CONDITIONS ON PARCELS NOT OWNED BY PROJECT SPONSOR

3. EXISTING CONDITIONS AND PROPOSED DEMOLITION

Existing Site Conditions

The project site is currently occupied by four, one-story structures, totaling approximately 448,000 square feet of production, distribution, and repair (PDR) space. The surrounding existing streets adjacent to the project site, which are part of the public street network but (with the exception of Toland St) have not been accepted by the City for maintenance, are substandard and do not meet current City design standards. The street paving is in very poor condition and lacks proper grading design to manage stormwater runoff. There are no sidewalks or street trees and very limited street lighting. There are old railroad rails in portions of the streets and there are many locations where private improvements (including those on neighboring parcels) encroach into the public street area. The Project Sponsor has not identified any third-party easements for existing railroad tracks within the portions of the right-of-way owned by the Project Sponsor. The elevated section of I-280, which runs through the middle of the site above Selby Street, is located within a Caltrans easement.

Existing Utility Infrastructure

There are City low pressure water (LPW) and combined sewer mains in some of the adjacent streets. Along Toland St, there are overhead facilities with power, telephone and CATV. There are other overhead facilities around the perimeter and within the project area that either provide power and telephone to the existing buildings or provide power to wood pole mounted street lights. There are also PG&E gas distribution lines in the surrounding streets.

Proposed Demolition

All buildings and site improvements on the parcels will be demolished. Underground utilities within the parcels will be removed or abandoned as appropriate. Surface improvements within the street right-of-ways will be removed including curbs, pavement, railroad tracks, bollards, fencing, wood poles, etc. Select subsurface utilities such as segments of combined sewers and laterals will be removed or abandoned in place, as appropriate.

4. PUBLIC UTILITIES

The Project is surrounded by existing streets with public utilities such as low pressure water, combined sewer, power, gas and communications. The Project will connect to and be served by these existing utilities. Where new or upgraded utilities are required solely to support the Project, the Project will install or replace such utilities to meet the proposed utility demands of the Project. In these instances, new City utilities will be designed per City standards such as the 2015 Subdivision Regulations and 2020 SFPUC-CDD Standard Plans and Specifications for low pressure water. The Project is required to install new or replace existing utilities only when the capacity demands of the Project require this upsized or new infrastructure, and not to address existing deficiencies or desired improvements that are not required to serve the Project.

Low Pressure Water System

In general, there are existing LPW mains in the adjacent streets around the Project site. The LPW mains range in size from 8-inches to 12-inches and are part of the University Mound pressure zone. Fire hydrant flow tests from 2018 indicate a static pressure around 60 to 65 psi. Below is a description of the existing LPW facilities around the Project.

- Toland St – 8-inch LPW main that runs the entire length of the Project site between Kirkwood Ave and McKinnon Ave.
- Kirkwood Ave – 12-inch main between Rankin St and Selby St. There is no LPW main between Selby St and Toland St.
- Rankin St – 8-inch LPW main that runs the entire length of the Project site between Kirkwood Ave and McKinnon Ave.
- McKinnon Ave – 8-inch LPW main between Selby St and Toland St. There is no LPW main between Rankin St and Selby St.
- Selby St – Private fire line within the project site.

The Project proposes to improve the LPW system by installing new mains in streets where none currently exist and to install new LPW fire hydrants around the site. Below is a description of the proposed LPW improvements.

- Kirkwood Ave – Install new 12-inch LPW main between Toland St and Rankin St. The new LPW will connect to the existing 8-inch mains in Toland St and Rankin St and the 8-inch LPW main in Selby St, north of the project site.

- McKinnon Ave – Install new 8-inch water main between Rankin St and Selby St. The new LPW will connect to the existing 8-inch main at the intersection of McKinnon Ave and Selby St and the existing 8-inch main in Rankin St.
- Selby St – Remove the private fire system between Kirkwood Ave and McKinnon Ave.
- Site Perimeter – Install new LPW fire hydrants per SFFD requirements.

The Project will assist the SFPUC City Distribution Division to update their water system model and perform hydraulic modeling for the proposed low pressure water system improvements. Low pressure hydrant locations shall be approved by SFFD and shown in the figure 4.2. Hydrants shall be located at the intersections, readily accessible and visible. Any additional needed per code can be place mid-block. Hydrants shall be located within 2-feet from face of curb and have 5 feet clearance around them. A clear path from the staged fire engine to hydrant shall be 10-feet max in length. Meter and lateral sizing will comply with SFPUC CDD Standards for Water Main Installation.

Prior to submittal of an application for a Street Improvement Permit, the Project team will perform an analysis to determine the required fire flow for the Project. This will occur after Project Approvals including the adoption of the Project's Infrastructure Plan.

Refer to Fig 4.1 and Fig 4.2.

Combined Sewer System

The Project site is within the City's combined sewer (CS) area. Below is a description of the existing CS facilities around the Project.

- Toland St – 15-inch CS flowing south to north toward Kirkwood Ave.
- Kirkwood Ave – 18-inch CS main on both sides of Selby St. Both mains flow towards Selby St.
- Rankin St – 15-inch CS flowing south to north toward Kirkwood Ave
- McKinnon Ave – 54-inch CS main between Toland St and Selby St that flows west to east towards Selby St.
- Selby St – Two 8.5-foot by 11-foot box culverts flowing south to north.

The City was granted rights to the existing sewage distribution system lying within the former alignment of La Salle Ave running east-west between Selby St and Rankin St, under document

A573 O.R. 438, recorded April 15, 1963; however, there are no existing City sewer facilities located within this area. As described in Section 2, the Project Sponsor will request that the City vacate its rights in the former La Salle Ave if necessary to clear title, and the City agrees to cooperate and work in good faith with the Project Sponsor to pursue such a vacation, subject to approval of the SFPUC and BOS, and subsequently to quitclaim any such rights to the Project Sponsor.

Using the SFPUC's non-potable water calculator, the estimated proposed indoor water demand for both buildings is 6,370 gpd. Using a 5% reduction factor to calculate wastewater flows, the estimated wastewater flow for both buildings is 6,052 gpd.

Both existing parcels are almost 100% impervious area consisting of building roofs, pavement and concrete. The Project will reduce the amount of impervious area with the addition of planters, bioretention planters, street trees and other areas of landscaping. With the increase in pervious area, the proposed peak rate of runoff from the Project to the City's CS system will be less than the existing condition.

Stormwater runoff will be calculated per the Subdivision Regulations and a hydraulic modeling report will be prepared in collaboration with SFPUC staff and submitted to the SFPUC for approval during detailed design. The project will install new combined sewer lines of an anticipated 30" in diameter (and associated catch basins) in the following right-of-ways: Rankin St between Kirkwood Ave and McKinnon Ave, and Kirkwood Ave between Rankin St and Selby St (see Figure 4.4). Construction of these new sewer lines will adhere to the Subdivision Regulations, including final sizing based on conveyance of the 5-year design storm. No other upsizing of combined sewers is required.

Street Lights

There is a very limited number of street lights around the Project site. All are mounted on wood poles.

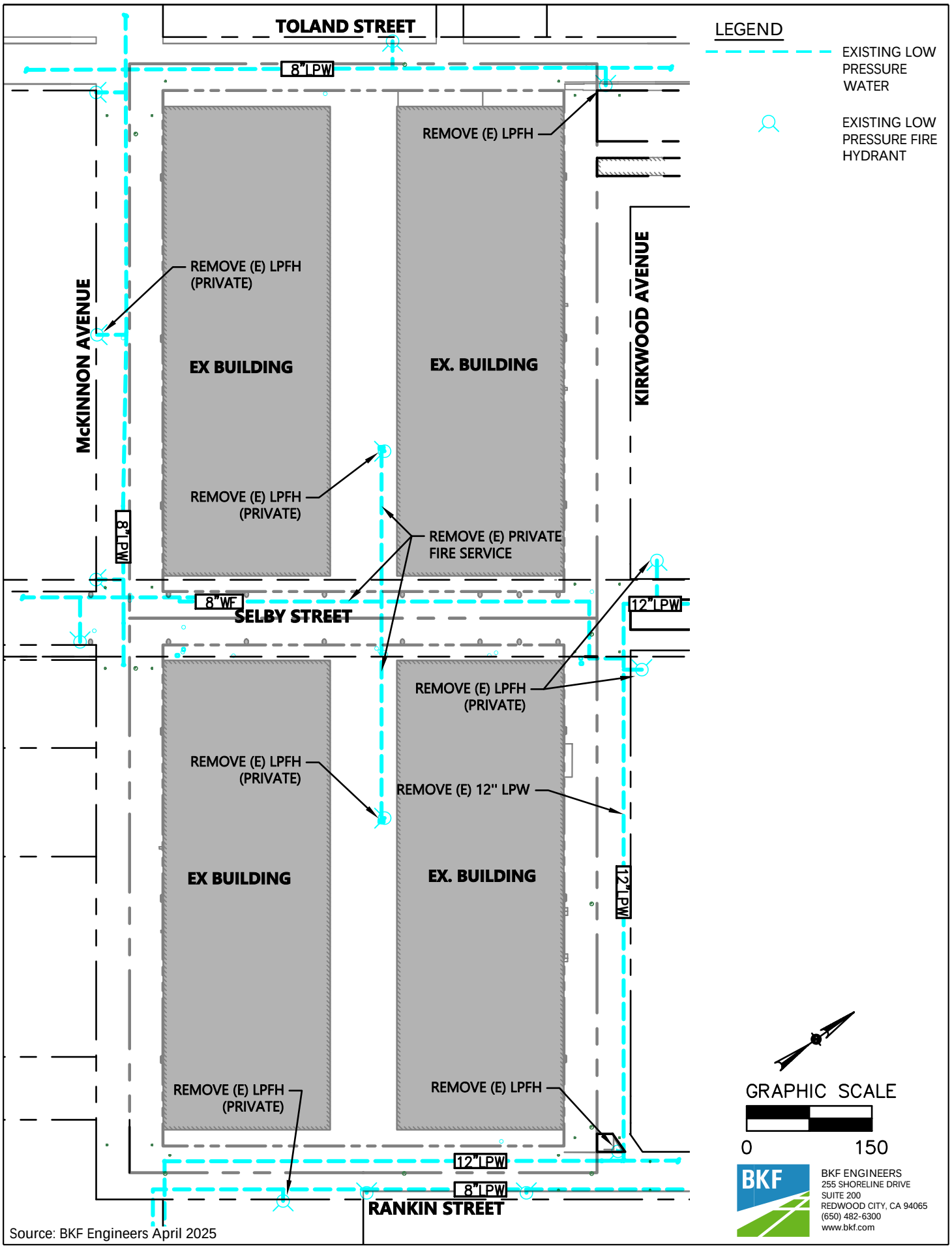
- Toland St – Approximately 4 street lights mounted on joint poles (power, CATV and telephone) on the west side of the street.
- Kirkwood Ave – Approximately 7 street lights mounted on joint poles (communications and street light power).
- Rankin St – Approximately 4 street lights mounted on wood poles with only street lights and overhead street light wiring.

- McKinnon Ave – Approximately 7 street light mounted on wood poles with only street lights and overhead street light wiring.
- Selby St – No streetlights.

