

Case File Number: ER030004, PUD13170, DA13171

January 15, 2014

Location:	Jack London Square Development Project: Sites D at Broadway and F2 at Harrison Street (south of Embarcadero).
Proposal:	Amendment #1 to adopted PUD to include three residential options each for Sites D and F2.
Applicant:	Ellis Partners, Matt Weber: (415) 391-9800
Owner:	JLSV Land, LLC
Planning Permits Required:	Amendment to the Development Agreement, General Plan Amendment, Revision to PUD, Design Review, Possible minor variances for loading and open space conventions; compliance with CEQA.
General Plan:	Site D=Retail, Dining and Entertainment-1; and Site F2=Waterfront Commercial Recreation-1.
Zoning:	C-45 Community Shopping Commercial Zone
Environmental Determination:	Final EIR certified on March 17, 2004 by the Planning Commission; determination of compliance with CEQA is currently underway.
Historic Status:	None for affected sites.
Service Delivery District:	I – Downtown/West Oakland/Harbor
City Council District:	3 – Lynette Gibson McElhaney
Action to be Taken:	Review and comment on proposed GPA
Finality of Decision:	NA
For further information:	Contact case planner Catherine Payne at 510-238-6168 or by e-mail at cpayne@oaklandnet.com

SUMMARY

The purpose of this report is to provide General Plan and Planning Code analysis of a proposed amendment to the Planned Unit Development (PUD) Preliminary Development Permit (PDP) for the Jack London District Development Agreement and Planned Unit Development (case files ER030004, DA13171 and PUD13170). The City of Oakland originally approved the nine-site, multi-phased development project known as “Jack London Square” in 2004. Three sites have been constructed, and the applicant is currently seeking revisions to the entitlements for the remainder of development opportunities in Jack London Square. In summary, the applicant proposes extending the term of the Development Agreement (DA) from 2019 to 2027, eliminating a cap on office space, and adding residential options for two project sites, D and F2. The applicant is specifically requesting consideration of a revision to the PDP to include three residential options for each site (for a total of six residential options). These would be in addition to the currently approved commercial development PDPs for each site. Any approved PDP would require a Final Development Permit (FDP) to be considered by the Planning Commission before receiving any construction-related permits. Of primary importance to the Zoning Update Committee (ZUC), the applicant proposes a General Plan Amendment for both sites to allow the desired residential densities. Staff specifically requests the ZUC to review the proposed changes to the Estuary Policy Plan (EPP) land use classifications for Sites D and F2.

Include site map here.

PROJECT SITE AND SURROUNDING AREA

The Jack London Square project site is a nine-site area located along the Oakland Estuary (at the southern terminus of Broadway) between Clay and Alice Streets. More specifically, Jack London Square project “Site D” is located immediately south of Embarcadero (and the Union Pacific right-of-way) on the west side of Broadway. Surrounding land uses include entertainment, dining and destination retail uses and the Jack London Square Marina to the south. “Site F2” is located immediately south of Embarcadero between Harrison and Alice Streets. Adjacent uses include the “Site F1” commercial building to the west, the Union Pacific right-of-way and “Site G” garage and commercial building and Amtrak passenger train station to the north, residential uses to the east, and a vacant lot (“Site F3”, a planned hotel site) to the south.

PROJECT BACKGROUND

Project History

As briefly mentioned in the Summary Section above, the City of Oakland approved the nine-site, multi-phased development project known as “Jack London Square” in 2004. The project is located on sites located throughout the Jack London District of Oakland, south of Interstate 880, and owned by the Port of Oakland (with the exception of Sites D and F2, which are owned by JLSV Land, LLC). The project was subject to an Environmental Impact Report, Preliminary and Final Development Permits (and appeal), Major Conditional Use Permit (and appeal), Major Variance, Rezone, Development Agreement (and appeal), with final approvals for the land use entitlements granted by the Oakland City Council on June 15, 2004.

The adopted project is an entirely commercial development scheme that supports the retail, entertainment and dining uses in the project area. The project was subject to a high level of design scrutiny in 2004 with a concern for how buildings would relate to the waterfront, to the public spaces in Jack London Square (including the Bay Trail), and to nearby residential uses.

