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Memorandum

TO: Bay Area Headquarters Authority

DATE: July 18, 2012

FR: Deputy Executive Director

W.I. 9130

RE: BAHA Resolution No. 7, Certifying California Environmental Quality Act (CEQA) Categorical Exemption for the 390 Main Street Project and Authorizing Staff to File a Notice of Exemption for the Project, and BAHA Resolution No. 8, Approval of Project Scope of Work for the Renovation, Seismic Retrofit and Occupancy of 390 Main Street

Staff seeks BAHA approval of Resolution No. 7 and Resolution No. 8, certifying the Certificate of Determination of categorical exemption for the 390 Main Street Project and approving the Project's Scope of Work, respectively.

Background

BAHA is the lead agency for the environmental clearance of the project to renovate, seismically retrofit, and occupy the existing facility at 390 Main Street in San Francisco ("the Project"). The Executive Director, upon the advice of staff and outside counsel, has prepared a Certificate of Determination that the Project qualifies for a Class 1 and a Class 32 Categorical Exemption and is therefore exempt from environmental review under CEQA. BAHA must take actions to: certify the Determination and authorize the Executive Director, or his designee, to file a Notice of Exemption with the County Clerk of the County of San Francisco; and to approve the Scope of Work of the Project as defined in the Determination.

BAHA Resolution No. 7

As the lead agency under CEQA for the 390 Main Street Project, BAHA is responsible for preparing and certifying the Certificate of Determination. BAHA retained the law firm of Farella, Braun + Martel, LLC ("Farella") to assist BAHA staff in undertaking the environmental analysis, preparing the document and otherwise assisting in this effort. The Certificate of Determination determines that the Project is categorically exempt from CEQA under the State CEQA Guidelines Sections 15301 (Class 1) and 15332 (Class 32).

Class 1 Existing Facilities Exemption. California Environmental Quality Act (CEQA) State Guidelines Section 15301, or Class 1, provides an exemption from environmental review for the operation, repair, or minor alteration of existing public or private structures involving negligible or no expansion of use. The Project has only minor exterior improvements, does not increase height, width, depth, or floor space of the building, and does not create a significant change to the building's existing usage, and so qualifies under the Class 1 exemption.

Class 32 In-Fill Development Exemption. BAHA also evaluated the project under California Environmental Quality Act (CEQA) State Guidelines Section 15332, or Class 32, which provides an exemption from environmental review for in-fill development projects that meet the following conditions:

- a) The project is consistent with applicable general plan designations and policies as well as with applicable zoning designations.
- b) The development occurs within city limits on a site of less than five acres surrounded by urban uses.
- c) The project site has no habitat for endangered, rare or threatened species.
- d) Approval of the project would not result in any significant effects relating to traffic, noise, air quality, or water quality.

The Project meets each of these requirements as described in detail in the Certificate of Determination.

Referenced in the Certificate of Determination are two technical reports completed by BAHA's consultants in support of the determination:

1. BAHA's consultant Historical Research Associates, Inc. (HRAI) completed a Cultural Resources Report (see Attachment A). HRAI concluded the existing building at 390 Main Street does not rise to the level of significance required for listing in the National Register of Historic Places (NRHP), California Register of Historical Resources (CRHP), or as a San Francisco Landmark, and so the current Project will not constitute an adverse effect on a historic property or resource.
2. BAHA's consultant, ENVIRON International Corporation, completed a Project Construction and Cumulative Health Risk Assessment (see Attachment B). ENVIRON concluded that for the Project BAHA will require the use of best practices in selection of construction equipment that minimizes degradation of air quality, and that the Project does not pose a significant health impact to the surrounding area.

CEQA State Guidelines Section 15300.2 states that a categorical exemption shall not be used for an activity where there is a reasonable possibility that the activity will have a significant effect on the environment due to unusual circumstances. There are no unusual circumstances surrounding the current proposal that would suggest a reasonable possibility of a significant effect. The proposed project would have no significant environmental effects and therefore, is appropriately exempt under Class 1 and Class 32 of the CEQA Guidelines.

BAHA Resolution No. 8

BAHA must approve the scope of the Project as identified in the Certificate of Determination prior to filing the Notice of Exemption. This approval is at a programmatic level, consistent with the level of detail provided in Attachment A to Resolution 8, and does not equate to a final design for construction or authorization to proceed with construction. A summary of the major components of the project identified in Attachment A to Resolution 8 includes:

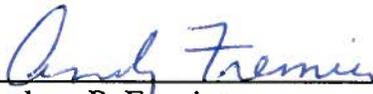
- Occupancy of approximately 445,000 gross square feet of office space and the necessary tenant improvements.¹ Additionally, the project would include approximately 7,000 square feet of retail space, 31,600 gross square feet of parking for 100 vehicles, 2,000 gross square feet of bicycle parking space for 70 bicycles, and 1,700 square feet of loading space.
- Construction of an atrium to bring light into the interior of the building.

¹ In its April 27, 2012 letter to BAHA, the Planning Department of the City of San Francisco found that approximately 285,808 usable square feet (324,743 usable square feet) of space was already entitled as office space and was therefore exempt from the office allocation process. The proposed non-agency tenant space is the only proposed space not exempt from the office allocation process, but is less than the already entitled amount available. In June, BAHA requested 120,103 gross square feet of space, the difference between 323,743 and the proposed total office occupancy of 444,900 gsf, pursuant to San Francisco Planning Code Section 321. The Section 321 allocation will be made administratively by the Planning Department, pursuant to Section 321(a)(2)(C).

- Minor exterior improvements, including the addition of storefront systems replacing the loading bay doors on Beale Street and on the north of the building and other minor alterations, including repainting of the building and new fenestration at select locations.
- Sidewalk widening and streetscape improvements as set forth in the San Francisco Rincon Hill Streetscape Plan (November 2011 draft), as a second phase of work to be completed in coordination with the schedule of improvements for the adjacent 201 Folsom property. The work on Main and Beale Streets would be implemented by the 201 Folsom Street project.
- Structural strengthening as part of the seismic retrofit, which will include some excavation and removal of soil for modifications of the existing foundation system.

Construction is estimated to take 15 months, but the schedule is dependent on the ability to work around or relocate the building's existing tenant, Western Labs. Work to be performed in the area of the existing tenant on the top floor of the building, including seismic retrofit and interior fit-out, may be deferred to a second phase when the space is unoccupied. The tenant's lease expires June 30, 2015. Exterior site and civil work will be deferred to a second phase to align with the 201 Folsom construction schedule, scheduled to break ground in the first quarter of 2013 and take approximately three years to complete. BAHA would likely request a conditional certificate of occupancy from the San Francisco Department of Building Inspection to occupy 390 Main Street until the deferred work is completed.

Recommendation: Staff recommends that the Authority approve BAHA Resolution No. 7 and Resolution No. 8. Resolution No. 7 would certify the Executive Director's Certificate of Determination that the Project is categorically exempt from review under CEQA, and would authorize the Executive Director or his designee to file a Notice of Exemption with the County Clerk of the County of San Francisco within five (5) days of the adoption of the resolution. Resolution No. 8 would approve the scope of work of the Project to renovate, seismically retrofit, and occupy the Project. A copy of each resolution is attached.



Andrew B. Fremier

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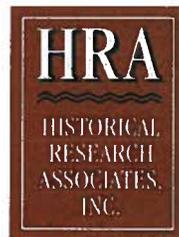
Cultural Resources Report for CEQA Compliance

**390 Main Street
San Francisco
San Francisco County, California**

Submitted to



Submitted by



**Heather Lee Miller, PhD
Matthew Sneddon, PhD
Lynn Compas, MA, RPA
Seattle, Washington**

June 4, 2012

Executive Summary

Bay Area Headquarters Authority (BAHA) proposes to convert the existing building at 390 Main Street, San Francisco, into a headquarters facility for several Bay Area regional governmental agencies, including the Metropolitan Transportation Commission, Bay Area Toll Authority, and Bay Area Air Quality Management District, plus leased office space. No horizontal or vertical additions to the building are proposed. Additional modifications to the building would include upgraded utilities, vertical circulation and restroom systems, partitions for office occupancy, the creation of an atrium on floors 3 to 8 to bring light into the interior of the building (thereby reducing the floor area of the building by approximately 19,000 square feet), storefront systems replacing the loading bay doors on Beale Street and on the north side of the building, and a new main pedestrian entry on Beale Street. Other exterior alterations would be minimal, including repainting of the building and new fenestration at select locations. On Harrison Street, the Project would widen the sidewalk to 12 feet in width, plant street trees, and implement other streetscape improvements as set forth in the San Francisco Rincon Hill Streetscape Plan (November 2011). Sidewalk widening and streetscape improvements on Main and Beale Streets adjacent to the Project would be implemented by the 201 Folsom Street residential project (approved for construction on the north half of the subject block) pursuant to San Francisco Planning Commission Motion No. 16647.

BAHA contracted with Historical Research Associates, Inc. (HRA), to conduct a limited cultural resources assessment of this location in order to comply with the California Environmental Quality Act (CEQA), which requires state and local public agencies to identify the environmental impacts of proposed discretionary activities or projects, determine if the impacts will be significant, and identify alternatives and mitigation measures that will substantially reduce or eliminate significant impacts to the environment. Among those impacts are effects to historical resources, which are determined to be those buildings, structures, or objects listed in or eligible for the National Register of Historic Places, California Register, and/or any local registers, in this case San Francisco Landmarks.

This report presents the results of an inventory and evaluation of the building located at 390 Main Street with reference to its potential National Register of Historic Places (NRHP), California Register, and San Francisco Landmarks. HRA recommends that the building at 390 Main Street does not rise to the level of significance required for listing in the NRHP, California Register, and/or as a San Francisco Landmark. Therefore, the current Project will not constitute an adverse effect on a historic property/resource. HRA does recommend, however, that the soils beneath 390 Main Street have a high probability of containing prehistoric or historic archaeological deposits. Any future developments or construction on this parcel that disturbs or removes any previously undisturbed soils has the potential of impacting archaeological cultural resources and should be monitored.

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1.0 Project Description

The project site (San Francisco Assessor's Block 3746, Lot 2) is located in the Rincon Hill area of downtown San Francisco on the southern half of the block bound by Harrison, Beale, Folsom, and Main streets (Figures 1 and 2). The site is 75,713 square feet in size and is located in the Rincon Hill Downtown Residential (RH-DTR) zoning district and 85-150-R and 85-200-R height and bulk districts. The project site contains an 8-story tall, approximately 510,000-gross-square-foot building that contains approximately 324,800 square feet of vacant federal governmental agency office space and approximately 185,200 square feet of other vacant federal governmental uses, including space formerly used by the United States Postal Service for distribution. The building was vacated by United States government agencies in 2009 and was acquired by the Bay Area Headquarters Authority (BAHA) in 2011.

BAHA proposes to convert the existing building into a headquarters facility for several Bay Area regional governmental agencies, including the Metropolitan Transportation Commission, Bay Area Toll Authority, and Bay Area Air Quality Management District, plus leased office space (the "Project"). No horizontal or vertical additions to the building are proposed. The project would include approximately 260,000 square feet of agency office space (including agency conference, meeting, and library space), 106,000 square feet of leased office space (for a total of 366,000 square feet of office space), 6,000 square feet of retail space, 33,000 gross square feet of parking for 87 parking spaces, 4,000 gross square feet of bicycle parking and locker space, and 2,000 square feet of loading space, for a total of approximately 411,000 usable square feet.

Modification to the building would include upgraded utilities, vertical circulation and restroom systems, partitions for office occupancy, the creation of an atrium on floors 3 to 8 to bring light into the interior of the building (thereby reducing the floor area of the building by approximately 19,000 square feet), storefront systems replacing the loading bay doors on Beale Street and on the north side of the building, and a new main pedestrian entry on Beale Street. Other exterior alterations would be minimal, including repainting of the building and new fenestration at select locations. On Harrison Street, the Project would widen the sidewalk to 12 feet in width, plant street trees, and implement other streetscape improvements as set forth in the San Francisco Rincon Hill Streetscape Plan (November 2011). Sidewalk widening and streetscape improvements on Main and Beale Streets adjacent to the Project would be implemented by the 201 Folsom Street residential project (approved for construction on the north half of the subject block) pursuant to San Francisco Planning Commission Motion No. 16647.

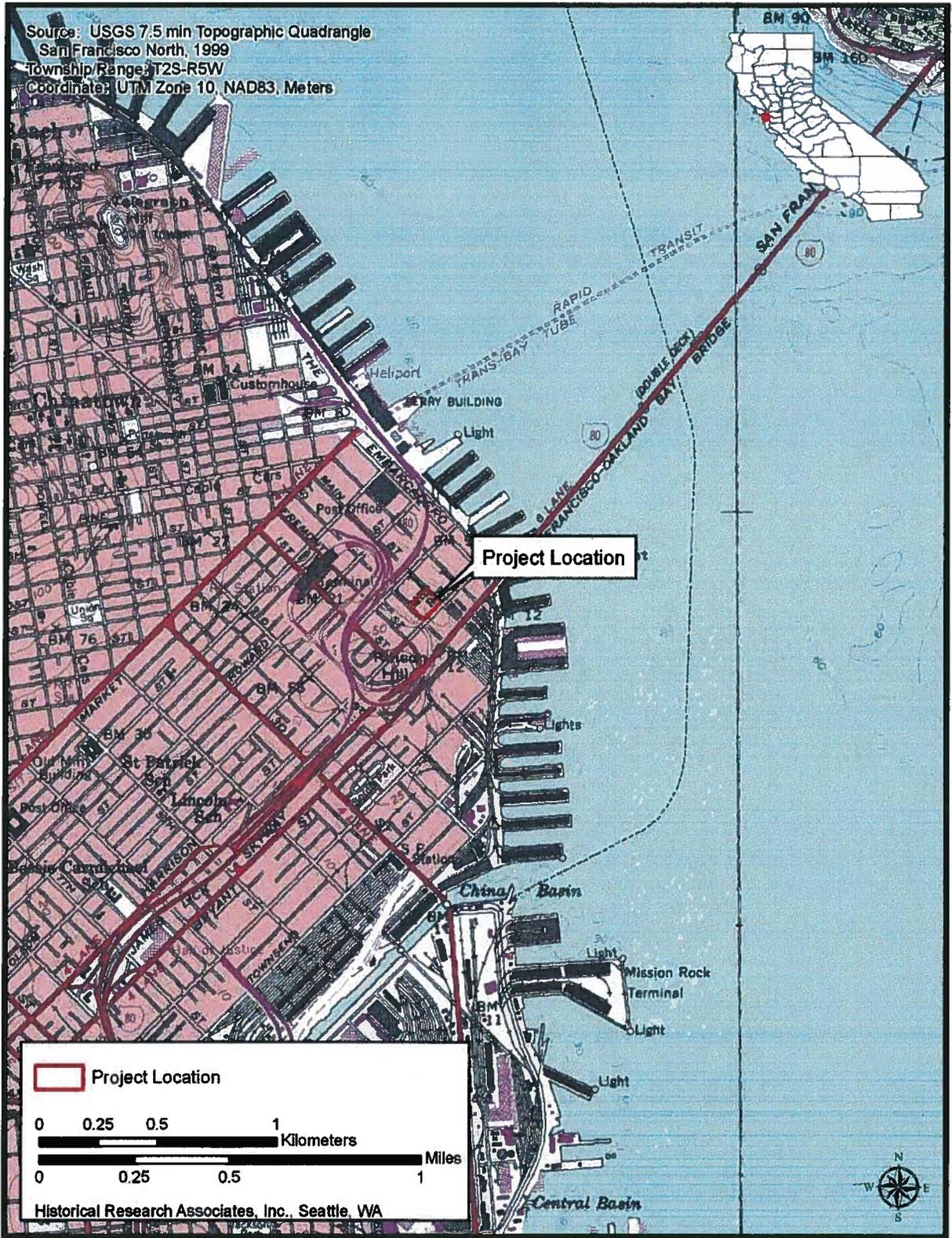


Figure 1. Map of project area.

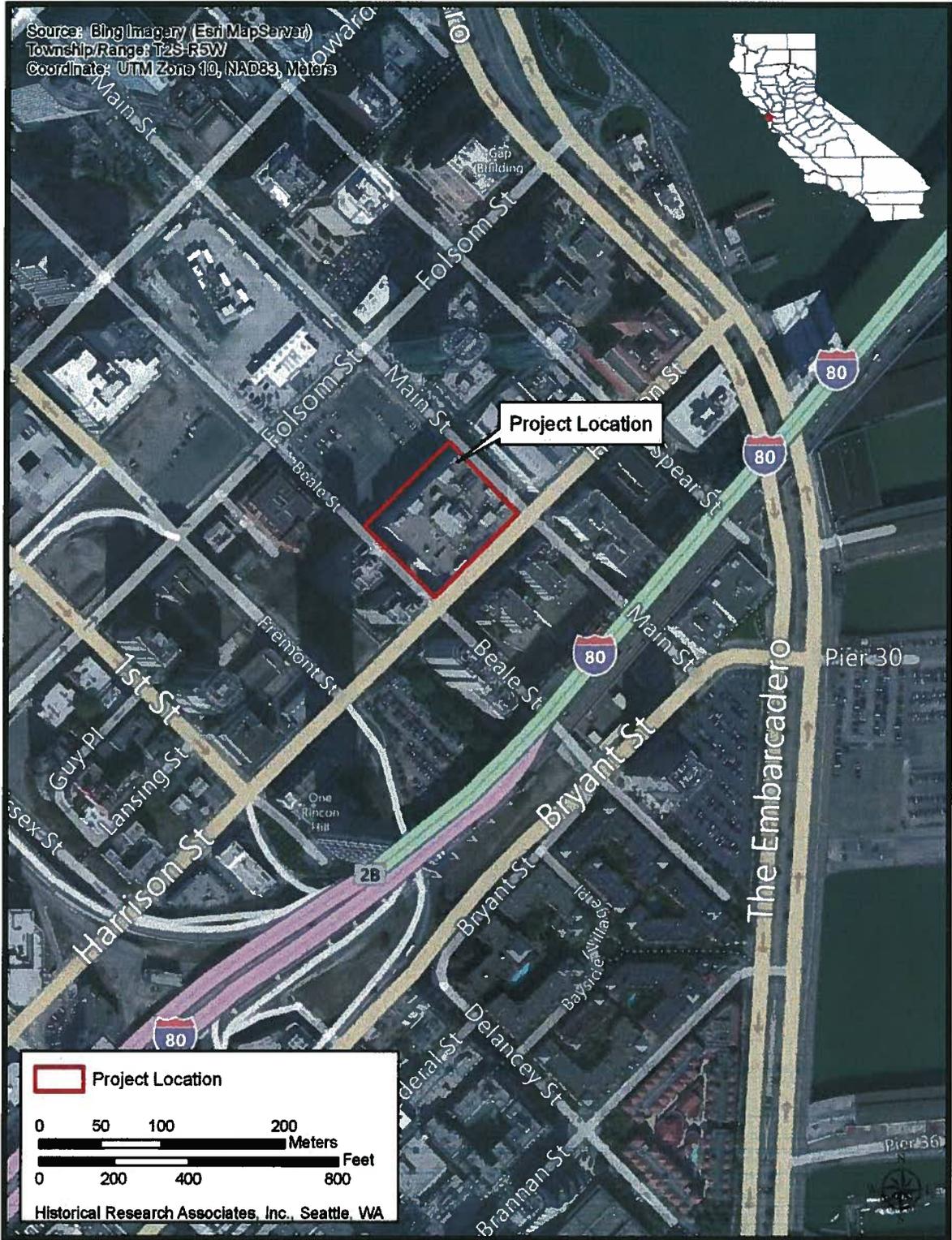


Figure 2. Aerial view of project area.

BAHA contracted with Historical Research Associates, Inc. (HRA), to conduct a limited cultural resources assessment of this location in order to comply with its responsibilities under the California Environmental Quality Act (CEQA). The purpose of this study was to determine (as outlined in the CEQA guidelines): 1) Whether the building at 390 Main Street should be considered a significant historical resource (under the National Register of Historic Places [NRHP], California Register of Historic Resources [CRHR], and/or San Francisco Landmarks list; and 2) if so, whether the proposed Project will result in a substantial adverse effect to the building. Additionally, HRA was asked to make recommendations regarding the potential to effect archaeological resources.

Because HRA had fully documented the building as part of an earlier assessment (Gillespie et al. 2009) of the building for the U.S. Postal Service (USPS) and because no changes have been made to the building since (except ownership), HRA determined that additional fieldwork was not necessary. However, HRA did conduct additional research in and review of available documentary sources, reanalyzed those sources in light of the state and local register requirements, and prepared this report with recommendations specific to CEQA (as opposed to Section 106, under which Gillespie et al. 2009 was conducted). No archaeological fieldwork was required for this assessment, since the buildings occupy the area assessed for potential archaeological significance. We do, however, make recommendations regarding the potential to find archaeological resources during the limited ground-disturbing activities proposed as part of the Project.

2.0 Regulatory Framework

As encoded in Sections 21000 et seq. of the Public Resources Code (PRC) with Guidelines for implementation codified in the California Code of Regulations (CCR), Title 14, Chapter 3, Sections 15000 et seq., CEQA requires state and local public agencies to identify the environmental impacts of proposed discretionary activities or projects, determine if the impacts will be significant, and identify alternatives and mitigation measures that will substantially reduce or eliminate significant impacts to the environment. Among those impacts are effects to historical resources, which are determined to be those buildings, structures, or objects listed in or eligible for the NRHP and CRHR. Additionally, resources that are listed in a local historic register (in this case, San Francisco Landmarks) or deemed significant in a historical resource survey are also to be presumed historically or culturally significant unless “the preponderance of evidence” demonstrates they are not (State of California 2012b).

3.0 Methods

The project area consists of the one tax parcel on which the 390 Main Street building site.

3.1 Background and Archival Research

Documentary sources reviewed by HRA project staff included inventory forms and NRHP nominations on file with the California Historical Resources Information System (CHRIS) office in Sonoma, archaeological records on file in the same office, current records of the San

Francisco County Tax Assessor, Sanborn Fire Insurance maps, and traditionally and electronically published sources. In addition, HRA historians reviewed historical materials in the Central Branch of the San Francisco Public Library, naval records at the National Archives facility in San Bruno, government documents provided by BAHA, and relevant government documents on file at the University of Washington Library.

3.2 Field Survey

In May 2008, as part of an earlier survey of the building for the USPS (Gillespie et al. 2009), HRA associate historian Heather Lee Miller, PhD, examined the building at 390 Main Street, San Francisco, California. Miller photographed what was then the USPS Embarcadero carrier annex inside and out and recorded architectural information for the building. All photographs included in this report date to that trip.

No archaeological field survey was completed as part of this project.

4.0 Results

4.1 Historical Resources

Three recorded historic resources¹ are located within a five-block vicinity of 390 Main Street. Located two blocks to the west at 353–355 Folsom Street is the Folsom Street Warehouse. This building, constructed in 1921, exhibits the architectural style (reinforced concrete masonry warehouse) that reflects the expansion of light industry during the 1920s (Supernowicz 2006b). The structure originally housed the Edward M. O'Donnell Copper Works Building.

The Sailors' Union of the Pacific building, located two blocks to the northeast at 450 Harrison Street, was constructed in 1950. This steel frame building is considered to be a good example of the art deco "streamlined modern" style (Billat 2000). The building is the main headquarters for the largest and longest lasting maritime union in the world. This structure is considered eligible for inclusion on the NRHP.

The Brandenstein Building, which occupies 76–98 First Street, is a Classical Revival influenced commercial building (Supernowicz 2006a). Constructed in 1907, it is typical of structures built after the 1906 earthquake and fire, with reinforced concrete and fireproofing. The name is possibly associated with M. J. Brandenstein & Co, an importer of tea, coffee, and rice. The property is considered ineligible for listing in the NRHP.

¹ Note on terminology: The NRHP defines a *historic property* as one listed or eligible for listing in the National Register of Historic Places (Andrus 2002). The City of San Francisco's Planning Department follows the State of California in defining a *historic resource* as "one listed in or formally determined eligible for listing in the California Register of Historical Resources, or listed in an adopted local historic register," in this case San Francisco Landmarks (SFL) (San Francisco Planning Department 2012). For the purposes of this report, we will use the term *historic property/resource* unless it is clear that the reference is specifically to either the NRHP or CRHR/SFL.

A 2004 survey done by Lorna Billat in support of the installation of cell-phone towers at 390 Main Street noted that the building had previously been recommended and thereafter determined ineligible (rated “6” according to the OHP) for listing in the NRHP in John Snyder’s 1983 survey conducted for CalTrans (of which she included just the 2 relevant pages). Billat concluded that the “ineligibility rating still stands.” Snyder’s recommendation was based on the building not having achieved 50 years of age and not meeting any of the NRHP eligibility considerations. However, when Billat surveyed the building in 2004, it was 62 years old and therefore should have been reevaluated according to NRHP Criteria A–D. According to a phone conversation with OHP (May 17, 2012), HRA understands that the OHP neither concurred nor disputed Billat’s recommendation (nor did they recommend additional evaluation) but determined at the time that there was no effect to a historic property/resource.

Table 1. Historical surveys conducted near the project area.

Author(s)	Date	Title	Cultural Resource Identified	Distance from Project area	Eligibility Status*
Reed	1976	<i>Historical Archaeological Investigation in San Francisco, Corner of Market and Fremont</i>	CA-SFR-27	2100 feet NW	Unknown
Archeo-Tec	1987	<i>Cultural Resources Evaluation of 135 Main Street, San Francisco, California</i>	Historic artifact scatter	0.3 mile NW	Author recommends collection to be accessioned and curated
E. M. Rose and Assoc.	1988	<i>Reference Document No. 10, San Francisco Municipal Railway, Metro Turnaround Project, Historical and Cultural Research to 1887</i>	Study reveals historic structures that once lay in the vicinity	400 feet E	N/A
Olmsted	1992	<i>Tar Flat: 19th Century Solutions, 20th Century Hazards, A Survey of Historic Potential Hazardous Materials Sites, On SF-480 Terminal Separation Rebuild, Postmiles: 0.0/0.7, 04220-190751</i>	Humboldt Warehouses located adjacent to Project parcel	Eastern portion of project area encompasses project location	N/A
Hupman and Chavez	1997	<i>Archaeological Resources Investigations for the Transbay Redevelopment Project, San Francisco, California</i>	Study reveals historic structures that once lay in the vicinity	Location within project area	N/A

Author(s)	Date	Title	Cultural Resource Identified	Distance from Project area	Eligibility Status*
Brown	1999	<i>Historical Cultural Resource Assessment, Proposed Telecommunications Facility, Site No. SF-123-02, 50 Main Street, San Francisco, California</i>	Matson Building, Pacific Gas & Electric Building, Rincon Annex, Union Ferry Depot, Audiffren Building, Folger Coffee Company Building, Shoreline Marker, Fort Gunnybags, Site of the invention of the three-reel slot machine	0.4 mile NW	Listed on NRHP: Matson Building, Pacific Gas & Electric Building, Rincon Annex, Union Ferry Depot, Audiffren Building, Folger Coffee Company Building. Listed as California State Landmark Site: Shoreline Marker, Fort Gunnybags, Site of the invention of the three-reel slot machine
Praetzellis et al.	2000	<i>San Francisco-Oakland Bay Bridge, West Approach Replacement: Archaeological Research Design and Treatment Plan</i>	No new sites were recorded; a predictive model was prepared	North extent of survey encompasses project location	N/A
Billat	2002	<i>Letter Report: Lorna Billat to Dr. Knox Mellon (California Office of Historic Preservation) re: Nextel telecommunications facility</i>	38-4266 (Historic building)	1200 feet NW	Eligible
Billat	2004	<i>Request for SHPO Review of FCC Undertaking, Waterfront/CA-1123G Re: installation of a cell tower on 390 Main Street, San Francisco</i>	Building was reported as already determined not eligible.	Same as project area	Not eligible
Pastron	2005	<i>301 Mission Street Project Pre-construction Archeological Testing Program</i>	Two historic artifact scatters	0.4 mile NW	Not eligible
Losee	2006	<i>Collocation ("CO") Submission Packet, FCC Form 621 (for property at 77 Beale Street)</i>	No cultural resources located	2000 feet NW	No adverse effects
Gillespie et al.	2009	<i>Cultural Resources Assessment of the USPS Embarcadero Station, 390 Main Street, San Francisco, San Francisco County, California.</i>	Building recommended ineligible for NRHP	Same as project area	Recommended not eligible.

4.2 Archaeological Resources

Table 2 presents the results of research into previous archaeological surveys in the project area.

Table 2. Archaeological sites near the project area.*

Author(s)	Date	Title	Cultural Resource Identified	Distance from Project area	Eligibility Status*
Unknown	Unknown	<i>Shellmound Number 439 (SFR-2) (P-38-2)</i>	Shell midden	~3000 ft to southwest	Unknown
Kerr	1978a	<i>Cabrillo College Archaeological Site Survey Record P-38-27</i>	Historic refuse dump, Gold Rush era	1500 ft to west-northwest	Unknown
Kerr	1978b	<i>Cabrillo College Archaeological Site Survey Record CA-SFR-33H</i>	Historic ship relics	0.8 mile to northwest	Unknown
Cooper	1979	<i>Cabrillo College Archaeological Site Survey Record CA-SFR-47H</i>	Historic structure; International Hotel	5400 ft to northwest	Eligible for NRHP
Olmsted and Olmsted	1980	<i>U.S. Dept. of the Interior National Register of Historic Places Inventory – Nomination Form "The Lydia"</i>	"Old Whaling Bark Lydia"	2400 ft to south	Eligible for NRHP
Walsh	1986a	<i>State of California – The Resources Agency, Department of Parks and Recreation Archeological Site Form CA-SFR-112 (P-38-101)</i>	Prehistoric shell midden with faunal bones, stone tools and, shell beads	2400 ft to west	Unknown
Walsh	1986b	<i>State of California – The Resources Agency, Department of Parks and Recreation Archeological Site Form CA-SFR-113 (P-38-113)</i>	Prehistoric shell midden with faunal bones, and stone and bone tools	4000 ft to southwest	Unknown
Pastron	1985a	<i>State of California – The Resources Agency, Department of Parks and Recreation Archeological Site Form CA-SFR-118H (P-38-103)</i>	Historic refuse; Gold Rush era	0.6 mile to northwest	Unknown

Author(s)	Date	Title	Cultural Resource Identified	Distance from Project area	Eligibility Status*
Pastron	1986	<i>State of California – The Resources Agency, Department of Parks and Recreation Archeological Site Form CA-SFR-119H (P-38-104)</i>	Historic refuse and remains of two structures; Gold Rush era	1500 ft to west	Unknown
Pastron	1988	<i>State of California – The Resources Agency, Department of Parks and Recreation Archeological Site Form CA-SFR-122H (P-38-106)</i>	Compacted historic living surface and possible remains of tent	2800 ft to northwest	Unknown
Pastron and Walsh	1988	<i>State of California – The Resources Agency, Department of Parks and Recreation Archeological Site Form CA-SFR-123H (P-38-107)</i>	Redwood planked floor with associated historic artifacts	4800 ft to northwest	Unknown
Walsh	1988	<i>State of California – The Resources Agency, Department of Parks and Recreation Archeological Site Form CA-SFR-114 (P-38-119)</i>	Shell midden with bone and stone tools	2500 ft to southwest	Unknown
Strother	2005a	<i>State of California – The Resources Agency, Department of Parks and Recreation Primary Record Form CA-SFR-115H (P-38-120)</i>	Historic structure remains	500 ft to north	Unknown
Pastron	1987	<i>State of California – The Resources Agency, Department of Parks and Recreation Archeological Site Form CA-SFR-116H (P-38-121)</i>	Remains of Chinese fishing village	400 ft to north	Unknown

Author(s)	Date	Title	Cultural Resource Identified	Distance from Project area	Eligibility Status*
Pastron	1985b	<i>State of California – The Resources Agency, Department of Parks and Recreation Archeological Site Form CA-SFR-117H (P-38-122)</i>	Three brick floors, two wells, two privies, and trash pit; dates ca. early 1850s	1.0 mile to northwest	Unknown
Allan and Self	1995	<i>State of California – The Resources Agency, Department of Parks and Recreation Primary Record Form CA-SFR-127 H (P-38-126)</i>	Historic structural remains and associated artifacts	3000 ft to south	Unknown
Allan and Self	1998	<i>State of California – The Resources Agency, Department of Parks and Recreation Primary Record Form CA-SFR-128H (P-38-161)</i>	Historic structures, historic structural remnants, and associated artifacts	3000 ft to southwest	Unknown
Allan and Self	1999	<i>State of California – The Resources Agency, Department of Parks and Recreation Primary Record Form CA-SFR-130H (P-38-163)</i>	Historic remains of marine railway	2500 ft to south	Unknown
Estes and Self	2001	<i>State of California – The Resources Agency, Department of Parks and Recreation Primary Record Form CA-SFR-135H (P-38-172)</i>	Prehistoric shell midden with human remains, FCR and lithic debitage	2400 ft to west	Unknown
Beevers	2003	<i>State of California – The Resources Agency, Department of Parks and Recreation Primary Record Form CA- P-38-4294</i>	Historic structural remains and associated artifacts	3000 ft to south	Unknown
Meyer	2003a	<i>State of California – The Resources Agency, Department of Parks and Recreation Primary Record Form CA- P-38-4300</i>	Buried historic remains of a city block	2200 ft to south-southwest	Unknown

Author(s)	Date	Title	Cultural Resource Identified	Distance from Project area	Eligibility Status*
Meyer	2003b	<i>State of California – The Resources Agency, Department of Parks and Recreation Primary Record Form CA- P-38-4301</i>	Buried historic remains of a city block	1.0 mi to south-southwest	Unknown
Gottsfield	2004	<i>State of California – The Resources Agency, Department of Parks and Recreation Primary Record Form CA- P-38-4318</i>	Prehistoric shell midden with lithic debitage	0.75 mi to south-southwest	Unknown
Meyer	2003c	<i>State of California – The Resources Agency, Department of Parks and Recreation Primary Record Form CA- P-38-4326</i>	Buried historic remains of a city block	0.25 mi to south-southwest	Unknown
Meyer	2003d	<i>State of California – The Resources Agency, Department of Parks and Recreation Primary Record Form CA- P-38-4327</i>	Buried historic remains of a city block	0.5 mi to south	Unknown
Meyer	2003e	<i>State of California – The Resources Agency, Department of Parks and Recreation Primary Record Form CA- P-38-4328</i>	Buried historic remains of a city block	0.75 mi to south-southwest	Unknown
Meyer and Martin	2003	<i>State of California – The Resources Agency, Department of Parks and Recreation Primary Record Form CA- P-38-4329</i>	Buried remains of a prehistoric shell midden	0.75 mi to south-southwest	Unknown
Gottsfield	2003	<i>State of California – The Resources Agency, Department of Parks and Recreation Primary Record Form CA- P-38-4352</i>	Prehistoric shell midden	0.75 mi to south-southwest	Unknown

Author(s)	Date	Title	Cultural Resource Identified	Distance from Project area	Eligibility Status*
Ownby	2004a	<i>State of California – The Resources Agency, Department of Parks and Recreation Primary Record Form CA- P-38-4367</i>	Brick wall of holding well for coal gasification tank	0.75 mi to south	Unknown
Ownby	2004b	<i>State of California – The Resources Agency, Department of Parks and Recreation Primary Record Form CA- P-38-4368</i>	Historical structural remains	0.75 mi to south	Unknown
Schwartz	2006	<i>Archeological Site Record, Anthropological Studies Center, Sonoma State University P-38-4401</i>	Historic remains of Mexican Customs House, ca. 1840s	5000 ft to northwest	Unknown
Strother	2005b	<i>State of California – The Resources Agency, Department of Parks and Recreation Primary Record Form CA- P-38-4493</i>	Historic features and structural remains	500 ft to north	Unknown

* Site forms located at the Northwest Information Center, Sonoma State University, Rohnert Park, California.