The Project proposes to install new street lights around the project site to the SFPUC standards at the time of permit review. The street lights will be fed from new underground street light conduits. SFPUC streetlights will need to be installed on streets to be accepted by DPW in accordance with SFPUC Streetlight Standards. Intersection, street and sidewalk lighting on accepted streets will conform to SFPUC streetlight photometric requirements. Lighting luminaires and poles must be approved by SFPUC engineer and be listed in the SFPUC streetlight catalog.

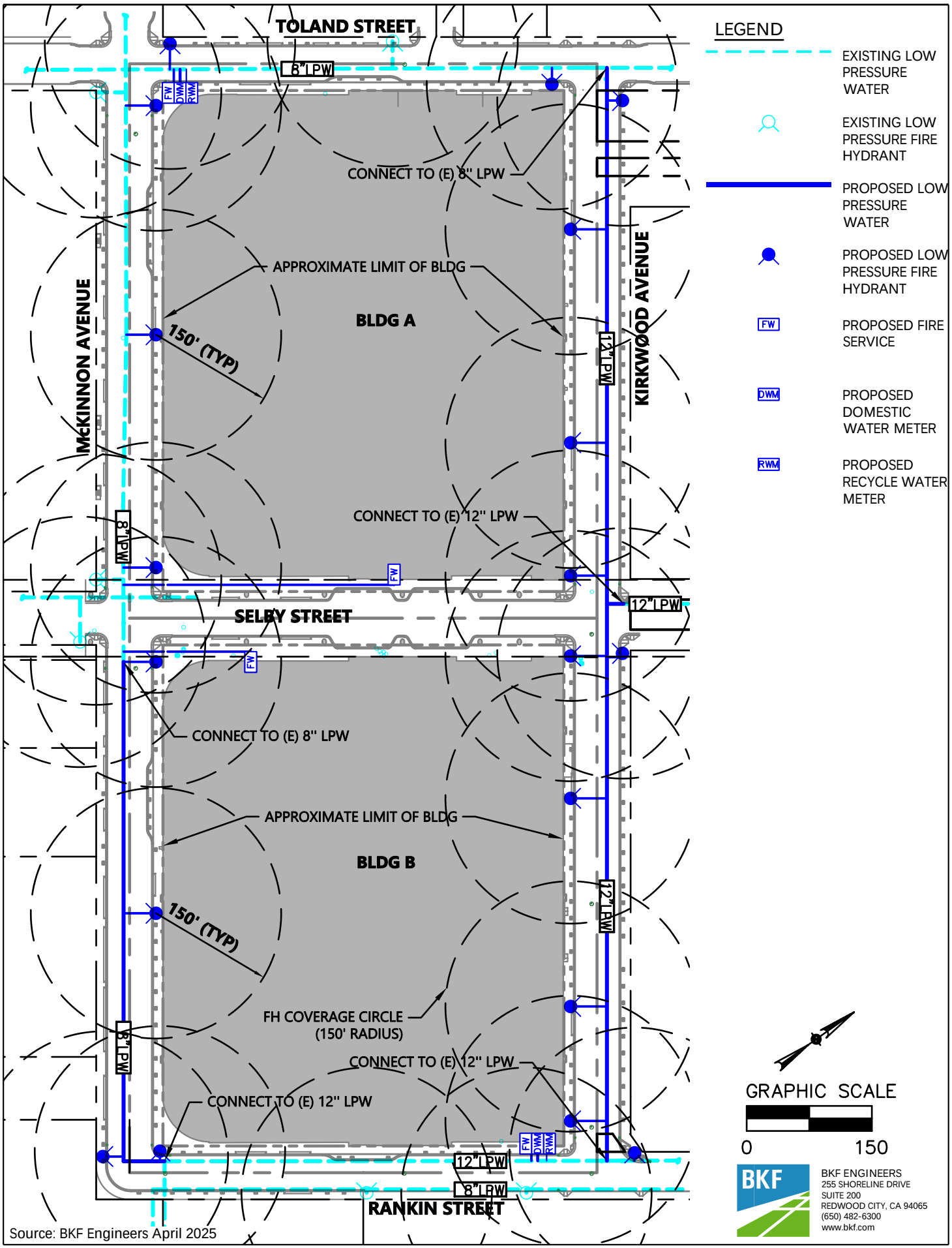
Dry Utilities

With the exception of the existing overhead lines and joint poles on the west side of Toland St, the Project proposes to either remove or underground the overhead facilities adjacent to the site. The Project will work with PG&E or the SFPUC to determine the point of connection and routing of the new electrical service to each building. New transformers will be located above grade on private property, either on the site or within the buildings. New communication services to the buildings will also be underground. Gas services are not proposed.



Source: BKF Engineers April 2025

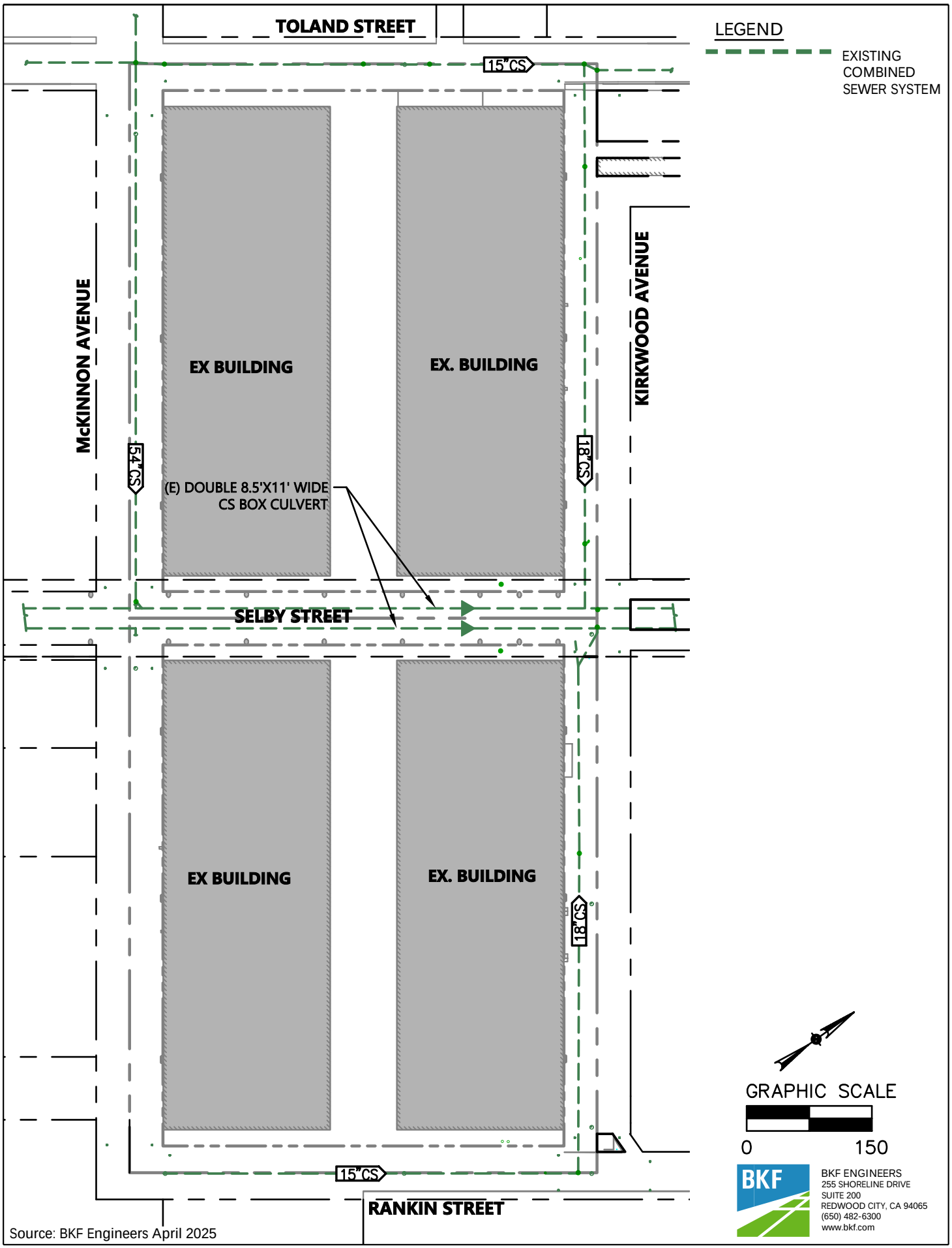
Fig 4.1 - EXISTING LOW PRESSURE WATER SYSTEM



Source: BKF Engineers April 2025

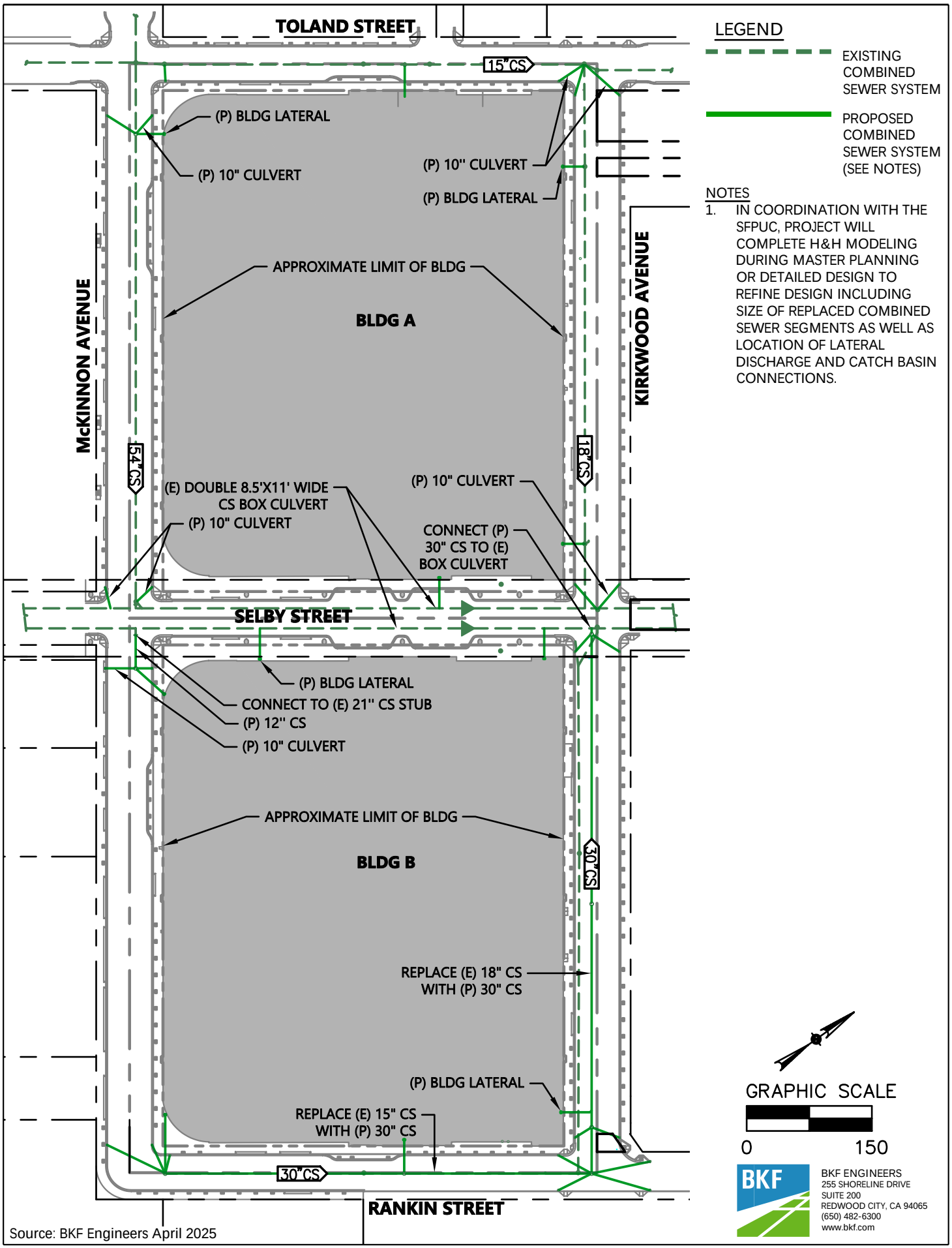
SAN FRANCISCO GATEWAY INFRASTRUCTURE PLAN

Fig 4.2 - PROPOSED LOW PRESSURE WATER SYSTEM



Source: BKF Engineers April 2025

Fig 4.3 - EXISTING COMBINED SEWER SYSTEM



Source: BKF Engineers April 2025

5. STREET IMPROVEMENTS

Existing Street Improvements

As shown in Fig 5.1, the existing street improvements are substandard and in very poor condition. With the exception of the west side of Toland St, there are no sidewalks, street trees, planters or other street furnishings in the public right-of-ways adjacent to the project site.