Since 2004, the project proponent has developed three sites: Sites “C”, “G” and “F1”. “Site C” is a commercial building that includes 16,000 square feet of above-ground floor office space and 16,000 square feet of vacant retail, dining and entertainment space on the ground floor. “Site G” includes 1,086 parking spaces (although the site was only required to have 743 spaces), 30,000 square feet of vacant retail space on the ground floor, and a pedestrian bridge connecting the building to Jack London Square over the railroad ROW along Embarcadero. “Site F1” is a six-story building with an approximately 33,000 square-foot footprint, and encompasses a total of 191,000 square feet; there is a restaurant located on the ground floor and mostly occupied office uses on the upper floors.

The approved uses for sites D and F2 are as follows:

- Site D: The approved use is for up to 190,000 square feet of retail and office uses, including a theatre. The approved maximum building height is 150 feet.
- Site F2: The approved use is for up to 149,000 square feet of retail and office uses, and up to 550 parking spaces. The approved maximum building height is 125 feet.

Design Review Committee

The Design Review Committee (DRC) reviewed the project at their regularly scheduled public hearing on December 18, 2013. Comments included the following:

- DRC comments:
 - The DRC supports residential uses in the Jack London area.
 - Design is appropriate and adequate for PDP.
 - DRC should review FDP application, as well.
 - Applicant should provide more information regarding how proposal would meet open space, bicycle parking and recycling requirements.
 - How does the applicant propose resolving the emergency response issue related to the unstaffed fire station at Jack London Square?
 - The DRC supports the GPA request.
 - Both sites should include strong, distinct residential entrances.
 - How do lobbies work? What amenities are included in lobbies? What is the proposed ceiling height? Where are mailboxes and trash located?
 - Highrise is acceptable for Site D, as this is a gateway site and merits an iconic structure.
 - Highrise might be acceptable on Site F2, but should be considered with caution given the risk of setting a negative precedent along the waterfront.
 - What is the design of the promenade between Sites F2 and F3?
 - Design guidelines are adequate.
 - Need more information about and demonstration of connection between buildings and streetscape.
 - Retail uses should be provided on Site D.
 - Ground floor should be 15' floor-to-ceiling on both sites.
 - Site D should have retail on all sides adjacent to public right-of-way.
 - Building on Site D should be set back from property line with generous public plaza/open space at lobby area.
 - Provide more information about streetscape treatment where Broadway meets Embarcadero adjacent to Site D.
 - Request DA extension near end of term of DA and demonstrate conformance with DA at that time.
 - Unit design should include larger living rooms for larger units

- Public comments:
 - High-density residential development in Jack London Square would support planned entertainment and retail uses in currently vacant spaces and would provide safety for residents and visitors, alike.
 - Extending the term of the DA would allow vacant parcels to fester over a longer period of time, and is inconsistent with the original promises of the applicant to provide the approved development under the DA in a timely manner.
 - Elimination of office cap would potentially crowd out planned retail and entertainment uses, making Jack London Square an office district, as opposed to a destination public venue with extensive entertainment and retail options.
 - Highrise buildings are inappropriate on the waterfront. Development should step down to the waterfront. The waterfront should feel open and accessible to the public and highrise development would create a perceived wall along the waterfront.
 - Development on the water side of Embarcadero is generally less than six stories and should remain so. Highrise development would set precedent for large, private development along the waterfront that would inhibit public access and enjoyment of the waterfront.
 - The City should provide extensive opportunities for the public to review the project and should ensure adequate time for public review.
 - The applicant should follow through on their existing commitments. The community supports the approved plan. The community worked hard to achieve the balance represented by the current approval and wants the applicant to respect this commitment.
 - The approved project had a commercial vision (and was entirely commercial uses) that would support the destination retail, dining and entertainment designation of Jack London Square. What is the vision for the current proposal, which includes non-commercial uses?
 - The applicant should provide a grocery store in existing, vacant retail space before requesting to maximize time and development options for yet undeveloped sites/
 - Existing bridge from Site G across Embarcadero should provide a direct access to the ground level for the public.
 - The planned theater in the Site D space continues to be desirable to the community.
 - The proposed development should include publicly accessible uses on the ground floor (such as retail and entertainment uses).
 - Development on both sites should be of signature quality, similar to the sites previously development under the DA (Sites C, G and F1).
 - Any proposed changes to land uses on Sites D and F2 should respect the approved building heights for those sites, and not set a building height precedent along the waterfront.
 - The applicant should provide more architectural detail than just the massing study to ensure high quality design.
 - Any proposed massing should be consistent with and complement the nearby warehouse district scale.