5.0 Evaluation of Resources

5.1 390 Main Street

5.1.1 Historic Context

The neighborhood around where the 390 Main Street building is situated has long been referred to as Rincon Hill. According to a local history of the district, “no other area of San Francisco has been altered more often or more completely than Rincon Hill,” with the landform having been graded “several times” and “neighborhood uses and buildings [being] completely changed over the years” (Lockwood 2003:1). Simply a landscape feature in the mid-1840s when the Pueblo of Yerba Buena was first settled, by the 1850s, the developing neighborhood of Rincon Hill had become one of San Francisco’s most fashionable addresses, offering its well-heeled residents better weather than other parts of town, spectacular water views, and distance from some of the less desirable sections of the metropole (Lockwood 2003:1). For the next two decades, large residences were constructed on Rincon Hill, but its apex as a desirable neighborhood was quickly threatened by its undesirable view of burgeoning industrial and working-class neighborhoods South of Market and on its southern and eastern flanks (the

location of 390 Main Street today). In 1869, the Second Street Cut, a chasm built directly through Rincon Hill to connect the southern waterfront and the rest of the city, bisected the neighborhood and precipitated its slow decline. In addition to being unsightly, the cut proved ultimately dangerous, with at least one house sliding into the gully. By 1900, most of the stately mansions of the 1850s and 1860s were either demolished or had been turned into “slightly shabby boarding houses for middle class and ‘respectable’ working class tenants” (Lockwood 2003:2).

According to Sanborn maps, the eastern side of Rincon Hill immediately surrounding 390 Main Street was composed mainly of factories and light industrial establishments. In 1887, David Woerner’s Cooperage took up the southern third of the parcel, which was completed by Dundon’s Boiler Works and J. McDonough and Co.’s Coal Yard. Nearby was a Sailor’s Home and many iron, lumber, and boiler works and yards of various shapes and sizes (Sanborn Fire Insurance Company 1887). By 1899, the parcel on which now sits 390 Main Street was occupied by a cleaning and finishing store, a foundry, a storage and pattern shop, the San Francisco Bridge Company’s Warehouse, and Economy Smokeless Furnace Company. The rest of the block was occupied by Dundon’s San Francisco Iron Works, Murray Bros. Machine Shop, Oriental Gas Engine Works, Keystone Boiler Works, San Francisco Fire Department’s Engine No. 9, and a Chinese laundry (Sanborn Fire Insurance Company 1899).

Although many of its homes and industries survived the 1906 earthquake, Rincon Hill, like most of the city, largely burned in the ensuing fire (Lockwood 2003:3). The northern end of the block on which 390 Main Street now sits, appears to have either emerged unscathed or been quickly rebuilt, as the 1913 Sanborn notes the continued presence there of Keystone Boiler Works and Murray Brother’s Machine Shop, as well as Fire Department Engine No. 9. Indeed, much of the mapped configuration of that end of the block remains the same as it was in 1899, indicating little or no damage. The exact parcel on which 390 Main Street now sits, however, clearly suffered during the fire, with the buildings extant in 1899 replaced in 1913 by apparently vacant lots. One lot is labeled Whitelaw Wrecking Company, consisting of “scrap iron” and “old iron” and an open pit, which may once have been the basement to the San Francisco Bridge Company’s Warehouse depicted on the 1899 map (compiled from Sanborn Fire Insurance Company 1899, 1913).

With some minor exceptions, land use following the fire in the neighborhood surrounding 390 Main Street retained its nonresidential character. Rincon Hill proper remained “strangely empty” during the decades following the fire, likely because post-fire proposals put forward to flatten the hill entirely discouraged real-estate investors and rebuilding and new companies looking for sites on which to build large warehouses and industrial facilities preferred the flatter parcels found closer to the water (Lockwood 2003:3-4). According to San Francisco historian Randolph Delehanty, during this period, “when the country was undergoing a great consolidation of U.S. businesses that needed bigger facilities, many big corporations decided that these blocks—which were near the downtown and adjacent to the Embarcadero—were an ideal location for large modern warehouse and, to a lesser extent, industrial uses” (quoted in Lockwood 2003:3).

Although HRA was unable to access Sanborn maps for San Francisco for the period between 1913 and 1942, when construction on 390 Main Street began (it was completed in 1943), it seems likely that the parcel remained vacant or simply a storage yard until that date and for that reason may have been a desirable site on which to build. By 1949, the entire block was listed as

occupied by the US government with 390 Main Street labeled “a warehouse of fireproof construction” (Sanborn Fire Insurance Company 1949, 1950).

The building at 390 Main Street was completed in 1943 as a warehouse facility to assist with the growing war effort and its needs for supplies (Figure 3). Built as part of the Marine Corps Depot of Supplies headquartered at 100 Harrison Street, 390 Main Street became known as Building 3 of the installation. In the years between 1941 and 1945, the Bureau of Yards and Docks (one of three naval construction units, along with the Corps of Civil Engineers and the Construction Battalions [Seabees] of the U.S. Navy) constructed numerous buildings in support of the war effort, including rapidly constructed naval and Marine Corps supply depots, such as the 390 Main Street building (Bureau of Yards and Docks 1947:291, 316–17). Although it is not clear whether the Bureau of Yards and Docks used standardized plans for the construction of warehouses such as 390 Main Street, a strikingly similar building (also 7 stories tall and with similar fenestration pattern) was completed as part of the San Diego naval supply depot in September 1945 (Bureau of Yards and Docks 1947:298; *San Diego Union* 1945:6).

Very little specific information about the building at 390 Main Street turned up in HRA’s extensive search of the San Francisco Public Library, National Records and Archives Administration facility in San Bruno, and additional government documents holdings at the University of Washington and online sources. What is known is that the building “was to be used for motor transport, engineer, ordnance, utility, and signal supplies” when it was first constructed and that additional warehouse space was needed almost immediately upon completion, spurring the construction of two additional warehouses a year later, followed by a sub-depot in 1945 (Bureau of Yards and Docks 1947:317).

Items from Marine Corps publications indicate that there may have been a large contingent of women Marine Corps reservists who worked in the building (and larger depot complex) during the war years, drawn to the service by the call to “Free a Marine to Fight.” According to marine historian Mary Stremlow, “it was natural to use women in the quartermaster field,” and thus many women reservists staffed depots of supplies and procurement districts around the country, including the San Francisco depot (Stremlow 1994:37). Exactly what tasks their work life comprised at the depots during the war years is less easy to discern.²

Building 3 was still in use as a depot in the late 1950s after the end of the Korean Conflict. Employees enthusiastically embraced the installation on its third deck of a coin-operated “Auto-Snak” machine from which employees could buy hot lunches and snacks (*U.S. Marine Corps Dispatch* 1957:1). The second floor was converted to dormitory and kitchen space in 1952, at a time when the Marines were looking to expand recreational and residential facilities for enlisted men (Commandant of the Marine Corps 1950; Doyle 1962). The USPS and GSA took over the building in the mid-1960s, and by the early 1970s, even the remaining offices of the depot of supplies at 100 Harrison had closed (*San Francisco Examiner* 1973:52).

² For more on the life and work of women Marines during World War II, see Soderbergh 1992. Unfortunately, he does not refer specifically to the work these women did in San Francisco.

Between 1960 and the early twenty-first century, the USPS was using most of the building, joined at various times by the U.S. Treasury, U.S. Mint, and GSA. BAHA purchased the building in 2011.



Figure 3. Northeast corner, 390 Main Street, May 2008. Source: Heather Lee Miller, HRA.

5.1.2 Physical Description

The 390 Main Street Building represents a transitional phase in architecture from the Stripped Classic and International styles in vogue during the 1930s to the early forms of Modernism in the 1940s and 1950s. The rectangular plan, box-like form, lack of ornamentation, use of clean lines, flat surfaces, and simple geometric shapes are generally characteristic of the International style (Robinson & Associates, Inc. 2003:24). The wide columns and horizontal bands of concrete used to emphasize the vertical and horizontal lines retained the monumental feel of the Stripped Classicism, a design that had not yet embraced the expansive fenestration and steel structure that Mies van der Rohe and others soon popularized as the Modernist style in the 1950s.

The building is 7 stories tall on a basement level that opens onto the Beale Street grade below Main and Harrison Street levels. Finished in acrylic paint, the reinforced concrete warehouse sits on concrete footings and measures approximately 275 by 234 feet. The basement and first floor are 17'6" tall; all other floors are 11' tall. The warehouse floors were originally finished in cement; as of this writing, only the fourth and sixth floors retain the original warehouse feel and finishes.

The massing, structure, lines, and fenestration give the overall appearance of symmetry and order, yet each elevation has a pattern all its own. Horizontal lines are emphasized by strips of

fenestration with underlying belt courses separated by flush-faced concrete bands between stories; vertical lines are delineated with bays and concrete columns slightly set back from the horizontal bands. A projecting concrete belt course separates the ground floor, which is also painted a different color, from the upper stories. Fenestration consists of largely of either two-light or three-light metal-sash rectangular windows. Most of the latter have a central light that opens on a horizontal pivot.

Each elevation has a main central section—comprised of either eight or ten bays—flanked by a single bay on each end. Because the lot is sloped, the number of stories above street grade varies. The southwest elevation fronts Beale Street, which is graded a story below the adjoining Harrison Street. Originally the basement level was served by a rail spur, and six large cargo bays flanked by two shorter freight doors provided access for loading. The rail spur was removed, and currently the cargo bays, each with a metal roll-up door, open to the street. The central section of the Beale Street elevation has eight bays of the three-light windows, with two bays of two-light windows on each end. The southeast elevation along Harrison Street is longer, with ten bays of three-light windows, although the two end bays, distinguished by a vertical column that is flush with the horizontal bands, have narrower three-light instead of two-light windows. Windows on one of the bays have been removed and filled in. The basement level slopes from the south to the northeast toward Main Street, punctuated by some pedestrian and cargo doors and single-pane and three-light windows. The northeast, front elevation on Main Street is similar to the southwest elevation, except for the front entrance bay. The recessed entryway is framed by curved pilasters topped with a projecting concrete cover over the doorway. The entrance is largely glazed, separated by metal-sashes into four tall, narrow panes and one large central pane over an offset, half-glazed door, infilled to fit a larger opening. The bay above the doorway has two-light windows, which separate the three bays of three-light windows to the left and four bays of three-light windows to the right. Windows in two of the ten bays of the central section of the northwest elevation along Folsom Street have been removed. The two flanking bays have two-light windows. The Folsom Street elevation has freight doors and pedestrian access on the basement level.

The flat-roofed building is topped with a small rectangular penthouse and heating and ventilation equipment.

Alterations to 390 Main Street

The 390 Main Street building houses an Otis Elevator system that was once used to lift supplies and vehicles between the floors or “decks” of the structure (Figure 4). The lifts themselves have been modified, but much of the original electrical machinery remains intact and functional (Figure 5). Three elevators were added in 1990, bringing the total to 11. Although this mechanized feature relates specifically to the structure’s architecture and original intended use, it does not constitute in itself a distinctive type or method of construction unique to this particular structure. Additionally, an original electric panel and circuitry guide remain in the penthouse (Figure 6).

As mentioned above, the second floor was completely renovated in 1952 to provide dormitory, kitchen, and dining facilities. At that time, plumbing and heating were upgraded. The fourth floor and sixth floor retain some of the original features of the building (Figures 7 and 8). On the fourth floor, hallways and partitions remain in much the same configuration they had in 1942. The sixth floor features the only open warehouse space that also retains its original

configuration. Additionally, a little-used spiral staircase maintains its original wood banister and location in one corner of the building (Figure 9). The rest of the floors in the interior of this building, however, have been extensively modified during subsequent phases of use to accommodate the needs of successive tenants.

While the 390 Main Street building shared a functional association with the other Department of the Navy storage facilities in this part of downtown San Francisco for many years, the association between these structures has since been obfuscated by modifications to 390 Main Street and its associated structures (Figures 10 and 11). The sky bridge that once linked the fifth floor of 390 Main Street to the building across Main Street no longer exists; similarly, a basement tunnel linking the two buildings has been blocked off. Also missing from the building's exterior is the concrete eagle and globe symbol of the United States Marine Corps that once hung over the Main Street entrance door (*U.S. Marine Corps Dispatch* 1956:4).



Figure 4. Exterior of original freight elevator, 390 Main Street, May 2008.
Source: Heather Lee Miller, HRA.



Figure 5. Hoisting system of original freight elevator, showing governor to left, 390 Main Street, May 2008. Source: Heather Lee Miller, HRA.

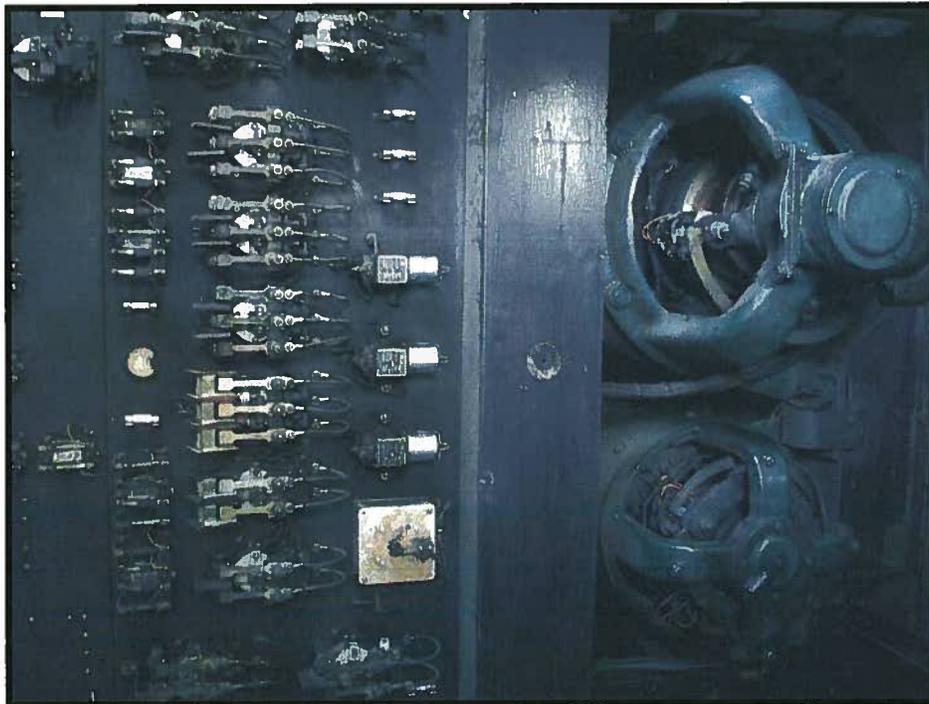


Figure 6. Penthouse electric panel, 390 Main Street, May 2008. Source: Heather Lee Miller, HRA.



Figure 7. Interior detail, originally configured sixth-floor warehouse space, 390 Main Street, May 2008. Source: Heather Lee Miller, HRA.

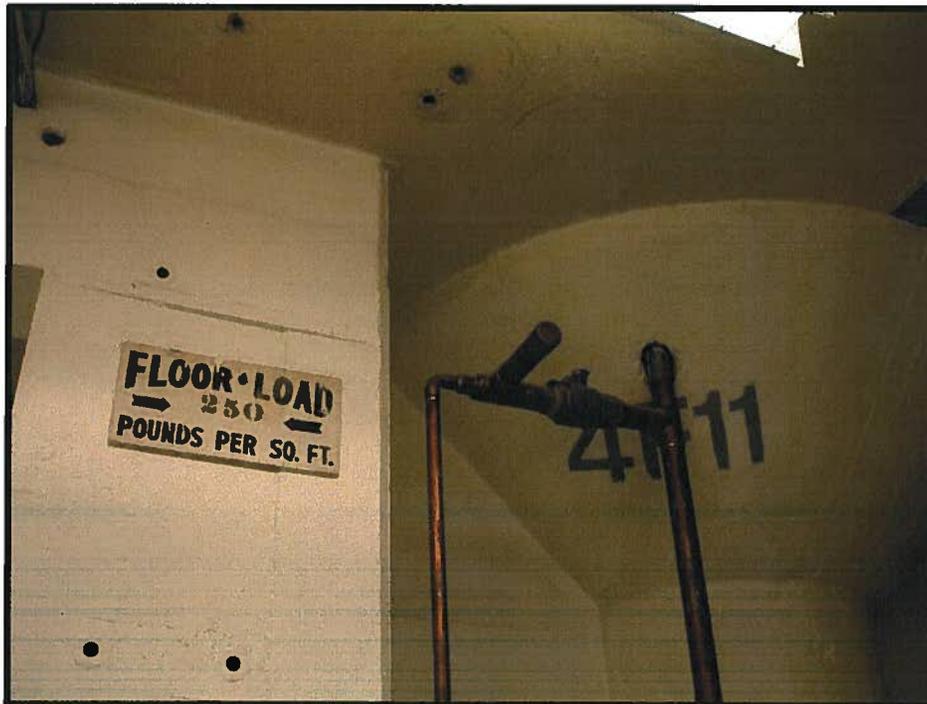


Figure 8. Interior detail, showing floor load sign and concrete pillars, 390 Main Street, May 2008. Source: Heather Lee Miller, HRA.



Figure 9. Original stairway detail, 390 Main Street, May 2008. Source: Heather Lee Miller, HRA.

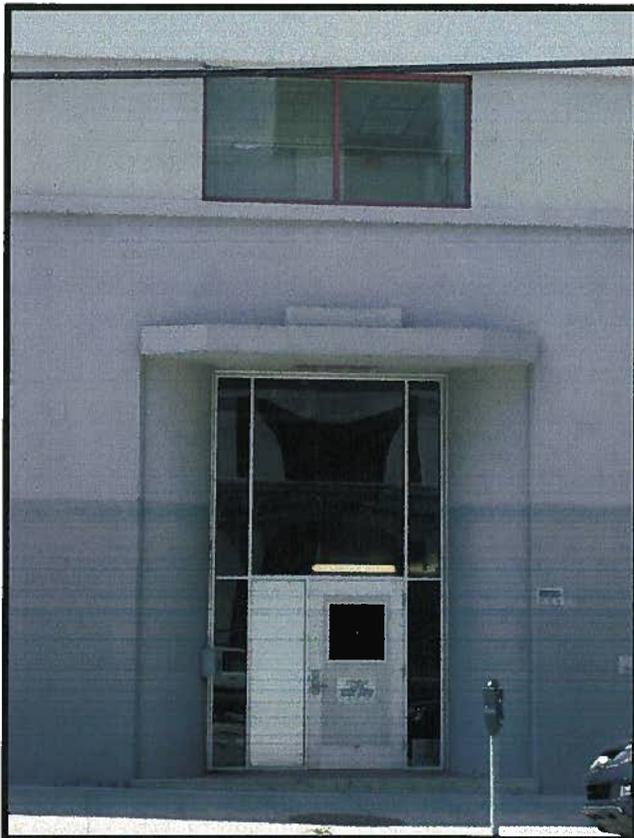


Figure 10. Main Street (old) entrance, 390 Main Street, May 2008. Source: Heather Lee Miller, HRA.



Figure 11. North (new) entrance, 390 Main Street, May 2008. Source: Heather Lee Miller, HRA.

The exterior of the Embarcadero Station has been significantly modified. Comparison of contemporary and historic photographs viewed at the Embarcadero postal facility and historic architectural drawings indicates that the exterior windows are replacements. Historic photographs also show that the parking lot, which shares the tax parcel with the structure, has undergone extensive modification, including the removal of a vehicle maintenance building and an L-shaped truck facility that once occupied a large portion of the lot's southern corner.

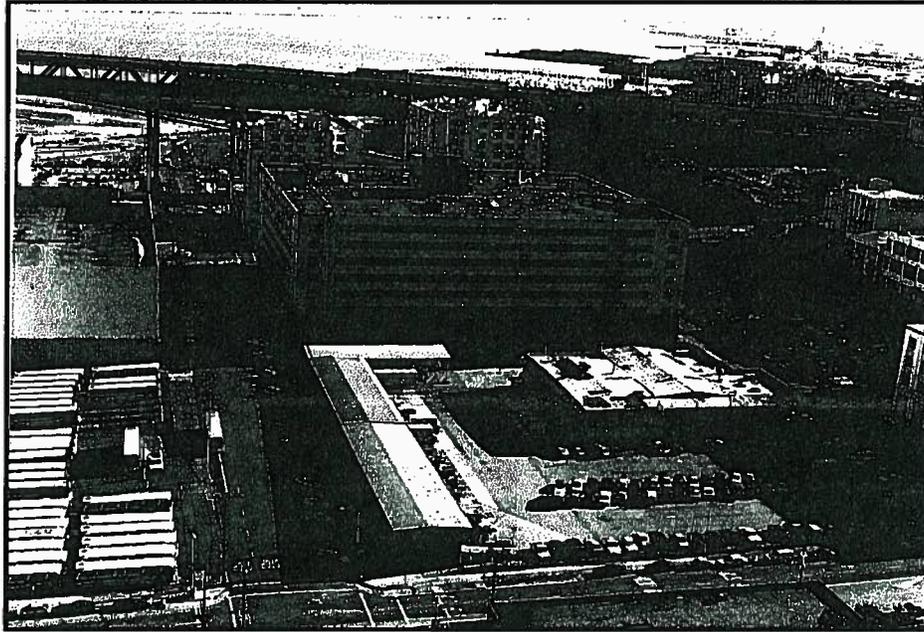


Figure 12. View south of northern elevation of former USPS Embarcadero Station (390 Main Street), looking down Main Street, with what is now today the parking lot in foreground, 1990. Source: J & S Photography and Signs, scrapbook, originally viewed at USPS Embarcadero Station, San Francisco, California.

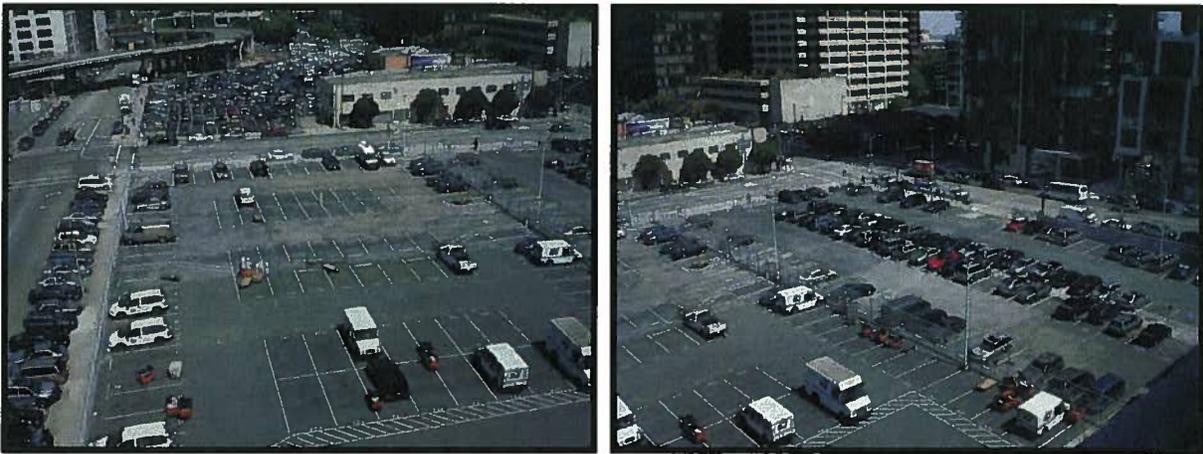


Figure 13. Parking lot to north of 390 Main Street, May 2008. Source: Heather Lee Miller, HRA.

5.2 Architectural Evaluation

5.2.1 National Register of Historic Places, Evaluation Criteria

The criteria for listing in the National Register are provided in the National Register bulletin entitled *How to Apply the National Register Criteria for Evaluation* (Andrus 2002) and provide the standards for determining the significance of properties. Sites, districts, structures, or landscapes of potential significance are eligible for nomination. To be eligible for listing in the

NRHP the 390 Main Street building must be significant under at least one of the four criteria listed below *and* possess integrity of location, design, setting, feeling, workmanship, association, and materials:

- A. be associated with events that have made a significant contribution to the broad patterns of our history;
- B. be associated with the lives of persons significant in our past;
- C. embody the distinctive characteristics of a type, period, or method of construction, or represent the work of a master, or possess high artistic values, or represent a significant and distinguishable entity whose components may lack individual distinction; or
- D. have yielded, or be likely to yield, information important in prehistory or history.

5.2.2 California Register, Evaluation Criteria

To be eligible for listing in the California Register, the 390 Main Street building must possess integrity of location, design, setting, materials, workmanship, feeling, and association, and meet at least one of the following criteria:

- Criterion 1 Associated with events that have made a significant contribution to the broad patterns of local or regional history or the cultural heritage of California or the United States.
- Criterion 2 Associated with the lives of persons important to local, California or national history.
- Criterion 3 Embodies the distinctive characteristics of a type, period, region or method of construction or represents the work of a master or possesses high artistic values.
- Criterion 4 Has yielded, or has the potential to yield, information important to the prehistory or history of the local area, California or the nation. (State of California 2012a).

5.2.3 San Francisco Landmarks, Evaluation Criteria

To allow for a consistent evaluation and review, the San Francisco's Landmarks Preservation Advisory Board uses the NRHP criteria to determine eligibility for local designation (San Francisco Planning Department 2011, 2012).

Although the activities that occurred at this address relate to both the Second World War and the Korean Conflict, the role of the building as a one of many storage facilities in downtown San Francisco suggests an ancillary rather than definitive role in these events in national history and therefore does not appear to rise to the level of significance required for eligibility under Criterion A. The building at 390 Main Street is not known to be associated with any person significant in the past and is therefore not significant under Criterion B. Constructed on what may have been a standard plan (as evidenced by the almost-identical supply depot building built in San Diego just one year after 390 Main Street), the building at 390 Main Street is not associated with an important architectural style or craftsman and is therefore not eligible under

Criterion C. Finally, the building at 390 Main Street does not appear to have the potential to yield any information about the past and is therefore not eligible under Criterion D.

The building at 390 Main Street retains integrity of location; however, it lacks integrity of setting, feeling, and association as the neighborhood and the building's use and association to the buildings around it have all changed greatly since its initial construction. Additionally, while 390 Main Street retains its original massing and form, the building's integrity of design, materials, and workmanship have been compromised by numerous and extensive changes made to its fenestration, entryway arrangements, and interior, as well as the loss of a sky bridge and tunnel that once connected it to the building across Main Street, which was also part of the Depot of Supplies. The San Diego depot appears to have retained its original fenestration and better represents this building type.

Based on its lack of significance under any national, state, or local criteria, HRA recommends that the building at 390 Main Street is not eligible for the NRHP, CRHR, and/or as a San Francisco Landmark.

5.3 Archaeological Resources

The block on which the 390 Main Street facility is located formed part of Rincon Point, a rocky promontory that was part of the original shoreline of Mission Bay. During the mid-1850s, the bluff was leveled in order to facilitate the foundations of warehouses. Several fill events took place throughout the 1860s, and surrounding streets, namely Harrison and Beale, were lowered and raised (respectively). Although filling and grading was predominant in this block, archaeological probability is assessed as high for both historic and prehistoric remains. Due to its location on the former shoreline, and the numerous historic structures (including wharves and piers) that once stood in the area there the high probability that archaeological deposits remain intact at this location. Because this area was destroyed and rebuilt after the 1906 earthquake, any historic archaeological deposits which remain intact could have the potential to be attributed to a specific phase of occupation and yield valuable archaeological information.

6.0 Past Consultation

As part of HRA's 2009 report for USPS and pursuant to 36 CFR 800.2(a)(4), the USPS initiated consultation with both tribal and nontribal entities regarding the undertaking (see Appendix A for contact information). Following state guidelines, HRA submitted the project specifications to California's Native American Heritage Commission on July 1, 2008. The USPS also determined that the San Francisco Museum and Historical Society and California Historical Society possibly had an interest in the undertaking and invited them to take part in this consultation.

No communication was received from tribal or nontribal entities specifically regarding the 390 Main Street location. On November 21, 2008, however, the USPS received a letter from Muwekma Ohlone Chairwoman Rosemary Cambra regarding an unrelated USPS undertaking in San Francisco. The letter (Cambra 2008) is not included in an Appendix to this report due to its association with a separate undertaking; however, because it concerns a project at a location near the 390 Main Street project location, due diligence obliges a brief summary of the contents.

In this letter, Cambra describes several cultural resources and archaeological sites within the vicinity of the unrelated project, and likely within 2 miles of the 390 Main Street location, that are important to the Muwekma Ohlone (a non-federally recognized tribe). One of these resources—site CA-SFR-2, a likely habitation or food-processing site—is listed in Table 2 (Section 3.2). The other sites in the more immediate vicinity include:

- CA-SFR-28 (Bart Station Site, on Market Street): a “very deep ancestral burial” dating around 5,500 years before present,
- CA-SFR-113 (near the intersection of Market and Fifth Streets): another habitation and/or food processing site from approximately 100 BC to AD 120 (and like CA-SFR-2, containing fish, bird, mammal, and shellfish remains),
- CA-SFR-112 (near the intersection of Stevenson and Ecker Streets): a site dating to approximately 400 to 700 AD and containing a variety of artifacts (e.g., obsidian artifacts and net sinkers).

Cambra also describes the general project location as being “near or within the historic wetlands habitat.” which, being a “high yield food resource habitat” creates a higher probability for subsurface cultural resources. Cambra provides ethnographic and historic links between the Muwekma Ohlone Tribe and the project area vicinity, and requests tribal inclusion in mitigation procedures (Cambra 2008). The USPS responded to Cambra’s concerns in a letter dated December 18, 2008, in which Alder assures the Tribe that the proposed project (not the current Project) would involve no subsurface disturbance, and invites future questions, comments, and concerns (Alder 2008).

7.0 Recommendations

HRA recommends that the building at 390 Main Street does not rise to the level of significance required for listing in the NRHP, CRHR, and/or as a San Francisco Landmark. Therefore, the current Project will not constitute an adverse effect on a historic property/resource.

HRA does recommend, however, that the soils beneath the building at 390 Main Street have a high probability of containing prehistoric or historic archaeological deposits. Any future developments or construction on this parcel that disturbs or removes any previously undisturbed soils has the potential of impacting archaeological cultural resources and should be monitored.

7.1 Accidental Discovery of Archaeological Resources

If cultural resources, such as chipped or ground stone, historic debris, building foundations, or bone are discovered during ground-disturbance activities, work shall be stopped within 100 feet of the discovery, per the requirements of CEQA (January 1999 Revised Guidelines, Title 14 CCR 15064.5 (f)). Work near the archaeological finds shall not resume until a professional archaeologist, who meets the Secretary of the Interior’s Standards and Guidelines, has evaluated the materials and offered recommendations for further action. Prehistoric materials that could be encountered include, but are not limited to: obsidian and chert flakes or chipped stone tools,

grinding implements, (e.g., pestles, handstones, mortars, slabs), locally darkened midden soil, deposits of shell, dietary bone, and human burials. Historic materials that could be encountered include, but are not limited to: ceramics/pottery, glass, metal, can and bottle dumps, cut bone, barbed wire fences, bricks, mortar, building pads, and building foundations.

7.2 Discovery of Human Remains

Section 7050.5 of the California Health and Safety Code states that if human remains are discovered on-site, no further disturbance shall occur until the County Coroner has made a determination of origin and disposition. If the Coroner determines that the remains of a Native American, or has reason to believe that they are those of a Native American, he or she shall contact, by telephone within 24 hours, the California Native American Heritage Commission (NAHC).

The NAHC will then provide guidance on process to follow with regard to tribal consultation and disposition of the remains. The descendants or most likely descendants of the deceased will be contacted, and work will not resume until they have made a recommendation to the landowner or the person responsible for the excavation work for means of treatment and disposition, with appropriate dignity, of the human remains and any associated grave goods, as provided in Public Resources Code, Section 5097.98.

The procedures to follow in the event of the discovery of human remains are as follows:

- All ground disturbing activities in the vicinity of the remains shall be halted and the area should be cordoned off.
- No material remains shall be removed from the discovery site and further disturbance is prohibited.
- The Project Manager shall be notified and the Project Manager shall contact the county coroner.
- It is recommended that the services of a professional archaeologist be retained to immediately examine the find and assist the process.
- All ground-disturbing construction activities in the discovery site exclusion area shall be suspended.
- All project personnel shall hold any information about the discovery in confidence and divulge it only on a need-to-know basis.
- The Coroner has two working days to examine the remains after being notified. If the remains are Native American, the Coroner has 24 hours to notify the NAHC in Sacramento (telephone (916) 653-4082).
- The NAHC is responsible for identifying and immediately notifying the Most Likely Descendant (MLD) of the deceased Native American.

- Within 24 hours of their notification by the NAHC, the MLD shall be granted permission by the landowner's authorized representative to inspect the discovery site, if they so choose.
- Within 24 hours of their notification by the NAHC, the MLD shall recommend a means for treating or disposing, with appropriate dignity, the human remains and any associated grave goods.
- Whenever the NAHC is unable to identify a MLD, or the MLD identified fails to make a recommendation, or the landowner or his/her authorized representative rejects the recommendation of the MLD and mediation between the parties by the NAHC fails to provide measures acceptable to the landowner, the landowner or his/her authorized representatives shall re-inter the human remains and associated grave offerings with appropriate dignity on the property in a location not subject to further subsurface disturbance.
- Following final treatment measures, the Project Manager or professional archaeologist shall ensure that a report is prepared that describes the circumstances, nature and location of the discovery, its treatment, including results of analysis (if permitted), and final disposition, including a confidential map showing the reburial location. Appended to the report shall be a formal record about the discovery site prepared to current California standards on DPR 523 form(s). Report copies will be distributed to the Northwest Information Center, NAHC and MLD.