Proposed Street and Sidewalk Improvements

Fig 5.2 shows the new street improvements the Project is proposing to construct on both sides of Toland St, Kirkwood Ave, Rankin St, Selby St and McKinnon Ave. The new street improvements will be designed per the San Francisco Subdivision Regulations and the Better Streets Plan. All streets will include new curb ramps at intersections, street lighting, and street signage and pavement markings per City standards. Below is a description of the proposed improvements on each street.

- Toland St (between Kirkwood Ave and McKinnon Ave) has a 64-foot right-of-way. The Project will retain a 44-foot curb-to-curb width with two 14-foot wide travel lanes. It will construct 10-foot wide sidewalks on both sides of the street, with street tree wells in the furnishing zone and an approximately 100-foot long mid-block bulb-out along the east side of the street.

- Kirkwood Ave (between Toland St and Rankin St) has an 80-foot wide right-of-way. The Project will retain a 56-foot curb-to-curb width with one 26-foot wide travel lane. It will construct 12-foot wide sidewalks on both sides of the street, with street tree wells in the furnishing zone.

- Rankin St (between Kirkwood Ave and McKinnon Ave) has a 64-foot right-of-way. The Project will retain a 44-foot curb-to-curb width with two 14-foot travel lanes. It will construct 10-foot wide sidewalks on both sides of the street, with street tree wells in the furnishing zone and an approximately 100-foot long mid-block bulb-out along the west side of the street.

- McKinnon Ave (between Rankin St and Selby St) has an 80-foot right-of-way. The Project will retain a 56-foot curb-to-curb width with two 16.5-foot wide lanes. It will construct 12-foot wide sidewalks on both sides of the street, with tree wells in the furnishing zone and an approximately 100-foot long mid-block bulb-out along the north side of the street.

- McKinnon Ave (between Selby St and Toland St) has an 80-foot wide right-of-way. The Project will retain a 56-foot curb-to-curb width with one 26-foot wide travel lane. It will construct 12-foot wide sidewalks on both sides of the street, with tree wells in the furnishing zone and an approximately 100-foot long mid-block bulb-out along the north side of the street.

- Selby St (between Kirkwood Ave and McKinnon Ave) has a 64-foot right-of-way and is located under the elevated Interstate 280 freeway. The project will retain a 44-foot curb-to-curb width with 22-foot wide travel lanes. It will construct 10-foot wide sidewalks on both sides of the street. To accommodate structural impediments from the freeway above, sidewalks will range from 10 to 24 feet at bulb-outs surrounding freeway columns.

New curb ramps and crosswalks will be installed at all intersections.

The design of the new street pavement will require the evaluation of the traffic volume and the percentage of truck traffic to confirm if the City standard pavement section of 2-inch AC over 8-inch concrete is adequate, or if a thicker pavement section is required.

Any modification to the official sidewalk width will require sidewalk legislation.

Fire truck ladder access shall be between 15 feet to 30 feet measured from the façade of the external building wall to the fire truck turn table.

Refer to Fig 5.3, Fig 5.4, Fig 5.5, Fig 5.6, Fig 5.7 and Fig 5.8 for the proposed street cross sections.

Proposed Grading

The proposed grading of the public streets will be designed per City standards. Street profiles will be constructed to the Official Grade and will be designed to meet minimum longitudinal and cross slope requirements. The elevations of the new street profiles will be close to the existing elevations and not require significant fill or excavation. Per the Subdivision Regulations, the streets will also be designed to convey the 100-year, 24-hour storm event without overtopping the top of curb. New sidewalks, curb ramps and crosswalks will meet the City's accessibility requirements.

The building footprints occupy the majority of each parcel. Due to existing soil conditions, the building finish floor elevations and foundations will be set to minimize excavation into the existing soil. Ramps and stairs will provide access to the buildings from the sidewalk.

The City has informed the Project team that there are existing flooding and drainage issues around the site. These drainage issues will be evaluated during detailed design with the intent that the proposed street and drainage improvements will address, to the extent feasible, the preexisting drainage issues.

The Project site is located outside of the 100-year flood zone per the City's 100-Year Storm Flood Risk Map. Interactive maps projecting sea level rise and associate flooding have been prepared by the San Francisco Bay Conservation and Development Commission (BCDC) (https://explorer.adaptingtorisingtides.org/explorer). The current version of these maps does not show flooding impacts at the site with 48-inches of sea level rise and a 50-year king tide.

Existing Circulation, Loading and Parking

The existing streets around the Project are unimproved and lack sidewalks, defined street parking areas and loading zones. The streets accommodate two-way traffic with a single lane in each direction, however there is no lane striping. Most adjacent intersections are uncontrolled without stop signs or legends. Refer to Fig 5.9.

There is not a functional intersection at Kirkwood Ave and Toland St. The west end of Kirkwood Ave ends about 120-feet short of Toland St and is blocked by an existing carport, parking lot and associated structures.

Proposed Circulation, Loading and Parking

The traffic circulation around the Project site will be modified to operate more efficiently to improve connectivity to the site and to better organize the flow of vehicles to and from the project and adjacent buildings. Fig 5.10 shows the new vehicle circulation pattern, loading, and parking the Project is proposing to construct in the right-of-ways surrounding the project.

- A new intersection will be constructed at Toland St/Kirkwood Ave, provided that all improvements currently located within the future Kirkwood Ave right-of-way are removed by the City, which owns the real property in question, or by the SFM, which ground leases the real property in question, in connection with recording a Final Map for the SFM.

- Toland St will remain two-way traffic in the north-south direction (single lane in each direction). Striping will be provided for approximately four 8-foot wide parallel parking stalls on the east side of the street with one 40-foot long passenger loading zone mid-block.
- Kirkwood Ave will change from two-way to one-way (single lane) east bound traffic Striping will be provided for approximately 122 45-degree reverse parking stalls with a depth of 15 feet on both sides of the street. Two 100-foot long commercial loading zones will be provided on the south side of the street, one near the Selby Street intersection and another near the Rankin Street intersection.
- Rankin St will remain two-way traffic in the north-south direction (single lane in each direction). Striping will be provided for approximately five 8-foot wide parallel parking stalls on the west side of the street with one 40-foot long passenger loading zone mid-block.
- McKinnon Ave (between Toland St and Selby St) will change from two-way traffic to one-way (single lane) east bound traffic. Striping will be provided for approximately twenty-four 45-degree reverse parking stalls, with a depth of 15 feet, on both sides of the street. One 240-foot long commercial loading zone will be provided mid-block on the north side.
- McKinnon Ave (between Selby St and Rankin St) will remain two-way traffic in the east-west direction (single lane in each direction). Striping will be provided for approximately twenty-four 45-degree reverse parking stalls, with a depth of 15 feet, on the north side, and 8-foot wide parallel parking stalls on the south side. One 240-foot long commercial loading zone will be provided mid-block on the north side.
- Selby St will remain two-way traffic in the north-south direction (single lane in each direction). Striping will be provided for approximately eight parallel parking stalls located between the existing I-280 columns on both sides of the street.

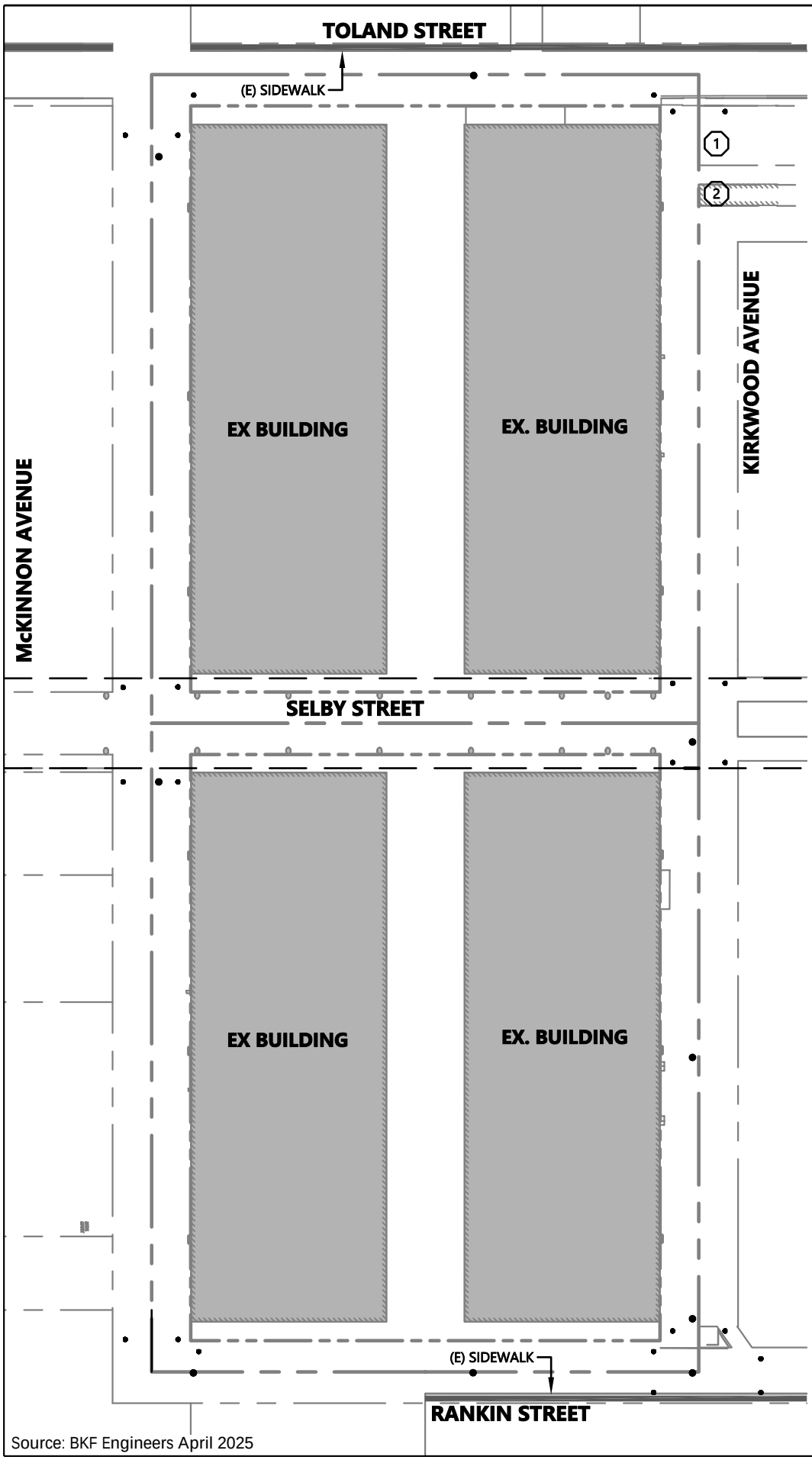
Modifications to the flow of traffic (from two-way [bi-directional] to one way [uni-directional]), as well as establishment of angled parking spaces, will require legislation by SFMTA.