- Decision-makers should only allow one option on each site to provide certainty about what will be developed over time.
- Recent highrise, single use residential development in the neighborhood has not successfully activated the adjacent public right-of-way.
- Any proposal should be consistent with the Estuary Policy Plan.
- The City should undertake a Specific Plan for the Jack London area to ensure land use planning coherence.
- What are the proposed community benefits that would be tied to and/or result from this proposal?
- The proposal needs to maximize the public-private interface.

PROJECT DESCRIPTION

In summary, the proposed project includes three components:

- The extension of the term of the DA from 2019 to 2027;
- Removal of the 355,300 square-foot cap on office space; and
- The inclusion of six residential options for Sites D and F2 (three options for each site, including low-, mid- and high-rise).

More specifically, the proposal includes the following:

	Existing DA/PUD	Proposal	Requirements
Site D	Retail, office (190k sf)	Residential (168,294 sf) (1:1 parking)	Amend PUD, DA and GPA
Site F2	Retail, office, parking (149k sf/550 pkg)	Residential (369,235 sf) (1:1 parking)	Amend PUD, DA and GPA
Site G	Garage (completed)	Allow residential use (to be transferred to Sites D and F2)	Amend PUD and DA
Remove office cap	355,300 sf max	No cap	Amend PUD and DA
DA	Expires 12/31/19	Proposed expiration date: 12/31/27	Amend DA
Overall PUD	291 du (limited to Site G)	Up to 666 du on Sites D and F2 (combined)	Amend PUD and GPA

GENERAL PLAN ANALYSIS

Existing General Plan Land Use Classifications

The Jack London Square Project is located in the Estuary Policy Plan Area of the Oakland General Plan, which was adopted in 1999.

The F2 project site is located in the Waterfront Commercial Recreation 1 (WCR-1) land use classification of the General Plan. The intent of this classification is to “extend public-oriented waterfront activities west from Webster Street to Alice Street, in conjunction with enhanced public access, open space, and recreational opportunities.” (EPP, page 132) With regards to desired character, “Future development in this area should be primarily retail, restaurant, cultural, office, hotel, commercial-recreational, conference, exhibition, performances, shows, parks, and public open spaces, and recreational opportunities with active public-oriented uses on ground floors on streets and adjacent to open space areas.” (EPP, page 132) The average floor area ratio (FAR) over the entire area is 3.0. Residential uses are not included in this land use classification.

Site D is located in the Retail, Dining, Entertainment Phase 1 (RDE-1) land use classification of the General Plan. The intent of this classification is to “intensify and enhance public-oriented uses and activities that strengthen the attractiveness of the area as an active and pedestrian-friendly waterfront destination.” (EPP, page 132) With regards to desired character, “future development in this area should be primarily retail, restaurant, entertainment, marina support, cultural, hotel, upper level offices, parks, and open space with active uses on the ground level of principle streets.” (EPP, page 132) The average FAR over the entire area is 3.5. Residential uses are not included in this land use classification.

Proposed General Plan Land Use Classification

Summary of Proposed General Plan Amendment

	Current GP		Proposed GP	Allowable FAR	Requirements
Site D	RDE-1 (3.5 FAR, no residential)	RDE-2	166.67 du/ac (92 du/666 du*)	7.0 FAR	GPA
Site F2	WCR-1 (3.0 FAR, no residential)	MUD	166.67 du/ac (283 du/666 du*)	5.0 FAR	GPA

*GP density can be applied in an additive manner within a PUD. Therefore, unrealized residential density for Site G (291 du) can be added to build-out for Sites D and F2 sites. The total number of units for the PUD would be 666.

The applicant proposes a General Plan Amendment (GPA) to allow residential uses on both Sites D and F2.