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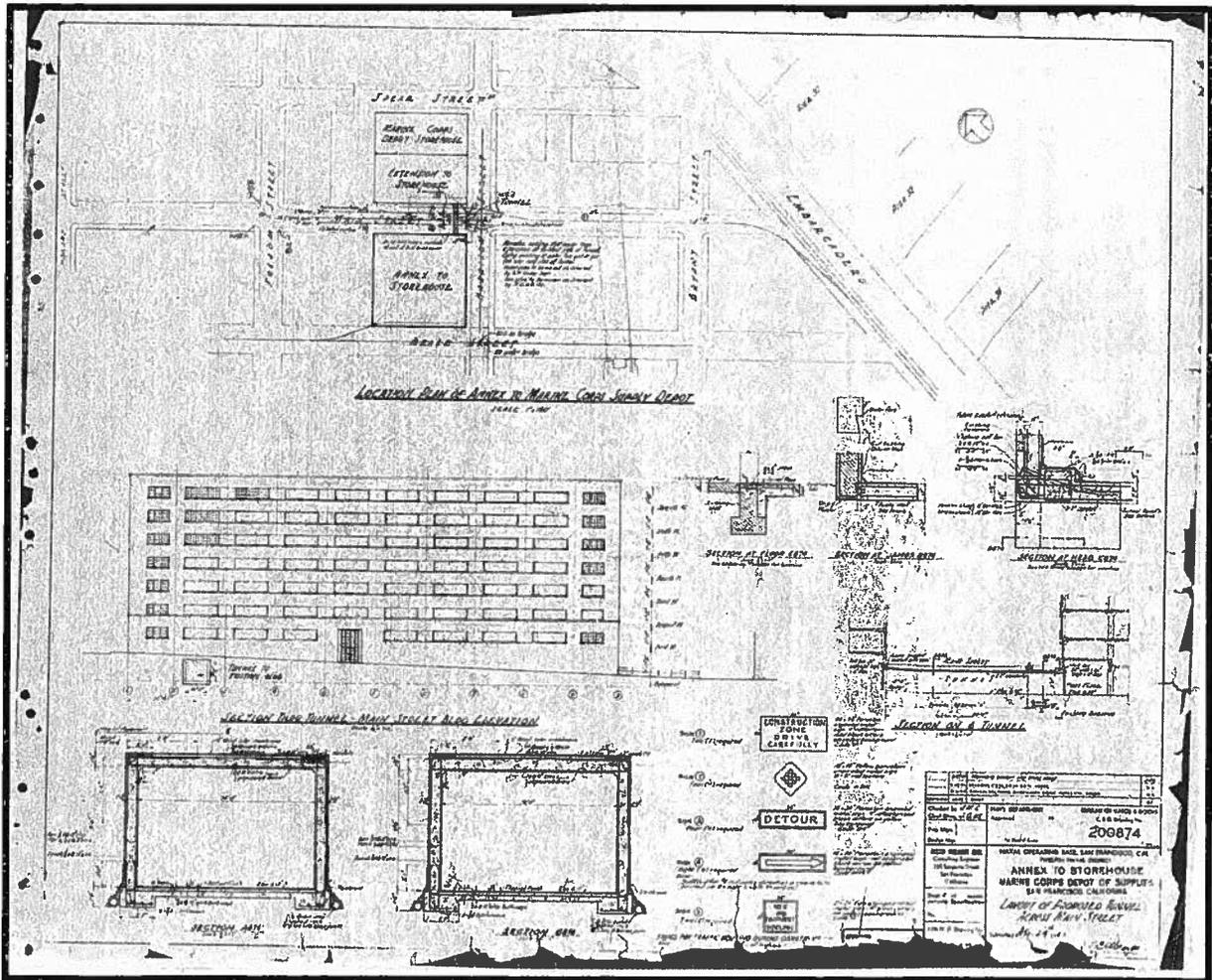
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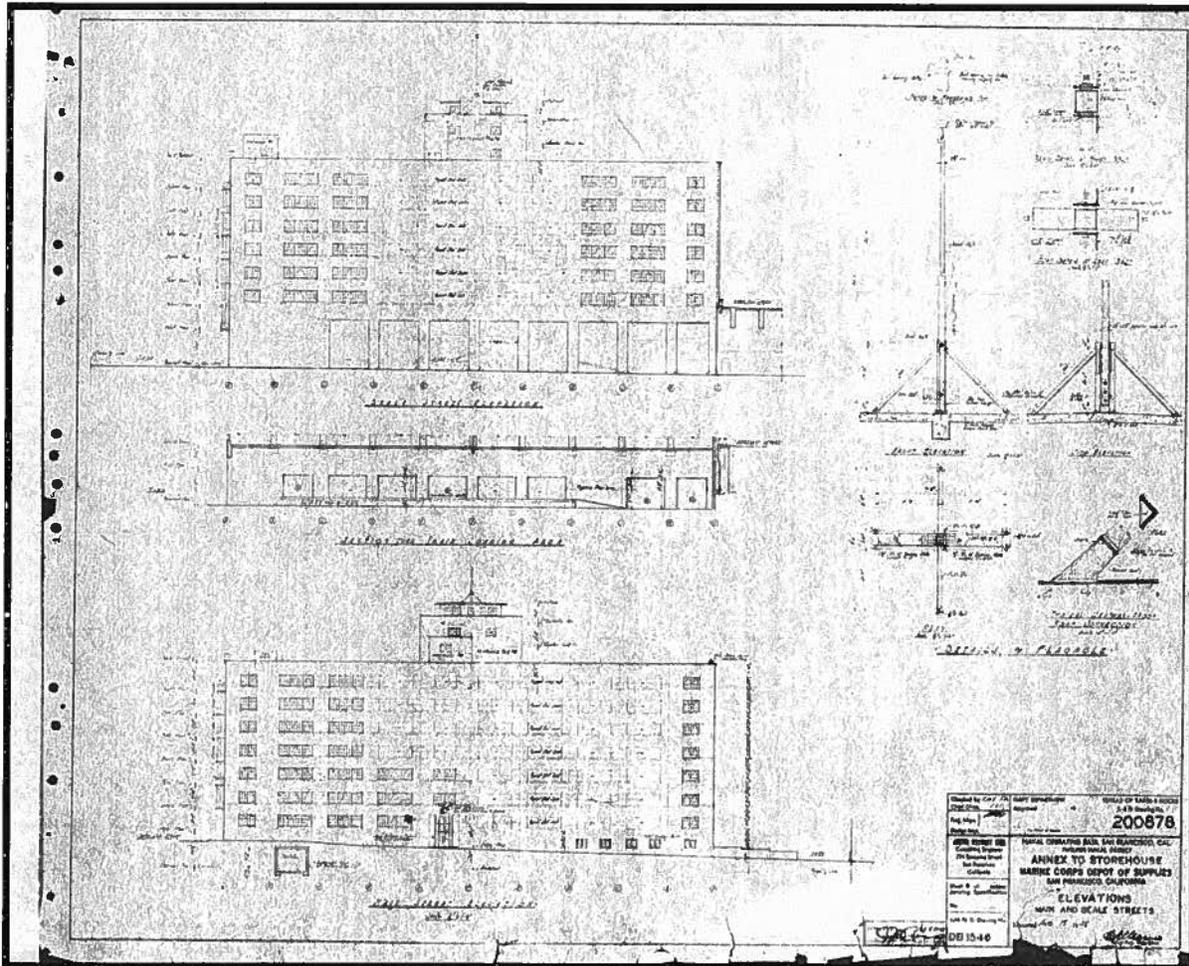
1956 Eagle over Door Has Seen Half Generation of Marines. April 5:4.

1957 Cafeteria Goes Mechanized Mon. as Coin-fed Machines Take Over. Volume 5, no. 14 (June 14):1.

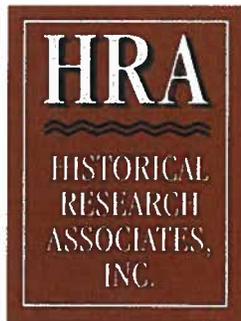
9.0 Selected Original Drawings



Drawing 1. Exterior, site, and tunnel detail. Annex to Storehouse, Marine Corps Depot of Supplies, San Francisco, California, Bureau of Yards and Docks Drawing No. 200874, 1942, originally viewed at USPS Embarcadero Station, San Francisco, California.



Drawing 2. Exterior wall framing plans, Main Street and yard elevations. Annex to Storehouse, Marine Corps Depot of Supplies, San Francisco, California, Bureau of Yards and Docks Drawing No. 200894, 1942, originally viewed at USPS Embarcadero Station, San Francisco, California.



Appendix A
**Updated Building, Structure, and
Object Record Form**

*Recorded by: Heather Lee Miller, PhD

*Date: 6/4/2012

Continuation

Update

P1. Other Identifier:

*P2. Location: Not for Publication Unrestricted
and (P2b and P2c or P2d. Attach a Location Map as necessary.)

*a. County: **San Francisco**

*b. USGS 7.5' Quad: **San Francisco North** Date: **1993**

T2S; R5W; ¼ of ¼ of Sec 16; M.D. B.M.

c. Address: **390 Main Street**

City: **San Francisco**

Zip: **94105**

d. UTM: Zone: **10 ; (X,Y) 553698/ 4182525**

e. Other Locational Data: (e.g., parcel #, directions to resource, elevation, etc., as appropriate): **Lot 002 in Block 3746**

NOTE: This form is being updated from the original primary record (Billat 2004). Billat in support of the installation of cell-phone towers at 390 Main Street noted that the building had previously been recommended and thereafter determined ineligible (rated "6" according to the OHP) for listing in the NRHP in John Snyder's 1983 survey conducted for CalTrans (of which she included just the 2 relevant pages). Billat concluded that the "ineligibility rating still stands." Snyder's recommendation was based on the building not having achieved 50 years of age and not meeting any of the NRHP eligibility considerations. However, when Billat surveyed the building in 2004, it was 62 years old and therefore should have been reevaluated according to NRHP Criteria A-D. According to a phone conversation with OHP (May 17, 2012), HRA (as represented by Heather Lee Miller, PhD, authoring this update) understands that the OHP neither concurred nor disputed Billat's recommendation (nor did they recommend additional evaluation) but determined at the time that there was no effect to a historic property/resource. While HRA believes that the building at 390 Main is not eligible for listing and that the current project will therefore not affect a historic property/resource, we understood CEQA to require a full evaluation according to the national, state, and local register criteria. Hence this update.

See next page:

*Recorded by: Heather Lee Miller, PhD

*Date: 6/4/2012

Continuation

Update

Historic Context

The neighborhood around where the 390 Main Street building is situated has long been referred to as Rincon Hill. According to a local history of the district, "no other area of San Francisco has been altered more often or more completely than Rincon Hill," with the landform having been graded "several times" and "neighborhood uses and buildings [being] completely changed over the years" (Lockwood 2003:1). Simply a landscape feature in the mid-1840s when the Pueblo of Yerba Buena was first settled, by the 1850s, the developing neighborhood of Rincon Hill had become one of San Francisco's most fashionable addresses, offering its well-heeled residents better weather than other parts of town, spectacular water views, and distance from some of the less desirable sections of the metropole (Lockwood 2003:1). For the next two decades, large residences were constructed on Rincon Hill, but its apex as a desirable neighborhood was quickly threatened by its undesirable view of burgeoning industrial and working-class neighborhoods South of Market and on its southern and eastern flanks (the location of 390 Main Street today). In 1869, the Second Street Cut, a chasm built directly through Rincon Hill to connect the southern waterfront and the rest of the city, bisected the neighborhood and precipitated its slow decline. In addition to being unsightly, the cut proved ultimately dangerous, with at least one house sliding into the gully. By 1900, most of the stately mansions of the 1850s and 1860s were either demolished or had been turned into "slightly shabby boarding houses for middle class and 'respectable' working class tenants" (Lockwood 2003:2).

According to Sanborn maps, the eastern side of Rincon Hill immediately surrounding 390 Main Street was composed mainly of factories and light industrial establishments. In 1887, David Woerner's Cooperage took up the southern third of the parcel, which was completed by Dundon's Boiler Works and J. McDonough and Co.'s Coal Yard. Nearby was a Sailor's Home and many iron, lumber, and boiler works and yards of various shapes and sizes (Sanborn Fire Insurance Company 1887). By 1899, the parcel on which now sits 390 Main Street was occupied by a cleaning and finishing store, a foundry, a storage and pattern shop, the San Francisco Bridge Company's Warehouse, and Economy Smokeless Furnace Company. The rest of the block was occupied by Dundon's San Francisco Iron Works, Murray Bros. Machine Shop, Oriental Gas Engine Works, Keystone Boiler Works, San Francisco Fire Department's Engine No. 9, and a Chinese laundry (Sanborn Fire Insurance Company 1899).

Although many of its homes and industries survived the 1906 earthquake, Rincon Hill, like most of the city, largely burned in the ensuing fire (Lockwood 2003:3). The northern end of the block on which 390 Main Street now sits, appears to have either emerged unscathed or been quickly rebuilt, as the 1913 Sanborn notes the continued presence there of Keystone Boiler Works and Murray Brother's Machine Shop, as well as Fire Department Engine No. 9. Indeed, much of the mapped configuration of that end of the block remains the same as it was in 1899, indicating little or no damage. The exact parcel on which 390 Main Street now sits, however, clearly suffered during the fire, with the buildings extant in 1899 replaced in 1913 by apparently vacant lots. One lot is labeled Whitelaw Wrecking Company, consisting of "scrap iron" and "old iron" and an open pit, which may once have been the basement to the San Francisco Bridge Company's Warehouse depicted on the 1899 map (compiled from Sanborn Fire Insurance Company 1899, 1913).

With some minor exceptions, land use following the fire in the neighborhood surrounding 390 Main Street retained its nonresidential character. Rincon Hill proper remained "strangely empty" during the decades following the fire, likely because post-fire proposals put forward to flatten the hill entirely discouraged real-estate investors and rebuilding and new companies looking for sites on which to build large warehouses and industrial facilities preferred the flatter parcels found closer to the water (Lockwood 2003:3-4). According to San Francisco historian Randolph Delehanty, during this period, "when the country was undergoing a great consolidation of U.S. businesses that needed bigger facilities, many big corporations decided that these blocks—which were near the downtown and adjacent to the Embarcadero—were an ideal location for large modern warehouse and, to a lesser extent, industrial uses" (quoted in Lockwood 2003:3).

Although HRA was unable to access Sanborn maps for San Francisco for the period between 1913 and 1942, when construction on 390 Main Street began (it was completed in 1943), it seems likely that the parcel remained vacant or simply a storage yard until that date and for that reason may have been a desirable site on which to build. By 1949, the entire block was listed as occupied by the US government with 390 Main Street labeled "a warehouse of fireproof construction" (Sanborn Fire Insurance Company 1949, 1950).

The building at 390 Main Street was completed in 1943 as a warehouse facility to assist with the growing war effort and its needs for supplies (Figure 3). Built as part of the Marine Corps Depot of Supplies headquartered at 100 Harrison Street, 390 Main Street became known as Building 3 of the installation. In the years between 1941 and 1945, the Bureau of Yards and Docks (one of

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*Date: 6/4/2012

Continuation

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three naval construction units, along with the Corps of Civil Engineers and the Construction Battalions [Seabees] of the U.S. Navy) constructed numerous buildings in support of the war effort, including rapidly constructed naval and Marine Corps supply depots, such as the 390 Main Street building (Bureau of Yards and Docks 1947:291, 316–17). Although it is not clear whether the Bureau of Yards and Docks used standardized plans for the construction of warehouses such as 390 Main Street, a strikingly similar building (also 7 stories tall and with similar fenestration pattern) was completed as part of the San Diego naval supply depot in September 1945 (Bureau of Yards and Docks 1947:298; *San Diego Union* 1945:6).

Very little specific information about the building at 390 Main Street turned up in HRA's extensive search of the San Francisco Public Library, National Records and Archives Administration facility in San Bruno, and additional government documents holdings at the University of Washington and online sources. What is known is that the building "was to be used for motor transport, engineer, ordnance, utility, and signal supplies" when it was first constructed and that additional warehouse space was needed almost immediately upon completion, spurring the construction of two additional warehouses a year later, followed by a sub-depot in 1945 (Bureau of Yards and Docks 1947:317).

Items from Marine Corps publications indicate that there may have been a large contingent of women Marine Corps reservists who worked in the building (and larger depot complex) during the war years, drawn to the service by the call to "Free a Marine to Fight." According to marine historian Mary Stremlow, "it was natural to use women in the quartermaster field," and thus many women reservists staffed depots of supplies and procurement districts around the country, including the San Francisco depot (Stremlow 1994:37). Exactly what tasks their work life comprised at the depots during the war years is less easy to discern.¹

Building 3 was still in use as a depot in the late 1950s after the end of the Korean Conflict. Employees enthusiastically embraced the installation on its third deck of a coin-operated "Auto-Snak" machine from which employees could buy hot lunches and snacks (*U.S. Marine Corps Dispatch* 1957:1). The second floor was converted to dormitory and kitchen space in 1952, at a time when the Marines were looking to expand recreational and residential facilities for enlisted men (Commandant of the Marine Corps 1950; Doyle 1962). The USPS and GSA took over the building in the mid-1960s, and by the early 1970s, even the remaining offices of the depot of supplies at 100 Harrison had closed (*San Francisco Examiner* 1973:52).

Between 1960 and the early twenty-first century, the USPS was using most of the building, joined at various times by the U.S. Treasury, U.S. Mint, and GSA. BAHA purchased the building in 2011.

Physical Description and Alterations

The 390 Main Street Building represents a transitional phase in architecture from the Stripped Classic and International styles in vogue during the 1930s to the early forms of Modernism in the 1940s and 1950s. The rectangular plan, box-like form, lack of ornamentation, use of clean lines, flat surfaces, and simple geometric shapes are generally characteristic of the International style (Robinson & Associates, Inc. 2003:24). The wide columns and horizontal bands of concrete used to emphasize the vertical and horizontal lines retained the monumental feel of the Stripped Classicism, a design that had not yet embraced the expansive fenestration and steel structure that Mies van der Rohe and others soon popularized as the Modernist style in the 1950s.

The building is 7 stories tall on a basement level that opens onto the Beale Street grade below Main and Harrison Street levels. Finished in stucco, the reinforced concrete warehouse sits on concrete footings and measures approximately 275 by 234 feet. The basement and first floor are 17'6" tall; all other floors are 11' tall. The warehouse floors were originally finished in cement; as of this writing, only the fourth and sixth floors retain the original warehouse feel and finishes.

The massing, structure, lines, and fenestration give the overall appearance of symmetry and order, yet each elevation has a pattern all its own. Horizontal lines are emphasized by strips of fenestration with underlying belt courses separated by flush-faced concrete bands between stories; vertical lines are delineated with bays and concrete columns slightly set back from the horizontal bands. A projecting concrete belt course separates the ground floor, which is also painted a different color, from the upper stories. Fenestration consists of largely of either two-light or three-light metal-sash rectangular windows. Most of the latter have a central light that opens on a horizontal pivot.

Each elevation has a main central section—comprised of either eight or ten bays—flanked by a single bay on each end. Because the lot is sloped, the number of stories above street grade varies. The southwest elevation fronts Beale Street, which is graded a story below the adjoining Harrison Street. Originally the basement level was served by a rail spur, and six large cargo

¹ For more on the life and work of women Marines during World War II, see Soderbergh 1992. Unfortunately, he does not refer specifically to the work these women did in San Francisco.

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bays flanked by two shorter freight doors provided access for loading. The rail spur was removed, and currently the cargo bays, each with a metal roll-up door, open to the street. The central section of the Beale Street elevation has eight bays of the three-light windows, with two bays of two-light windows on each end. The southeast elevation along Harrison Street is longer, with ten bays of three-light windows, although the two end bays, distinguished by a vertical column that is flush with the horizontal bands, have narrower three-light instead of two-light windows. Windows on one of the bays have been removed and filled in. The basement level slopes from the south to the northeast toward Main Street, punctuated by some pedestrian and cargo doors and single-pane and three-light windows. The northeast, front elevation on Main Street is similar to the southwest elevation, except for the front entrance bay. The recessed entryway is framed by curved pilasters topped with a projecting concrete cover over the doorway. The entrance is largely glazed, separated by metal-sashes into four tall, narrow panes and one large central pane over an offset, half-glazed door, infilled to fit a larger opening. The bay above the doorway has two-light windows, which separate the three bays of three-light windows to the left and four bays of three-light windows to the right. Windows in two of the ten bays of the central section of the northwest elevation along Folsom Street have been removed. The two flanking bays have two-light windows. The Folsom Street elevation has freight doors and pedestrian access on the basement level.

The flat-roofed building is topped with a small rectangular penthouse and heating and ventilation equipment.

The 390 Main Street building houses an Otis Elevator system that was once used to lift supplies and vehicles between the floors or "decks" of the structure (Figure 4). The lifts themselves have been modified, but much of the original electrical machinery remains intact and functional (Figure 5). Three elevators were added in 1990, bringing the total to 7. Although this mechanized feature relates specifically to the structure's architecture and original intended use, it does not constitute in itself a distinctive type or method of construction unique to this particular structure. Additionally, an original electric panel and circuitry guide remain in the penthouse (Figure 6).

As mentioned above, the second floor was completely renovated in 1952 to provide dormitory, kitchen, and dining facilities. At that time, plumbing and heating were upgraded. The fourth floor and sixth floor retain some of the original features of the building (Figures 7 and 8). On the fourth floor, hallways and partitions remain in much the same configuration they had in 1942. The sixth floor features the only open warehouse space that also retains its original configuration. Additionally, a little-used spiral staircase maintains its original wood banister and location in one corner of the building (Figure 9). The rest of the floors in the interior of this building, however, have been extensively modified during subsequent phases of use to accommodate the needs of successive tenants.

While the 390 Main Street building shared a functional association with the other Department of the Navy storage facilities in this part of downtown San Francisco for many years, the association between these structures has since been obfuscated by modifications to 390 Main Street and its associated structures (Figures 10 and 11). The sky bridge that once linked the fifth floor of 390 Main Street to the building across Main Street no longer exists; similarly, a basement tunnel linking the two buildings has been blocked off. Also missing from the building's exterior is the concrete eagle and globe symbol of the United States Marine Corps that once hung over the Main Street entrance door (*U.S. Marine Corps Dispatch* 1956:4).

The exterior of the Embarcadero Station has been significantly modified. Comparison of contemporary and historic photographs viewed at the Embarcadero postal facility and historic architectural drawings indicates that the exterior windows are replacements. Historic photographs also show that the parking lot, which shares the tax parcel with the structure, has undergone extensive modification, including the removal of a vehicle maintenance building and an L-shaped truck facility that once occupied a large portion of the lot's southern corner.

Architectural Evaluation

National Register of Historic Places, Evaluation Criteria

The criteria for listing in the National Register are provided in the National Register bulletin entitled *How to Apply the National Register Criteria for Evaluation* (Andrus 2002) and provide the standards for determining the significance of properties. Sites, districts, structures, or landscapes of potential significance are eligible for nomination. To be eligible for listing in the NRHP the 390 Main Street building must be significant under at least one of the four criteria listed below *and* possess integrity of location, design, setting, feeling, workmanship, association, and materials:

- A. be associated with events that have made a significant contribution to the broad patterns of our history;
- B. be associated with the lives of persons significant in our past;

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- C. embody the distinctive characteristics of a type, period, or method of construction, or represent the work of a master, or possess high artistic values, or represent a significant and distinguishable entity whose components may lack individual distinction; or
- D. have yielded, or be likely to yield, information important in prehistory or history.

California Register, Evaluation Criteria

To be eligible for listing in the California Register, the 390 Main Street building must possess integrity of location, design, setting, materials, workmanship, feeling, and association, and meet at least one of the following criteria:

- Criterion 1 Associated with events that have made a significant contribution to the broad patterns of local or regional history or the cultural heritage of California or the United States.
- Criterion 2 Associated with the lives of persons important to local, California or national history.
- Criterion 3 Embodies the distinctive characteristics of a type, period, region or method of construction or represents the work of a master or possesses high artistic values.
- Criterion 4 Has yielded, or has the potential to yield, information important to the prehistory or history of the local area, California or the nation. (State of California 2012a).

San Francisco Landmarks, Evaluation Criteria

To allow for a consistent evaluation and review, the San Francisco's Landmarks Preservation Advisory Board uses the NRHP criteria to determine eligibility for local designation (San Francisco Planning Department 2011, 2012).

Although the activities that occurred at this address relate to both the Second World War and the Korean Conflict, the role of the building as a one of many storage facilities in downtown San Francisco suggests an ancillary rather than definitive role in these events in national history and therefore does not appear to rise to the level of significance required for eligibility under Criterion A. The building at 390 Main Street is not known to be associated with any person significant in the past and is therefore not significant under Criterion B. Constructed on what may have been a standard plan (as evidenced by the almost-identical supply depot building built in San Diego just one year after 390 Main Street), the building at 390 Main Street is not associated with an important architectural style or craftsman and is therefore not eligible under Criterion C. Finally, the building at 390 Main Street does not appear to have the potential to yield any information about the past and is therefore not eligible under Criterion D.

The building at 390 Main Street retains integrity of location; however, it lacks integrity of setting, feeling, and association as the neighborhood and the building's use and association to the buildings around it have all changed greatly since its initial construction. Additionally, while 390 Main Street retains its original massing and form, the building's integrity of design, materials, and workmanship have been compromised by numerous and extensive changes made to its fenestration, entryway arrangements, and interior, as well as the loss of a sky bridge and tunnel that once connected it to the building across Main Street, which was also part of the Depot of Supplies. The San Diego depot appears to have retained its original fenestration and better represents this building type.

Based on its lack of significance under any national, state, or local criteria, HRA recommends that the building at 390 Main Street is not eligible for the NRHP, CRHR, and/or as a San Francisco Landmark.

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State of California — The Resources Agency
DEPARTMENT OF PARKS AND RECREATION
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Primary # P-38-004353
HRI#
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*Resource Name or # 390 Main Street (formerly USPS Embarcadero Center)

*Recorded by: Heather Lee Miller, PhD

*Date: 6/4/2012

Continuation

Update

Bureau of Yards and Docks

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Cambra, Rosemary

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San Francisco Examiner

1973 Marine HQ's Last Days. February 22.

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DEPARTMENT OF PARKS AND RECREATION
CONTINUATION SHEET

Primary # P-38-004353
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Trinomial

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*Resource Name or # 390 Main Street (formerly USPS Embarcadero Center)

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Update

San Francisco Planning Department

2011 San Francisco Preservation Bulletin No. 14: Brief History of the Historic Preservation Movement in the United States and in San Francisco. Electronic document, <http://www.sf-planning.org/Modules/ShowDocument.aspx?documentid=5090>, accessed May 18, 2012.

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1956 Eagle over Door Has Seen Half Generation of Marines. April 5:4.

1957 Cafeteria Goes Mechanized Mon. as Coin-fed Machines Take Over. Volume 5, no. 14 (June 14):1.

*Recorded by: Heather Lee Miller, PhD

*Date: 6/4/2012

Continuation

Update

P5b. Description of Photo: (View, date, accession #)



Northeast corner of 390 Main, May 2008.

*Recorded by: Heather Lee Miller, PhD

*Date: 6/4/2012

Continuation

Update

P5a. Photo or Drawing (Photo required for buildings, structures, and objects.)



Front entrance of 390 Main, May 2008.

*Recorded by: Heather Lee Miller, PhD

*Date: 6/4/2012

Continuation

Update

P5a. Photo or Drawing (Photo required for buildings, structures, and objects.)



Southwest elevation fronting Beale Street of 390 Main, showing freight bays, May 2008.

*Recorded by: Heather Lee Miller, PhD

*Date: 6/4/2012

Continuation

Update

P5a. Photo or Drawing (Photo required for buildings, structures, and objects.)



Sixth floor interior, 390 Main, May 2008.

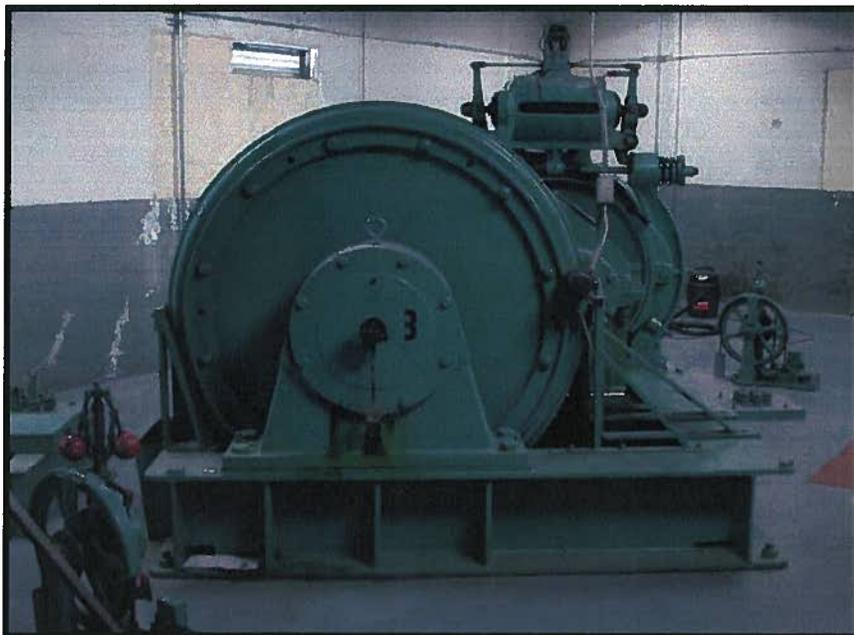
*Recorded by: Heather Lee Miller, PhD

*Date: 6/4/2012

Continuation

Update

P5a. Photo or Drawing (Photo required for buildings, structures, and objects.)



Original Otis Elevator machinery, 390 Main, May 2008.

*Recorded by: Heather Lee Miller, PhD

*Date: 6/4/2012

Continuation

Update

P6. Date Constructed/Age and Sources: Historic 1943

Prehistoric Both

*P7. Owner and Address:

Bay Area Headquarters Authority
390 Main Street
San Francisco, CA

*P8. Recorded by: (Name, affiliation, and address)

Heather Lee Miller, PhD
Historical Research Associates
1904 3rd Avenue, Suite 240
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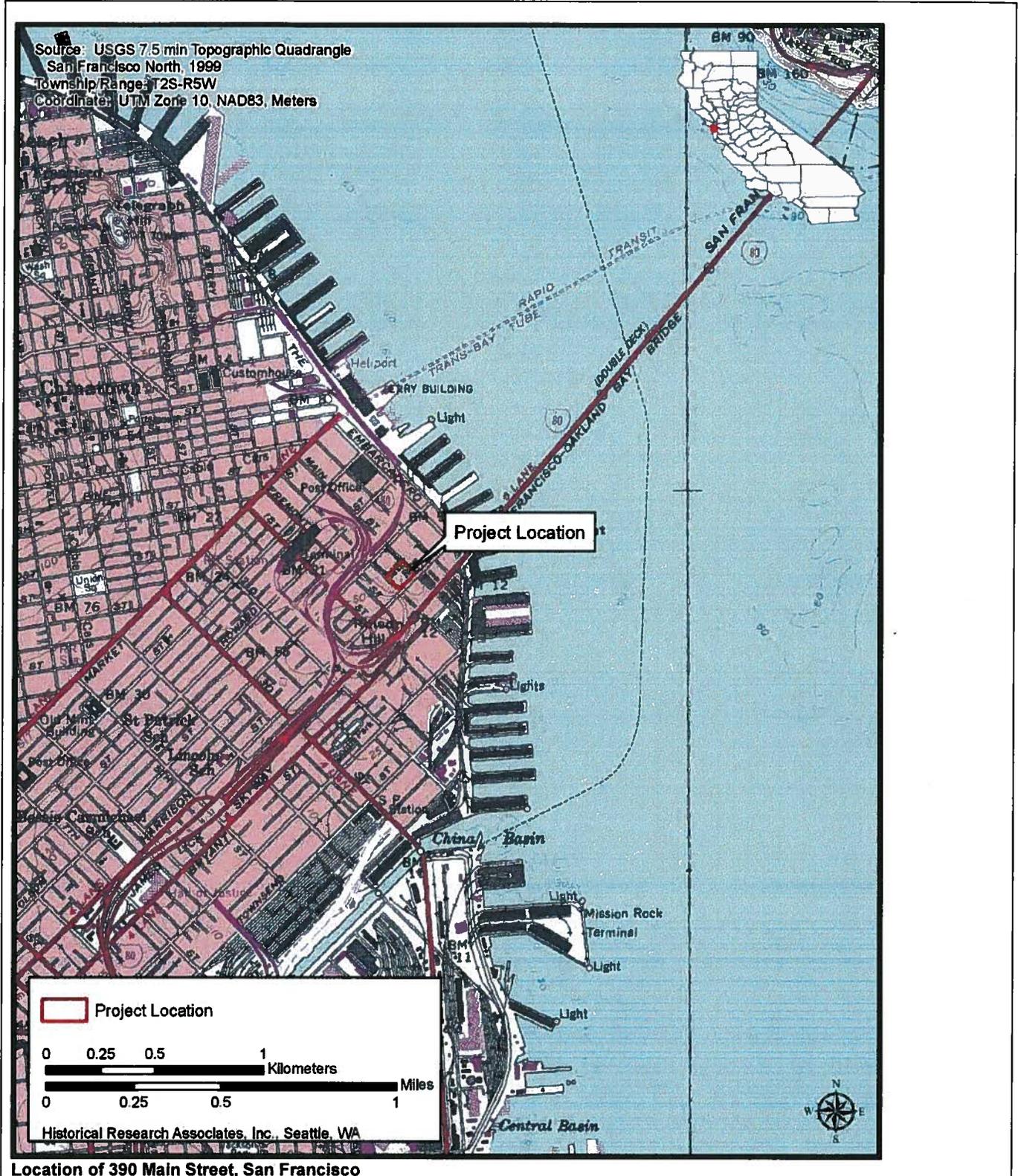
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Continuation

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**Project Construction and Cumulative
Health Risk Assessment**

**390 Main Street Project
San Francisco, California**

Prepared for:
**Bay Area Headquarters Authority
Oakland, California**

Prepared by:
**ENVIRON International Corporation
San Francisco, California**

Date:
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List of Acronyms

ARB	California Air Resources Board
ASF	Age Sensitivity Factor
BAAQMD	Bay Area Air Quality Management District
BAHA	Bay Area Headquarters Authority
BPIP	Building Profile Input Program
Cal/EPA	California Environmental Protection Agency
CalEEMOD	California Emissions Estimator Model™
CAPCOA	California Air Pollution Control Officer's Association
CAP	Criteria Air Pollutant
CEQA	California Environmental Quality Act
CPF	Cancer Potency Factor
CRAF	Cancer Risk Adjustment Factor
DPF	Diesel Particulate Filters
DPM	Diesel Particulate Matter
EP	Environmental Planning
GHG	Greenhouse Gases
HI	Hazard Index
HQ	Hazard Quotient
HRA	Health Risk Analysis
I-80	Interstate 80
IARC	International Agency for Research on Cancer
MEISR	Maximally Exposed Individual Sensitive Receptor
NED	National Elevation Dataset
NOx	Nitrogen Oxides
OEHHA	Office of Environmental Health Hazard Assessment
PM _{2.5}	Fine Particulate Matter Less than 2.5 Micrometer in Diameter
PM ₁₀	Respirable Particulate Matter Less than 10 Micrometer in Diameter
PRIME	Plume Rise Model Enhancement
REL	Reference Exposure Level
RH-DTR	Rincon Hill Downtown Residential
ROG	Reactive Organic Gases
TAC	Toxic Air Contaminant
THC	Total Hydrocarbon
TOG	Total Organic Gases
TSD	Technical Support Document
USEPA	United States Environmental Protection Agency
USGS	United States Geological Survey
VDECS	Verified Diesel Emission Control Strategy
WHO	World Health Organization

List of Units

g/s	gram per second	L	liter
hp	horsepower	lb	pound
hr	hour	m ³	cubic meter
kg	kilogram	µg	microgram

1 Introduction

At the request of the Bay Area Headquarters Authority (BAHA), ENVIRON International Corporation (ENVIRON) conducted a preliminary California Environmental Quality Act (CEQA) analysis of criteria air pollutants and precursors and local risks and hazards associated with the proposed 390 Main Street project. The Bay Area Air Quality Management District (BAAQMD) California Environmental Quality Act Guidelines (June 2, 2010 and May 3, 2011) recommend an analysis to evaluate risks and hazards from construction equipment exhaust and operational sources on-site (if applicable) and adjacent sensitive receptors (including residents, schools, daycare facilities and hospitals). This analysis was performed to support the Project's CEQA documentation.