For the reconstructed streets, a minimum of 4% of the on-street parking stalls shall be accessible.

Prior to detailed design:

- The proposed angled parking stalls shall be evaluated to confirm vehicle overhangs will not impact pedestrian paths or the furnishing zone.

- Design truck and fire truck turning templates shall be prepared to demonstrate the street design will accommodate the design vehicles.



NOTES:

1. WITH THE EXCEPTION OF THE WEST SIDE OF TOLAND ST, THERE ARE NO EXISTING SIDEWALKS, CROSSWALKS, STREET TREES, ETC ALONG THE PROJECT FRONTAGES.

(1) FENCES AND/OR GATES WITHIN ROW

(2) STRUCTURES WITHIN ROW

GRAPHIC SCALE

0 150

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255 SHORELINE DRIVE
SUITE 200
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(650) 482-6300
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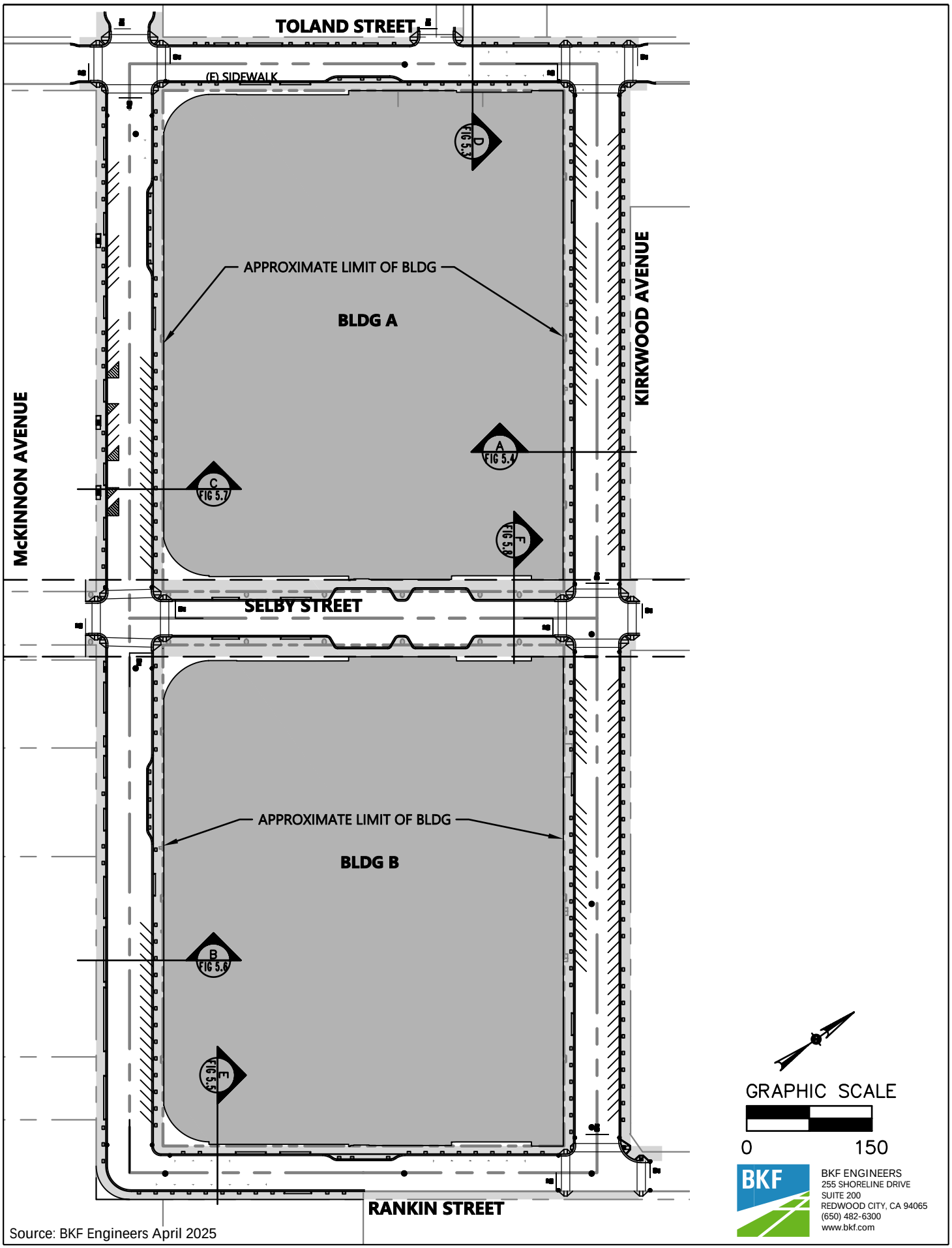
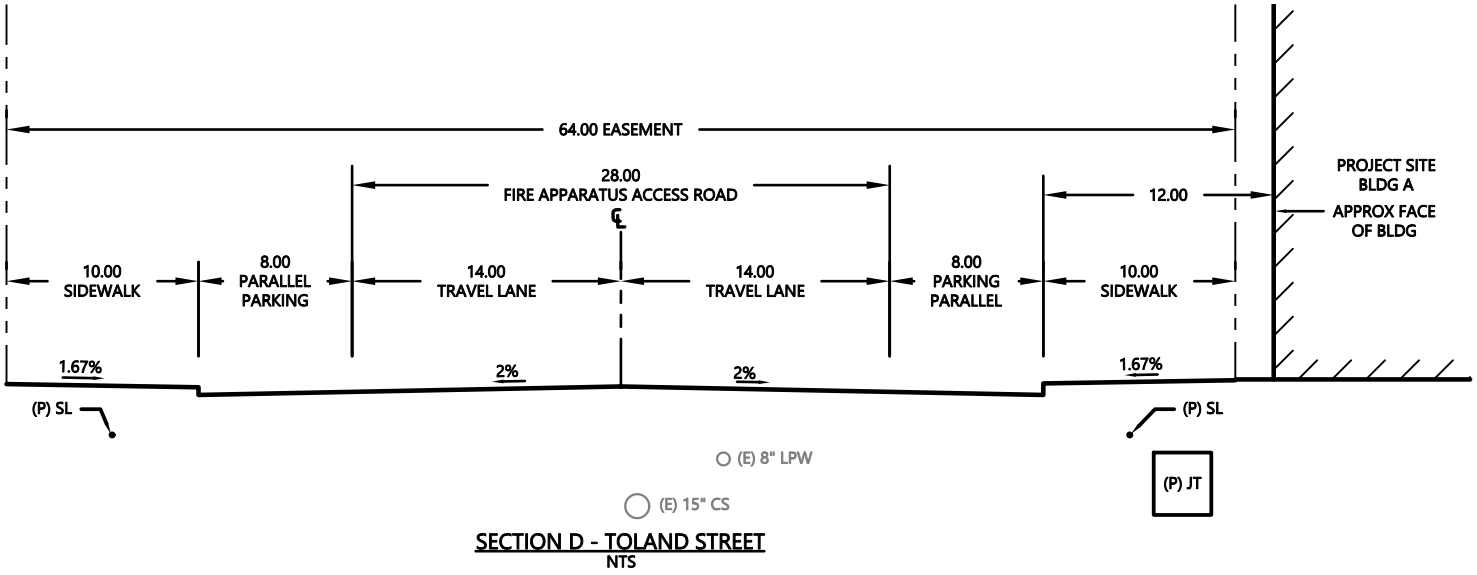
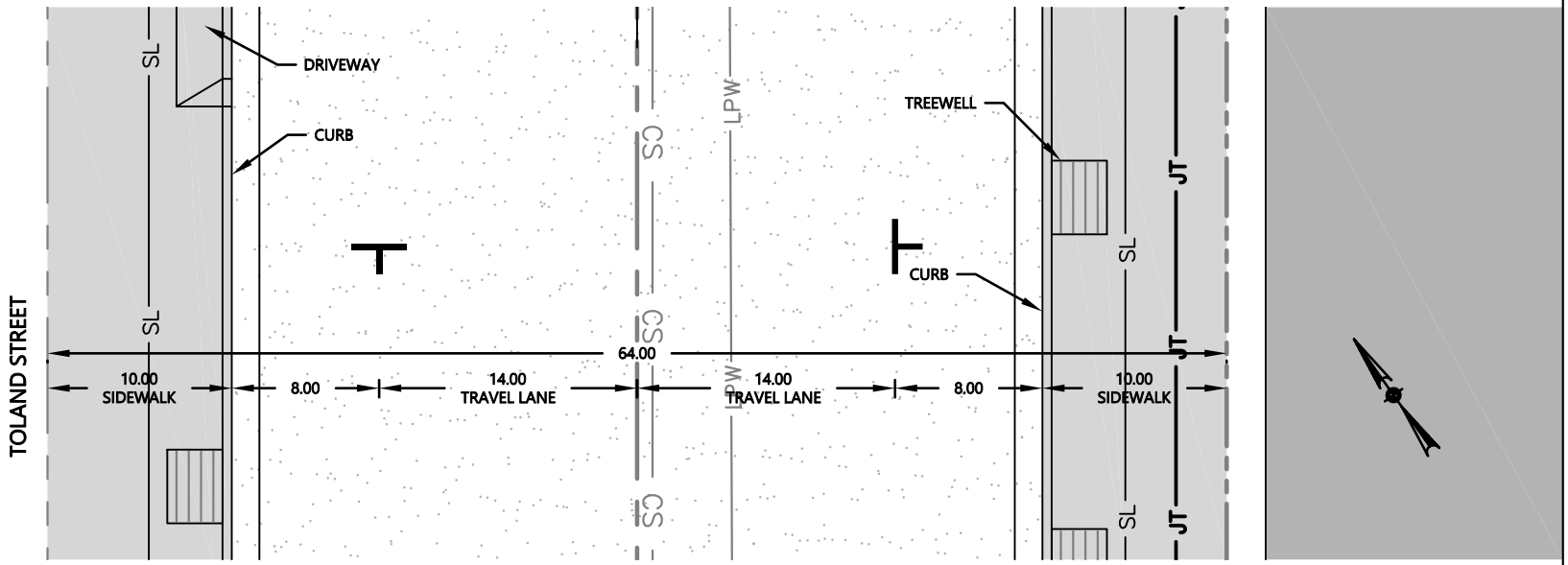