The applicant proposes amending the Site D land use designation to become Retail, Dining, Entertainment Phase 2 (RDE-2). The intent of this classification is to “enhance and intensify Lower Broadway as an active pedestrian-oriented entertainment district that can help to create stronger activity and pedestrian linkages with downtown Oakland, Old Oakland, and Chinatown.” (EPP, page 132) With regards to desired character, “Future development in this area should be primarily retail, restaurant, entertainment, hotel, upper level office, cultural, parks public open space, and any other use that is complementary to active public-oriented ground-

level uses.” (EPP, p. 132) The maximum FAR is 7.0, and the district allows 125 dwelling units per gross acre. In summary, the difference between the RDE-1 and RDE-2 designations is that the latter allows residential uses and emphasizes pedestrian-oriented development with active public-oriented uses on the ground floor.

The applicant proposes amending the Site F2 land use designation to become Mixed Use District (MUD). The intent of his classification is to “Encourage the development of nontraditional higher density housing (work/live, lofts, artist studios) within a context of commercial and light industrial/manufacturing uses.” (EPP, p.133) With regards to desired character, “Future development in this area should be primarily light industrial, warehousing, wholesale, retail, restaurant, office, residential, work/live, loft units, parks, and public open spaces with manufacturing, assembly, and other uses that are compatible with adjacent uses.” (EPP, p. 133) The maximum FAR is 5.0, and the district allows up to 125 dwelling units per gross acre.

ZONING ANALYSIS

Zoning District Analysis

Both Sites D and F2 are currently zoned C-45 Community Shopping Commercial Zone (C-45 zone). The applicant does not propose a rezone. The existing zoning regulations are consistent with the proposed General Plan land use designations and would allow the proposed physical changes to the project (residential options and removal of office cap). The intent of the C-45 zone is to “create, preserve, and enhance areas with a wide range of both retail and wholesale establishments serving both long and short term needs in compact locations oriented toward pedestrian comparison shopping, and is typically appropriate to commercial clusters near intersections of major thoroughfares.” (Oakland Planning Code) The outright permitted residential density is one dwelling unit per 300 square feet of lot area. The maximum FAR is 7.0 (and may be exceeded by 10 percent on any corner lot). In terms of the “Guidelines for Determining Project Conformity with the General Plan and Zoning Regulations” (technically expired but useful for analysis’ sake), the C-45 zone is a “best fit” zone for the proposed General Plan classifications (RDE-2 and MUD, respectively).

“Best Fit” Zoning District Analysis

Site	Current Zone	Proposed GP	Consistency*
Site D	C-45	RDE-2	“Best Fit” zone
Site F2	C-45	MUD	“Best Fit Zone

*Per Guidelines for Determining Project Conformity With the General Plan and Zoning Regulations”, Amended March 15, 2011 and currently expired.

The following table compares the proposed project with the C-45 development standards:

Zoning Criteria	C-45 Development Standards	Site D Proposal	Site F2	Comments

Land Use	Includes permanent residential	Permanent Residential	Permanent Residential	Complies
Density	1 unit /300 s.f. lot area	NA	NA	Density does not apply in Estuary Plan area if GP FAR not exceeded
Front Yard	0'			Complies
Street Side Yard	0'			Complies

Zoning Criteria	C-45 Development Standards	Site D Proposal	Site F2	Comments
Interior Side Yard	0' unless if opposite living room window, then 8' plus 2' additional for each story above ground level			Complies
Courts	Required opposite legally required windows		Courts provided	Complies
Rear Yard	0'			Complies
Building Height	No height limit	17 stories, max	26 stories, max	Complies
Open Space	150 s.f. group/unit (private space reduces requirement by 50%)			To Be Determined
Parking	1 space/residential unit			Complies
Loading	<50 k sf = 0 >50k sf = 1 >200k sf = 2	Based on variant; No information provided	Based on variant; No information provided	To Be Determined
Bicycle Parking	Long-term: 1 per 4 units Short-term: 1 per 20 units	No information provided	No information provided	To Be Determined
Recycling Space	2 cubic feet of space per unit	No information provided	No information provided	To Be Determined

PUD Analysis

The proposed revisions to the PUD include the addition of residential options for Sites D and F2 and the removal of the cap on office uses in the entire PUD area. The PUD allows permitted density and FAR to be applied in an additive manner throughout the PUD area. This means that the available FAR from one PUD site can be added to another site located within the same PUD. The proposed residential options rely on this calculation to maximize the allowable density and FAR for Sites D and F2, as shown below.