1.1 Project Understanding

The project site (San Francisco Assessor's Block 3746, Lot 2) is located in the Rincon Hill area of downtown San Francisco on the southern half of the block bound by Harrison, Beale, Folsom, and Main streets (Figures 1 and 2). The site is 75,713 square feet in size and is located in the Rincon Hill Downtown Residential (RH-DTR) zoning district and 85-150-R and 85-200-R height and bulk districts. The project site contains an 8-story tall, approximately 510,000-gross-square-foot building that contains approximately 324,800 square feet of vacant federal governmental agency office space and approximately 185,200 square feet of other vacant federal governmental uses, including space formerly used by the United States Postal Service for distribution. The building was vacated by United States government agencies in 2009 and was acquired by the BAHA in 2011.

BAHA proposes to convert the existing building into a headquarters facility for several Bay Area regional governmental agencies, including the Metropolitan Transportation Commission, Bay Area Toll Authority, and Bay Area Air Quality Management District, plus leased office space (the "Project"). No horizontal or vertical additions to the building are proposed. The project would include approximately 260,000 square feet of agency office space (including agency conference, meeting, and library space), 106,000 square feet of leased office space (for a total of 366,000 square feet of office space), 6,000 square feet of retail space, 33,000 gross square feet of parking for 87 parking spaces, 4,000 gross square feet of bicycle parking and locker space, and 2,000 square feet of loading space, for a total of approximately 411,000 usable square feet. BAHA also proposes to replace the diesel back-up generator.

Modifications to the building would include upgraded utilities, vertical circulation and restroom systems, partitions for office occupancy, the creation of an atrium on floors 3 to 8 to bring light into the interior of the building (thereby reducing the floor area of the building by approximately 19,000 square feet), storefront systems replacing the loading bay doors on Beale Street and on the north side of the building, and a new main pedestrian entry on Beale Street. Other exterior alterations would be minimal, including repainting of the building and new fenestration at select locations. On Harrison Street, the Project would widen the sidewalk to 12 feet in width, plant street trees, and implement other streetscape improvements as set forth in the San Francisco Rincon Hill Streetscape Plan (November 2011). Sidewalk widening and streetscape improvements on Main and Beale Streets adjacent to the Project would be implemented by the

201 Folsom Street residential project (approved for construction on the north half of the subject block) pursuant to San Francisco Planning Commission Motion No. 16647.

For this analysis, all equipment used for the Project construction was assumed to operate using United States Environmental Protection Agency (USEPA) Tier 2 engines with the implementation of California Air Resources Board (ARB) Level 3 Verified Diesel Emission Control Strategy (VDECS) in the form of diesel particulate filters (DPFs).

1.2 Objective and Methodology

BAAQMD adopted revised thresholds of significance on June 2, 2010, with minor revisions in May 2011, which include quantitative thresholds for evaluating construction-related and operational emissions of criteria pollutants and precursors, toxic air contaminant (TACs), and greenhouse gases (GHGs). However, on March 5, 2012 the Alameda County Superior Court issued a judgment, in *California Building Industry Association v. Bay Area Air Quality Management District*, finding that the BAAQMD had failed to comply with CEQA when it adopted the 2011 thresholds. The Court ruled that the adoption of new thresholds (including new thresholds for toxic air contaminants and PM_{2.5}) is considered a “project” under CEQA, and, thus, the BAAQMD should have prepared the required CEQA review and documentation. The court issued a writ of mandate ordering the BAAQMD to set aside the 2011 thresholds and cease dissemination of them until the BAAQMD had complied with CEQA. In view of the court’s order, the Air District is no longer recommending that the Thresholds be used as a generally applicable measure of a project’s significant air quality impacts and recommending that lead agencies will need to determine appropriate air quality thresholds of significance based on substantial evidence in the record. Lead agencies may continue to rely on the Air District’s 1999 Thresholds of Significance and they may continue to make determinations regarding the significance of an individual project’s air quality impacts based on the substantial evidence in the record for that project.

As a conservative approach the 390 Main Project was evaluated against the 2011 BAAQMD Thresholds even though the Air District is no longer recommending they be used due to the lawsuit. The BAAQMD 2011 CEQA Guidelines contain recommended thresholds for risks and hazards associated with TAC emissions from an individual project undergoing environmental review pursuant to CEQA. In addition to the evaluation of the individual project, the BAAQMD CEQA Guidelines recommend a cumulative evaluation of the project in addition to other air emissions sources within a “zone of influence” surrounding the project, which is defined as the 1,000-foot radius around the project boundary.

Consistent with these guidelines and methods recommended in those guidelines, this Health Risk Analysis (HRA) evaluates the estimated cancer risk, non-cancer chronic and acute hazard indices (HIs), and PM_{2.5} (particulate matter less than 2.5 micrometers (microns) in aerodynamic diameter, also known as fine particulate matter) concentrations associated with diesel exhaust that will be emitted by heavy equipment used in the construction activities. The cumulative analysis estimates excess lifetime cancer risks, non-cancer HIs and PM_{2.5} concentrations that are attributable to other mobile, stationary and construction sources within the “zone of influence” in addition to effects from the Project.

Consistent with the BAAQMD's recommendations (BAAQMD 2011b), this HRA evaluates potential sensitive receptor locations including "people—children, adults, and seniors—occupying or residing in:

- Residential dwellings, including apartments, houses, condominiums;
- Schools, colleges, and universities;
- Daycare centers;
- Hospitals; and
- Senior-care facilities".

To meet these objectives, this HRA was conducted consistent with the following guidance:

- Air Toxics Hot Spots Program Risk Assessment Guidelines (California Environmental Protection Agency [Cal/EPA] 2003),
- May 2011 & May 2012 BAAQMD CEQA Guidelines (BAAQMD 2011a, 2012a),
- May 2011 & May 2012 BAAQMD Recommended Methods for Screening and Modeling Local Risks and Hazards (BAAQMD 2011b, 2012b),
- California Air Pollution Control Officer's Association (CAPCOA) *Health Risk Assessment for Proposed Land Use Projects* (CAPCOA 2009)

The results of the health risk analyses are compared with the BAAQMD significance thresholds for single source and cumulative impacts as follows:

Single Source:

- An excess lifetime cancer risk level of more than 10 in one million;
- A noncancer (chronic or acute) HI greater than 1.0; and
- An incremental increase in the annual average PM_{2.5} of greater than 0.3 micrograms per cubic meter (µg/m³).

Cumulative Impacts:

- An excess lifetime cancer risk level of more than 100 in one million;
- A chronic noncancer HI greater than 10.0; and
- An incremental increase in the annual average PM_{2.5} of greater than 0.8 µg/m³.

This analysis also evaluates regional emissions of criteria pollutants and precursors from construction equipment and evaluates these emissions against BAAQMD significance thresholds for construction-related and operational emissions. These thresholds are as follows:

- Average daily emissions of reactive organic gases (ROG) greater than 54 pounds per day (lb/day);

- Average daily emissions of nitrogen oxides (NO_x) greater than 54 lb/day;
- Average daily emissions of PM₁₀ (respirable particulate matter less than 10 micrometer in diameter) greater than 82 lb/day; and average daily emissions of PM_{2.5} greater than 54 lb/day.

1.3 Report Organization

This HRA report is divided into eight sections as follows:

Section 1.0 – Introduction: describes the purpose and scope of this HRA, the objectives and methodology used in this HRA and outlines the report organization.

Section 2.0 – Emissions Estimates: describes the methods used to estimate the ambient air concentrations of TACs emitted from the Project and cumulative sources.

Section 3.0 – Estimated Air Concentrations discusses the air dispersion modeling, the selection of the dispersion models, the data used in the dispersion models (e.g., terrain, meteorology, source characterization), and the identification of residential and sensitive locations evaluated in this HRA.

Section 4.0 – Risk Characterization Methods provides an overview of the methodology for conducting the HRA.

Section 5.0 – Results for Project Analysis presents the average daily criteria pollutants emissions, estimated excess lifetime cancer risks, and chronic and acute noncancer HIs, and PM_{2.5} concentrations for the Project and compares them to BAAQMD significance thresholds.

Section 6.0 – Results for Cumulative Analysis summarizes the approach used in the cumulative analysis and presents the estimated cumulative excess lifetime cancer risks, chronic noncancer HI, and PM_{2.5} concentrations for the Project and compares them to BAAQMD cumulative significance thresholds.

Section 7.0 – Uncertainties: identifies and describes the uncertainties associated with the risk estimates and discusses how these uncertainties may affect the risk assessment conclusions.

Section 8.0 – References: includes a listing of all references cited in this report.

2 Emissions Estimates

2.1 Calculation Methodologies for Construction Emission Sources

2.1.1 Off-road diesel equipment

The BAHA provided construction equipment inventories that included the type, horsepower (hp), quantity, fuel, construction schedule and hours of operation anticipated for each piece of equipment for each construction phase.¹ For diesel-fueled equipment, ENVIRON used USEPA's Tier 2 emissions standards with the implementation of Level 3 VDECS, or DPFs.² Emissions from propane-fueled and electric equipment were considered to be *de minimis* and were not included in this analysis. Load factors for each piece of equipment were based on ARB's OFFROAD2011 default load factors for each equipment type. Where horsepower of the equipment was unknown, California Emissions Estimator Model™ (CalEEMod™)³ default horsepower for each equipment type was used. The methodology used to calculate emissions from off-road equipment is presented in **Table 1: Emissions Calculations Methodology Associated with Project Construction Activities** on page 24.

2.1.2 On-road haul trucks and delivery trucks and vans

Due to the limited scope and duration of the Project, the estimated number of trips by on-road haul trucks and delivery trucks and vans is small. The associated emissions are considered to be *de minimis* and were not included in this analysis.

2.1.3 Worker commuting vehicles

Due to the limited scope and duration of the Project, the estimated number of the incremental worker trips is small. If project generated trips were compared to traffic along surrounding roadways (as evaluated in the cumulative analysis discussed later), the corresponding health impacts would be *de minimis*. Therefore, worker trips were not evaluated in this analysis.

2.1.4 Summary of Project Construction Criteria Pollutant Emissions

Criteria pollutants from Project construction phases were added and then normalized over the number of work days in the construction period.

2.2 Calculation Methodologies for Non-Project Mobile and Stationary Emission Sources (Cumulative Analysis)

In the BAAQMD CEQA Guidelines, a cumulative analysis of all TAC emissions sources within 1,000 feet of the Project boundary is required to be evaluated at the maximally exposed individual sensitive receptor (MEISR) for the Project. This evaluation includes stationary sources (such as diesel-fueled standby emergency generators and gas stations), major roadways (as defined by BAAQMD with traffic greater than 10,000 vehicles per day), major highways, and other known construction projects in the area.

¹ Construction equipment list specified by the BAHA is included in Appendix A. Note that this list represents the anticipated construction equipment needed for the Project. The BAHA retains the right to monitor total equipment usage and to substitute equipment as necessary for Project needs.

² Emission factors are included as Appendix B.

³ <http://caleemod.com/>

2.2.1 On-Road Mobile Sources

There are eleven major roadways within 1,000 feet of the Project site, which are:

- Harrison Street
- Folsom Street
- Howard Street
- Bryant Street
- Main Street
- Fremont Street
- Beale Street
- I-80 Eastbound Entrance Ramp
- I-80 Westbound Exit Ramp
- 1st Street
- The Embarcadero

Interstate 80 (I-80) is the only major highway within 1,000 feet of the Project site.

Roadway traffic volumes for this cumulative HRA were obtained from the City of San Francisco Municipal Transportation Agency as provided by the San Francisco Planning Department's Environmental Planning (EP) Division ("24-hr_files.kmz"). Distances between the Project construction MEISR location and the nearest travel lane were estimated using aerial imagery. PM_{2.5} concentrations and excess lifetime cancer risks due to the eleven surface streets were estimated using BAAQMD's screening tables for San Francisco County surface streets (BAAQMD 2011d).

The PM_{2.5} concentration and excess lifetime cancer risk due to I-80 were estimated using BAAQMD's Highway Screening Analysis Tool for San Francisco County for 20-foot heights (BAAQMD 2011e).

2.2.2 Stationary Sources

To aid in calculating risks and hazards from other stationary sources within the 1,000 foot buffer, the BAAQMD has developed the *Stationary Source and Risk Analysis Tool* ("BAAQMD Risk Analysis Tool") for permitted sources within San Francisco County (BAAQMD 2011c).

ENVIRON used the BAAQMD Risk Analysis Tool to identify potential stationary TAC sources within 1,000 feet of the Project boundary.

Twenty two stationary sources (consisting of twenty diesel engines and two gas stations) were identified within "zone of influence" surrounding the Project. An initial estimate for cumulative health risks from these stationary sources resulted in significant exceedances of the cumulative cancer risk threshold of 100 per million and the cumulative annual average PM_{2.5} concentration threshold of 0.8 µg/m³. As a result of these exceedances, a single round of refined modeling of the twenty offsite stationary sources was conducted at the maximally exposed individual

sensitive receptor identified for the Project construction activity. The results of this analysis are discussed later in Section 6.

2.2.3 Other Nearby Sources

No non-permitted sources of concern were identified within or near the 1,000 foot “zone of influence” of the project.

3 Estimated Air Concentrations

The methodologies used to evaluate emissions for the project and cumulative HRA was based on the most recent BAAQMD Protocol (BAAQMD 2011b).

3.1 Chemical Selection

The cancer risk and chronic noncancer analyses in the HRA are based on DPM concentrations and total organic gases (TOGs) from diesel equipment. Diesel exhaust, a complex mixture that includes hundreds of individual constituents (Cal/EPA 1998), is identified by the State of California as a known carcinogen (Cal/EPA 2011). Under California regulatory guidelines, DPM is used as a surrogate measure of carcinogen exposure for the mixture of chemicals that make up diesel exhaust as a whole (Cal/EPA 2011). Cal/EPA and other proponents of using the surrogate approach to quantifying cancer risks associated with the diesel mixture indicate that this method is preferable to use of a component-based approach. A component-based approach involves estimating risks for each of the individual components of a mixture. Critics of the component-based approach believe it underestimated the risks associated with diesel as a whole mixture because the identity of all chemicals in the mixture may not be known and/or exposure and health effects information for all chemicals identified within the mixture may not be available. Furthermore, Cal/EPA has concluded that "potential cancer risk from inhalation exposure to whole diesel exhaust exceeded the multi-pathway cancer risk from the speciated components (Cal/EPA 2003)."

There is currently no acute noncancer toxicity value available for DPM. Thus, speciated components of diesel TOGs with acute toxicity values were included in the acute noncancer hazard analysis.⁴ Acrolein is removed from the speciation profile for diesel exhaust from off-road construction equipment since it is not an appropriate surrogate for diesel particulate matter when estimating acute hazard from construction activity.⁵

3.2 Project and Modeled Stationary Sources

Near-field air dispersion modeling of DPM from Project construction and operational sources and criteria pollutants from operational sources was conducted using the USEPA's AERMOD model.⁶ For each receptor location, the model generates average air concentrations (or air dispersion factors as unit emissions was modeled) that result from emissions from multiple sources.

Air dispersion models such as AERMOD require a variety of inputs such as source parameters, meteorological parameters, topography information, and receptor parameters. When site-

⁴ Toxicity values for DPM as well as the individual components speciated from diesel TOGs from construction equipment as provided by the BAAQMD are included in Appendix D. Construction diesel emissions were quantified for THC. A conversion factor is used to convert the THC to TOG. See Appendix C of this memorandum or <http://www.epa.gov/oms/models/nonrdmdl/p03002.pdf>.

⁵ As recommended by BAAQMD (November 21, 2011 email from Virginia Lau of BAAQMD).

⁶ On November 9, 2005, the USEPA promulgated final revisions to the federal Guideline on Air Quality Models, in which they recommended that AERMOD be used for dispersion modeling evaluations of criteria air pollutant and toxic air pollutant emissions from typical industrial facilities.

specific information is unknown, ENVIRON used default parameter sets that are designed to produce conservative (i.e. overestimates of) air concentrations.

Meteorological data: Air dispersion modeling applications require the use of meteorological data that ideally are spatially and temporally representative of conditions in the immediate vicinity of the site under consideration. For this HRA, BAAQMD's Mission Bay meteorological data for 2004 was used.

Terrain considerations: Elevation and land use data were imported from the National Elevation Dataset (NED) maintained by the United States Geological Survey (USGS). An important consideration in an air dispersion modeling analysis is the selection of rural or urban dispersion coefficients. Due to the urban areas surrounding the Project site, ENVIRON used urban dispersion coefficients.

Emission rates: Emitting activities were modeled to reflect the actual hours of construction operation. Emissions were modeled using the χ/Q ("chi over q") method, such that each phase has unit emission rates (i.e., 1 gram per second [g/s]), and the model estimates dispersion factors (with units of $\mu\text{g}/\text{m}^3/\text{g}/\text{s}$).

For acute noncancer hazard analyses, the 1-hr maximum dispersion factor estimates were used. These dispersion factors were multiplied by the maximum 1-hr emission rate. The maximum 1-hr emission rate corresponds to the hour with the most emissions as defined by the construction equipment schedule.

For annual average ambient air concentrations, the estimated annual average dispersion factors were multiplied by the annual average emission rates. The emission rates varied day-to-day, with some days having no emissions. For simplicity, the model was set up to assume a constant emission rate during the entire year.

Source parameters: Source location and parameters are necessary to model the dispersion of air emissions. For construction, the duration is anticipated to be 15 months. At any given time there are multiple emissions sources associated with construction equipment within the construction zone. Therefore, the construction area was modeled as a series of adjacent volume sources, with a size of 10-meter by 10-meters, across the area of the building. Locations are shown in **Figure 1: Proposed Source Locations** on page 37. A release height of 5 meters was used, with an initial vertical dimension of 1.4 meters and an initial lateral dimension of 4.7 meters. Emissions for each area were distributed uniformly amongst all volume sources representing construction of that phase. Details of the construction and operational (i.e., generator) source parameters used for this HRA are presented in **Table 2: Modeling Parameters** on page 25.

For the twenty cumulative stationary source diesel generators, generators were modeled as point sources, with a release height of 3.7 meters above the 22 meter roof height, an exit temperature of 739.8 Kelvin, an exit velocity of 45.3 meters per second, and a diameter of 0.20 meters (STI 2011). Building downwash caused by the Project buildings, as well as neighboring buildings, was accounted for using the Building Profile Input Program (BPIP) Plume Rise Model Enhancement (PRIME) algorithm. Building geometries were obtained using aerial imagery.

Receptors: In order to evaluate health impacts to off-site receptors, ENVIRON placed receptors at the base of the surrounding buildings in the vicinity of the Project. A mixture of residential, child care center and office-space receptors were identified within the “zone of influence”. A grid of potential residential receptors was also placed within the “zone of influence”. Receptors were modeled at four heights, representing first (ground-level), second and third floor locations. A default breathing height of 1.8 meters was used for ground-floor receptors. For sensitive populations on floors other than the ground floor, a default height of 3 meters was added to the receptor height for each story above ground. As discussed previously, maximum hourly and average annual dispersion factors were estimated for each receptor location. Modeled receptors are shown in **Figure 2: Proposed Receptor Locations** on page 38.

Modeling Adjustment Factors: Cal/EPA recommends applying an adjustment factor to the annual average concentration modeled assuming continuous emissions (i.e., 24 hours per day, 7 days per week), when the actual emissions are less than 24 hours per day and exposures are concurrent with construction activities occurring at the Project site.

Residents are assumed to be exposed to construction emissions 8 hours per day, seven days per week. This assumption is consistent with the modeled annual average air concentration (8 hours per day, 7 days per week). Thus, the annual average concentration need not be adjusted.

3.3 Roadway Sources for Cumulative Analysis

As mentioned above, BAAQMD’s screening tables for San Francisco County surface streets (BAAQMD 2011d) and BAAQMD’s Highway Screening Analysis Tool (BAAQMD 2011e) were used to estimate PM_{2.5} and TAC concentrations for the existing sensitive receptors located adjacent to the major roadways identified above with greater than 10,000 vehicles per day. **Figure 3: Cumulative: Roadways, Highways, and Stationary Sources** on page 39 shows all roadways evaluated.

In accordance with BAAQMD Guidance, cumulative impacts were evaluated at a single location, the MEISR, for the incremental cancer risk/chronic HI identified for the Project (BAAQMD 2011a). The concentrations generated by vehicular sources were used to assess the potential human health risk as described in Section 5.0.

4 Risk Characterization Methods

The following sections discuss in detail the various components required to conduct this HRA.

4.1 Exposure Assessment

Potentially Exposed Populations: The off-site receptor populations included in this evaluation are listed as below:

- Adult resident and child resident.

No other sensitive receptors were identified within the “zone of influence”. Identified sensitive receptors are shown in **Figure 2: Proposed Receptor Locations** on page 38.

For purposes of the HRA, a MEISR is identified. The MEISR is defined as the sensitive receptor with the highest estimated cancer, chronic or acute noncancer health impacts. The MEISR with the highest estimated cancer and chronic noncancer health impacts is located on the second floor of a residential tower at 201 Harrison Street, which is about 90 feet southeast of the proposed Project.

Exposure Assumptions: The exposure parameters used to estimate excess lifetime cancer risks and chronic and acute noncancer HIs for all potentially exposed populations for the construction scenario were obtained using risk assessment guidelines from Cal/EPA (2003) and BAAQMD (2010), unless otherwise noted, and are presented in the attached **Table 3: Exposure Parameters for Evaluating Project Construction** on page 27.

Calculation of Intake: The dose estimated for each exposure pathway is a function of the concentration of a chemical and the intake of that chemical. The intake factor for inhalation, IF_{inh} , can be calculated as follows:

$$IF_{inh} = \frac{DBR * ET * EF * ED * CF}{AT}$$

Where:

IF_{inh}	=	Intake Factor for Inhalation (m ³ /kg-day)
DBR	=	Daily Breathing Rate (L/kg-day)
ET	=	Exposure Time (hours/24 hours)
EF	=	Exposure Frequency (days/year)
ED	=	Exposure Duration (years)
AT	=	Averaging Time (days)
CF	=	Conversion Factor, 0.001 (m ³ /L)

The chemical intake or dose is estimated by multiplying the inhalation intake factor, IF_{inh} , by the chemical concentration in air, C_i . When coupled with the chemical concentration, this calculation

is mathematically equivalent to the dose algorithm given in Office of Environmental Health Hazard Assessment (OEHHA) Hot Spots guidance (Cal/EPA 2003).

4.2 Toxicity Assessment

The toxicity assessment characterizes the relationship between the magnitude of exposure and the nature and magnitude of adverse health effects that may result from such exposure. For purposes of calculating exposure criteria to be used in risk assessments, adverse health effects are classified into two broad categories – cancer and noncancer endpoints. Toxicity values used to estimate the likelihood of adverse effects occurring in humans at different exposure levels are identified as part of the toxicity assessment component of a risk assessment. Toxicity values for the chemicals evaluated in this analysis are summarized in **Table 4: Carcinogenic and Chronic Noncarcinogenic Toxicity Values** on page 28.

4.3 Calculated Age-Specific Sensitivity Factors

In order to compare the project with the May 2011 BAAQMD CEQA thresholds, the estimated excess lifetime cancer risks for a resident child were adjusted using the age sensitivity factors (ASFs) recommended in the Cal/EPA OEHHA Technical Support Document (TSD) (Cal/EPA 2009) and the cancer risk adjustment factors (CRAFs) recommended by BAAQMD (BAAQMD 2010). This approach accounts for an "anticipated special sensitivity to carcinogens" of infants and children. Cancer risk estimates are weighted by a factor of 10 for exposures that occur from the third trimester of pregnancy to two years of age and by a factor of three for exposures that occur from two years through 15 years of age. No weighting factor (i.e., an ASF of one, which is equivalent to no adjustment) is applied to ages 16 to 70 years. **Table 5: Age Sensitivity Factors (ASFs) for Project Construction** on page 30 shows the ASFs used for each receptor type for a construction period lasting approximately 15 months.

4.4 Risk Characterization

4.4.1 Estimation of Cancer Risks

Excess lifetime cancer risks are estimated as the upper-bound incremental probability that an individual would develop cancer over a lifetime as a direct result of exposure to potential carcinogens. The estimated risk is expressed as a unitless probability. The cancer risk attributed to a chemical is calculated by multiplying the chemical intake or dose at the human exchange boundaries (e.g., lungs) by the chemical-specific cancer potency factor (CPF).

The equation used to calculate the potential excess lifetime cancer risk for the inhalation pathway is as follows:

$$\text{Risk}_{\text{inh}} = C_i \times CF \times IF_{\text{inh}} \times \text{CPF}_i \times \text{ASF}$$

Where:

Risk_{inh}	=	Cancer Risk; the incremental probability of an individual developing cancer as a result of inhalation exposure to a particular potential carcinogen (unitless)
C_i	=	Annual Average Air Concentration for Chemical _i ($\mu\text{g}/\text{m}^3$)

CF	=	Conversion Factor (mg/μg)
IF _{inh}	=	Intake Factor for Inhalation (m ³ /kg-day)
CPF _i	=	Cancer Potency Factor for Chemical _i (mg chemical/kg body weight-day) ⁻¹
ASF	=	Age Sensitivity Factor (unitless)

4.4.2 Estimation of Chronic Noncancer Hazard Quotients/Indices

The potential for exposure to result in chronic noncancer effects is evaluated by comparing the estimated annual average air concentration (which is equivalent to the average daily air concentration) to the chemical-specific noncancer chronic reference exposure levels (RELs). When calculated for a single chemical, the comparison yields a ratio termed a hazard quotient or Hazard Quotient (HQ). To evaluate the potential for adverse chronic noncancer health effects from simultaneous exposure to multiple chemicals, the HQs for all chemicals are summed, yielding an HI. DPM is the only pollutant evaluated for chronic noncancer risks in this HRA; therefore the HQ for DPM is the same as the overall HI.

The equations used to calculate the chemical-specific HQs and the overall HI are:

$$\text{Chronic HQ}_i = C_i / \text{cREL}_i$$

$$\text{Chronic HI} = \sum \text{HQ}_i$$

Where:

Chronic HQ _i	=	Chronic Hazard Quotient for Chemical _i (unitless)
Chronic HI	=	Hazard Index (unitless)
C _i	=	Annual Average Air Concentration for Chemical _i (μg/m ³)
cREL _i	=	Chronic Noncancer Reference Exposure Level for Chemical _i (μg/m ³)

4.4.3 Estimation of Acute Noncancer Hazard Quotients/Indices

The potential exposure resulting in acute noncancer effects is evaluated by comparing the estimated one-hr maximum air concentration to the chemical-specific noncancer acute RELs. The estimation method to determine the 1-hr maximum concentration was described in the "Air Dispersion Modeling" section. When calculated for a single chemical, the comparison yields a ratio termed a hazard quotient or HQ. To evaluate the potential for adverse acute noncancer health effects from simultaneous exposure to multiple chemicals, the HQs for all chemicals are summed, yielding an HI.

The equations used to calculate the chemical-specific HQs and the overall HI are:

$$\text{Acute HQ}_i = C_i / \text{aREL}_i$$

$$\text{Acute HI} = \sum \text{HQ}_i$$

Where:

Acute HQ _i	=	Acute Hazard Quotient for Chemical _i (unitless)
Acute HI	=	Hazard Index (unitless)
C _i	=	1-hour Maximum Air Concentration for Chemical _i (µg/m ³)
aREL _i	=	Acute Noncancer Reference Exposure Level for Chemical _i (µg/m ³)

5 Results for Project Analysis

In this section, the Project results are compared to the BAAQMD thresholds for a single source.

5.1 Criteria Air Pollutants and Precursors

5.1.1 Construction

The BAAQMD thresholds for construction-related Criteria Air Pollutant (CAPs) and precursors are:

- Average daily ROG, PM_{2.5}, and NO_x emissions greater than 54 lb/day; and,
- Average daily PM₁₀ emissions greater than 82 lb/day.

Table 6: Criteria Pollutant Emissions from Project Construction on page 31 shows the criteria pollutant emissions associated with the Project construction. The average daily incremental ROG (0.5 lb/day), PM₁₀ (0.2 lb/day), PM_{2.5} (0.2 lb/day) and NO_x (30.5 lb/day) emissions associated with the Project construction are below the BAAQMD CEQA thresholds.

5.2 Risk and Hazards

5.2.1 Construction

The BAAQMD thresholds for construction-related risks and hazards are:

- An excess lifetime cancer risk level of more than 10 in one million;
- A noncancer (chronic or acute) HI greater than 1.0; and
- An incremental increase in the annual average PM_{2.5} of greater than 0.3 µg/m³.

Table 7: Individual Cancer Risk, Noncancer Hazard Indices, and PM_{2.5} Concentration at MEISR from Project Construction on page 32 shows the construction-related estimated lifetime excess cancer risk and chronic noncancer HI for the maximally exposed individual for all identified sensitive receptor types. In all cases, the estimated chronic noncancer HQ is below the BAAQMD CEQA threshold of 1.0. The estimated lifetime excess cancer risk is below the BAAQMD CEQA threshold of 10 in one million. The estimated excess lifetime cancer risk at the MEISR is 8.4 in one million, and the chronic noncancer HQ is 0.0154.

Table 7: Individual Cancer Risk, Noncancer Hazard Indices, and PM_{2.5} Concentration at MEISR from Project Construction on page 32 also shows the construction-related acute noncancer HI at the MEISR associated with exposure to the single peak hour of emissions from the Project. This acute HI is estimated to be 0.024, which is below the BAAQMD threshold of 1.0.

Lastly, **Table 7: Individual Cancer Risk, Noncancer Hazard Indices, and PM_{2.5} Concentration at MEISR from Project Construction** on page 32 shows the construction-related PM_{2.5} concentrations for the maximally exposed individuals for all identified sensitive receptor types. In all cases the estimated PM_{2.5} concentration is below the BAAQMD CEQA threshold of 0.3 µg/m³. The estimated PM_{2.5} concentration at the MEISR is 0.071 µg/m³. Note

that the location of the MEISR for $PM_{2.5}$ is the same as that identified for the excess cancer risk and chronic HI.

6 Results for Cumulative Analysis

6.1 Cumulative Criteria Air Pollutants and Precursors

6.1.1 Construction

As shown in **Table 6: Criteria Pollutant Emissions from Project Construction** on page 31, the Project construction would generate criteria pollutant emissions (ROG, PM₁₀, PM_{2.5}, and NOx). However, as discussed in Section 5.1.1, the amount would not exceed BAAQMD CEQA thresholds for an individual source. Though emissions from the Project could combine with concurrent construction emissions associated with other projects in the San Francisco Bay Area Air Basin, the Project does not exceed the project-level criteria air pollutant thresholds and would therefore not result in a considerable contribution to cumulative criteria air pollutant emissions.

6.2 Cumulative Risk and Hazards

6.2.1 Methodology

The cumulative analysis is conducted at the MEISR identified for the Project and results at that location are compared to the BAAQMD thresholds for cumulative impacts:

- An excess lifetime cancer risk level of more than 100 in one million;
- A chronic noncancer HI greater than 10; and
- An incremental increase in the annual average PM_{2.5} of greater than 0.8 µg/m³.

The incremental cancer risk/chronic HI MEISR for Project construction was identified as a residential location adjacent to the site. Emissions from all identified sources within 1,000 feet of the Project were evaluated at this single location and added to the results from the Project's single source evaluation, summarized in Section 5.2.1.

Major Roadways and Highways: Impacts from traffic on major roadways and highways were evaluated using the BAAQMD screening methodology for surface streets and highways, as discussed in previous sections.

Other Stationary Sources: For other stationary sources, the BAAQMD Risk Analysis Tool was used to identify 22 additional stationary sources (consisting of twenty diesel engines and two gas stations) within 1,000 feet of the Project. An initial estimate for cumulative health risks from these stationary sources resulted in significant exceedances of the cumulative cancer risk threshold of 100 per million and the cumulative annual average PM_{2.5} concentration threshold of 0.8 micrograms per cubic meter (µg/m³). As a result of these exceedances, a single round of refined modeling of the twenty offsite stationary source diesel engines was conducted.