Source: BKF Engineers April 2025

Fig 5.2 - PROPOSED STREETSCAPE



SECTION D - TOLAND STREET
NTS



GRAPHIC SCALE
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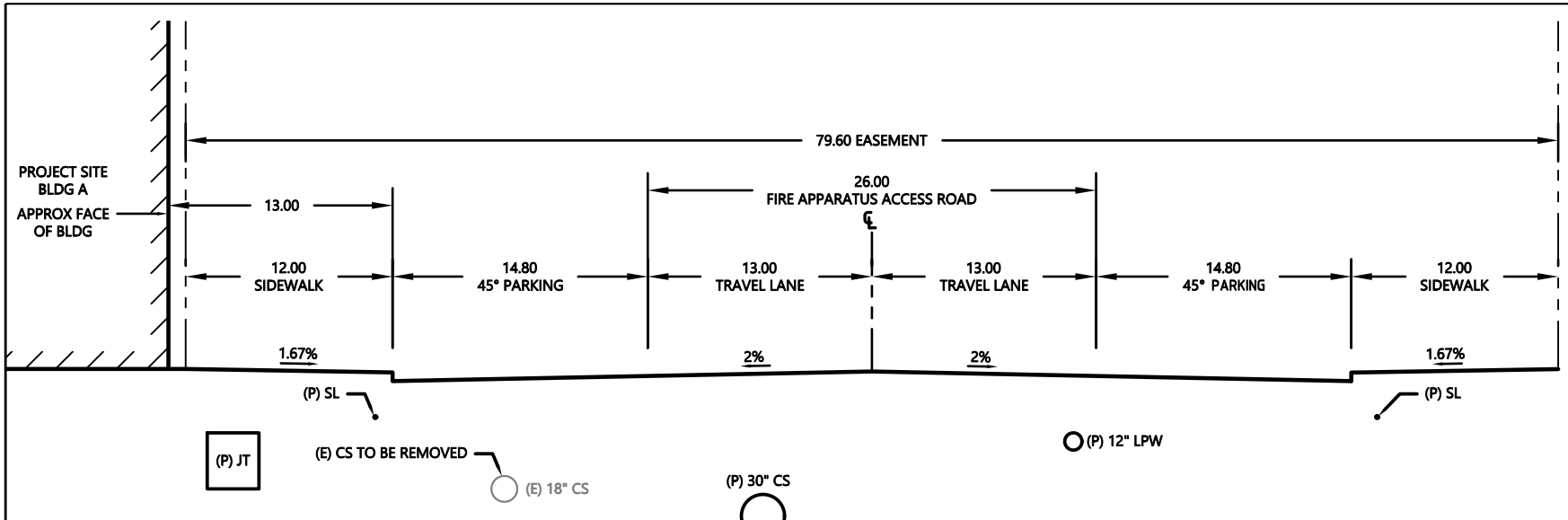
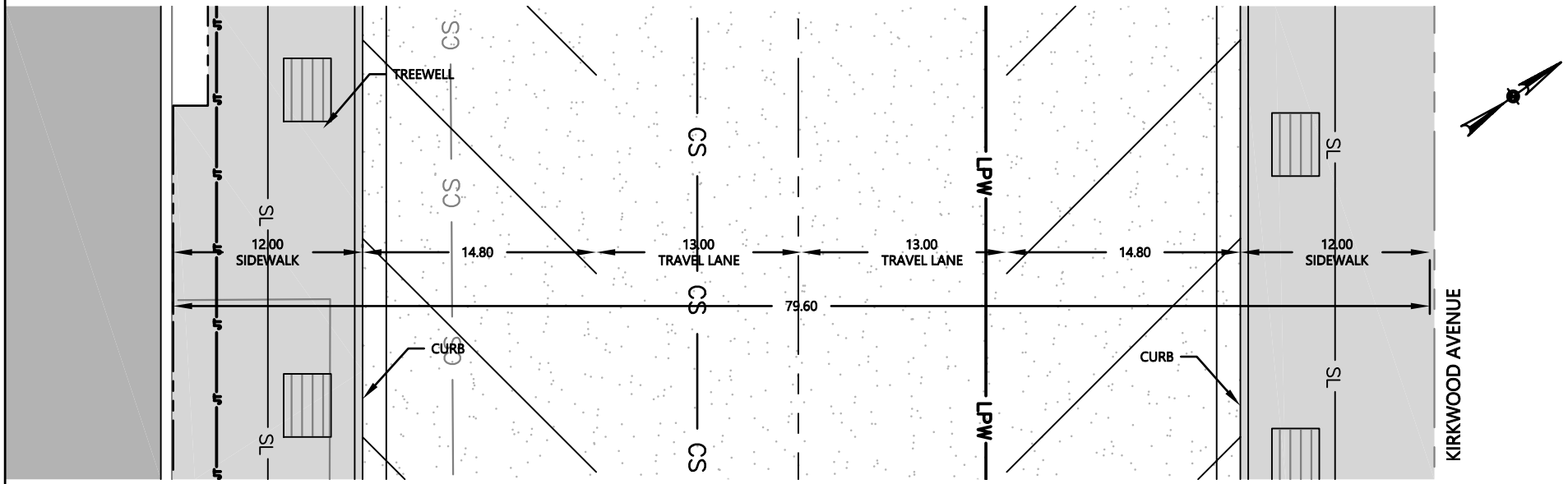


SECTION A - KIRKWOOD AVENUE
NTS



GRAPHIC SCALE
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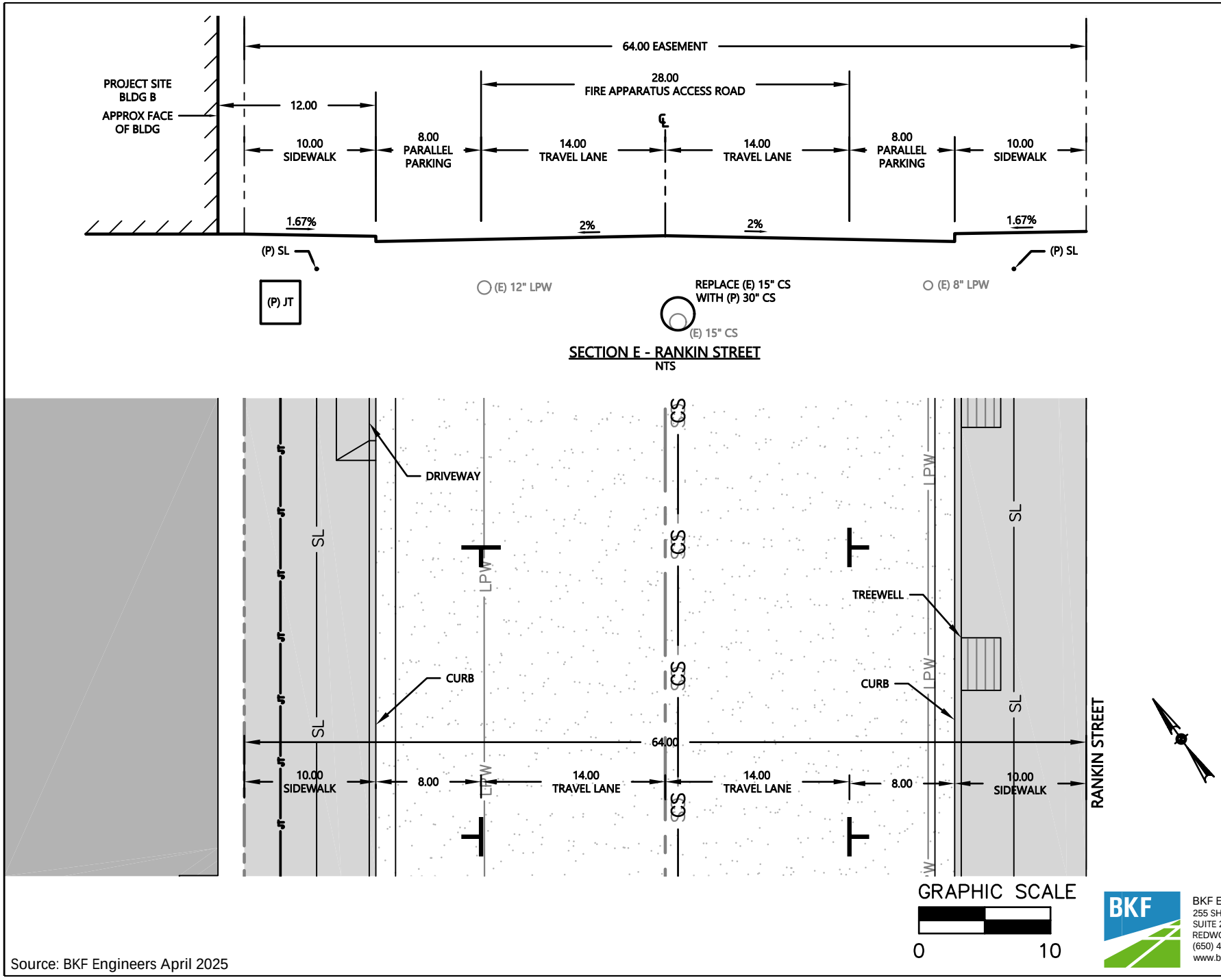

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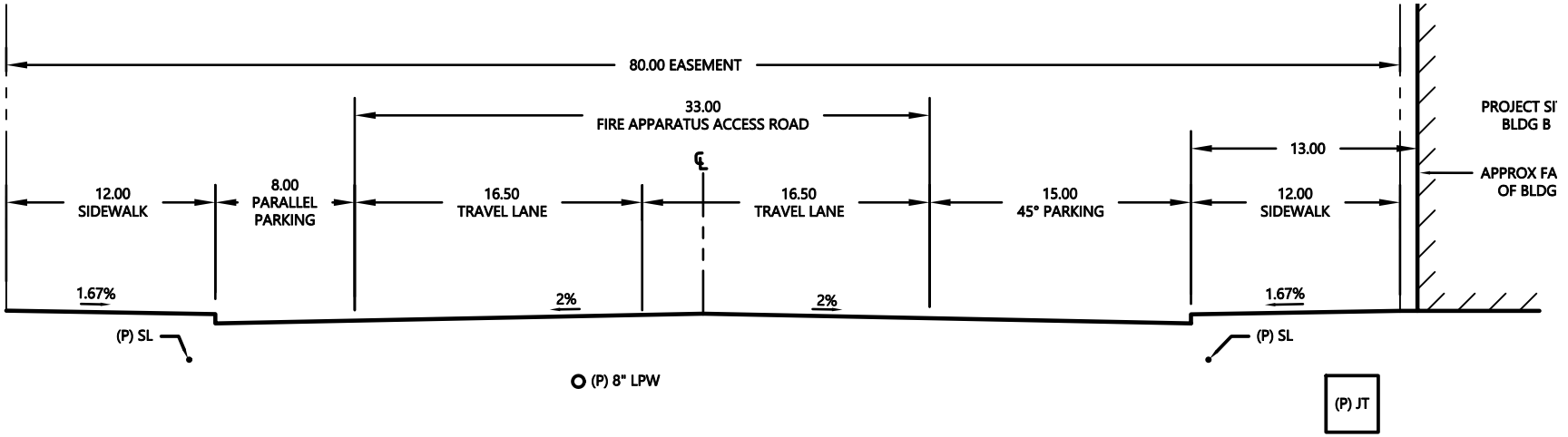
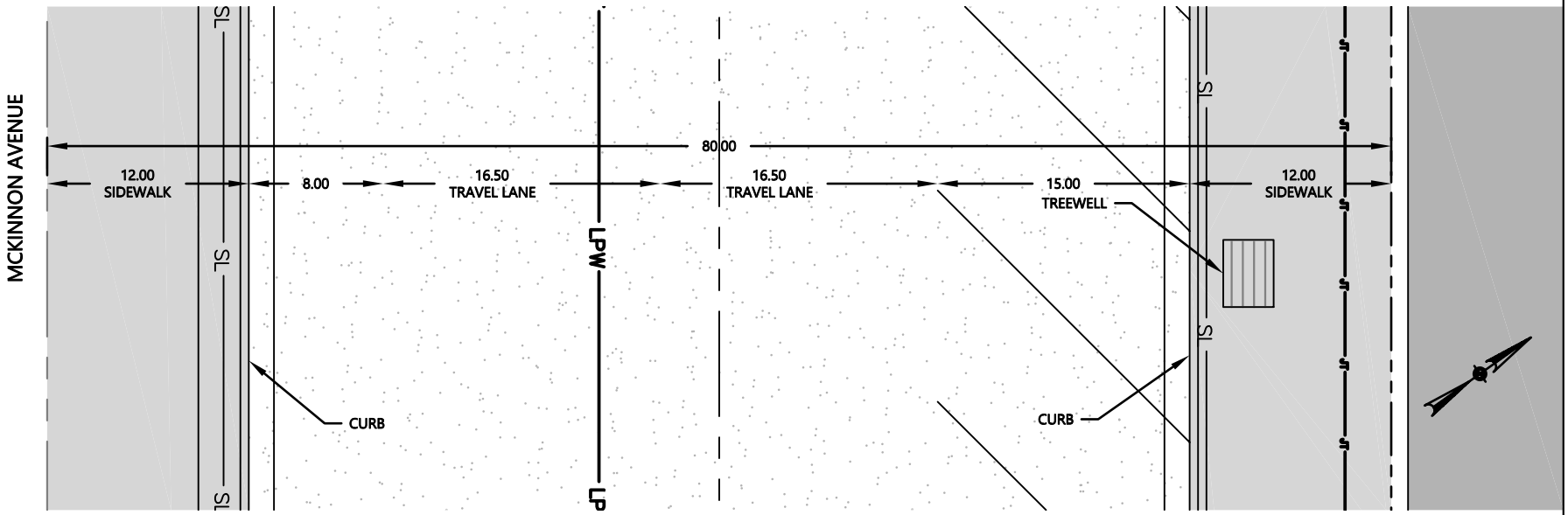