The refined modeling was conducted using the AERMOD model developed for the Project's construction activity and incorporated default source parameters recommended by BAAQMD and emissions provided by BAAQMD. Emissions in g/s were derived using the cavity effects equation outlined in BAAQMD 2011b and incorporated stationary source-specific PM_{2.5} screening concentrations provided by BAAQMD.

For these twenty offsite stationary source diesel engines, the cancer risk was evaluated over a 70-year lifetime assuming exposure 24 hours per day, 350 days per year with a breathing rate of 302 liter per kilogram per day (L/kg-day) and a ASF of 1.7 (BAAQMD 2010).

For the two gas stations, impacts were determined using screening values provided by BAAQMD. The screening values were distance-adjusted by gas dispensing facility multipliers, as recommended by BAAQMD.

6.3 Results

Table 8: Cumulative Risks and Hazards to Nearby MEISR on page 34 shows a summary of the estimated excess lifetime cancer risks, chronic noncancer HIs and PM_{2.5} concentrations for each of the source types listed above evaluated at the Project's MEISR for construction impacts. The estimated cumulative cancer risk is 85 in one million, which is below the BAAQMD CEQA threshold of 100 in one million. The chronic noncancer HI is 0.02, which is below the BAAQMD CEQA threshold of 10. The estimated PM_{2.5} concentration is 0.9 µg/m³, which is above the BAAQMD CEQA threshold of 0.8 µg/m³. However, the Project contributes to less than 10% of the cumulative risks and hazards.⁷

The Project has incorporated feasible construction methods to minimize (or reduce) construction emissions. As described above, DPFs will be installed on all construction equipment. These measures reduce the estimated Project cancer risk due to construction so that the cancer risk shown in **Table 8: Cumulative Risks and Hazards to Nearby MEISR** on page 34 represents an approximately 85% reduction in construction diesel exhaust emissions, and associated health impacts, as compared with a project not implementing these construction emissions reduction measures.

⁷ Note that the temporary Transbay Terminal is located directly northwest from the Project. Inclusion of emissions from buses from the temporary Transbay Terminal were not included in the cumulative analysis due to lack of information about activity at that site. However, if these emissions had been included, the Project contribution to cumulative risks and hazards would be lower than 10%.

7 Uncertainties

In accordance with risk assessment guidance, ENVIRON has evaluated the uncertainties associated with this HRA, including emissions estimation, air dispersion modeling, and risk estimation. The following sections summarize the critical uncertainties associated with the emissions estimation, air dispersion modeling, and risk estimation components of the risk assessment.

Estimation of Construction Emissions: There are a number of uncertainties associated with the estimation of emissions from construction equipment evaluated in this HRA that may affect the subsequent estimation of exposure concentrations and risk characterization. USEPA/ARB Off-Road Compression-Ignition (Diesel) Engine Standards were used to estimate emissions of diesel-fueled off-road equipment. This assumes emissions from all equipment will be equal to the emission standard when some emissions may vary from this rate. Furthermore, a load factor is included in the emissions calculation. This load factor was obtained from ARB's OFFROAD model and is a fleet wide average. This load factor may not be representative of the exact piece of equipment in use, but is the most reasonable estimate.

Estimation of Exposure Concentrations: In addition to uncertainty associated with emission estimates, there is also uncertainty associated with the estimated exposure concentrations. The limitations of the air dispersion model provide a source of uncertainty in the estimation of exposure concentrations. According to USEPA, errors due to the limitation of the algorithms implemented in the air dispersion model in the highest estimated concentrations of +/- 10 percent to 40 percent are typical (USEPA 2005).

Source Representation: The source parameters used to model emission sources add uncertainty. For all emission sources, ENVIRON used source parameters which were either recommended as defaults or expected to produce more conservative results. Discrepancies might exist in actual emissions characteristics of a source and its representation in the model; exposure concentrations used in this assessment represent approximate exposure concentrations.

Exposure Assumptions: Numerous assumptions must be made in order to estimate human exposure to chemicals. These assumptions include parameters such as breathing rates, exposure time and frequency, exposure duration, and human activity patterns. While a mean value derived from scientifically defensible studies is the best estimate of central tendency, most of the exposure variables used in this HRA are high-end estimates. For example, it is assumed that residential receptor exposure to project emissions occurs during the entire construction duration and exposure to the cumulative emissions sources occur 24 hours per day for 350 days per year, a highly conservative assumption since most residents do not remain in their homes for this period of time. The combination of several high-end estimates used as exposure parameters may substantially overestimate chemical intake. The excess lifetime cancer risks calculated in this assessment are therefore likely to be higher than may be required to be protective of public health.

Toxicity Assessment: The Cal/EPA CPF for DPM was used to estimate cancer risks associated with exposure to DPM from the project and off-site emissions. However, the CPF derived by

Cal/EPA for DPM is highly uncertain in both the estimation of response and dose. Public health and regulatory organizations such as the International Agency for Research on Cancer (IARC), World Health Organization (WHO), and USEPA agree that diesel exhaust may cause cancer in humans. However, after thorough evaluation of the animal test data and epidemiology data on diesel exhaust, and in contrast to the approach used in California, the USEPA concluded that the existing data did not provide an adequate basis for quantitative risk assessment (USEPA 2002).

Risk Calculations: The USEPA notes that the conservative assumptions used in a risk assessment are intended to assure that the estimated risks do not underestimate the actual risks posed by a site and that the estimated risks do not necessarily represent actual risks experienced by populations at or near a site (USEPA 1989).

The estimated risks in this HRA are based primarily on a series of conservative assumptions related to predicted environmental concentrations, exposure, and chemical toxicity. The use of conservative assumptions tends to produce upper-bound estimates of risk. Although it is difficult to quantify the uncertainties associated with all the assumptions made in this risk assessment, the use of conservative assumptions is likely to result in substantial overestimates of exposure, and hence, risk. BAAQMD acknowledges this uncertainty by stating: "the methods used [to estimate risk] are conservative, meaning that the real risks from the source may be lower than the calculations, but it is unlikely that they will be higher" (BAAQMD 2011c).

8 References

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USEPA. 2005. Guideline on Air Quality Models (Revised). 40 Code of Federal Regulations, Part 51, Appendix W. Office of Air Quality Planning and Standards. November.

Tables

Table 1: Emissions Calculations Methodology Associated with Project Construction Activities
390 Main Street Project
San Francisco, California

Source	Methodology and Formula	Reference
Off-Road Equipment ¹	$E_c = \Sigma(EF_c * HP * LF * Hr * C)$	ARB/USEPA Engine Standards USEPA NONROAD

Note:

- Ec: off-road equipment exhaust emissions (lb).
EFc: emission factor (g/hp-hr). ARB/USEPA default emission factors used.
HP: equipment horsepower. Project-specific and CalEEMod default equipment horsepower values presented in Appendix A.
LF: equipment load factor. OFFROAD2011. Detailed equipment load factors are presented in Appendix A.
Hr: equipment hours. The detailed equipment hours by construction phase are presented in Appendix A.
C: unit conversion factor.

Abbreviations:

ARB: California Air Resources Board
EF: Emission Factor
g: gram
HP: Horsepower
hr: hour
lb: pound
LF: Load Factor
USEPA: United States Environmental Protection Agency

Reference:

ARB/USEPA. Table 1: ARB and USEPA Off-Road Compression-Ignition (Diesel) Engine Standards .
http://www.arb.ca.gov/msprog/ordiesel/documents/Off-Road_Diesel_Std.xls

Table 2: Modeling Parameters
390 Main Street Project
San Francisco, California

Period	Source	Source Type ¹	Source Dimension [m]	Number of Sources ²	Release Height ^{3,4} [m]	Exit Temperature ⁴ [K]	Exit Velocity ⁴ [m/s]	Exit Diameter ⁴ [m]	Initial Vertical Dimension ⁵ [m]	Initial Lateral Dimension ⁶ [m]
Cumulative	Stationary Source Diesel Generator Emissions	Point		20	3.7	739.8	45.3	0.20		

Notes:

1. Due to lack of specific instructions on modeling of construction emissions from BAAQMD, ENVIRON used SCAQMD LST methodology when setting up the model (SCAQMD 2008). According to the LST methodology, construction sources were modeled as adjacent volume sources.
2. Number of sources was determined by physical shape of the source under construction and source dimensions.
3. According to the LST methodology, release height of the modeled volume sources representing construction equipment was set to 5 meters. All stationary sources were modeled with a release height of 3.7 meters, based on median generator data in STI 2011.
4. Source parameters for the stationary source diesel generators are based on district median generator data in STI 2011.
5. According to the LST methodology, initial vertical dimension of the modeled volume sources was set to 1.4 meters.
6. According to USEPA ISC3 User's Guide Volume II, initial lateral dimension of single volume sources is length of side divided by 4.3. For a line source modeled as adjacent volume sources, the initial lateral dimension is the length of the side divided by 2.15.

Abbreviations:

- BAAQMD: Bay Area Air Quality Management District
 ISC: Industrial Source Complex Model
 K: Kelvin
 LST: Local Significance Threshold
 m: meter
 s: second
 SCAQMD: South Coast Air Quality Management District
 STI: Sonoma Technology, Inc.
 USEPA: United States Environmental Protection Agency

References:

South Coast Air Quality Management District (SCAQMD). 2008. *Final Localized Significance Threshold (LST) Methodology*. July. Available at http://www.aqmd.gov/ceqa/handbook/1st/Method_final.pdf

United States Environmental Protection Agency (USEPA). 1995. *User's Guide for the Industrial Source Complex (ISC3) Dispersion Models. Volume II - Description of Model Algorithms*. September. Available at <http://www.epa.gov/scram001/userg/regmod/isc3v2.pdf>

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**Table 3: Exposure Parameters for Evaluating Project Construction
390 Main Street Project
San Francisco, California**

Exposure Parameter	Units	Construction	
		Resident Adult	Resident Child
Daily Breathing Rate (DBR) ¹	[L/kg-day]	302	581
Exposure Time (ET) ²	[hours/24 hours]	24	24
Exposure Frequency (EF) ³	[days/year]	350	350
Exposure Duration (ED) ⁴	[years]	1.25	1.25
Averaging Time (AT)	[days]	25550	25550
Intake Factor, Inhalation (IF _{inh})	[m ³ /kg-day]	0.0052	0.0099

Notes:

1. Daily breathing rates for residents reflect default breathing rates from BAAQMD 2010.
2. Exposure time for residents reflect default exposure time from BAAQMD 2010.
3. Exposure frequency for residents reflect default exposure frequency from BAAQMD 2010.
4. The exposure duration was assumed to be 15 months for resident receptors to reflect the construction duration from September 2012 to November 2013.

Calculation:

Residents:

$$IF_{inh} = DBR * ET * EF * ED * CF / AT$$

$$\text{Where: } CF = 0.001 \text{ (m}^3\text{/L)}$$

Abbreviations:

BAAQMD: Bay Area Air Quality Management District

L: liter

kg: kilogram

m³: cubic meter

Reference:

Bay Area Air Quality Management District (BAAQMD). 2010. Air Toxics NSR Program Health Risk Screening Analysis (HRSA) Guidelines. January.

Table 4: Carcinogenic and Chronic Noncarcinogenic Toxicity Values¹
390 Main Street Project
San Francisco, California

Source	Analysis	Chemical	Cancer Potency Factor	Chronic Reference Exposure Level	Acute Reference Exposure Level
			[mg/kg-day] ⁻¹	µg/m ³	µg/m ³
Construction and Cumulative Stationary Source Diesel Generators	Cancer Risk and Chronic HI	Diesel PM	1.1	5.0	
Construction	Acute HI	TACs from Speciated Diesel TOG ²			55.0
					470
					1,300
					13,000
					37,000
					22,000

Notes:

- Values presented in this table reflect values used in this analysis. A shaded cancer potency factor and reference exposure level for a chemical implies this value was not needed in this analysis. The chemical might in fact have an associated potency factor or reference exposure level.
- Speciation profile for offroad diesel TOG detailed in Appendix D.

Abbreviations:

Cal/EPA: California Environmental Protection Agency

HI: Hazard Index

[mg/kg-day] : per milligram per kilogram-day

µg/m³ : micrograms per cubic meter

PM: Particulate Matter

TAC: Toxic Air Contaminant
TOG: Total Organic Gas

Reference:

California Environmental Protection Agency (Cal/EPA). 2012. OEHHA/ARB Consolidated Table of Approved Risk Assessment Health Values. May 3.
<http://www.arb.ca.gov/toxics/healthval/contable.pdf>

**Table 5: Age Sensitivity Factors (ASFs) for Project Construction Period¹
390 Main Street Project
San Francisco, California**

Receptor	Age Sensitivity Factor (ASF)
Resident Adult ²	1
Resident Child ³	10

Notes:

1. ASF based on recommendations by the Cal/EPA Office of Environmental Health Hazard Assessment (OEHHA) 2009 and BAAQMD 2010.
2. Resident adult characterized as 16 years and older.
3. Resident child is assumed to be exposed at some point from the third trimester of pregnancy to two years of age.

Abbreviations:

ASF: Age Sensitivity Factor
BAAQMD: Bay Area Air Quality Management District
Cal/EPA: California Environmental Protection Agency
OEHHA: Office of Environmental Health Hazard Assessment

References:

Bay Area Air Quality Management District (BAAQMD). 2010. Air Toxics NSR Program Health Risk Screening Analysis (HRSA) Guidelines. January.

Office of Environmental Health Hazard Assessment (OEHHA). 2009. Technical Support Document for Cancer Potency Factors: Methodologies for derivation, listing of available values, and adjustments to allow for early life stage exposures. May.

Table 6: Criteria Pollutant Emissions from Project Construction
390 Main Street Project
San Francisco, California

Pollutant	Average Daily Emissions¹ (lb/day)	Operational Threshold (lb/day)	Above Threshold?
ROG	0.5	54	No
NOx	30.5	54	No
PM10 (exhaust)	0.2	82	No
PM2.5 (exhaust)	0.2	54	No

Note:

1. Emissions estimated using ARB and USEPA Off-Road Compression-Ignition (Diesel) Engine Standards and project-specific construction equipment list.

Abbreviations:

lb: pound
NOx: nitrogen oxide compounds (NO + NO₂)
PM: particulate matter
ROG: reactive organic gas

Reference:

ARB/USEPA. Table 1: ARB and USEPA Off-Road Compression-Ignition (Diesel) Engine Standards.
http://www.arb.ca.gov/msprog/ordiesel/documents/Off-Road_Diesel_Std.xls

Table 7: Individual Cancer Risk, Noncancer Hazard Indices, and PM_{2.5} Concentration at MEISR¹ from Project Construction
390 Main Street Project
San Francisco, California

UTMx	UTMy	Lifetime Excess Cancer Risk ^{2,3}		Chronic Hazard Index ^{3,4}	Acute Hazard Index ^{3,5}	PM _{2.5} Concentration [µg/m ³]
		[in a million]				
553,684	4,182,467	8.4		0.0154	--	0.071
553,571	4,182,434	--		--	0.024	--
BAAQMD Significance Threshold⁶		10		1	1	0.3
Above Threshold?		No		No	No	No

Notes:

- The MEISR represents an offsite child resident receptor at the third trimester in utero at the start of construction.
- Cancer risks are estimated as the upper-bound incremental probability that an individual will develop cancer over a lifetime as a direct result of exposure to potential carcinogens. Risks were adjusted by ASFs calculated based on default values from BAAQMD 2010 to account for receptor sensitivity to DPM exposure. The estimated risk is expressed as a unitless probability.
- Exposure parameters, ASFs, and toxicity values used to calculate risks and hazards are detailed in Tables 3, 4 and 5.
- The potential for exposure to result in chronic noncancer effects is evaluated by comparing the estimated annual average air concentration (which is equivalent to the average daily air concentration) to the chemical-specific noncancer chronic RELs. When calculated for a single chemical, the comparison yields a ratio termed a hazard quotient. The hazard quotients were calculated based on the modeled annual average DPM concentrations from emissions from diesel fueled equipment and the chronic REL presented in Table 4.
- As the acute impacts are based on maximum hourly impacts, the MEISR location for acute HI is not necessarily the same as for cancer risk, chronic HI, and PM_{2.5}.
- BAAQMD significance threshold outlined in the May 2011 BAAQMD CEQA Guidelines.

Risk Calculation:

$$Risk_{inh} = \sum Risk_{inh,i} = \sum C_i \times MAF \times CF \times IF_{inh} \times CPF_i \times ASF$$

Where:

Risk_{inh} = Cancer Risk; the incremental probability of an individual developing cancer as a result of inhalation exposure to a particular potential carcinogen (unitless)

Risk_{inh,i} = Cancer Risk for Chemical i

C_i = Modeled Annual Average Concentration in air for Chemical i (µg/m³)

MAF = Modeling Adjustment Factor
CF = Conversion Factor (mg/μg)
 $IF_{inh} =$ Intake Factor for Inhalation (m³/kg-day)
CPF_i = Cancer Potency Factor for Chemical i (mg chemical/kg body weight-day)
ASF = Age Sensitivity Factor

Acute and Chronic HI Calculation:

$$HI = \sum HQ_i = \sum C_i / REL_i$$

Where:

HI = Hazard Index
HQ_i = Hazard Quotient for Chemical i
 $C_i =$ Average Daily Air Concentration for Chemical i (μg/m³)
REL_i = Noncancer Reference Exposure Level for Chemical i (μg/m³)

Abbreviations:

BAAQMD: Bay Area Air Quality Management District
DPM: Diesel Particulate Matter
kg: kilogram
m: meter
μg: microgram
REL: Reference Exposure Level
UTM: Universal Transverse Mercator

References:

Bay Area Air Quality Management District (BAAQMD). 2010. Air Toxics NSR Program Health Risk Screening Analysis (HRSAs) Guidelines. January.
Bay Area Air Quality Management District (BAAQMD). 2011. California Environmental Quality Act Air Quality Guidelines. May.

**Table 8: Cumulative Risks and Hazards to Nearby MEISR
390 Main Street Project
San Francisco, California**

Type ¹	Source	Source ID	Lifetime Excess Cancer Risk	Chronic HI	PM2.5 Concentration
			(per million)	(unitless)	(µg/m3)
Project	Construction	N/A	8.4	0.02	0.07
Highway	I-80	N/A	42.1	N/A	0.3
Surface Streets	Harrison	N/A	4.04	N/A	0.15
	Folsom	N/A	0.32	N/A	0.01
	Howard	N/A	0.29	N/A	0.01
	Bryant	N/A	0.58	N/A	0.02
	Main	N/A	2.93	N/A	0.12
	Fremont	N/A	1.25	N/A	0.05
	Beale	N/A	0.98	N/A	0.03
	I-80 E On-Ramp	N/A	0.53	N/A	0.02
	I-80 W Off-Ramp	N/A	1.10	N/A	0.04
	1St	N/A	0.54	N/A	0.02
	The Embarcadero	N/A	0.82	N/A	0.03
Stationary Sources	Network Access Center	13211	0.02	0.000006	0.00003
	United States Postal Service	13680	0.0	0.0	0.0
	Fremont Properties	13750	0.001	0.0000005	0.000002
	Hills Plaza Complex	13772	0.9	0.0003	0.002
	Ashforth Pacific LLC	13841	0.02	0.000006	0.00003
	Hills Plaza Complex	13947	0.4	0.0001	0.0007
	Charles Schwab & Co/Jones, Lang, LaSalle	14505	0.05	0.00002	0.00010
	Verizon Business	14722	1.7	0.0006	0.003
	CS Fremont & Howard, LLC	15099	0.2	0.00006	0.0003
	AT&T SNFFCADKA01	15647	0.01	0.000004	0.00002
	The Metropolitan Association	15831	0.3	0.00010	0.0005
	DG Cogen Partners, LLC	16274	0.0	0.0	0.0
	San Francisco Cruise Terminal, LLC	17291	0.006	0.000002	0.00001
	One Rincon Hill Association	17405	0.04	0.00002	0.00008
Gap Inc.	17637	0.1	0.00004	0.0002	

365 Main Inc	17639	13.9	0.005	0.03
Savvis Communications	17941	2.4	0.0009	0.004
Barclays Global Investors	18117	0.0	0.0	0.0
Barclays Global Investors	19259	0.1	0.00004	0.0002
W2007 HDW Realty, LLC c/o Jones Lang LaSalle	19375	0.05	0.00002	0.00008
State of California, Dept of Transportation	G11481	0.0	0.0	0.0
ConocoPhillips #256076	G2171	0.5	0.0006	0.0
CUMULATIVE TOTAL		85	0.02	0.9
BAAQMD Significance Threshold		100	10	0.8
Above Threshold?		No	No	Yes

Note:

1. All highway, surface street, and stationary source results shown are screening-level risks and hazards based on the distance from the source to the project MEISR, as determined based on project construction impacts. Highway impacts were determined using BAAQMD 2011a and surface street impacts were determined using BAAQMD 2011b. Stationary source impacts from gas stations (Source IDs G11481 and G2171) were determined using BAAQMD 2011c, while the impacts from the twenty emergency generators were determined by air modeling.

Abbreviations:

BAAQMD: Bay Area Air Quality Management District
 HI: hazard index
 MEISR: maximally exposed individual sensitive receptor
 N/A: not applicable
 PM: particulate matter

References:

BAAQMD. 2011a. Highway Screening Analysis Tool for San Francisco County at 6-foot Heights. Available online at:

<http://www.baaqmd.gov/Home/Divisions/Planning%20and%20Research/CEQA%20GUIDELINES/Tools%20and%20Methodology.aspx>. [Accessed May 2012].

BAAQMD. 2011b. San Francisco County PM_{2.5} Concentrations and Cancer Risks Generated from Surface Streets. Available online at:

http://www.baaqmd.gov/~/_media/Files/Planning%20and%20Research/CEQA/County%20Surface%20Street%20Screening%20Tables.ashx?la=en. [Accessed May 2012].

BAAQMD. 2011c. Stationary Source Risk & Hazard Analysis Tool. October. Available online at:

<http://www.baaqmd.gov/Home/Divisions/Planning%20and%20Research/CEQA%20GUIDELINES/Tools%20and%20Methodology.aspx>. [Accessed May 2012].

Figures

Figure 1: Proposed Source Locations

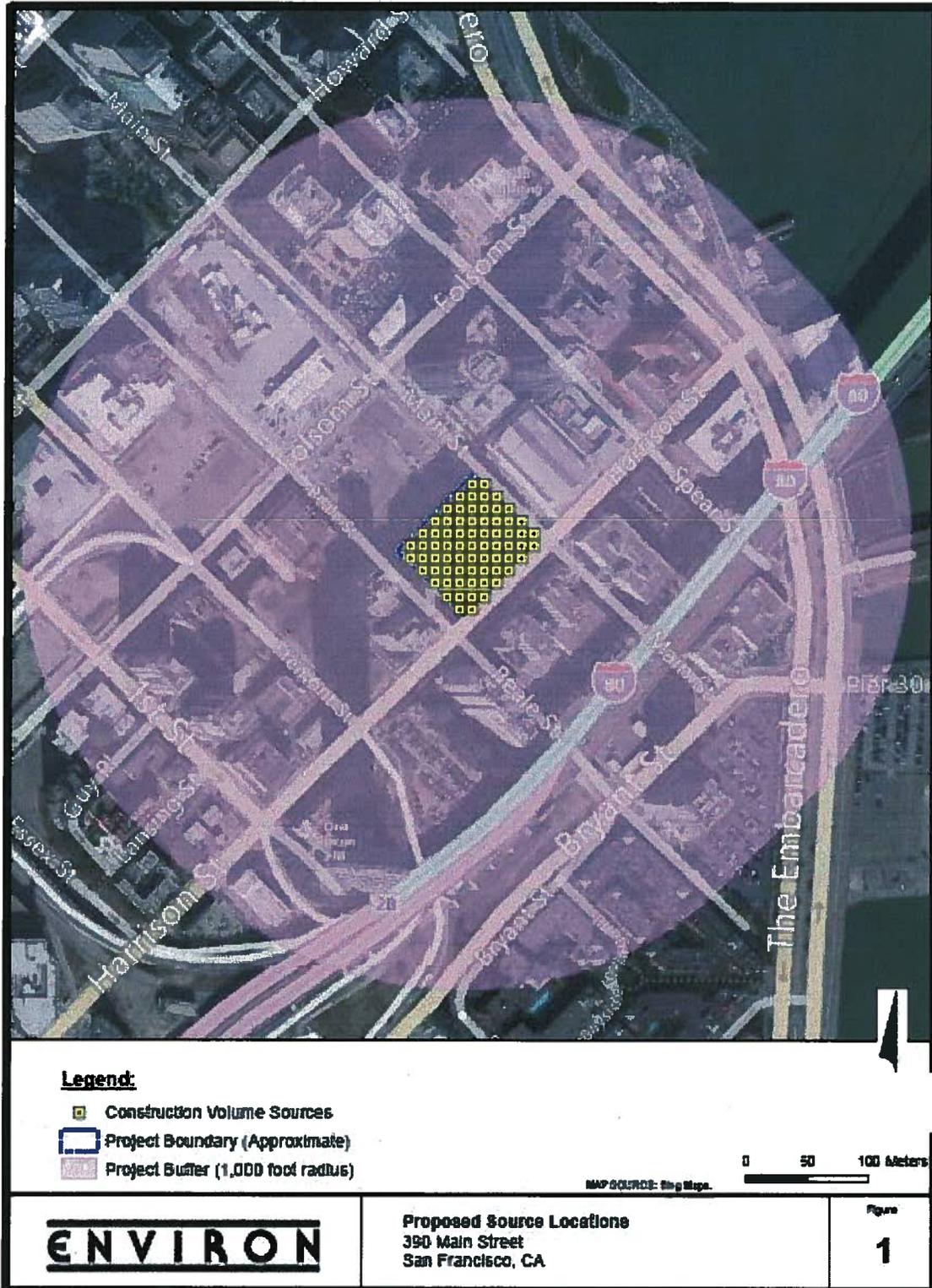
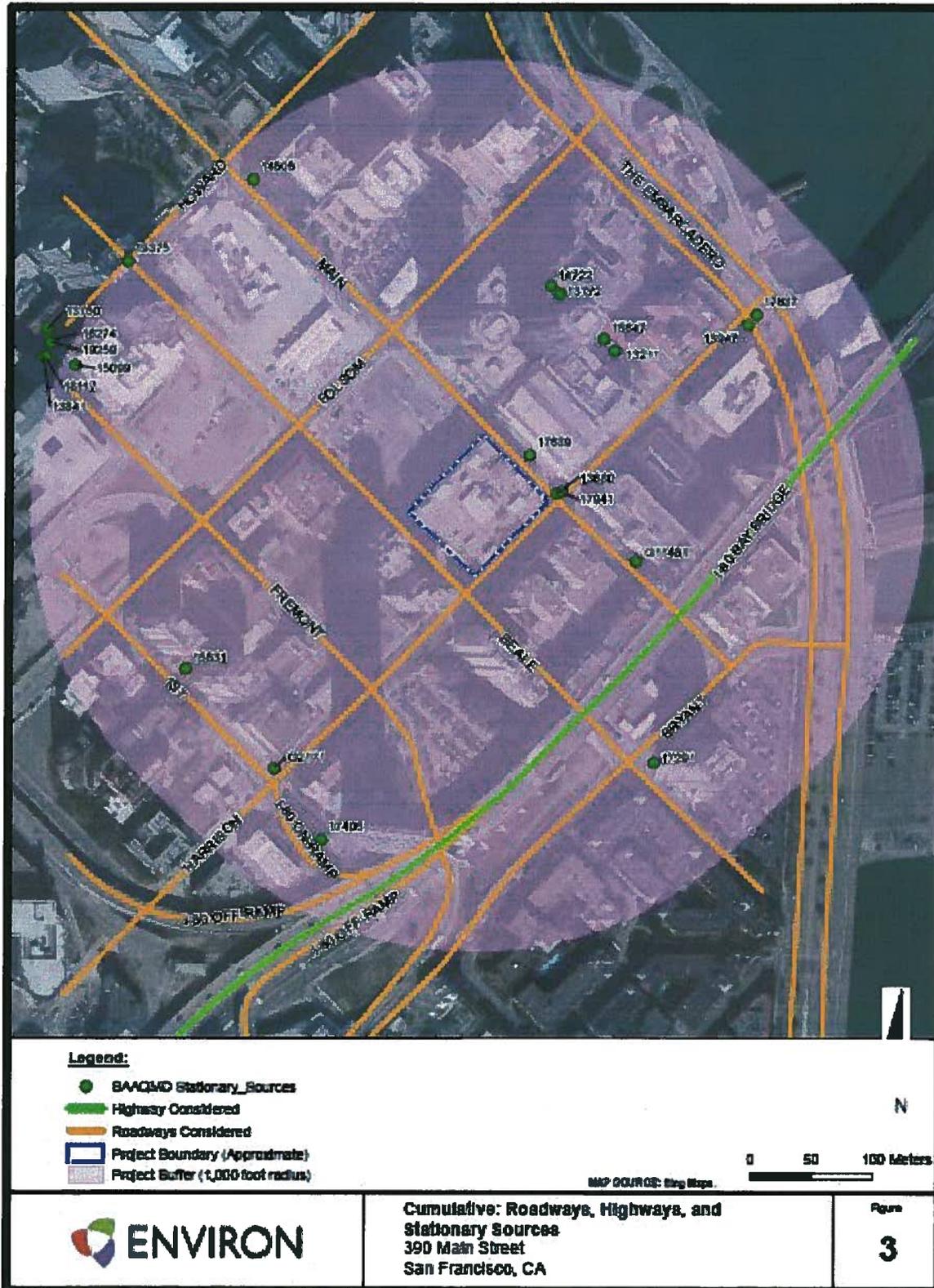


Figure 2: Proposed Receptor Locations



Figure 3: Cumulative: Roadways, Highways, and Stationary Sources



Appendix A
Equipment List by Phase

Appendix A
Equipment List by Phase¹
390 Main Street Project
San Francisco, California

Phase	Phase Start Date	Phase End Date	Total Work Days	Operating Hours Per Day ²	Work Days Per Week ³	Equipment	Number of Equipment	Horsepower ⁴	Load Factor ⁵	Fuel Type ⁶
Demolition	09/01/2012	05/31/2013	195	8	5	Skid Steer Loaders	4	81	0.3685	Diesel
				8	5	Aerial Lifts	4	--	Electric	
Site Preparation	09/01/2013	11/30/2013	65	8	5	Air Compressors	2	125	0.3417	Diesel
				8	5	Concrete/Industrial Saws	1	65	--	Propane
Grading	09/01/2013	11/30/2013	65	8	5	Excavators	1	128	0.3819	Diesel
				8	5	Tractors/Loaders/Backhoes	2	75	0.3685	Diesel
Trenching	09/01/2013	11/30/2013	65	8	5	Tractors/Loaders/Backhoes	2	75	0.3685	Diesel
				8	5	Trenchers	2	69	0.5025	Diesel
Paving	11/01/2013	11/30/2013	21	8	5	Paving Equipment	1	82	0.3551	Diesel
				8	5	Bore/Drill Rigs	2	82	0.5025	Diesel
Building Construction	12/01/2012	02/28/2013	64	8	5	Cranes	1	208	0.2881	Diesel
				8	5	Other Material Handling Equipment	1	196	0.3953	Diesel
Building Construction	10/01/2012	11/30/2013	305	8	5	Aerial Lifts	3	--	--	Electric
				8	5	Forklifts	3	--	--	Propane
Architecture Coating	06/01/2013	08/31/2013	65	8	5	Air Compressors	2	78	0.3417	Diesel
				8	5	Other Material Handling Equipment	2	--	--	Electric
Architecture Coating	06/01/2013	08/31/2013	65	8	5	Pressure Washers	2	--	--	Electric
				8	5		2	--	--	Electric

Notes:

1. Provided by 390 Main Street.
2. Operating hours conservatively assumed to be 8am - 4pm.
3. Five days per week is assumed to be Monday through Friday per CalEEMod assumptions.
4. Horsepower values highlighted in gray represent CalEEMod default values. "--" indicates that a horsepower value was not obtained since this piece of equipment was not evaluated (see note 6).
5. Load factors for diesel fueled equipment from OFFROAD 2011. "--" indicates that a load factor was not obtained since this piece of equipment was not evaluated (see note 6).
6. Emissions from propane-fueled and electric equipment were considered to be *de minimis* and were not evaluated.

Appendix B
Summary of Emission Factors

**Appendix B
Equipment Emission Factors
390 Main Street Project
San Francisco, California**

Phase	Given Equipment ¹	Emission Factor (g/bhp-hr) ²		
		PM10	NOx	TOG
Building Construction	Air Compressors	0.30	4.9	0.76
	Bore/Drill Rigs	0.30	4.9	0.76
	Cranes	0.15	4.3	0.65
	Other Material Handling Equipment	0.15	4.3	0.65
Demolition	Air Compressors	0.22	4.3	0.65
	Excavators	0.22	4.3	0.65
	Skid Steer Loaders	0.30	4.9	0.76
Grading	Tractors/Loaders/Backhoes	0.30	4.9	0.76
Paving	Paving Equipment	0.30	4.9	0.76
Site Preparation	Tractors/Loaders/Backhoes	0.30	4.9	0.76
Trenching	Trenchers	0.30	4.9	0.76

Notes:

1. Equipment represented in this table are diesel-fueled. Propane-fueled and electric equipment are not presented since emissions from these equipment were considered to be *de minimis* and therefore were not evaluated.

2. Emission factors represent the USEPA Tier 2 emissions standard values before applying emissions reductions due to diesel particulate filters.

Abbreviations:

g/bhp-hr: grams per brake horsepower-hour

NOx: Nitrogen Oxides

PM10: Respirable Particulate Matter Less than 10 Micrometers in Diameter

TOG: Total Organic Gases

Appendix C
THC to TOG Conversion Method



Conversion Factors for Hydrocarbon Emission Components

EPA420-P-03-002
May 2003

Conversion Factors for Hydrocarbon Emission Components

NR-002a

Assessment and Standards Division
Office of Transportation and Air Quality
U.S. Environmental Protection Agency

Purpose

The purpose of this memorandum is to document the conversion factors for reporting hydrocarbon emissions in different forms. The general forms are total hydrocarbons (THC), total organic gas (TOG), nonmethane hydrocarbons (NMHC), nonmethane organic gas (NMOG), and volatile organic compounds (VOC), all defined in the introduction below. For reporting hydrocarbon emissions from nonroad equipment, it is helpful to provide an accepted means to estimate the hydrocarbons in the different forms. This is not a substitute for full speciation of hydrocarbons in the exhaust.

Introduction

Hydrocarbon emissions can be reported in a variety of styles depending on the end use of the emission estimates and the measurement technique used in the underlying data. Not all emissions are measured for all engines, so a conversion from the most common measurement type to others is needed to supply an estimate in terms required by the user.

Most hydrocarbon emissions data from mobile sources is measured as total hydrocarbon (THC). THC is the measured hydrocarbon emissions using a Flame Ionization Detector (FID) calibrated with propane. The FID is assumed to respond to all hydrocarbons identically as it responds to propane in determining the concentration of carbon atoms in a gas sample. Most hydrocarbons respond nearly identically as propane with notable exceptions being oxygenated hydrocarbons such as alcohols and aldehydes commonly found in engine exhaust.

Because alcohols and especially aldehydes are chemically reactive and therefore ozone-forming hydrocarbons, the California Air Resources Board defined a measurement that adds the THC and the oxygenated components into a new measurement called total organic gas (TOG). [1] The oxygenated components are measured by collecting aldehydes on dinitro- phenylhydrazine impregnated filter traps and alcohols in chilled water impingers. The aldehydes and alcohols are extracted and measured using chromatography to determine emission rates. Each mole of aldehydes and alcohols is added by weight as formaldehyde and methanol.

Methane is an organic gas that is orders of magnitude less reactive than other hydrocarbons, so it is often excluded from emission estimations. The methane is measured by chromatographically separating the methane from the THC and

analyzing the concentrations using a FID calibrated specifically for methane. The methane emissions are subtracted from the THC and TOG emission estimations to produce a nonmethane hydrocarbon (NMHC) and a nonmethane organic gas (NMOG) emission estimate. Some newer instruments can measure the NMHC directly however leading to lower uncertainty.

Some hydrocarbons are less ozone-forming than other hydrocarbons, so EPA has officially excluded them from the definition of regulated hydrocarbons called volatile organic compounds (VOC). This definition excludes methane, ethane, and compounds not commonly found in large quantities in engine exhaust like chlorohydrocarbons from consideration as VOC. For this work the definition of VOC is the result of subtracting methane and ethane from the TOG emission estimates.

Conversion Factors

Because all studies to date have measured THC, all other hydrocarbon types will be given as a proportion of THC. The proportionalities given in the Table below were derived from those studies that measured methane, ethane, and aldehydes. Alcohols are only found if the fuel contains alcohols, so they would have been considered if data were available.

The hydrocarbon speciation data from nonroad engines is sparse. The 2-stroke engine conversions are derived from the study of only one moped engine while the 4-stroke engine results are an averaged result of 11 lawnmower engines studied. The diesel results are the average of two late 70s and early 80s vintage on-highway truck engines. The factors for compressed natural gas (CNG) and liquid petroleum gas (LPG) engines were estimated from data collected using on-highway light-duty vehicles equipped with catalyts. Nonroad equipment does not use this technology but no emissions data from nonroad CNG and LPG engines was available.

Table for Conversion Factors for Hydrocarbon Emission Results

Engine Type	TOG/THC	NMOG/THC	NMHC/THC	VOC/THC
2-Stroke Gasoline [2]	1.044	1.035	0.991	1.034
4-Stroke Gasoline [2, 3]	1.043	0.943	0.900	0.933
Diesel [4]	1.070	1.054	0.984	1.053
LPG [5]	1.099	1.019	0.920	0.995
CNG [5]	1.002	0.049	0.048	0.004

Conclusions

The conversion factor is applied at the end of the model calculation of total hydrocarbons expressed as (THC). Emission factors are generated most typically as THC, so the conversion to other hydrocarbon forms is provided for the user.

References

- [1] Air Resources Board (1996), "California Non-methane Organic Gas Test Procedure," California Environmental Protection Agency, Last Amended June 24, 1996.
- [2] Hare C.T. and White, J.J. (1991), "Toward the Environmentally-Friendly Small Engine, Lubricant, and Emission Measurement Issues", SAE-911222.
- [3] Gabele, P., (1997), "Exhaust emissions from four-stroke lawn mower engines," Journal of the Air & Waste Management Association, pp 642-649, vol.47, Sept., 1997.
- [4] Springer, Karl J. (1979), "Characterization of Sulfates, Odor, Smoke, POM and Particulates from Light and Heavy-Duty Engines -- Part IX," Ann Arbor, Michigan: U.S. Environmental Protection Agency, Office of Mobile Sources. Publication no. EPA-460/3-79-007.
- [5] ARB, (1991), "Proposed Reactivity Adjustment Factors for Transitional Low-Emission Vehicles," Technical Support Document, Sept., 27, 1991.

Appendix D
Speciation Profile for Off-Road Diesel TOG

Appendix D
Speciation Profile for Offroad Diesel TOG
390 Main Street Project
San Francisco, California

Chemical	CAS Number	Fraction of TOG ¹
Acetaldehyde	75070	0.07353
Benzaldehyde	100527	0.00699
Benzene	71432	0.02001
Diesel Particulate	9901	1
Ethanol	64175	0.00009
Ethylbenzene	100414	0.00305
Ethylene	74851	0.14377
Ethylene Dibromide (1,2-Dibromoethane)	106934	--
Ethylene Dichloride (1,2-Dichloroethane)	107062	--
Ethylene Glycol	107211	--
Ethylene Glycol Butyl Ether	111762	--
Ethylene Glycol Ethyl Ether	110805	--
Ethylene Glycol Ethyl Ether Acetate	111159	--
Ethylene Glycol Methyl Ether	109864	--
Ethylene Glycol Methyl Ether Acetate	110496	--
Ethylene Oxide (1,2-Epoxyethane)	75218	--
Ethylene Thiourea	96457	--
Formaldehyde	50000	0.14714
Isobutane	75285	0.01222
Isopentane	78784	0.00602
Methane	74828	0.04084
Methyl Ethyl Ketone (MEK) (2-Butanone)	78933	0.01477
Methylcyclopentane	96377	0.00149
m-Xylene	108383	0.00611
n-Butane	106978	0.00104
n-Hexane	110543	0.00157
n-Pentane	109660	0.00175
o-Xylene	95476	0.00335
Propionaldehyde	123386	0.0097
Propylene	115071	0.02597
Propylene Glycol Monomethyl Ether	107982	--
Propylene Oxide	75569	--
Toluene	108883	0.01473

Note:

1. All fractions are from USEPA Speciation Profile 3161. As recommended by BAAQMD, acrolein is not included for offroad construction equipment. Fractions with a "--" indicate that the fraction is unknown.

Abbreviations:

BAAQMD: Bay Area Air Quality Management District
 TOG: Total Organic Gases
 USEPA: United States Environmental Protection Agency

Appendix E
Compliance Checklist Table for
Greenhouse Gas Analysis



SAN FRANCISCO PLANNING DEPARTMENT

Compliance Checklist Table for Greenhouse Gas Analysis: Table 1. Private Development Projects

1650 Mission St.
Suite 400
San Francisco,
CA 94103-2479

Reception:
415.558.6378

Fax:
415.558.6409

Planning
Information:
415.558.6377

A. GENERAL PROJECT INFORMATION:

Date: June 1, 2012

Project name: 390 Main Street Case No: _____

Project address and block and lot: 390 Main Street, Block 3746, Lot 2

Compliance Checklist Prepared By: Bay Area Headquarters Authority Date: 5/17/2012

B. COMPLIANCE CHECKLIST TABLE

Projects that do not comply with an ordinance/regulation may be determined to be inconsistent with San Francisco's Greenhouse Gas Reduction Strategy.

Table 1. Regulations Applicable to Private Development Projects

Regulation	Requirements	Project Compliance	Discussion
Transportation Sector			
Commuter Benefits Ordinance (San Francisco Environment Code, Section 421)	<p>All employers of 20 or more employees must provide at least one of the following benefit programs:</p> <p>1. A Pre-Tax Election consistent with 26 U.S.C. § 132(f), allowing employees to elect to exclude from taxable wages and compensation, employee commuting costs incurred for transit passes or vanpool charges, or</p> <p>(2) Employer Paid Benefit whereby the employer supplies a transit pass for the public transit system requested by each Covered Employee or reimbursement for equivalent vanpool charges at least equal in value to the purchase price of the appropriate benefit, or</p>	<input checked="" type="checkbox"/> Project Complies <input type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does Not Comply	<p>The project sponsor, Bay Area Headquarters Authority (BAHA or MTC) provides a transit subsidy in accordance with the IRS Fringe Benefit regulations, for eligible transit purchases, to offset employer provided parking costs, and for carpool options. Effective January 1, 2012, MTC monthly subsidy is \$160. Employees may make additional monthly pre-tax deductions to purchase eligible transit, up to the IRS monthly allowable non-taxable maximum currently at \$230.</p>

Regulation	Requirements	Project Compliance	Discussion
	(3) Employer Provided Transit furnished by the employer at no cost to the employee in a vanpool or bus, or similar multi-passenger vehicle operated by or for the employer.		
Emergency Ride Home Program	All persons employed in San Francisco are eligible for the emergency ride home program.	<input checked="" type="checkbox"/> Project Complies <input type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does Not Comply	BAHA/MTC participated in and MTC employees are provided the option to enroll in the Alameda County CMA Guaranteed Ride Home Program at no cost to the employee. MTC will seek a similar arrangement in San Francisco for this benefit.
Transportation Management Programs (San Francisco Planning Code, Section 163)	Requires new buildings or additions over a specified size (buildings >25,000 sf or 100,000 sf depending on the use and zoning district) within certain zoning districts (including downtown and mixed-use districts in the City's eastern neighborhoods and south of market) to implement a Transportation Management Program and provide on-site transportation management brokerage services for the life of the building.	<input type="checkbox"/> Project Complies <input checked="" type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does Not Comply	This requirement is not applicable because the proposed renovation project would not involve new building construction or changes in the existing floor area. Also, the Project is not within the C-3, Eastern Neighborhoods, or South of Market Mixed Use districts.
Transit Impact Development Fee (San Francisco Administrative Code, Chapter 38)	Establishes the following fees for all commercial developments. Fees are paid to the SFMTA to improve local transit services.	<input checked="" type="checkbox"/> Project Complies <input type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does Not Comply	The Project will receive a Transit Impact Development Fee (TIDF) credit for prior uses eliminated at the site. This credit exceeds the amount of the TIDF due for new office uses at the site and thus the Project is not subject to a TIDF.
Jobs-Housing Linkage Program (San Francisco Planning Code Section 413)	<p>The Jobs-Housing Program found that new large scale developments attract new employees to the City who require housing. The program is designed to provide housing for those new uses within San Francisco, thereby allowing employees to live close to their place of employment.</p> <p>The program requires a developer to pay a fee or contribute land</p>	<input type="checkbox"/> Project Complies <input checked="" type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does Not Comply	The additional office space at the Project will be occupied by state and regional agencies and thus will be used exclusively for a governmental purpose. This net addition of office space at the Project is therefore exempt from the Jobs Housing Linkage Fee pursuant to Planning Code Section 413.3(b)(3).

Regulation	Requirements	Project Compliance	Discussion
	suitable for housing to a housing developer or pay an in-lieu fee.		
Bicycle Parking in New and Renovated Commercial Buildings (San Francisco Planning Code, Section 155.4)	<p>Professional Services:</p> <p>(A) Where the gross square footage of the floor area is between 10,000-20,000 feet, 3 bicycle spaces are required.</p> <p>(B) Where the gross square footage of the floor area is between 20,000-50,000 feet, 6 bicycle spaces are required.</p> <p>(3) Where the gross square footage of the floor area exceeds 50,000 square feet, 12 bicycle spaces are required.</p> <p>Retail Services:</p> <p>(A) Where the gross square footage of the floor area is between 25,000 square feet - 50,000 feet, 3 bicycle spaces are required.</p> <p>(2) Where the gross square footage of the floor area is between 50,000 square feet- 100,000 feet, 6 bicycle spaces are required.</p> <p>(3) Where the gross square footage of the floor area exceeds 100,000 square feet, 12 bicycle spaces are required.</p>	<input type="checkbox"/> Project Complies <input checked="" type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does Not Comply	This requirement is not applicable because the Project does not involve a new building or addition; Project involves interior remodeling of an existing structure. Nonetheless, the Project will include approximately 70 bicycle spaces.
Bicycle parking in parking garages (San Francisco Planning Code, Section 155.2)	(C) Garages with more than 500 automobile spaces shall provide 25 spaces plus one additional space for every 40 automobile spaces over 500 spaces, up to a maximum of 50 bicycle parking spaces.	<input type="checkbox"/> Project Complies <input checked="" type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does Not Comply	This requirement is not applicable because the Project does not include a parking garage with more than 500 automobile spaces. Nonetheless, the Project provides approximately 70 bicycle spaces.
Bicycle parking in Residential Buildings (San Francisco Planning Code,	(A) For projects up to 50 dwelling units, one Class 1 space for every 2 dwelling units.	<input type="checkbox"/> Project Complies <input checked="" type="checkbox"/> Not	This requirement is not applicable because the Project would not include residential dwelling units but rather the interior remodeling of an

Regulation	Requirements	Project Compliance	Discussion
Section 155.5)	(B) For projects over 50 dwelling units, 25 Class 1 spaces plus one Class 1 space for every 4 dwelling units over 50.	Applicable <input type="checkbox"/> Project Does Not Comply	existing commercial building.
San Francisco Green Building Requirements (San Francisco Building Code, Chapter 13C.106.5 and 13C.5.106.5)	Requires New Large Commercial projects, New High-rise Residential projects and Commercial Interior projects to provide designated parking for low-emitting, fuel efficient, and carpool/van pool vehicles. Mark 8% of parking stalls for such vehicles.	<input checked="" type="checkbox"/> Project Complies <input type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does Not Comply	Project will provide and mark 8% of parking stalls as designated parking for low-emitting, fuel efficient, and carpool/van pool vehicles.
Car Sharing Requirements (San Francisco Planning Code, Section 166)	New residential projects or renovation of buildings being converted to residential uses within most of the City's mixed-use and transit-oriented residential districts are required to provide car share parking spaces.	<input type="checkbox"/> Project Complies <input checked="" type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does Not Comply	This requirement is not applicable because the Project would not include residential uses.
Parking requirements for San Francisco's Mixed-Use zoning districts (San Francisco Planning Code Section 151.1)	The Planning Code has established parking maximums for many of San Francisco's Mixed-Use districts.	<input checked="" type="checkbox"/> Project Complies <input type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does Not Comply	SF Code limits parking for nonresidential uses in the RH-DTR to 7% of GFA of such uses. Project parking is limited to 7% of GFA of nonresidential (office/retail) uses at the building. The Project therefore complies with this requirement.
Energy Efficiency Sector			
San Francisco Green Building Requirements for Energy Efficiency (San Francisco Building Code, Chapter 13C.5.201.1.1)	New construction of non-residential buildings requires the demonstration of a 15% energy reduction compared to 2008 California Energy Code, Title 24, Part 6.	<input type="checkbox"/> Project Complies <input checked="" type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does Not Comply	Project does not involve new construction of a building; Project involves interior remodeling of the existing structure. This requirement is not applicable.
San Francisco Green Building Requirements for Energy Efficiency (LEED EA3, San Francisco Building Code,	For New Large Commercial Buildings - Requires Enhanced Commissioning of Building Energy Systems For new large buildings greater than 10,000 square feet,	<input type="checkbox"/> Project Complies <input checked="" type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does	This requirement is not applicable to the Project because it pertains to new construction of commercial buildings and not to interior remodeling of existing structures.

Regulation	Requirements	Project Compliance	Discussion
Chapter 13C.5.410.2)	commissioning shall be included in the design and construction to verify that the components meet the owner's or owner representative's project requirements.	Not Comply	
Commissioning of Building Energy Systems (LEED prerequisite, EAp1)	Requires Fundamental Commissioning for New High-rise Residential, Commercial Interior, Commercial and Residential Alteration projects	<input checked="" type="checkbox"/> Project Complies <input type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does Not Comply	The Project will undergo Fundamental Commissioning as applicable and required
San Francisco Green Building Requirements for Energy Efficiency (San Francisco Building Code, Chapter 13C)	Commercial buildings greater than 5,000 sf will be required to be a minimum of 14% more energy efficient than Title 24 energy efficiency requirements. As of 2008 large commercial buildings are required to have their energy systems commissioned, and as of 2010, these large buildings are required to provide enhanced commissioning in compliance with LEED® Energy and Atmosphere Credit 3. Mid-sized commercial buildings are required to have their systems commissioned by 2009, with enhanced commissioning as of 2011.	<input checked="" type="checkbox"/> Project Complies <input type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does Not Comply	The Project will meet the requirement of 14% more energy efficiency than Title 24 energy efficiency requirements and will also provide enhanced commissioning in compliance with LEED Energy and Atmosphere Credit 3.
San Francisco Green Building Requirements for Energy Efficiency (San Francisco Building Code, Chapter 13C)	Under the Green Point Rated system and in compliance with the Green Building Ordinance, all new residential buildings will be required to be at a minimum 15% more energy efficient than Title 24 energy efficiency requirements.	<input type="checkbox"/> Project Complies <input checked="" type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does Not Comply	This requirement is not applicable because the Project would not involve a new residential construction but rather interior remodeling of an existing commercial structure.
San Francisco Green Building Requirements for Stormwater Management (San Francisco Building Code, Chapter 13C)	Requires all new development or redevelopment disturbing more than 5,000 square feet of ground surface to manage stormwater on-site using low impact design. Projects subject to the Green Building Ordinance Requirements	<input checked="" type="checkbox"/> Project Complies <input type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does	Approximately 5,500 square feet of ground surface will be disturbed in connection with excavation under the existing building for installation of new foundation systems and approximately 11,000 sq. ft. of ground surface will be disturbed in

Regulation	Requirements	Project Compliance	Discussion
Or San Francisco Stormwater Management Ordinance (Public Works Code Article 4.2)	must comply with either LEED® Sustainable Sites Credits 6.1 and 6.2, or with the City's Stormwater Management Ordinance and stormwater design guidelines.	Not Comply	connection with the Rincon Place inter-street connection. The Project will comply with these requirements as required and applicable.
San Francisco Green Building Requirements for water efficient landscaping (San Francisco Building Code, Chapter 13C)	All new commercial buildings greater than 5,000 square feet are required to reduce the amount of potable water used for landscaping by 50%.	<input type="checkbox"/> Project Complies <input checked="" type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does Not Comply	This requirement is not applicable to the Project because the Project does not involve construction of a new building. Rather, the Project involves interior remodeling of the existing structure.
San Francisco Green Building Requirements for water use reduction (San Francisco Building Code, Chapter 13C)	All new commercial buildings greater than 5,000 sf are required to reduce the amount of potable water used by 20%.	<input type="checkbox"/> Project Complies <input checked="" type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does Not Comply	This requirement is not applicable to the Project because the Project does not involve construction of a new building. Rather, the Project involves interior remodeling of the existing structure.
Indoor Water Efficiency (San Francisco Building Code, Chapter 13C sections 13C.5.103.1.2, 13C.4.103.2.2, 13C.303.2.)	<p>If meeting a LEED Standard:</p> <p>Reduce overall use of potable water within the building by a specified percentage – for showerheads, lavatories, kitchen faucets, wash fountains, water closets and urinals.</p> <p>New large commercial and New high rise residential buildings must achieve a 30% reduction.</p> <p>Commercial interior, commercial alteration and residential alteration should archive a 20% reduction below UPC/IPC 2006, et al.</p> <p>If meeting a GreenPoint Rated Standard:</p> <p>Reduce overall use of potable water within the building by 20% for showerheads, lavatories, kitchen</p>	<input checked="" type="checkbox"/> Project Complies <input type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does Not Comply	Project will meet requirement of a 20% reduction below PUC/IPC 2006, et al, and is targeting a 30% or 35% reduction. The Project therefore complies with this requirement.

Regulation	Requirements	Project Compliance	Discussion
	faucets, wash fountains, water closets and urinals.		
San Francisco Water Efficient Irrigation Ordinance	<p>Projects that include 1,000 square feet (sf) or more of new or modified landscape are subject to this ordinance, which requires that landscape projects be installed, constructed, operated, and maintained in accordance with rules adopted by the SFPUC that establish a water budget for outdoor water consumption.</p> <p>Tier 1: 1,000 sf <= project landscape < 2,500 sf</p> <p>Tier 2: Project landscape area is greater than or equal to 2,500 sf. Note; Tier 2 compliance requires the services of landscape professionals.</p> <p>See the SFPUC Web site for information regarding exemptions to this requirement. www.sfwater.org/landscape</p>	<input checked="" type="checkbox"/> Project Complies <input type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does Not Comply	The landscaped Rincon Place inter-street connection is currently planned to be 11,000 SF and will include a landscaped component that will comply with this requirement.
Commercial Water Conservation Ordinance (San Francisco Building Code, Chapter 13A)	<p>Requires all existing commercial properties undergoing tenant improvements to achieve the following minimum standards:</p> <ol style="list-style-type: none"> 1. All showerheads have a maximum flow of 2.5 gallons per minute (gpm) 2. All showers have no more than one showerhead per valve 3. All faucets and faucet aerators have a maximum flow rate of 2.2 gpm 4. All Water Closets (toilets) have a maximum rated water consumption of 1.6 gallons per flush (gpf) 5. All urinals have a maximum flow rate of 1.0 gpf 6. All water leaks have been repaired. 	<input checked="" type="checkbox"/> Project Complies <input type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does Not Comply	The Project will achieve the minimum standards set forth in the Commercial Water Conservation Ordinance (SF Building Code Section 1313A).

Regulation	Requirements	Project Compliance	Discussion
<p>Residential Water Conservation Ordinance (San Francisco Building Code, Housing Code, Chapter 12A)</p>	<p>Requires all residential properties (existing and new), prior to sale, to upgrade to the following minimum standards:</p> <ol style="list-style-type: none"> 1. All showerheads have a maximum flow of 2.5 gallons per minute (gpm) 2. All showers have no more than one showerhead per valve 3. All faucets and faucet aerators have a maximum flow rate of 2.2 gpm 4. All Water Closets (toilets) have a maximum rated water consumption of 1.6 gallons per flush (gpf) 5. All urinals have a maximum flow rate of 1.0 gpf 6. All water leaks have been repaired. <p>Although these requirements apply to existing buildings, compliance must be completed through the Department of Building Inspection, for which a discretionary permit (subject to CEQA) would be issued.</p>	<p><input type="checkbox"/> Project Complies</p> <p><input checked="" type="checkbox"/> Not Applicable</p> <p><input type="checkbox"/> Project Does Not Comply</p>	<p>This requirement is not applicable because the Project does not include residential uses.</p>
<p>Residential Energy Conservation Ordinance (San Francisco Building Code, San Francisco Housing Code, Chapter 12)</p>	<p>Requires all residential properties to provide, prior to sale of property, certain energy and water conservation measures for their buildings: attic insulation; weather-stripping all doors leading from heated to unheated areas; insulating hot water heaters and insulating hot water pipes; installing low-flow showerheads; caulking and sealing any openings or cracks in the building's exterior; insulating accessible heating and cooling ducts; installing low-flow water-tap aerators; and installing or retrofitting toilets to make them low-flush. Apartment buildings and hotels are also required to insulate steam and hot water pipes and tanks, clean and tune their boilers, repair boiler leaks, and install a time-clock on the burner.</p> <p>Although these requirements apply</p>	<p><input type="checkbox"/> Project Complies</p> <p><input checked="" type="checkbox"/> Not Applicable</p> <p><input type="checkbox"/> Project Does Not Comply</p>	<p>This requirement is not applicable because the Project does not include residential uses.</p>

Regulation	Requirements	Project Compliance	Discussion
	to existing buildings, compliance must be completed through the Department of Building Inspection, for which a discretionary permit (subject to CEQA) would be issued.		
Renewable Energy Sector			
San Francisco Green Building Requirements for renewable energy (San Francisco Building Code, Chapter 13C)	As of 2012, all new large commercial buildings are required to either generate 1% of energy on-site with renewables, or purchase renewable energy credits pursuant to LEED® Energy and Atmosphere Credits 2 or 6, or achieve an additional 10% beyond Title 24 2008. Credit 2 requires providing at least 2.5% of the buildings energy use from on-site renewable sources. Credit 6 requires providing at least 35% of the building's electricity from renewable energy contracts.	<input type="checkbox"/> Project Complies <input checked="" type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does Not Comply	Project involves remodeling of an existing structure and does not involve the construction of a new commercial building. This requirement is not applicable.
Waste Reduction Sector			
Mandatory Recycling and Composting Ordinance (San Francisco Environment Code, Chapter 19) and San Francisco Green Building Requirements for solid waste (San Francisco Building Code, Chapter 13C)	All persons in San Francisco are required to separate their refuse into recyclables, compostables and trash, and place each type of refuse in a separate container designated for disposal of that type of refuse. Pursuant to Section 1304C.0.4 of the Green Building Ordinance, all new construction, renovation and alterations subject to the ordinance are required to provide recycling, composting and trash storage, collection, and loading that is convenient for all users of the building.	<input checked="" type="checkbox"/> Project Complies <input type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does Not Comply	The Project would comply with the San Francisco Green Building Requirements by providing a Recycling/Composting Room (600 SF +/-), Trash Storage/Collection Room (700 SF +/-), and loading convenient to all users of the building.
San Francisco Green Building Requirements for construction and demolition debris recycling (San	Projects proposing demolition are required to divert at least 75% of the project's construction and demolition debris to recycling.	<input checked="" type="checkbox"/> Project Complies <input type="checkbox"/> Not Applicable	The project sponsor would comply with the San Francisco Green Building Requirements for construction debris recycling during proposed renovations as applicable and required.

Regulation	Requirements	Project Compliance	Discussion
Francisco Building Code, Chapter 13C)		<input type="checkbox"/> Project Does Not Comply	
San Francisco Construction and Demolition Debris Recovery Ordinance (San Francisco Environment Code, Chapter 14)	Requires that a person conducting full demolition of an existing structure to submit a waste diversion plan to the Director of the Environment which provides for a minimum of 65% diversion from landfill of construction and demolition debris, including materials source separated for reuse or recycling.	<input type="checkbox"/> Project Complies <input checked="" type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does Not Comply	Project does not involve demolition of an existing structure. This requirement is not applicable
Environment/Conservation Sector			
Street Tree Planting Requirements for New Construction (San Francisco Planning Code Section 138.1)	Planning Code Section 138.1 requires new construction, significant alterations or relocation of buildings within many of San Francisco's zoning districts to plant one 24-inch box tree for every 20 feet along the property street frontage.	<input checked="" type="checkbox"/> Project Complies <input type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does Not Comply	The project sponsor will plant street trees on Harrison Street consistent with both Section 138.1 of the Planning Code and the Rincon Hill Streetscape Plan. Additionally, streetscape improvements on Maine and Beale Streets, including the planting of street trees, will be implemented by the 201 Folsom Street residential project pursuant to SF Planning Commission Motion No. 16647.
Light Pollution Reduction (San Francisco Building Code, Chapter 13C5.106.8)	For nonresidential projects, comply with lighting power requirements in CA Energy Code, CCR Part 6. Requires that lighting be contained within each source. No more than .01 horizontal lumen footcandles 15 feet beyond site, or meet LEED credit SSc8.	<input checked="" type="checkbox"/> Project Complies <input type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does Not Comply	The Project will comply with the lighting power reduction requirements in the California Energy Code, CCR, Part 6.
Construction Site Runoff Pollution Prevention for New Construction (San Francisco Building Code, Chapter 13C)	<p>Construction Site Runoff Pollution Prevention requirements depend upon project size, occupancy, and the location in areas served by combined or separate sewer systems.</p> <p>Projects meeting a LEED® standard must prepare an erosion and sediment control plan (LEED® prerequisite SSP1).</p>	<input checked="" type="checkbox"/> Project Complies <input type="checkbox"/> Not Applicable <input type="checkbox"/> Project Does Not Comply	The Project will implement construction activity pollution prevention and site run-off controls as applicable and required.

Regulation	Requirements	Project Compliance	Discussion
	<p>Other local requirements may apply regardless of whether or not LEED® is applied such as a stormwater soil loss prevention plan or a Stormwater Pollution Prevention Plan (SWPPP).</p> <p>See the SFPUC Web site for more information: www.sfwater.org/CleanWater</p>		
<p>Enhanced Refrigerant Management (San Francisco Building Code, Chapter 13C.5.508.1.2)</p>	<p>All new large commercial buildings must not install equipment that contains chlorofluorocarbons (CFCs) or halons.</p>	<p><input type="checkbox"/> Project Complies</p> <p><input checked="" type="checkbox"/> Not Applicable</p> <p><input type="checkbox"/> Project Does Not Comply</p>	<p>This requirement is not applicable to the Project because the Project does not involve the construction of a new building but rather interior remodeling of an existing building.</p>
<p>Low-emitting Adhesives, Sealants, and Caulks (San Francisco Building Code, Chapters 13C.5.103.1.9, 13C.5.103.4.2, 13C.5.103.3.2, 13C.5.103.2.2, 13C.504.2.1)</p>	<p>If meeting a LEED Standard:</p> <p>Adhesives and sealants (VOCs) must meet SCAQMD Rule 1168 and aerosol adhesives must meet Green Seal standard GS-36.</p> <p>(Not applicable for New High Rise residential)</p> <p>If meeting a GreenPoint Rated Standard:</p> <p>Adhesives and sealants (VOCs) must meet SCAQMD Rule 1168.</p>	<p><input checked="" type="checkbox"/> Project Complies</p> <p><input type="checkbox"/> Not Applicable</p> <p><input type="checkbox"/> Project Does Not Comply</p>	<p>The Project will meet the Adhesives and Sealants Requirement and LEED IEQ credit 4.1 by using low-emitting materials.</p>
<p>Low-emitting materials (San Francisco Building Code, Chapters 13C.4.103.2.2,</p>	<p>For Small and Medium-sized Residential Buildings - Effective January 1, 2011 meet GreenPoint Rated designation with a minimum of 75 points.</p> <p>For New High-Rise Residential Buildings - Effective January 1, 2011 meet LEED Silver Rating or GreenPoint Rated designation with a minimum of 75 points.</p> <p>For Alterations to residential buildings submit documentation</p>	<p><input type="checkbox"/> Project Complies</p> <p><input checked="" type="checkbox"/> Not Applicable</p> <p><input type="checkbox"/> Project Does Not Comply</p>	<p>This requirement is not applicable because the Project does not involve a residential building.</p>

Regulation	Requirements	Project Compliance	Discussion
	<p>regarding the use of low-emitting materials.</p> <p>If meeting a LEED Standard:</p> <p>For adhesives and sealants (LEED credit EQ4.1), paints and coatings (LEED credit EQ4.2), and carpet systems (LEED credit EQ4.3), where applicable.</p> <p>If meeting a GreenPoint Rated Standard:</p> <p>Meet the GreenPoint Rated Multifamily New Home Measures for low-emitting adhesives and sealants, paints and coatings, and carpet systems,</p>		
<p>Low-emitting Paints and Coatings (San Francisco Building Code, Chapters 13C.5.103.1.9, 13C.5.103.4.2, 13C.5.103.3.2, 13C.5.103.2.2, 13C.504.2.2 through 2.4)</p>	<p>If meeting a LEED Standard:</p> <p>Architectural paints and coatings must meet Green Seal standard GS-11, anti-corrosive paints meet GC-03, and other coatings meet SCAQMD Rule 1113.</p> <p>(Not applicable for New High Rise residential)</p> <p>If meeting a GreenPoint Rated Standard:</p> <p>Interior wall and ceiling paints must meet <50 grams per liter VOCs regardless of sheen. VOC Coatings must meet SCAQMD Rule 1113.</p>	<p><input checked="" type="checkbox"/> Project Complies</p> <p><input type="checkbox"/> Not Applicable</p> <p><input type="checkbox"/> Project Does Not Comply</p>	<p>The Project will meet the Low-Emitting Paints and Coasting Requirements of the SF Building Code and LEED IEQ credit 4.2 by utilizing low-emitting materials.</p>
<p>Low-emitting Flooring, including carpet (San Francisco Building Code, Chapters 13C.5.103.1.9, 13C.5.103.4.2, 13C.5.103.3.2, 13C.5.103.2.2, 13C.504.3 and 13C.4.504.4)</p>	<p>If meeting a LEED Standard:</p> <p>Hard surface flooring (vinyl, linoleum, laminate, wood, ceramic, and/or rubber) must be Resilient Floor Covering Institute FloorScore certified; carpet must meet the Carpet and Rug Institute (CRI) Green Label Plus; Carpet cushion must meet CRI Green Label; carpet adhesive must meet LEED EQc4.1.</p>	<p><input checked="" type="checkbox"/> Project Complies</p> <p><input type="checkbox"/> Not Applicable</p> <p><input type="checkbox"/> Project Does Not Comply</p>	<p>The Project will meet the Flooring Requirements of the SF Building Code and LEED IEQ credit 4.3 by utilizing low emitting materials.</p>

Regulation	Requirements	Project Compliance	Discussion
	<p>(Not applicable for New High Rise residential)</p> <p>If meeting a GreenPoint Rated Standard:</p> <p>All carpet systems, carpet cushions, carpet adhesives, and at least 50% of resilient flooring must be low-emitting.</p>		
<p>Low-emitting Composite Wood (San Francisco Building Code, Chapters 13C.5.103.1.9, 13C.5.103.4.2, 13C.5.103.3.2, 13C.5.103.2.2 and 13C.4.504.5)</p>	<p>If meeting a LEED Standard:</p> <p>Composite wood and agrifiber must not contain added urea-formaldehyde resins and must meet applicable CARB Air Toxics Control Measure.</p> <p>If meeting a GreenPoint Rated Standard:</p> <p>Must meet applicable CARB Air Toxics Control Measure formaldehyde limits for composite wood.</p>	<p><input checked="" type="checkbox"/> Project Complies</p> <p><input type="checkbox"/> Not Applicable</p> <p><input type="checkbox"/> Project Does Not Comply</p>	<p>The Project will meet the Low-Emitting Composite Wood Requirement of the SF Building Code and LEED IEQ credit 4.4 by utilizing low-emitting materials.</p>
<p>Wood Burning Fireplace Ordinance (San Francisco Building Code, Chapter 31, Section 3102.8)</p>	<p>Bans the installation of wood burning fire places except for the following:</p> <ul style="list-style-type: none"> • Pellet-fueled wood heater • EPA approved wood heater • Wood heater approved by the Northern Sonoma Air Pollution Control District 	<p><input type="checkbox"/> Project Complies</p> <p><input checked="" type="checkbox"/> Not Applicable</p> <p><input type="checkbox"/> Project Does Not Comply</p>	<p>The Project does not involve the installation of any wood burning fireplaces. This requirement is not applicable.</p>
<p>Regulation of Diesel Backup Generators (San Francisco Health Code, Article 30)</p>	<p>Requires (among other things):</p> <ul style="list-style-type: none"> • All diesel generators to be registered with the Department of Public Health • All new diesel generators must be equipped with the best available air emissions control technology. 	<p><input checked="" type="checkbox"/> Project Complies</p> <p><input type="checkbox"/> Not Applicable</p> <p><input type="checkbox"/> Project Does Not Comply</p>	<p>The Project will remove one of the building's two existing diesel back-up generators and replace it with a new smaller generator. This new generator will be equipped with air emissions control technology and will be registered under Article 30 of the San Francisco Health Code. The remaining diesel back-up generator is registered under Article 30 of the San Francisco Health Code.</p>

Date: July 25, 2012
W.I. 9130

ABSTRACT

BAHA Resolution No. 7

This resolution certifies the Certificate of Determination that the 390 Main Project is categorically exempt from review under CEQA. The resolution also authorizes BAHA staff to file a notice of exemption for the project with the County Clerk of the County of San Francisco.