SECTION B - MCKINNON AVENUE (RANKIN STREET TO SELBY STREET)
NTS



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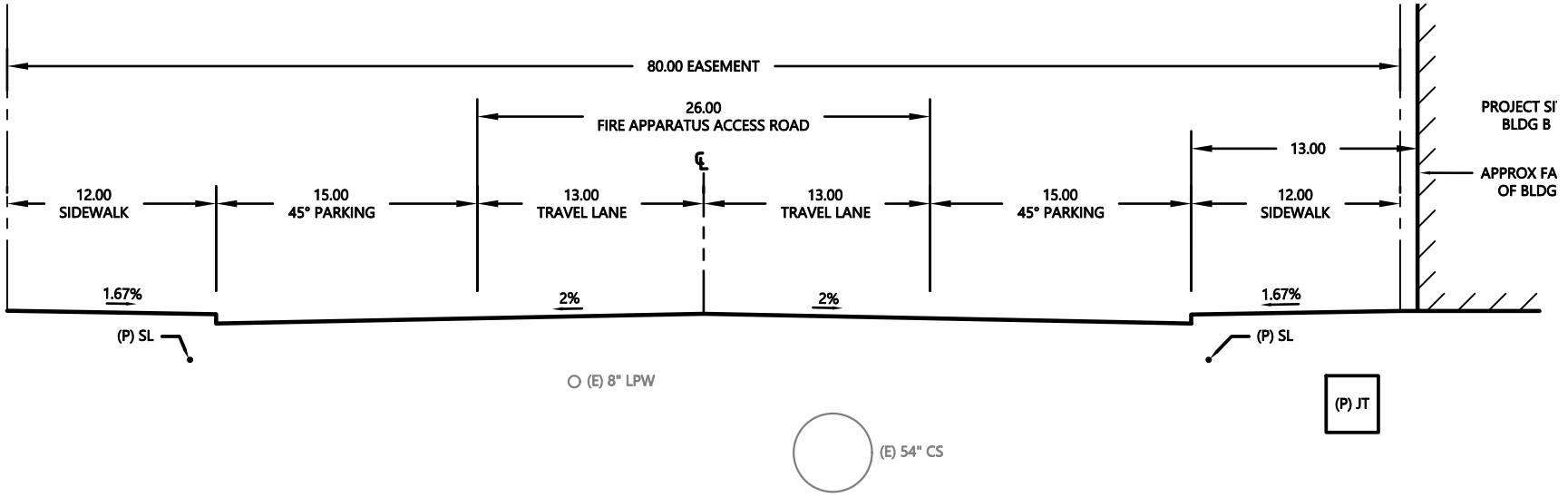
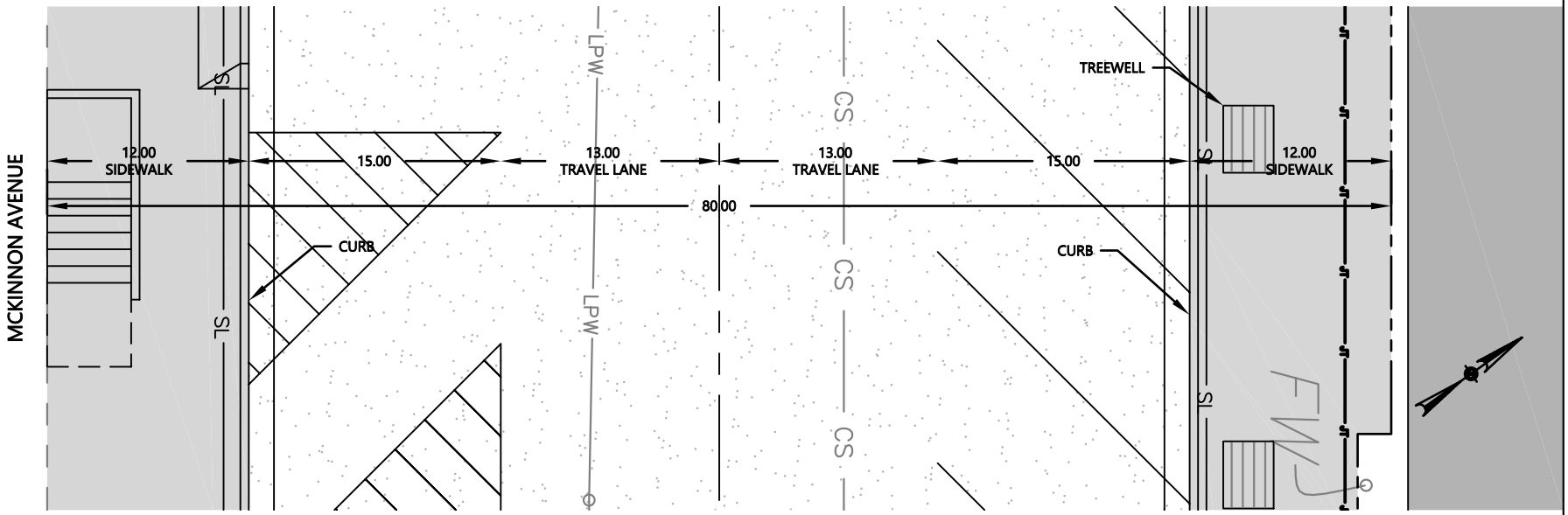


SECTION C - MCKINNON AVENUE (SELBY STREET TO TOLAND STREET)
NTS



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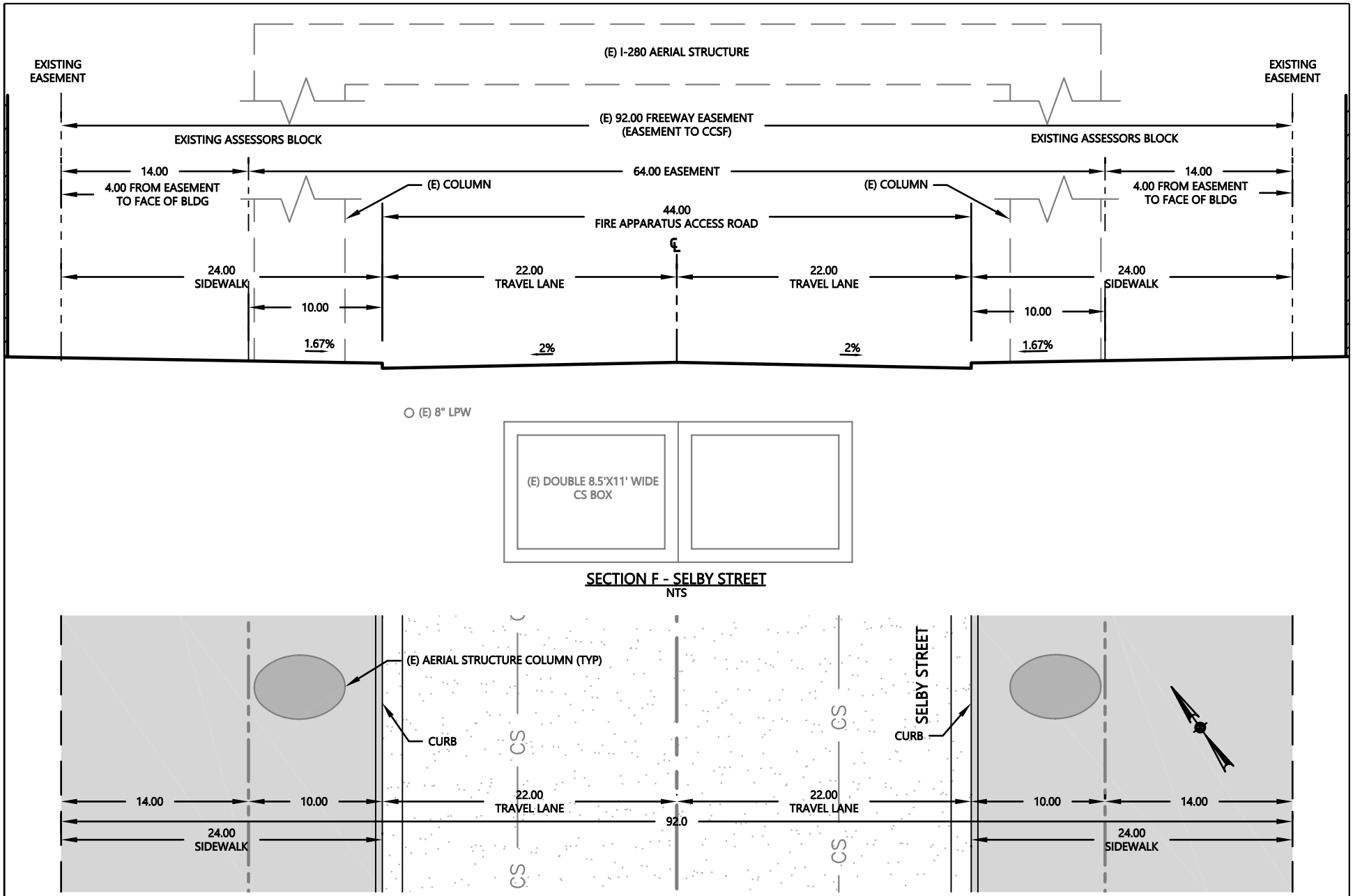
Source: BKF Engineers April 2025