Discussion of this action is contained in the Executive Director's Memorandum to BAHA dated July 18, 2012.

Date: July 25, 2012
W.I.: 1542

Re: Certifying California Environmental Quality Act (CEQA) Categorical Exemption for the 390 Main Street Project and Authorizing Staff to File a Notice of Exemption for the Project

BAY AREA HEADQUARTERS AUTHORITY
RESOLUTION No. 7

WHEREAS, the Metropolitan Transportation Commission (“MTC”) and the Bay Area Toll Authority (“BATA”) have executed a joint exercise of powers agreement dated September 28, 2011 which creates and establishes the Bay Area Headquarters Authority (“BAHA”) for the purpose of acquiring and developing a regional agency headquarters office facility at 390 Main Street in San Francisco, California; and

WHEREAS, BAHA is the lead agency under CEQA for the 390 Main Street Project (“Project”); and

WHEREAS, the Executive Director, upon the advice of staff and outside counsel, has determined that the Project is categorically exempt from CEQA under State CEQA Guideline Section 15301 (Class 1) as the Project involves the operation, repair or minor alteration of an existing structure with no expansion of use and is also exempt under State CEQA Guideline Section 15332 (Class 32) as the Project is an in-fill development project; and

WHEREAS, the Executive Director has caused a Certificate of Determination to be prepared that explains the reason why the Project qualifies for a Class 1 and Class 32 Categorical Exemption. Such Certificate of Determination is attached as Attachment A; now therefore, be it

RESOLVED, by BAHA, based upon its review and consideration of the Certificate of Determination, that it concurs with the Executive Director’s determination and hereby certifies the Certificate of Determination that the Project is categorically exempt from review under CEQA; and be it further

RESOLVED, that BAHA authorizes the Executive Director or his designee to file a Notice of Exemption with the County Clerk of the County of San Francisco within five (5) days of the adoption of this Resolution; and be it further

RESOLVED, that this Resolution shall take effect from and after its adoption.

BAY AREA HEADQUARTERS AUTHORITY

Adrienne J. Tissier, Chair

The above resolution was entered into by the Bay Area Headquarters Authority at a regular meeting of BAHA held in Oakland, California, on July 25, 2012.

Attachment A

Certificate of Determination Exemption from Environmental Review

Project Title: Bay Area Headquarters
Address: 390 Main Street, San Francisco, CA 94105
Zoning: RH-DTR (Rincon Hill Downtown Residential)
Block/Lot: San Francisco Assessor's Block 3746, Lot 2
Lot Size: 75,713 square feet
Project Sponsor: Bay Area Headquarters Authority
Staff Contact: Stephen Wolf- (510) 817-5968; swolf@mtc.ca.gov

PROJECT DESCRIPTION:

The project site is located in the Rincon Hill area of downtown San Francisco on the southern half of the block bound by Harrison, Beale, Folsom and Main Streets. The project site contains an 8-story approximately 510,000 gross square foot building that contains approximately 324,800 gross square feet of vacant federal governmental agency office space and approximately 185,200 gross square feet of other vacant federal governmental uses, including United States Post Office distribution space. The Bay Area Headquarters Authority (BAHA) proposes to convert the existing building into a headquarters facility for several Bay Area regional governmental agencies, including the Metropolitan Transportation Commission, the Bay Area Toll Authority, and the Bay Area Air Quality Management District¹, plus leased commercial office space. No horizontal or vertical additions to the building are proposed. The project would include approximately 445,000 gross square feet of office space (including agency conference, meeting and library space), 7,000 square feet of retail space, 31,600 gross square feet of parking for 100 parking spaces, 2,000 gross square feet of bicycle parking space for 70 bicycles, and 1,700 square feet of loading space.

EXEMPT STATUS:

Categorical Exemption, Class 1 and Class 32 (State CEQA Guidelines Sections 15301 and 15332)

REMARKS:

See next page

DETERMINATION:

I do hereby certify that the above determination has been made pursuant to State of California requirements.

Steve Heminger, Executive Director

Date

¹ Additional governmental agencies that may occupy space at this headquarters facility include the Bay Conservation and Development Commission and the Association of Bay Area Governments.

PROJECT DESCRIPTION (CONTINUED):

Existing Conditions. The project site (San Francisco Assessor's Block 3746, Lot 2) is located in the Rincon Hill area of downtown San Francisco on the southern half of the block bound by Harrison, Beale, Folsom and Main Streets. The site is 75,713 square feet in size and is located in the RH-DTR (Rincon Hill Downtown Residential) zoning district and 85-150-R and 85-200-R height and bulk districts. The project site contains an 8-story approximately 510,000 gross square foot building that contains approximately 324,800 square feet of vacant federal governmental agency office space and approximately 185,200 square feet of other vacant federal governmental uses, including United States Post Office distribution space. The building was mostly vacated by United States government agencies in 2009 and was acquired by BAHA in 2011.

Proposed Project. BAHA proposes to convert the existing building into a headquarters facility for several Bay Area regional governmental agencies, including the Metropolitan Transportation Commission, the Bay Area Toll Authority, and the Bay Area Air Quality Management District, plus leased commercial office space (the "project"). No horizontal or vertical additions to the building are proposed, and an atrium would be inserted on certain floors of the building, which would reduce the floor area of the building. The project would include approximately 292,000 gross square feet of agency office space (including agency conference, meeting and library space), 153,000 square feet of leased commercial office space (for a total of 445,000 square feet of office space), 7,000 square feet of retail space, 31,600 gross square feet of parking for approximately 100 vehicles, 2,000 gross square feet of bicycle parking space (for 70 bicycle parking spaces), and 1,700 square feet of loading space, for a total of approximately 4487,200 square feet, as summarized in Table 1.

Table 1 – Project Summary Table

	EXISTING USES	EXISTING USES TO BE RETAINED	NET NEW CONSTRUCTION AND/OR ADDITION	PROJECT TOTALS:
APPROXIMATE GROSS SQUARE FOOTAGE (GSF)				
Retail	0	0	7,000	7,000
Office	324,743	324,743	120,257	445,000
Industrial/PDR <i>Production, Distribution & Repair</i>	185,200	0	0	0
Parking	0	0	31,600 (vehicle) 2,000 (bicycle)	31,600 (vehicle) 2,000 (bicycle)
Other (Loading)	0	0	1,700 (Loading)	1,700 (Loading)
TOTAL GSF	509,943	324,743	162,557	487,300

Modification to the building would include upgraded utilities, vertical circulation and restroom systems, partitions for office occupancy, the creation of an atrium to bring light into the interior of the building (thereby reducing the floor area of the building), storefront systems replacing the loading bay doors on Beale Street and on the north side of the building, and a new main pedestrian entry on Beale Street. Because an existing tenant occupies the top floor of the building, interior remodeling work on that floor would likely not occur until termination of the current lease in 2015. Other exterior alterations would be minimal, including repainting of the building and new fenestration at select locations. The project would widen the Harrison Street sidewalk to 12 feet in width, plant street trees on Harrison Street and implement other streetscape improvements on Harrison Street set forth in the San Francisco Rincon Hill Streetscape Plan (November 2011 draft). Sidewalk widening and streetscape improvements on Main and Beale Streets adjacent to the project would be implemented by the 201 Folsom Street residential project (approved for construction on the north half of the subject block) pursuant to San Francisco Planning Commission Motion No. 16647 and during construction of the 201 Folsom project, which may occur at a somewhat later date than the project.

Some excavation under the existing building will be required for installation of new foundation systems. Approximately 1,650 cubic yards or 5,500 square feet of soil will be disturbed in connection with such excavation.

Required Approvals. The project requires an allocation of office space pursuant to Sections 320-322 of the San Francisco Planning Code². Because the additional office space is for regional governmental agencies, the allocation would be subject to administrative approval by the San Francisco Planning Department, pursuant to Planning Code Section 321(a)(2)(C). The project also requires building permits to be issued by the San Francisco Department of Building Inspection.

Project Construction. Project construction (except for the top floor interior improvements and the Beale and Main Street sidewalk widening and landscaping, which would occur at later dates) would take approximately 15 months. Due to the limited scope and duration of the project, there would only be a small number of truck trips to deliver materials and haul away construction debris with a de minimis amount of associated emissions. The project would utilize a combination of diesel- and propane-fueled as well as electric equipment during construction. The diesel-fueled equipment will operate using USEPA Tier 2 engines with the implementation of California Air Resources Board Level 3 Verified Diesel Emission Control Strategy in the form of diesel particulate filters (DPFs).³ This diesel-fueled equipment would include skid steer loaders, air compressors, excavators, tractors/loaders, backhoes, trenchers, paving equipment, bore/drill rigs, and cranes. The propane-fueled and electric equipment would include aerial lifts, concrete/industrial saws, forklifts and pressure washers.⁴

The project would involve limited site work to widen sidewalks and install landscape improvements. Additionally, excavation of approximately 1,650 cubic yards of soil for new foundation systems would be required. If cultural resources are discovered during such excavation, BAHA will halt all work within 100 feet of the discovery and shall not resume such work until a professional archaeologist has evaluated the materials and offered recommendations for further action, which BAHA shall implement. Additionally, if human remains are discovered on-site during such excavation, BAHA will cease such activity in the vicinity of the remains, close off the area and contact the county coroner. Thereafter, BAHA will not commence any further disturbance until the coroner has made a determination of origin and disposition.

REMARKS

Class 1 Existing Facilities Exemption. California Environmental Quality Act (CEQA) State Guidelines Section 15301, or Class 1, provides an exemption from environmental review for the operation, repair, or minor alteration of existing public or private structures involving negligible or no expansion of use. The project qualifies for a Class 1 categorical exemption because it is the operation, alteration and reuse of an existing structure involving negligible expansion of use.

² All references hereafter to the "Planning Code" refer to the Planning Code of the City and County of San Francisco.

³ ENVIRON International Corporation, *Project and Cumulative Health Risk Assessment, 390 Main Street Project, San Francisco, CA*, June 2012, p. 7 & Appendix B.

⁴ *Ibid*, Appendix A.

Class 32 In-Fill Development Exemption. BAHA also evaluated the project under California Environmental Quality Act (CEQA) State Guidelines Section 15332, or Class 32, which provides an exemption from environmental review for in-fill development projects that meet the following conditions:

- a) *The project is consistent with applicable general plan designations and policies as well as with applicable zoning designations.*

General Plan: The San Francisco General Plan, which provides general policies and objectives to guide land use decision, contains some policies that relate to physical environmental issues. The project would not conflict with any such policy. The project site is located within the Rincon Hill Area Plan element of the San Francisco General Plan, which seeks to transform a formerly industrial area to a mixed-use neighborhood, including high-rise residential construction. Objective 1.4 of the Rincon Hill Area Plan is to “Allow existing industrial, service and office uses to remain.”

Zoning: The project site is located within the Rincon Hill Downtown Residential (RH-DTR) zoning district. Office and retail uses are principally permitted within the RH-DTR zoning district. In newly constructed buildings, the RH-DTR zoning requires a ratio of six square feet of residential development for every one square foot of commercial uses, but this minimum ratio of residential to commercial uses does not apply to the continued use of existing commercial buildings.

Parking, Loading and Bicycle Parking: Per section 151.1 of the Planning Code, the proposed project is not required to provide any minimum amount of off-street parking and a maximum of seven percent (7%) of the square footage of other commercial uses in the building is allowed to be devoted to off-street parking. The 100 proposed parking spaces would occupy approximately 31,600 square feet, which is less than 7% of the gross square footage of the commercial uses in the building. Carshare parking is not required in existing buildings, pursuant to Section 166.

Per section 152.2 of the Planning Code, the proposed project is not required to provide any minimum amount of off-street loading spaces and a maximum of 4 loading spaces is allowed. The project proposes 2 off-street loading spaces, and thus complies with Section 152.2.

Planning Code Sections 155.4 and 155.3 require bicycle parking and employee lockers and showers only in new commercial buildings or during the renovation of existing buildings that involve an enlargement of the building. Accordingly, no bicycle parking or employee lockers and showers are required. Nonetheless, the project proposes 70 secure employee bicycle parking spaces, 8 lockers and showers, and not less than 10 visitor bicycle parking spaces.

Open Space: No buildings setbacks are required by the Planning Code. Planning Code Section 135.3 requires 1 square foot of open space for every 50 square feet of new office space and 1 square foot of open space for every 250 square feet of new retail space. The project proposes 120,000 gross square

feet of new office space and 7,000 gross square feet of new retail space; thus, 2,430 square feet of open space is required. The project provides approximately 11,000 square feet of open space in the mid-block mews running between Main and Beale Streets on the north side of the building.

- b) *The development occurs within city limits on a site of less than five acres surrounded by urban uses.*

The 75,713 square foot (approximately 1.74 acre) project site is located within a fully developed area of San Francisco. The surrounding area is densely developed with residential, commercial, industrial and retail uses. The proposed project would involve reuse of an existing building; therefore, the proposed project would be properly characterized as in-fill development completely surrounded by urban uses.

- c) *The project site has no habitat for endangered, rare or threatened species.*

The subject property is an existing office and distribution building located within a densely developed urban area. The project site does not currently support any vegetation or habitat for endangered, rare, or threatened species. The design of the new fenestration on the exterior of the building would be subject to San Francisco's Standards for Bird Safe Buildings (Planning Code Section 139) to assure the building is not a hazard to birds.

- d) *Approval of the project would not result in any significant effects relating to traffic, noise, air quality, or water quality.*

Traffic. The project site is located on the north side of Harrison Street between Main and Beale Streets. Harrison Street serves as a major access route to the Bay Bridge at the First and Harrison Street on-ramp and is thus heavily traveled particularly during the p.m. peak period when back-ups from the bridge on-ramps spill onto City streets. Main Street also provides access to the Bay Bridge on-ramps via Harrison Street. Beale Street, which does not have an intersection with Harrison Street (rather, Harrison Street bridges over Beale Street) provides access only to a carpool on-ramp to the Bay Bridge and accordingly is less congested in the p.m. peak period.

As summarized in Table 1, the proposed project would rehabilitate 324,800 square feet of existing office uses, would replace approximately 185,200 square feet of existing on-site distribution and other governmental uses, including the vehicular functions associated with mail distribution, with 142,900 square feet of office uses, 7,000 square feet of convenience retail uses, and 35,300 square feet of parking, loading and bicycle parking space. Trip generation rates for office and distribution uses are similar; thus, the change in use from distribution to office would not trigger any change in trip generation, and the reduction in floor area of the building devoted to office and distribution uses, as well as the elimination of the vehicular functions associated with mail distribution, would tend to reduce daily

person trips and vehicular trips. The retail space would result in 52 net new peak hour person-trips, distributed among various modes of travel. Accordingly, daily and peak hour vehicle trips would not be expected to increase.

Traffic congestion in the vicinity is primarily associated with vehicles queuing on City streets as they approach the Bay Bridge on-ramps at Harrison/First Street and Harrison/Essex Street during the p.m. peak period. 17 intersections in the vicinity, including the intersection of Harrison/Main Streets, were analyzed in the Rincon Hill Plan Final EIR (City and County of San Francisco 2005). 62 intersections in the vicinity, including the intersection of Harrison/Main Streets, were analyzed in the Transit District Plan Final EIR (City and County of San Francisco 2012) (the Transit District is one block north of the project site).

The Rincon Hill Final EIR (“RH-FEIR”) anticipated that growth resulting from the Plan-related zoning changes could result in significant impacts on traffic, in that the level of service at 6 of the 17 studied study intersections would deteriorate to unacceptable levels in 2020 with implementation of the plan, and 7 intersections would deteriorate to unacceptable levels in the cumulative condition.⁵ The RH-FEIR determined that these impacts were significant and unavoidable in that no feasible mitigation measures were identified to lessen the impacts to less than significant except for impacts at the intersection of Spear and Folsom Streets. Even with mitigation, therefore, it was anticipated that the significant adverse impacts at certain local intersections, including the Harrison/Main Street intersection, could not be fully mitigated. Thus these impacts were found to be significant and unavoidable, and a Statement of Overriding Considerations with CEQA Findings was adopted by the City and County of San Francisco as part of the Rincon Hill Area Plan approval on April 21, 2005. The traffic mitigation measures identified in the FEIR are not applicable to the proposed project because City agencies and not the sponsors of individual private development projects are responsible for the implementation of these measures.

The Transit District Final EIR (“TD-FEIR”) anticipates that growth resulting from that Plan’s related zoning changes could result in significant impacts on traffic, in that the level of service at 49 of 62 intersections would operate at LOS E or F in the p.m. peak hour.⁶ The DEIR determined that most of these impacts are significant and unavoidable in that no feasible mitigation measures are identified to lessen the impacts to less than significant, and a Statement of Overriding Considerations with CEQA Findings was adopted by the City and County of San Francisco as part of the Transit District Plan approval on May 24, 2012. The traffic mitigation measures identified in the TD-FEIR are not applicable to the proposed project

⁵ Rincon Hill Plan Final EIR (San Francisco Planning Department, Case No. 2000.1081E), at 128.

⁶ Transit Center District Plan Final EIR (San Francisco Planning Department, Case Nos. 2007.0558E and 2008.0789E), certified May 24, 2012, p. 287.

because it is outside the plan area and City agencies and not the sponsors of individual private development projects are responsible for the implementation of these measures.

Because vehicle trips associated with the project are not expected to increase from prior operations, the traffic associated with the project is part of the background existing conditions analyzed in the Rincon Hill Plan FEIR and the Transit District Plan FEIR and would not contribute to the significant and unavoidable impacts associated with implementation of the Rincon Hill Area Plan or the Transit District Plan.

Emergency Access. Existing emergency access to the project site would be provided from Beale, Main and Harrison Streets. The proposed project would not eliminate any travel lanes, interfere with existing traffic circulation or cause major traffic hazards, nor have a significant effect on traffic-related hazards or emergency access provisions. The proposed project would be required to meet the standards contained in the San Francisco Building and Fire Codes, and the San Francisco Building and Fire Departments would review the final building plans to ensure sufficient access and safety. Therefore, the project would not result in impacts on emergency access conditions.

Traffic Hazards. The proposed project does not include any design features that would substantially increase traffic hazards (e.g., creating a new sharp curve or dangerous intersections). The proposed project would include closing 6 existing loading docks along Beale Street, which would lessen conflicts between pedestrian and bicyclists and trucks accessing the loading docks. The project sponsor proposes 100 new parking spaces in a two level garage (depending on whether valet operations are used). The upper level of the garage on Level 2, containing 30 to 50 parking spaces, would be accessed via an existing vehicle entrance on Harrison Street west of Main Street. A maximum of 50 cars could exit or enter the project site via Harrison Street during peak periods. This increase would not result in a substantial traffic increase relative to the existing capacity of Harrison Street and the surrounding street system. The north curb lane of Harrison Street is generally free-flowing because that lane does not provide access to the Bay Bridge, such that vehicles entering and exiting the garage would not be expected to result in significant conflicts with traffic traveling westward on Harrison Street. An existing loading dock at southwest corner of the project on Beale Street near where Harrison Street bridges over Beale Street would be converted to a parking entrance and exit from the lower level of the garage on Level 1, containing 50 parking spaces. Beale Street is generally free flowing in both directions at this location, and the location of a garage entrance at this location would not adversely affect traffic flow along Beale Street.

Transit Access. Because the floor area of the building is being reduced, the project is not expected to generate daily transit trips in excess of those associated with the prior office and distribution uses. The project site is well served by transit. It is within 4 blocks of the Embarcadero BART/MUNI Metro Station, within one block of the temporary Transbay Terminal, within three blocks of the permanent location of the Transbay Terminal, within three blocks of the Embarcadero/Folsom MUNI Metro boarding platform, within

six blocks of the San Francisco Ferry Terminal, and within eight blocks of the Caltrain Station at Fourth and Townsend Streets.

Bicycle and Pedestrian Access. The project would include 70 Class 1 bicycle parking spaces that would be located near the corner of Harrison and Main Streets and be accessed from Harrison Street for employee bicycle parking. The project would also include at least 10 Class 2 visitor bicycle parking spaces near the Beale Street pedestrian entrance for visitor bicycle parking. The project site is within three blocks of Bicycle Routes #5 on the Embarcadero, #30 on Folsom and Howard Streets, and #11 on Second Street. Thus, the project will accommodate both employees and visitors accessing the site by bicycle.

Pedestrians would access the project site via Beale Street. In compliance with the Rincon Hill Streetscape Plan (San Francisco Planning Department, November 2011), the project would widen the Harrison Street sidewalk from 8 feet to 12 feet and construct corner bulb-outs at the corner of Harrison and Main Streets. The 201 Folsom Street residential project, approved for construction on the same block as the project, is obligated to widen the Main Street and Beale Street sidewalks adjacent to the project site to 28 feet in width and install open space improvements in the widened sidewalks. A mid-block pedestrian passage would also be constructed between the project and the 201 Folsom project to provide a mid-block connection between Main and Beale Streets. These widened sidewalks on all streets surrounding the project and mid-block passage would provide sufficient sidewalk capacity to accommodate pedestrians traveling to and from the project and would improve pedestrian conditions over current conditions.

Loading. The project site currently contains 21 loading spaces on the ground floor along Beale Street and along the north façade of the building associated with the prior postal distribution use. The project would reduce the number of loading spaces to 2 loading spaces to serve the proposed office and retail uses, accessed via an existing curb cut along Beale Street to the south of the main pedestrian entrance.

Parking. A total of 100 off-street parking spaces for employees and visitors are proposed; parking would occupy 31,600 square feet on the ground floor and second floor along Harrison Street, which represents less than 7 percent of the other commercial uses in the project. The project site's zoning – RH DTR – does not require parking and permits a maximum of 7 percent of the commercial floor area of the building to be devoted to off-street parking, such that more than the amount of parking proposed is not permitted.

Parking supply is not part of the permanent physical environment and therefore, changes in parking conditions are not environmental impacts as defined by CEQA. Parking conditions are not static, as parking supply and demand varies from day to day, from day to night, from month to month, etc. Hence,

the availability of parking spaces (or lack thereof) is not a permanent physical condition, but changes over time as people change their modes and patterns of travel.

Parking deficits are considered to be social effects, rather than impacts on the physical environment as defined by CEQA. Under CEQA, a project's social impacts need not be treated as significant impacts on the environment. Environmental documents should, however, address the secondary physical impacts that could be triggered by a social impact (CEQA Guidelines § 15131(a)). The social inconvenience of parking deficits, such as having to hunt for scarce parking spaces, is not an environmental impact, but there may be secondary physical environmental impacts, such as increased traffic congestion at intersections, air quality impacts, safety impacts, or noise impacts caused by congestion. However, the absence of a ready supply of parking spaces, combined with available alternatives to auto travel in downtown San Francisco (e.g., transit service, taxis, bicycles or travel by foot) and a relatively dense pattern of urban development, induces many drivers to seek and find alternative parking facilities, shift to other modes of travel, or change their overall travel habits.

Moreover, the secondary effects of drivers searching for parking is typically offset by a reduction in vehicle trips due to others who are aware of constrained parking conditions in a given area. Hence, any, secondary environmental impacts which may result from a shortfall in parking in the vicinity of the proposed project would be minor.

Construction Impacts. The proposed project would be constructed over a period anticipated to last approximately 15 months. Construction activities would include daily vehicle trips generated by the arrival and departure of construction workers. In addition, trucks would haul debris away from the site and haul assembly materials to the site. Beale, Main and Harrison Streets would be used to access the site to haul building materials. It is not anticipated that construction of the proposed project would require any permanent lane closures.

Throughout the construction period, there would be a flow of construction-related trucks into and out of the site. The project sponsor and construction contractor(s) would meet with the Traffic Engineering Division of the City and County of San Francisco Department of Parking and Traffic (DPT), the Fire Department, Muni's Street Operations and Special Events Office, and other City agencies to determine feasible traffic modifications to reduce traffic congestion and other potential traffic disruption and pedestrian circulation effects during construction of the project. The impact of construction truck traffic would be a temporary lessening of the capacities of local streets due to the slower movement and larger turning radii of trucks, which may affect both traffic and transit operations. Construction workers who drive to the site could cause a temporary parking demand, and the project applicant would make efforts to accommodate construction worker parking. Therefore, it is anticipated that construction workers would be accommodated without substantially affecting area wide parking conditions. The impacts of

construction on parking and traffic would be limited in scope and temporary in duration, and would not be significant.

In conclusion, no significant transportation impacts are anticipated to occur as a result of the proposed project.

Noise

The Rincon Hill FEIR identified potential conflicts related to residences and other noise-sensitive uses in proximity to the Bay Bridge and other heavily traveled streets creating significant traffic noise. The project does not contain sensitive receptor land uses, such that those conflicts would not be present.

An approximate doubling of traffic volumes in the project area would be necessary to produce an increase in ambient noise levels noticeable to most people. The proposed reuse of existing office space and change in use from distribution to office would not double traffic volumes and would not be expected to change noise condition on the site and in the surrounding area.

The proposed project involves exterior and interior alterations, and conversion of uses. Project construction would not involve pile driving and would primarily occur within the existing building. Construction noise is regulated by the San Francisco Noise Ordinance (Article 29 of the San Francisco Police Code). The Noise Ordinance requires that construction work be conducted in the following manner: (1) noise levels of construction equipment, other than impact tools, must not exceed 80 dBA at a distance of 100 feet from the source (the equipment generating the noise); (2) impact tools must have intake and exhaust mufflers that are approved by the Director of the Department of Public Works (DPW) to best accomplish maximum noise reduction; and (3) if the noise from the construction work would exceed the ambient noise levels at the site property line by 5 dBA, the work must not be conducted between 8:00 p.m. and 7:00 a.m., unless the Director of DPW authorizes a special permit for conducting the work during that period.

The San Francisco Department of Building Inspection (DBI) is responsible for enforcing the Noise Ordinance for private construction projects during normal business hours (8:00 a.m. to 5:00 p.m.). The Police Department is responsible for enforcing the Noise Ordinance during all other hours. Nonetheless, during the construction period for the proposed project of approximately 15 months, occupants of the nearby properties could be disturbed by construction noise and possibly vibration. There may be times when noise could interfere with indoor activities in nearby residences and other businesses near the project site and may be considered an annoyance by occupants of nearby properties. The increase in noise in the project area during project construction would not be considered a significant impact of the proposed project, because the construction noise would be temporary (12 months), intermittent, and

restricted in occurrence and level, as the contractor would be obliged to comply with the City's Noise Ordinance.

In conclusion, noise impacts would be less than significant.

Air Quality

As part of the environmental review for the project, a Project and Cumulative Health Risk Assessment (HRA) was prepared for the 390 Main building by ENVIRON International Corporation (ENVIRON) dated June 2012. The HRA evaluated air quality impacts from both the construction and operation of the project on a project specific and cumulative basis. To meet the objectives of the Bay Area Air Quality Management District's (BAAQMD's) recommendations (BAAQMD 2011b), the HRA was conducted consistent with the following guidance:

- Air Toxics Hot Spots Program Risk Assessment Guidelines (California Environmental Protection Agency [Cal/EPA] 2003),
- May 2011 & May 2012 BAAQMD CEQA Guidelines (BAAQMD 2011a, 2012a),
- May 2011 & May 2012 BAAQMD Recommended Methods for Screening and Modeling Local Risks and Hazards (BAAQMD 2011b, 2012b),
- California Air Pollution Control Officer's Association (CAPCOA) *Health Risk Assessment for Proposed Land Use Projects* (CAPCOA 2009)

Air Quality During Project Operations. Air quality impacts from the proposed project were analyzed based on the BAAQMD's 2010 CEQA Air Quality Guidelines ("BAAQMD CEQA Guidelines") and thresholds of significance.⁷ The BAAQMD's thresholds of significance for health risk impacts are an increase in lifetime cancer risk of 10 chances in one million, an increase in the non-cancer, chronic or acute, hazard index greater than 1.0, and an increase in the annual average concentration of PM_{2.5} in excess of 0.3 micrograms per cubic meter ($\mu\text{g}/\text{m}^3$).⁸ Despite the 2011 BAAQMD thresholds of significance no longer serving as generally applicable measures of a project's significant air quality impacts, as a conservative approach to the project, the HRA nonetheless evaluated the project's air quality impacts against these thresholds.

The proposed project would rehabilitate the existing office uses and convert distribution uses to office and retail uses. This change of use would allow for the development of uses that may result in fewer

⁷ BAAQMD, *California Environmental Quality Act Air Quality Guidelines*, updated May 2011. Available at <http://www.baaqmd.gov/Divisions/Planning-and-Research/CEQA-GUIDELINES.aspx>.

⁸ As a result of the March 5, 2012 judgment by the Alameda County Superior Court in *California Building Industry Association v. BAAQMD* that BAAQMD failed to comply with CEQA when it adopted the 2011 thresholds, BAAQMD is no longer recommending that these thresholds be used as a generally applicable measure of a project's significant air quality impacts and rather leaves it up to the lead agency for a project to determine appropriate air quality thresholds of significance.

operational air quality impacts compared to existing conditions on site: office and retail uses would be less likely to use heavy equipment or manufacturing processes that emit air pollutants than the distribution uses currently on site. The proposed project would not introduce new sensitive receptors (e.g., residents) to the project site and would remove one of the two standby diesel generators currently existing at the site, replacing it with a new smaller generator.⁹ Emissions from the proposed project's diesel back-up generator were calculated according to the emissions standards for an engine of its size and assuming operation at United States Environmental Protection Agency Tier 2 level. The criteria pollutant emissions associated with the project operation were determined to be below the BAAQMD CEQA thresholds.¹⁰ In addition, the HRA determined that for the long term operational sources on site such as the project generator, the estimated cancer risk and chronic non-cancer hazard quotient would be below the BAAQMD CEQA Guidelines thresholds of 10 in one million and 1.0, respectively.

Air Quality During Project Construction. The San Francisco Board of Supervisors has approved a series of amendments to the San Francisco Building and Health Codes, generally referred to as the Construction Dust Control Ordinance (Ordinance 176-08, effective July 30, 2008). The intent of the Ordinance is to reduce the quantity of dust generated during site preparation, demolition, and construction work in order to protect the health of the general public and of on-site workers, minimize public nuisance complaints, and to avoid orders to stop work by the Department of Building Inspection (DBI). These regulations and procedures ensure that potential dust-related air quality impacts would be reduced to less-than-significant levels. Since the project would be required to comply with the Construction Dust Control Ordinance, the project would not result in a significant impact related to construction air quality.

The BAAQMD thresholds for construction-related Criteria Air Pollutant (CAPs) and precursors as set forth in the BAAQMD CEQA Guidelines are: average daily ROG, PM_{2.5}, and NO_x emissions greater than 54 lb/day; and average daily PM₁₀ emissions greater than 82 lb/day. The CAPs associated with project construction—average daily incremental ROG (0.5 lb/day), PM₁₀ (0.2 lb/day), PM_{2.5} (0.2 lb/day) and NO_x (30.5 lb/day)—are thus below the BAAQMD thresholds.¹¹

The BAAQMD thresholds for construction-related risks and hazards, as set forth above, are: an increase in lifetime cancer risk of 10 chances in one million, an increase in the non-cancer, chronic or acute, hazard index greater than 1.0, and an increase in the annual average concentration of PM_{2.5} in excess of 0.3 micrograms per cubic meter. As set forth in the HRA the project's construction-related risks and

⁹ Alternatively, the project sponsor may retain and reuse both existing generators at the project site following completion of the project.

¹⁰ ENVIRON International Corporation, *Project and Cumulative Health Risk Assessment, 390 Main Street Project, San Francisco, CA*, June 2012, Table 6.

¹¹ *Ibid*, Table 6.

hazards would not exceed the BAAQMD thresholds for an individual source.¹² In all cases, the estimated chronic noncancer HQ is below the BAAQMD CEQA threshold of 1.0; the estimated lifetime excess cancer risk is below the BAAQMD CEQA threshold of 10 in one million; and in all cases, the estimated PM_{2.5} concentration for the project is below the BAAQMD CEQA threshold of 0.3 µg/m³.¹³

Though emissions from the proposed project could combine with concurrent construction emissions associated with other projects in the San Francisco Bay Area Air Basin, the proposed project would not exceed the project-level criteria air pollutant thresholds and would therefore not result in a considerable contribution to cumulative criteria air pollutant emissions.¹⁴

The BAAQMD thresholds for cumulative risks and hazards as set forth in the BAAQMD CEQA Guidelines are as follows: an excess lifetime cancer risk level of more than 100 in one million; a chronic noncancer HI greater than 10; and an incremental increase in the annual average PM_{2.5} of greater than 0.8 µg/m³. The estimated cumulative cancer risk at the project's maximally exposed individual sensitive receptor (MEISR) is 85 in one million, which is below the BAAQMD CEQA threshold of 100 and the chronic noncancer HI at the project's MEISR is 0.02 which is below the BAAQMD CEQA threshold of 10.¹⁵ However, primarily due to the project site's proximity to the I-80 freeway and diesel generators associated with nearby data centers, the proposed project and nearby sources together have an estimated PM_{2.5} concentration of 0.9 µg/m³, which is above the BAAQMD CEQA Threshold of 0.8 µg/m³.¹⁶

While the project itself would contribute less than 10 percent of the cumulative risks and hazards and is well below the project-level thresholds, the project sponsor has incorporated feasible construction design features into the project to reduce emissions including the installation of diesel particulate filters (DPFs) on all construction equipment. Incorporation of these design features would result in an approximately 85% percent reduction in project construction-related diesel exhaust emissions, and associated health impacts, as compared with a similar project without these construction emissions reduction measures.¹⁷

Finally, in the BAAQMD CEQA Guidelines, a cumulative analysis of all toxic air contaminant (TAC) emissions sources within 1,000 feet of the project boundary is required to be evaluated at the MEISR's for the project. Because the proposed project would not result in a substantial increase in TACs and because the project would include design features that would further reduce TAC emissions during project construction, the proposed project would not contribute considerably to a cumulative health risk impact on nearby sensitive receptors.

¹² *Ibid*, p. 19.

¹³ *Ibid*, p. 18.

¹⁴ *Ibid*, p. 19.

¹⁵ *Ibid*, p. 20.

¹⁶ *Ibid*.

¹⁷ *Ibid*.

In conclusion, the project's air quality impacts would be less than significant.

Greenhouse Gas Emissions

Environmental and Regulatory Setting. Gases that trap heat in the atmosphere are referred to as greenhouse gases (GHGs) because they capture heat radiated from the sun as it is reflected back into the atmosphere, much like a greenhouse does. The accumulation of GHGs has been implicated as the driving force for global climate change. The primary GHGs are carbon dioxide, methane, nitrous oxide, ozone, and water vapor.

BAAQMD is the primary agency responsible for air quality regulation in the nine county San Francisco Bay Area Air Basin (SFBAAB). As part of their role in air quality regulation, BAAQMD has prepared the CEQA air quality guidelines to assist lead agencies in evaluating air quality impacts of projects and plans proposed in the SFBAAB. The guidelines provide procedures for evaluating potential air quality impacts during the environmental review process consistent with CEQA requirements. On June 2, 2010, BAAQMD adopted new and revised CEQA air quality thresholds of significance and issued revised guidelines that supersede the 1999 air quality guidelines. The *2010 CEQA Air Quality Guidelines* provide for the first time CEQA thresholds of significance for greenhouse gas emissions. OPR's amendments to the CEQA Guidelines as well as BAAQMD's *2010 CEQA Air Quality Guidelines* and thresholds of significance have been incorporated into this analysis accordingly.

Project Greenhouse Gas Emissions. The most common GHGs resulting from human activity are CO₂, CH₄, and N₂O.¹⁸ State law defines GHGs to also include hydrofluorocarbons, perfluorocarbons, and sulfur hexafluoride. These latter GHG compounds are usually emitted in industrial processes, and therefore are not applicable to the proposed project. Individual projects contribute to the cumulative effects of climate change by directly or indirectly emitting GHGs during construction and operational phases. Direct operational emissions include GHG emissions from new vehicle trips and area sources (natural gas combustion). Indirect emissions include emissions from electricity providers, energy required to pump, treat, and convey water, and emissions associated with landfill operations.

The proposed project would not increase on-site activity. Additionally, the proposed project would not result in long-term increases in GHGs as a result of increased vehicle trips (mobile sources) or associated with energy use, water use and wastewater treatment, and solid waste disposal; however, project construction activities would result in a small increase in GHG emissions.

¹⁸ Governor's Office of Planning and Research. *Technical Advisory-CEQA and Climate Change: Addressing Climate Change through California Environmental Quality Act (CEQA) Review*. June 19, 2008. Available at: opr.ca.gov/docs/june08-ceqa.pdf Accessed May 3, 2012.

As discussed above, the BAAQMD has adopted CEQA thresholds of significance for projects that emit GHGs, one of which is a determination of whether the proposed project is consistent with a Qualified Greenhouse Gas Reduction Strategy, as defined in the *2010 CEQA Air Quality Guidelines*. On August 12, 2010, the San Francisco Planning Department submitted a draft of the City and County of San Francisco's *Strategies to Address Greenhouse Gas Emissions* to the BAAQMD.¹⁹ This document presents a comprehensive assessment of policies, programs, and ordinances that collectively represent San Francisco's Qualified Greenhouse Gas Reduction Strategy in compliance with the BAAQMD's *2010 CEQA Air Quality Guidelines* and thresholds of significance.

Based on the BAAQMD's *2010 CEQA Air Quality Guidelines*, projects that are consistent with San Francisco's *Strategies to Address Greenhouse Gas Emissions* would result in a less than significant impact with respect to GHG emissions. Furthermore, because San Francisco's strategy is consistent with AB 32 goals, projects that are consistent with San Francisco's strategy would also not conflict with the State's plan for reducing GHG emissions. As discussed in San Francisco's *Strategies to Address Greenhouse Gas Emissions*, new development and renovations/alterations for private projects and municipal projects are required to comply with San Francisco's ordinances that reduce greenhouse gas emissions. Applicable requirements are shown in Table 2.

Table 2 – Greenhouse Gas-related Regulations Applicable to the Proposed Project

Regulation	Requirements
Commuter Benefits Ordinance (San Francisco Environment Code, Section 421)	All employers of 20 or more employees must provide at least one of the following benefit programs: 1. A Pre-Tax Election consistent with 26 U.S.C. § 132(f), allowing employees to elect to exclude from taxable wages and compensation, employee commuting costs incurred for transit passes or vanpool charges, or (2) Employer Paid Benefit whereby the employer supplies a transit pass for the public transit system requested by each Covered Employee or reimbursement for equivalent vanpool charges at least equal in value to the purchase price of the appropriate benefit, or (3) Employer Provided Transit furnished by the employer at no cost to the employee in a vanpool or bus, or similar multi-passenger vehicle operated by or for the employer.
Emergency Ride Home Program	All persons employed in San Francisco are eligible for the emergency ride home program.
Transit Impact Development Fee (San Francisco Administrative Code, Chapter 38)	Establishes fees for all commercial developments. Fees are paid to the SFMTA to improve local transit services.
San Francisco Green Building Requirements (San Francisco Building Code, Chapter 13C.106.5 and 13C.5.106.5)	Requires New Large Commercial projects, New High-rise Residential projects and Commercial Interior projects to provide designated parking for low-emitting, fuel efficient, and carpool/van pool vehicles. Mark 8% of parking stalls for such vehicles.

¹⁹ San Francisco Planning Department. *Strategies to Address Greenhouse Gas Emissions in San Francisco*. 2010. Available at: <http://www.sfplanning.org/index.aspx?page=2627>.

<p>Parking requirements for San Francisco's Mixed-Use zoning districts (San Francisco Planning Code Section 151.1)</p>	<p>The San Francisco Planning Code has established parking maximums for many of San Francisco's Mixed-Use districts.</p>
<p>Commissioning of Building Energy Systems (LEED prerequisite, EAp1)</p>	<p>Requires Fundamental Commissioning for New High-rise Residential, Commercial Interior, Commercial and Residential Alteration projects</p>
<p>San Francisco Green Building Requirements for Energy Efficiency (San Francisco Building Code, Chapter 13C)</p>	<p>Commercial buildings greater than 5,000 sf will be required to be a minimum of 14% more energy efficient than Title 24 energy efficiency requirements. As of 2008 large commercial buildings are required to have their energy systems commissioned, and as of 2010, these large buildings are required to provide enhanced commissioning in compliance with LEED® Energy and Atmosphere Credit 3. Mid-sized commercial buildings are required to have their systems commissioned by 2009, with enhanced commissioning as of 2011.</p>
<p>San Francisco Green Building Requirements for Stormwater Management (San Francisco Building Code, Chapter 13C) Or San Francisco Stormwater Management Ordinance (Public Works Code Article 4.2)</p>	<p>Requires all new development or redevelopment disturbing more than 5,000 square feet of ground surface to manage stormwater on-site using low impact design. Projects subject to the Green Building Ordinance Requirements must comply with either LEED® Sustainable Sites Credits 6.1 and 6.2, or with the City's Stormwater Management Ordinance and stormwater design guidelines.</p>
<p>Indoor Water Efficiency (San Francisco Building Code, Chapter 13C sections 13C.5.103.1.2, 13C.4.103.2.2, 13C.303.2.)</p>	<p>If meeting a LEED Standard: Reduce overall use of potable water within the building by a specified percentage – for showerheads, lavatories, kitchen faucets, wash fountains, water closets and urinals. New large commercial and New high rise residential buildings must achieve a 30% reduction. Commercial interior, commercial alternation and residential alteration should achieve a 20% reduction below UPC/IPC 2006, et al. If meeting a GreenPoint Rated Standard: Reduce overall use of potable water within the building by 20% for showerheads, lavatories, kitchen faucets, wash fountains, water closets and urinals.</p>
<p>San Francisco Water Efficient Irrigation Ordinance</p>	<p>Projects that include 1,000 square feet (sf) or more of new or modified landscape are subject to this ordinance, which requires that landscape projects be installed, constructed, operated, and maintained in accordance with rules adopted by the SFPUC that establish a water budget for outdoor water consumption. Tier 1: 1,000 sf <= project landscape < 2,500 sf Tier 2: Project landscape area is greater than or equal to 2,500 sf. Note; Tier 2 compliance requires the services of landscape professionals.</p>
<p>Commercial Water Conservation Ordinance (San Francisco Building Code, Chapter 13A)</p>	<p>Requires all existing commercial properties undergoing tenant improvements to achieve the following minimum standards: <ol style="list-style-type: none"> 1. All showerheads have a maximum flow of 2.5 gallons per minute (gpm) 2. All showers have no more than one showerhead per valve 3. All faucets and faucet aerators have a maximum flow rate of 2.2 gpm 4. All Water Closets (toilets) have a maximum rated water consumption of 1.6 gallons per flush (gpf) 5. All urinals have a maximum flow rate of 1.0 gpf </p>

	6. All water leaks have been repaired.
Mandatory Recycling and Composting Ordinance (San Francisco Environment Code, Chapter 19) and San Francisco Green Building Requirements for solid waste (San Francisco Building Code, Chapter 13C)	All persons in San Francisco are required to separate their refuse into recyclables, compostables and trash, and place each type of refuse in a separate container designated for disposal of that type of refuse. Pursuant to Section 1304C.0.4 of the San Francisco Green Building Ordinance, all new construction, renovation and alterations subject to the ordinance are required to provide recycling, composting and trash storage, collection, and loading that is convenient for all users of the building.
San Francisco Green Building Requirements for construction and demolition debris recycling (San Francisco Building Code, Chapter 13C)	Projects proposing demolition are required to divert at least 75% of the project's construction and demolition debris to recycling.
Street Tree Planting Requirements for New Construction (San Francisco Planning Code Section 138.1)	Planning Code Section 138.1 requires new construction, significant alterations or relocation of buildings within many of San Francisco's zoning districts to plant one 24-inch box tree for every 20 feet along the property street frontage.
Light Pollution Reduction (San Francisco Building Code, Chapter 13C5.106.8)	For nonresidential projects, comply with lighting power requirements in CA Energy Code, CCR Part 6. Requires that lighting be contained within each source. No more than .01 horizontal lumen footcandles 15 feet beyond site, or meet LEED credit SSc8.
Construction Site Runoff Pollution Prevention for New Construction (San Francisco Building Code, Chapter 13C)	Construction Site Runoff Pollution Prevention requirements depend upon project size, occupancy, and the location in areas served by combined or separate sewer systems. Projects meeting a LEED® standard must prepare an erosion and sediment control plan (LEED® prerequisite SSP1). Other local requirements may apply regardless of whether or not LEED® is applied such as a stormwater soil loss prevention plan or a Stormwater Pollution Prevention Plan (SWPPP). See the SFPUC Web site for more information: www.sfwater.org/CleanWater
Low-emitting Adhesives, Sealants, and Caulks (San Francisco Building Code, Chapters 13C.5.103.1.9, 13C.5.103.4.2, 13C.5.103.3.2, 13C.5.103.2.2, 13C.504.2.1)	If meeting a LEED Standard: Adhesives and sealants (VOCs) must meet SCAQMD Rule 1168 and aerosol adhesives must meet Green Seal standard GS-36. (Not applicable for New High Rise residential) If meeting a GreenPoint Rated Standard: Adhesives and sealants (VOCs) must meet SCAQMD Rule 1168.
Low-emitting Paints and Coatings (San Francisco Building Code, Chapters 13C.5.103.1.9, 13C.5.103.4.2, 13C.5.103.3.2, 13C.5.103.2.2 13C.504.2.2 through 2.4)	If meeting a LEED Standard: Architectural paints and coatings must meet Green Seal standard GS-11, anti-corrosive paints meet GC-03, and other coatings meet SCAQMD Rule 1113. (Not applicable for New High Rise residential) If meeting a GreenPoint Rated Standard: Interior wall and ceiling paints must meet <50 grams per liter VOCs regardless of sheen. VOC Coatings must meet SCAQMD Rule 1113.
Low-emitting Flooring, including carpet (San Francisco Building Code, Chapters 13C.5.103.1.9, 13C.5.103.4.2, 13C.5.103.3.2,	If meeting a LEED Standard: Hard surface flooring (vinyl, linoleum, laminate, wood, ceramic, and/or rubber) must be Resilient Floor Covering Institute FloorScore certified; carpet must meet the Carpet and Rug Institute (CRI) Green Label Plus; Carpet cushion must meet CRI Green Label; carpet adhesive must meet LEED EQc4.1.

<p>13C.5.103.2.2, 13C.504.3 and 13C.4.504.4)</p>	<p>If meeting a GreenPoint Rated Standard: All carpet systems, carpet cushions, carpet adhesives, and at least 50% of resilient flooring must be low-emitting.</p>
<p>Low-emitting Composite Wood (San Francisco Building Code, Chapters 13C.5.103.1.9, 13C.5.103.4.2, 13C.5.103.3.2, 13C.5.103.2.2 and 13C.4.504.5)</p>	<p>If meeting a LEED Standard: Composite wood and agrifiber must not contain added urea-formaldehyde resins and must meet applicable CARB Air Toxics Control Measure. If meeting a GreenPoint Rated Standard: Must meet applicable CARB Air Toxics Control Measure formaldehyde limits for composite wood.</p>
<p>Regulation of Diesel Backup Generators (San Francisco Health Code, Article 30)</p>	<p>Requires (among other things):</p> <ul style="list-style-type: none"> • All diesel generators to be registered with the Department of Public Health • All new diesel generators must be equipped with the best available air emissions control technology.

The proposed project would comply with the regulations cited in Table 2, and is consistent with San Francisco’s *Strategies to Address Greenhouse Gas Emissions*. Therefore, the proposed project would result in a less-than-significant impact with respect to GHG emissions.

The proposed project would replace existing on-site distribution uses with office and retail uses. Distribution and office uses are assumed to generate the same transportation rates. Therefore, during project operation, the change of use would not generate additional vehicle trips, and the project would not contribute to the cumulative effects of climate change by emitting GHG emissions during its operational phase. In addition, indirect emissions, such as from electricity providers, energy required to pump, treat, and convey water, and emissions associated with landfill operations, would not increase because the proposed change in use would not be likely to add new workers to the project site. The proposed project would contribute to the cumulative effects of climate change by emitting GHGs during construction, which is estimated to last 15 months. The proposed project would not result in any significant impacts related to GHG emissions. In addition, the proposed project would not conflict with any applicable plan, policy, or regulation adopted for the purpose of reducing emissions of GHGs.

Water Quality: The proposed project would not generate wastewater or result in discharges that would have the potential to degrade water quality or contaminate a public water supply. Project-related wastewater and storm water would flow to the San Francisco’s combined sewer system and would be treated to standards contained in the City’s National Pollutant Discharge Elimination System (NPDES) Permit for the Southeast Water Pollution Control Plant prior to discharge. Therefore, the proposed project would not result in significant water quality impacts.

e) *The site can be adequately served by all required utilities and public services.*

The project site is located in a dense urban area where all public services and facilities are available; no expansion of public services or utilities would be required.

Other Environmental Concerns

Historical and Cultural Resources

In evaluating whether the proposed project would be exempt from environmental review under CEQA, BAHA must first determine whether the building located at 390 Main Street is a historical resource as defined by CEQA. The City and County of San Francisco designated eight historic buildings in the Rincon Hill Plan Area; 390 Main Street is not one of the eight designated historic buildings. The building is also not a City landmark and is not located within a local, state or nationally designated historic district.

As part of the environmental review for the Project, a Historic Resource Evaluation (HRE) was prepared for the 390 Main building by Historical Research Associates, Inc.²⁰ The HRE concluded that the 390 Main Street building, constructed in 1942 as one of three Naval Supply Depots in the immediate area and later used as a United States Postal Service facility, is not eligible for the National Register of Historic Places (NRHP), the California Register of Historical Resources (CRHR) and/or as a San Francisco Landmark.²¹

The 390 Main Street building is not known to be associated with any person significant in the past nor is it associated with any important architectural style or craftsman. Additionally, although the building retains integrity of location, it lacks integrity of setting, feeling, and association as the neighborhood and the building's use and association to buildings around it have all changed greatly since its initial construction in 1942.²² Additionally, the building's integrity of design, materials and workmanship have been compromised by numerous and extensive changes made to its fenestration, entryway arrangements, and interior as well as the loss of a sky bridge and the blocking off of a tunnel that once connected the fifth floor of the building and the basement to the building across Main Street.²³ Also missing from the building's exterior is the concrete eagle and globe symbol of the United States Marine Corps that once hung over the Main Street entrance door. Accordingly, because of the building's lack of significance under any national, state or local criteria, the building is not an individual historic resource and implementation of the project would not cause any adverse impacts to an historic resource.

²⁰ Historical Research Associates, Inc., Cultural Resources Report for CEQA Compliance, 390 Main Street.

²¹ *Ibid*, p. 24.

²² *Ibid*.

²³ *Ibid*.

The proposed project would also not result in an impact to off-site historic resources. None of the eight historic resources identified in the Rincon Hill Plan is within one block of the project, and there is no designated or potential historic district in the vicinity. The HRE identified three recorded historic resources near the Project Site: (i) the Folsom Street Warehouse at 353-355 Folsom Street; (ii) the Sailor's Union of the Pacific building to the northeast at 450 Harrison Street; and (iii) the Brandenstein Building, which occupies 76-98 First Street.²⁴ However, none of these buildings are located within one block vicinity of the project.

Archaeological Resources

Although some excavation under the existing building will be required for installation of new foundation systems, other exterior alterations to the building will be limited to repainting of the building and new fenestration at select locations. Accordingly, ground disturbance work at the Project Site will be minimal and will not involve any subsurface disturbance. Nonetheless, if cultural resources and/or human remains are discovered during ground-disturbance activities at the Project Site, BAHA will immediately halt such work in the vicinity of the discovery. Such work will not resume until a coroner or professional archaeologist, meeting the Secretary of Interior's Standards and Guidelines, as the case may be, has evaluated the materials and offered recommendations for further action, which BAHA shall implement.

Accordingly, potential impacts to cultural, historic or archeological resources are less than significant.

Hazardous Materials

A Phase I Environmental Site Assessment (ESA) was prepared for the project site.²⁵ The Phase I ESA reviews and summarizes previous environmental documents prepared for other sites in close proximity to the project site, lists current and past operations, reviews environmental agency databases and records, reports site reconnaissance observations, and discusses potential contamination issues. The Phase 1 concluded that historic contamination of soil and groundwater in the surrounding area have been mitigated by the excavation and removal of the source underground storage tanks (USTs) and impacted soils. The remedial action has been completed and the property has been given a Remedial Action Completion Certificate and "no further action related to the petroleum release(s) at the site is required."²⁶ There was no indication that any impacted soil or groundwater remains beneath or adjacent

²⁴ *Ibid*, p. 5.

²⁵ Eras Environmental, Inc., *Phase I Environmental Site Assessment, 390 Main Street*, November 11, 2009.

²⁶ Rajiv Bhatia, MD, MPH, San Francisco Department of Public Health, *Remedial Action Completion Certificate, 390 Main Street*, December 1, 2008.

to the property. Two backup electrical generators with integral fuel tanks and batteries are located in two rooms near the north side of the ground floor of the building and are operated with current permits and with no indication of leaks or spills. One of these generators and integral fuel tanks and batteries will be retained in place following completion of the project and the other will be removed.²⁷

The project site is within an area of San Francisco subject to the “Maher Ordinance” (Art. 10 of the San Francisco Public Works Code) because it is bayward of the historic high tide line. The Maher Ordinance is legislation that requires an investigation of hazardous wastes in soil at construction sites as a prerequisite for certain building requirements. The Maher Ordinance protects the safety of the city’s workers, residents, and occupants from hazardous waste contamination. The Maher Ordinance imposes three major requirements on proposed developments:

- A site history report to describe past site uses;
- A soil analysis report that evaluates results of chemical tests; and
- A site mitigation report if the soil is contaminated.

The reports are submitted to the Department of Public Works (DPW) and Department of Public Health (DPH). San Francisco Health Code Article 20 regulations take effect at the time of the building permit application for projects located on filled land requiring excavation. The Article 20 investigation is required if:

- More than 50 cubic yards of soil are to be disturbed; and
- The project site is bayward of the historic high tide line (i.e., in an area of Bay fill), as designated on an official city map; or
- The site is at any other location in the city designated for investigation by the Director of the DPW.

Parcels qualifying under the third condition are places where the Director has reason to believe hazardous wastes are present, such as sites listed by a public agency, or sites known to have leaking underground storage tanks.

Because installation of foundation systems under the existing building require disturbance of more than 50 cubic yards of soil, the project will comply with the requirements of the Maher Ordinance to avoid any significant impact associated with the excavation, handling and disposal of potentially hazardous soils.

²⁷ Alternatively, the project sponsor may retain both existing generators at the project site following completion of the project.

Building Asbestos. An Asbestos Survey Report was prepared for the project site.²⁸ It concluded that most of the interior building materials are not asbestos containing materials (ACM) and that most ACM that may previously have existed has been removed by prior remodeling activities. Approximately 6,500 square feet of ACM flooring remains in the building (out of a total of over 500,000 square feet of flooring), which will be properly removed and disposed of by the project. Section 19827.5 of the California Health and Safety Code, adopted January 1, 1991, requires that local agencies not issue demolition or alteration permits until an applicant has demonstrated compliance with notification requirements under applicable Federal regulations regarding hazardous air pollutants, including asbestos. The BAAQMD is vested by the California legislature with authority to regulate airborne pollutants, including asbestos, through both inspection and law enforcement, and is to be notified ten days in advance of any proposed demolition or abatement work.

Notification includes the names and addresses of operations and persons responsible; description and location of the structure to be demolished/altered including size, age and prior use, and the approximate amount of friable asbestos; scheduled starting and completion dates of demolition or abatement; nature of planned work and methods to be employed; procedures to be employed to meet BAAQMD requirements; and the name and location of the waste disposal site to be used. The District randomly inspects asbestos removal operations. In addition, the BAAQMD will inspect any removal operation concerning which a complaint has been received.

The local office of the State Occupational Safety and Health Administration (OSHA) must be notified of asbestos abatement to be carried out. Asbestos abatement contractors must follow state regulations contained in 8CCR1529 and 8CCR341,6 through 341,14 where there is asbestos-related work involving 100 square feet or more of asbestos containing material. Asbestos removal contractors must be certified as such by the Contractors Licensing Board of the State of California. The owner of the property where abatement is to occur must have a Hazardous Waste Generator Number assigned by and registered with the Office of the California Department of Health Services in Sacramento. The contractor and hauler of the material is required to file a Hazardous Waste Manifest which details the hauling of the material from the site and the disposal of it. Pursuant to California law, the Department of Building Inspection (DBI) would not issue the required permit until the applicant has complied with the notice requirements described above.

These regulations and procedures, already established as a part of the permit review process, would ensure that any potential impacts due to asbestos would be reduced to a less-than-significant level.

²⁸ Eras Environmental, Inc., *Asbestos Survey Report, 390 Main Street*, August 19, 2011.

Lead-Based Paint. Because of the age of the existing building it may contain lead-based interior or exterior paint. Demolition or alterations must comply with Chapter 34, Section 3407 of the San Francisco Building Code, Work Practices for Lead-Based Paint on Pre-1979 Buildings and Steel Structures. Where there is any work that may disturb or remove lead paint on any building built on or before December 31, 1978, or any steel structures to which lead-based paint disturbance or removal would occur, and exterior work would disturb more than 100 square feet or 100 linear feet of lead-based paint, Chapter 34 requires specific notification and work standards, and identifies prohibited work methods and penalties.

Chapter 34 contains performance standards, including establishment of containment barriers, at least as effective at protecting human health and the environment as those in the Department of Housing and Urban Development (HUD) Guidelines (the most recent Guidelines for Evaluation and Control of Lead-Based Paint Hazards) and identifies prohibited practices that may not be used in disturbance or removal of lead-based paint. Any person performing work subject to the ordinance shall make all reasonable efforts to prevent migration of work debris beyond containment barriers during the course of the work, and any person performing regulated work shall make all reasonable efforts to remove all visible lead paint contaminants from all regulated areas of the property prior to completion of the work.

The ordinance also includes notification requirements, contents of notice, and requirements for signs. Notification includes notifying bidders for the work of any paint inspection reports verifying the presence or absence of lead-based paint in the regulated area of the proposed project. Prior to commencement of work, the responsible party must provide written notice to the Director of the Department of Building Inspection of the location of the proposed project; the nature and approximate square footage of the painted surface being disturbed and/or removed; anticipated job start and completion dates for the work; whether the responsible party has reason to know or presume that lead-based paint is present; whether the building is residential or nonresidential, owner-occupied or rental property, approximate number of dwelling units, if any; the dates by which the responsible party has or will fulfill any tenant or adjacent property notification requirements; and the name, address, telephone number, and pager number of the party who will perform the work. (Further notice requirements include Sign When Containment is Required, Notice by Landlord, Required Notice to Tenants, Availability of Pamphlet related to protection from lead in the home, Notice by Contractor, Early Commencement of Work [by Owner, Requested by Tenant], and Notice of Lead-Contaminated Dust or Soil, if applicable.) The ordinance contains provisions regarding inspection and sampling for compliance by DBI, and enforcement, and describes penalties for non-compliance with the requirements of the ordinance.

These regulations and procedures established by the San Francisco Building Code would ensure that potential impacts associated with lead-based paint disturbance during construction activities would be reduced to a level of insignificance.

Conclusion

CEQA State Guidelines Section 15332, or Class 32, allows for an exemption of an in-fill development meeting various conditions. As described above, the proposed project is an in-fill development that would have no significant adverse environmental effects and would meet all the various conditions prescribed by Class 32. Accordingly, the proposed project is appropriately exempt from CEQA under Section 15332.

CEQA State Guidelines Section 15300.2 states that a categorical exemption shall not be used for an activity where there is a reasonable possibility that the activity will have a significant effect on the environment due to unusual circumstances. There are no unusual circumstances surrounding the current proposal that would suggest a reasonable possibility of a significant effect. The proposed project would have no significant environmental effects and therefore, is appropriately exempt under Class 32 of the *CEQA Guidelines*.

Date: July 25, 2012
W.I. 9130

ABSTRACT

BAHA Resolution No. 8

This resolution approves the scope of work for the project to renovate, seismically retrofit and occupy the vacant 390 Main Street building in San Francisco.

Discussion of this action is contained in the Executive Director's Memorandum to BAHA dated July 18, 2012.

Date: July 25, 2012
W.I.: 9130

Re: Approval of Project Scope of Work for the Renovation, Seismic Retrofit and Occupancy of 390 Main Street

BAY AREA HEADQUARTERS AUTHORITY
RESOLUTION No. 8

WHEREAS, the Metropolitan Transportation Commission (“MTC”) and the Bay Area Toll Authority (“BATA”) have executed a joint exercise of powers agreement dated September 28, 2011 which creates and establishes the Bay Area Headquarters Authority (“BAHA”) for the purpose of acquiring and developing a regional agency headquarters office facility at 390 Main Street in San Francisco, California; and

WHEREAS, the 390 Main Street office facility project includes renovation and seismic retrofit work of the existing 390 Main Street building and the use of the building for regional agency headquarters office space, leased commercial office space, and other accessory uses, including vehicle and bicycle parking, loading and convenience retail uses (the “390 Main Street Project”); and

WHEREAS, BAHA is the lead agency under the California Environmental Quality Act (“CEQA”) for the 390 Main Street Project; and

WHEREAS, on July 25, 2012, BAHA certified the Executive Director’s Determination that the 390 Main Street Project qualifies for a Class 1 and a Class 32 Categorical Exemption and is therefore exempt from environmental review under CEQA; and

WHEREAS, BAHA must adopt a scope of work for the 390 Main Street Project; now, therefore, be it

RESOLVED, that BAHA approves the 390 Main Street Project, consisting of the scope of work set forth in Attachment A (the “Scope of Work”), and directs the staff of BAHA to implement the 390 Main Street Project in general conformance with the Scope of Work; and be it further

RESOLVED, that this Resolution shall take effect from and after its adoption.

BAY AREA HEADQUARTERS AUTHORITY

Adrienne J. Tissier, Chair

The above resolution was entered into by the Bay Area Headquarters Authority at a regular meeting of BATA held in Oakland, California, on July 25, 2012.

Date: July 25, 2012

W.I.: 9130

Attachment A

BAHA Resolution No. 8

Page 1 of 3

390 Main Street Project Scope of Work

Overview The project site is located in the Rincon Hill area of downtown San Francisco on the southern half of the block bound by Harrison, Beale, Folsom and Main Streets. The project site contains an 8-story approximately 510,000 gross square foot building that contains approximately 324,800 gross square feet of vacant federal governmental agency office space and approximately 185,200 gross square feet of other vacant federal governmental uses, including United States Post Office distribution space. The Bay Area Headquarters Authority (BAHA) proposes to convert the existing building into a headquarters facility for several Bay Area regional governmental agencies, including the Metropolitan Transportation Commission, the Bay Area Toll Authority, and the Bay Area Air Quality Management District¹, plus leased commercial office space. No horizontal or vertical additions to the building are proposed.

Existing Conditions. The project site (San Francisco Assessor's Block 3746, Lot 2) is located in the Rincon Hill area of downtown San Francisco on the southern half of the block bound by Harrison, Beale, Folsom and Main Streets. The site is 75,713 square feet in size and is located in the RH-DTR (Rincon Hill Downtown Residential) zoning district and 85-150-R and 85-200-R height and bulk districts. The project site contains an 8-story approximately 510,000 gross square foot building that contains approximately 324,800 square feet of vacant federal governmental agency office space and approximately 185,200 square feet of other vacant federal governmental uses, including United States Post Office distribution space. The building was vacated by United States government agencies in 2009 and was acquired by BAHA in 2011.

Proposed Project. BAHA proposes to convert the existing building into a headquarters facility for several Bay Area regional governmental agencies, including the Metropolitan Transportation Commission, the Bay Area Toll Authority, and the Bay Area Air Quality Management District, plus leased commercial office space (the "project"). No horizontal or vertical additions to the building are proposed, and an atrium would be inserted into the building, which would reduce the floor area of the building by approximately 19,000 square feet. The project would include approximately 292,000 square feet of agency office space (including agency conference, meeting and library space), 153,000 square feet of leased commercial office space (for a total of 445,000 square feet of office space), 7,000 square feet of retail space, 31,600 gross square feet of parking for as many as 100 vehicles, 2,000 gross square feet of bicycle parking space (for not fewer than 70 bicycle parking spaces), and 1,600 square feet of loading space, for a total of approximately 490,000 square feet, as summarized in Table 1.

¹ Additional governmental agencies that may occupy space at this headquarters facility include the Bay Conservation and Development Commission and the Association of Bay Area Governments.

Table 1 – Project Summary Table

	EXISTING USES	EXISTING USES TO BE RETAINED	NET NEW CONSTRUCTION AND/OR ADDITION	PROJECT TOTALS:
APPROXIMATE GROSS SQUARE FOOTAGE (GSF)				
Retail	0	0	7,000	7,000
Office	324,743	324,743	120,257	445,000
Industrial/PDR <i>Production, Distribution & Repair</i>	185,200	0	0	0
Parking	0	0	31,600 (vehicle) 2,000 (bicycle)	31,600 (vehicle) 2,000 (bicycle)
Other (Loading)	0	0	1,700 (Loading)	1,700 (Loading)
TOTAL GSF	509,943	324,743	162,557	487,300

Modification to the building would include upgraded utilities, vertical circulation and restroom systems, partitions for office occupancy, the creation of an atrium to bring light into the interior of the building (thereby reducing the floor area of the building), storefront systems replacing the loading bay doors on Beale Street and on the north side of the building, and a new main pedestrian entry on Beale Street. Other exterior alterations would be minimal, including repainting of the building and new fenestration at select locations. The project would widen the Harrison Street sidewalk to 12 feet in width, plant street trees on Harrison Street and implement other streetscape improvements on Harrison Street set forth in the San Francisco Rincon Hill Streetscape Plan (November 2011 draft). Sidewalk widening and streetscape improvements on Main and Beale Streets adjacent to the project would be implemented by the 201 Folsom Street residential project (approved for construction on the north half of the subject block) pursuant to San Francisco Planning Commission Motion No. 16647.

Required Approvals. The project requires approval of the scope of work by BAHA and an allocation of office space pursuant to Sections 320-322 of the San Francisco Planning Code. Because the additional office space is for regional governmental agencies, the allocation would be subject to administrative approval by the San Francisco Planning Department, pursuant to Planning Code Section 321(a)(2)(C). The project also requires building permits to be issued by the San Francisco Department of Building Inspection.

Project Construction. Project construction would take approximately 15 months. Due to the limited scope and duration of the project, there would only be a small number of truck trips to deliver materials and haul away construction debris with a de minimis amount of associated emissions. The project would utilize a combination of diesel- and propane-fueled as well as electric equipment during construction. The diesel-fueled equipment will operate using USEPA Tier 2 engines with the implementation of California Air Resources Board Level 3 Verified

Diesel Emission Control Strategy in the form of diesel particulate filters (DPFs). This diesel-fueled equipment would include skid steer loaders, air compressors, excavators, tractors/loaders, backhoes, trenchers, paving equipment, bore/drill rigs, and cranes. The propane-fueled and electric equipment would include aerial lifts, concrete/industrial saws, forklifts and pressure washers.

The project would involve limited site work to widen sidewalks and install landscape improvements. Additionally, excavation of approximately 1,650 cubic yards of soil for new foundation systems would be required. If cultural resources are discovered during such excavation, BAHA will halt all work within 100 feet of the discovery and shall not resume such work until a professional archaeologist has evaluated the materials and offered recommendations for further action, which BAHA shall implement. Additionally, if human remains are discovered on-site during such excavation, BAHA will cease such activity in the vicinity of the remains, close off the area and contact the county coroner. Thereafter, BAHA will not commence any further disturbance until the coroner has made a determination of origin and disposition.