SECTION F - SELBY STREET
NTS

GRAPHIC SCALE
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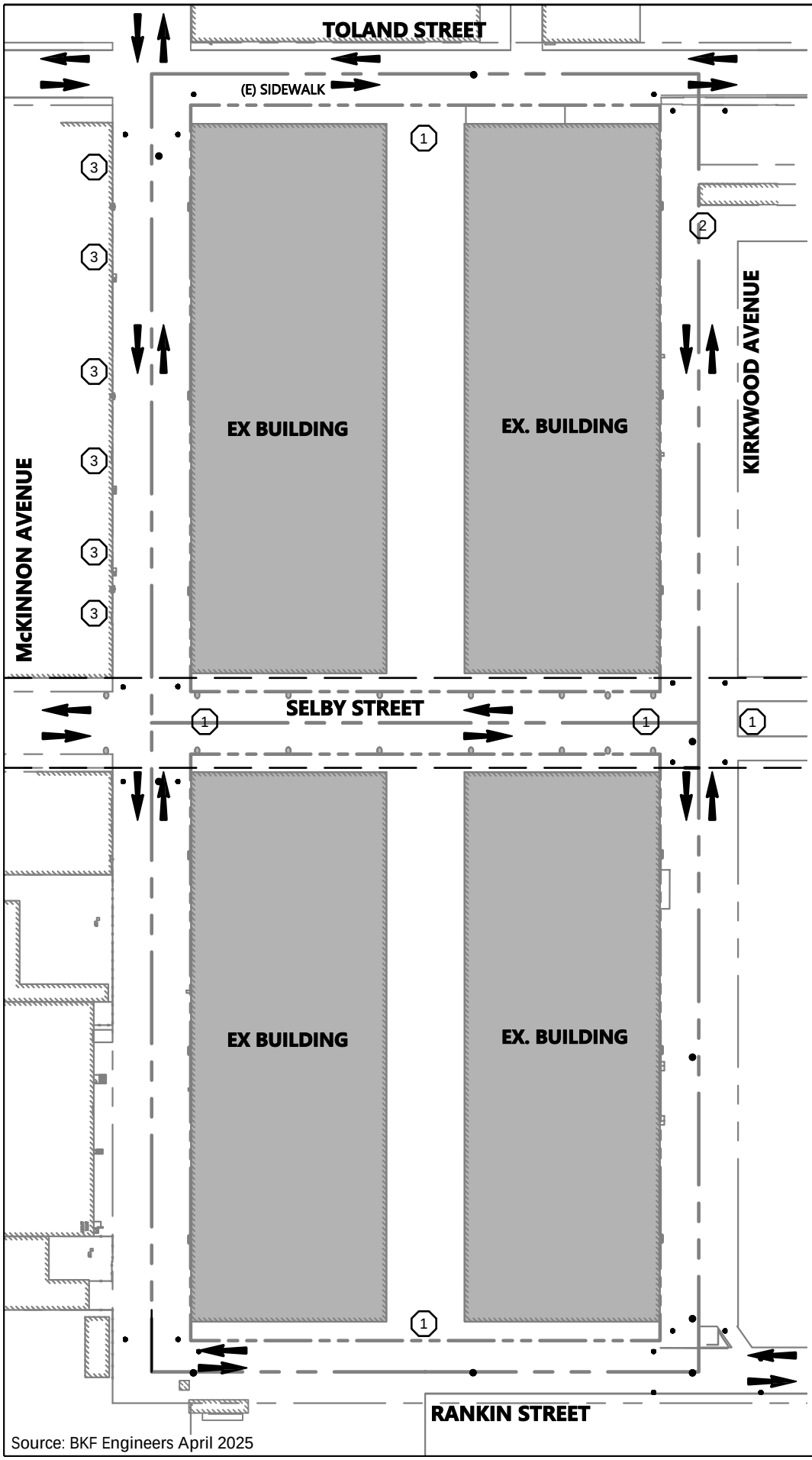
Source: BKF Engineers April 2025



NOTES:

1. THERE ARE NO MARKED STREET PARKING STALLS, BUT INFORMAL PARKING OCCURS ALONG THE STREET FRONTAGES THROUGHOUT.

(1) GATED ACCESS

(2) END OF KIRKWOOD AVENUE. NO DIRECT ACCESS TO TOLAND STREET.

(3) LOADING DOCK

GRAPHIC SCALE

0 150

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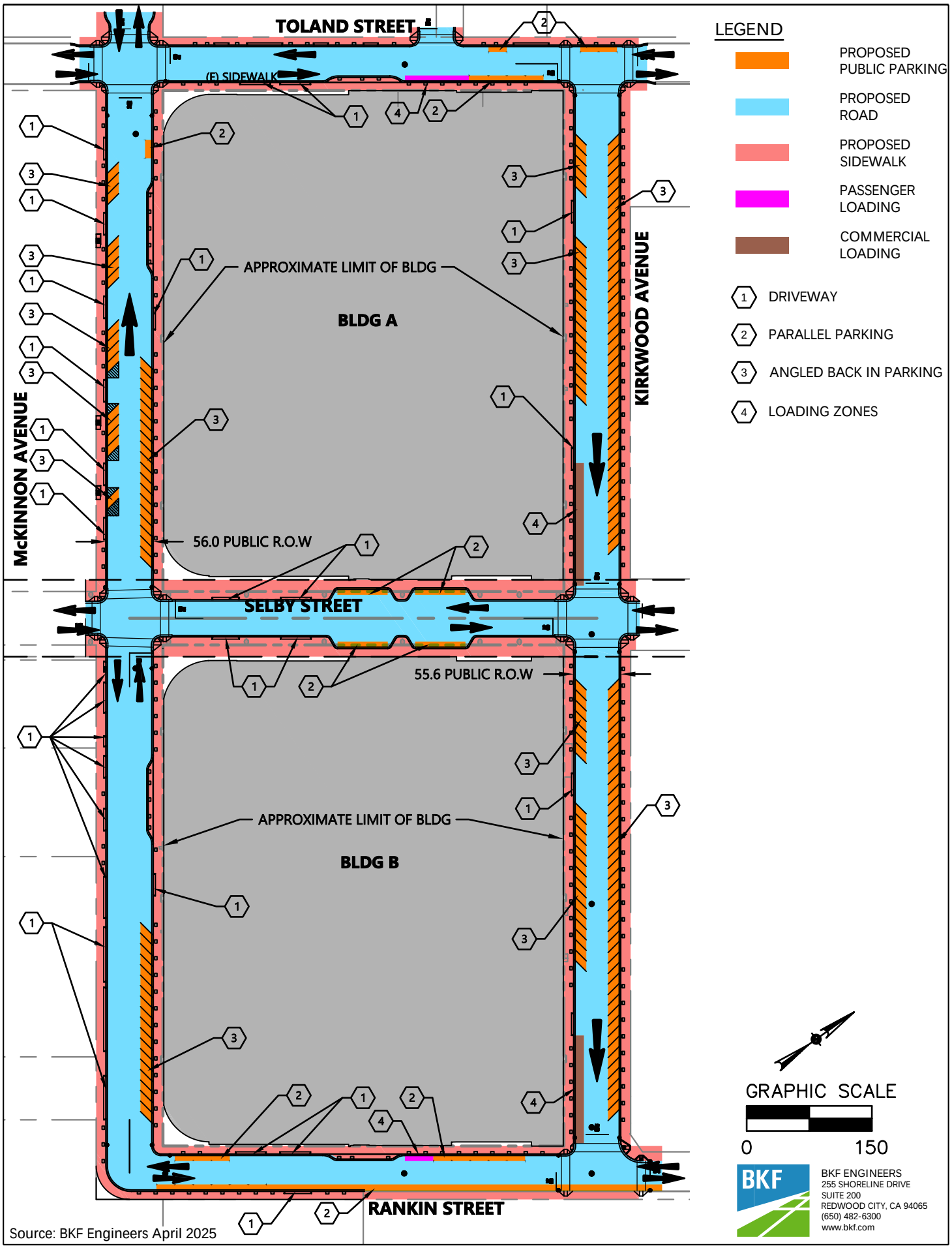
Source: BKF Engineers April 2025

Fig 5.9 - EXISTING STREET CIRCULATION, PARKING, AND LOADING



Source: BKF Engineers April 2025

Fig 5.10 - PROPOSED STREET CIRCULATION, PARKING, AND LOADING

6. PROJECT PHASING

The Project is considering two phasing approaches for the buildings and corresponding public improvements. The selection of the phasing approach will be determined in the future solely by the Project sponsor. In order for the City to accept the public improvements in any phase, all utilities constructed and offered for acceptance must be complete systems and not rely on interim/temporary improvements.

Below is a description of the two potential phasing approaches.

Phasing Approach 1 – Building B (East) followed by Building A (West)

In the first phase of this approach, Building B will be constructed first along with the street improvements adjacent to Building B as described below:

Building B Improvements

- Kirkwood Ave – Street and utility improvements from Selby St to Rankin St. The 12-inch LPW from Selby St to Toland St will also be installed, but not the surface-level street improvements from Selby St to Toland St.
- Rankin St – Street and utility improvements from Kirkwood Ave to McKinnon Ave
- McKinnon Ave – Street and utility improvements from Rankin St to Selby St
- Selby St – Sidewalk improvements from Kirkwood Ave to McKinnon Ave on the east side of Selby St. Final paving and the west sidewalk will be installed with Building A.

At the time Building B improvements are complete, the Project will offer for acceptance this first phase of improvements in accordance with the Subdivision Regulations.

In the second phase, Building A and the following street and utility improvements will be constructed.

Building A Improvements

- McKinnon Ave – Street and utility improvements from Selby St to Toland St
- Toland St – Street and utility improvements from McKinnon Ave to Kirkwood Ave
- Kirkwood Ave – Street improvements and remaining utility improvements from Toland St to Selby St
- Selby St – Sidewalk on the west side of Selby St from Kirkwood Ave to McKinnon Ave and final street paving.

At the time Building A improvements are complete, the Project will offer for acceptance this second phase of improvements in accordance with the Subdivision Regulations.

Refer to Fig 6.1

Phasing Approach 2 – Building A (West) following by Building B (East)

In first phase of this approach, Building A will be constructed first along with the street improvements adjacent to Building A as described below:

Building A Improvements

- McKinnon Ave – Street and utility improvements from Selby St to Toland St
- Toland St – Street and utility improvements from McKinnon Ave to Kirkwood Ave
- Kirkwood Ave – Street and utility improvements from Toland St to Selby St. Between Selby St and Rankin St, the 12-inch LPW will also be installed along with the sidewalk and curb and gutter on the north side of Kirkwood Ave. the remainder of the street improvements on Kirkwood Ave from Selby St to Rankin St will not in installed in this phase.
- Selby St – Sidewalk improvements from Kirkwood Ave to McKinnon Ave on the west side of Selby St. Final paving and the east sidewalk will be constructed with Building B.

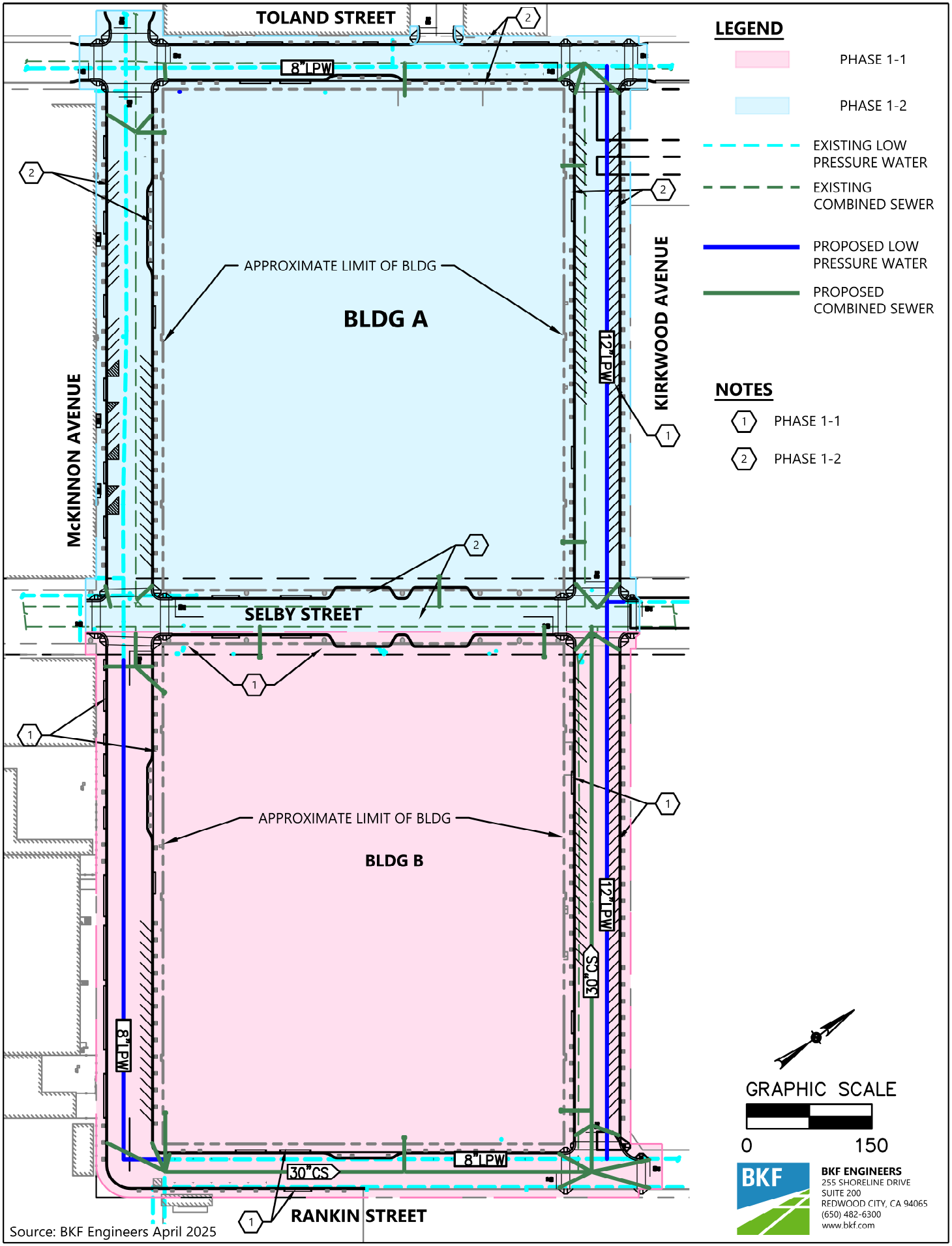
At the time Building A improvements are complete, the Project will offer for acceptance this first phase of improvements in accordance with the Subdivision Regulations.

In the second phase the construction of Building B, the following street and utility improvements will be constructed.

Building B Improvements

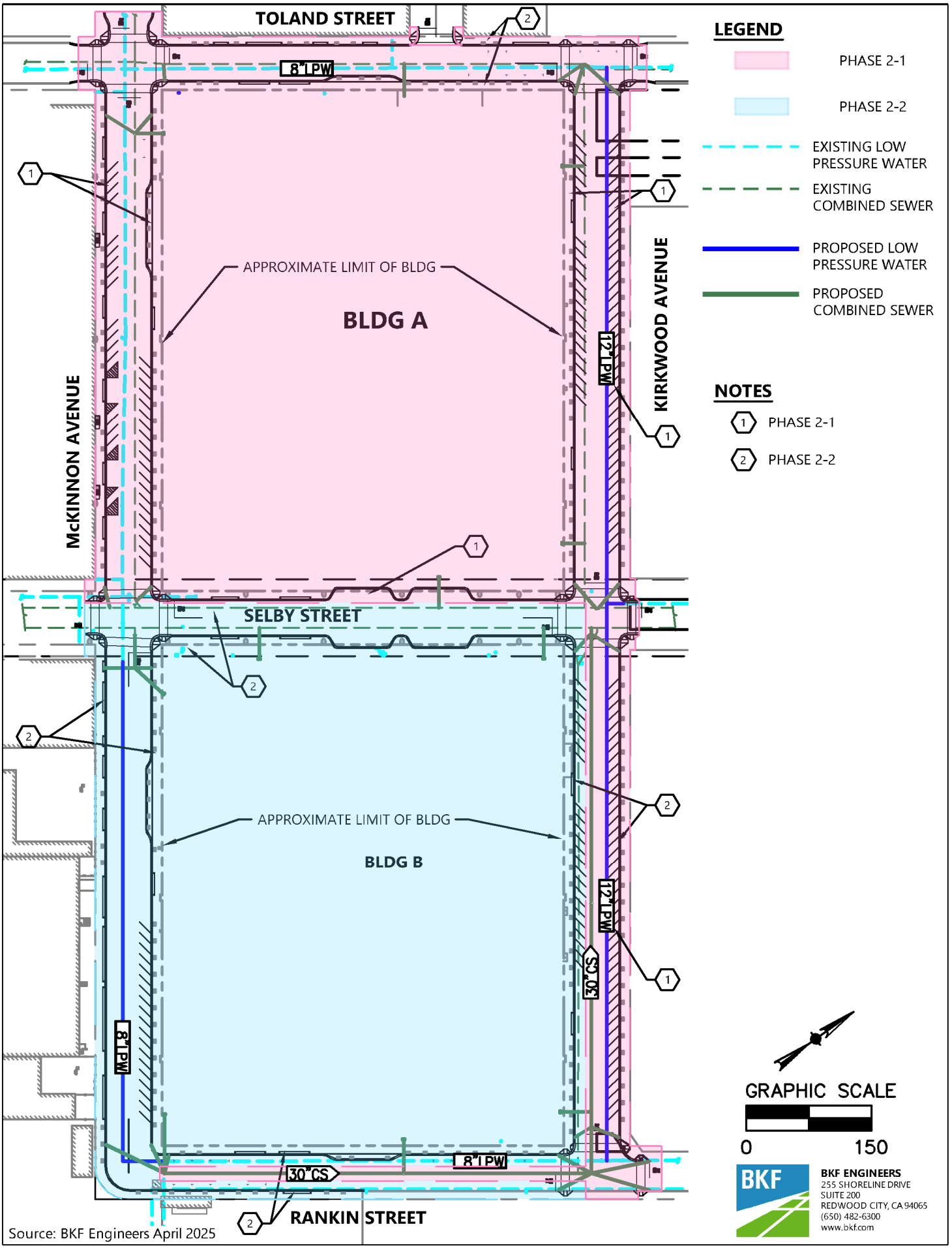
- Kirkwood Ave – Street improvements and remaining utility improvements from Selby St to Rankin St
- Rankin St – Street and utility improvements from Kirkwood Ave to McKinnon Ave
- McKinnon Ave – Street and utility improvements from Rankin St to Selby St
- Selby St – Sidewalk on the east side of Selby St from Kirkwood Ave to McKinnon Ave and final street paving.

At the time Building B Improvements are complete, the Project will offer for acceptance this second phase of improvements in accordance with the Subdivision Regulations.
Refer to Fig 6.2.



Source: BKF Engineers April 2025

SAN FRANCISCO GATEWAY INFRASTRUCTURE PLAN **Fig 6.1 - PROJECT PHASING - PHASING APPROACH 1**



Source: BKF Engineers April 2025

SAN FRANCISCO GATEWAY INFRASTRUCTURE PLAN **Fig 6.2 - PROJECT PHASING - PHASING APPROACH 2**

7. OTHER AREAS OF COMPLIANCE

Stormwater Management Requirements

The Project is required to comply with the SFPUC's Stormwater Management Requirements (SMR) to manage post-construction stormwater runoff. For the SF Gateway project, the SMR applies only to the private parcels. The SMR will not be applied to the Project's dedications of proposed right-of-way, or the portions of the public improvements on the opposite side of the right-of-way centerline.

Where it applies, the Project will comply with the SMR at the end construction of each phase, whether Building A or Building B. The project will be required to submit a Preliminarily SCP and obtain SFPUC approval to document SMO compliance. The Preliminary SCP shall be approved prior to the DBI Building Permit Application.

As allowed by the Stormwater Management Ordinance as a form of Alternate Compliance, the project may choose to propose privately-owned stormwater controls within the public right-of-way in order in support achievement of SMO compliance for the private parcels. If this approach is chosen, the Project will coordinate with SF Planning, SFPW, and SFPUC.

Non-Potable Water Ordinance

Per Article 12C of the San Francisco Health Code, new development projects that apply for a site permit after January 1, 2022 of 100,000 gross square feet or more are required to install and operate an onsite water reuse system. The code's definition of "Development Project" excludes "*…(4) Production, Distribution, and Repair Use Buildings*". Because the two new buildings are designed for PDR per the San Francisco Planning Code, the project is exempt from the Non-Potable Water Ordinance.

Recycled Water Ordinance

The City and County of San Francisco's Recycled Water Ordinance requires property owners to install recycled water systems in new construction, modification, or remodel projects. The ordinance defines certain areas of the City that are designated recycled water use areas. For the SF Gateway project site, the east half of the site (Building B) is located within the recycled water use area. Building A is not. Therefore, Building B will be designed with dual plumbing for recycled water.

Auxiliary Water Supply System (AWSS)

The nearest AWSS line is located in Oakdale Ave, approximately 570-feet south of McKinnon Ave and the project site. Along Oakdale Ave, there are HPFHs at the intersections of Quint St, Rankin St, Selby St, Toland St and Barneveld Ave. Based on the project description, type of building construction, proposed street and utility improvements and the close proximity of the existing AWSS, the San Francisco Fire Department has confirmed that no improvements to or extension of the AWSS will be required for the Project.

ATTACHMENT A

THE SF MARKET™
SOURCE FOR FRESH PRODUCE

THE SF MARKET
San Francisco's Wholesale Produce Market

2095 Jerrold Avenue, Suite 212
San Francisco, California 94124

PHONE
415.550.4495

FAX
415.821.2742

August 23,2024

On behalf of the San Francisco Market Corporation, which manages The SF Market (formerly known as The San Francisco Wholesale Produce Market), I am writing to acknowledge our review of the proposed SF Gateway Projects' streetscape and roadway design. We have collaborated with the Prologis team, who has kept us informed throughout the project's development.

The project includes streetscape improvements around the site, aligning with the City's Better Streets Standards. These upgrades—new sidewalks, lighting, curbs, gutters, and street trees—along with the proposed intersection and lane changes, will enhance safety and security in the area.

The SF Market is fully aware of and supportive of these proposed streetscape improvements and roadway changes, as they are expected to significantly enhance safety and security in the area.

Michael Janis
General Manager, San Francisco Wholesale Produce Market