Site D

Site D PUD Requirement		Consistency of Site D Proposal	Requirements
Land Use	90k sf Retail/ 59k sf Office/41k sf theater	168,294 sf residential/ 92-666 du	PUD amendment required
FAR	7.0 FAR (168,294 sf/886,723 sf sitewide*)	Complies	Consistent with PUD
Footprint	38k sf	Complies	Consistent with PUD
Height	150 feet	Exceeds	PUD amendment required
Square footage	190k sf	168,294 sf	Consistent with PUD

*FAR can be applied in an additive manner within a PUD. Therefore, unrealized residential FAR for Site G (349,194 sf) can be added to build-out for the Sites D and F2 sites, subject to FDP approval.

Site F2

Site F2 PUD Requirement		Consistency of Site F2 Proposal	Requirements
Land Use	15k sf Retail/ 134k sf Office	168,294 sf residential/283-666 du	PUD amendment required
FAR	5.0 FAR (73,847 sf/886,723 sf sitewide*)	Complies	Consistent with PUD
Footprint	57k sf	Exceeds	PUD amendment required
Height	125 feet	Exceeds	PUD amendment required
Square footage	149k sf	168,294 sf	PUD amendment required
Parking	550 spaces		

*FAR can be applied in an additive manner within a PUD. Therefore, unrealized residential FAR for Site G (349,194) can be added to build-out for the Sites D and F2 sites, subject to FDP approval.

Office Cap

	Existing	Proposed	Requirement	
Office cap	355,300 sf	Unlimited	Requires amendment to PUD	Must comply with FAR and density requirements

CALIFORNIA ENVIRONMENTAL QUALITY ACT

The Planning Commission certified an EIR for the existing PUD and DA on March 17, 2004. The EIR considered an envelope of development or up to 960,700 square feet of commercial uses. The proposed project would develop up to 1,287,700 net new gross square feet of commercial and residential uses (including up to 665 dwelling units not previously proposed and a “Maximum Commercial Scenario” that would develop up to 960,700 net new gsf of commercial uses (similar to the project analyzed in the 2004 EIR).

An Addendum is appropriate when none of the circumstances that require a supplemental or subsequent EIR pursuant to CEQA Guidelines Section 15162 have occurred, specifically:

- There are no substantial changes proposed in the project which would result in new significant environmental effects or a substantial increase in the severity of previously identified significant effects;
- There are no substantial changes with respect to project circumstances which would result in new significant environmental effects or a substantial increase in the severity of previously identified significant effects; and
- There is no new information of substantial importance which would result in new significant environmental effects, a substantial increase in the severity of previously identified significant effects, previously infeasible mitigation measures or alternatives now found to be feasible, or new mitigation measures or alternatives which are considerably different from previous ones that would substantially reduce environmental effects.

Here, based upon preliminary information, the City believes that none of the circumstances described above have occurred since 2004. As a result, the appropriate CEQA documentation would be an Addendum. The Addendum will be filed with future staff reports to the Planning Commission and City Council with a request for further consideration of the application.

ZONING AND RELATED ISSUES

The proposed project is a revision to a Planned Unit Development (PUD) and a Preliminary Development Plan (PDP). Consistent with Planning Code Section 17.140.020, a PDP should show, “streets, driveways, sidewalks and pedestrian ways, and off-street parking and loading areas; location and approximate dimensions of structures; utilization of structures, including activities and the number of living units; estimated population; reservations for public uses, including schools, parks, playgrounds, and other open spaces; major landscaping features; relevant operational data; and drawings and elevations clearly establishing the scale, character, and relationship of buildings, streets, and open spaces.” Architecturally, a PDP is less refined than a Final Development Plan (FDP) and need only include massing models (and not show fenestration and/or finishes, for example).

The JLD applicant has provided massing models and preliminary site planning information for three residential density options for each of Sites D and F2. In addition, the applicant has provided an illustrative depicting what a 20+-story tower on F2 might look like, images of primary building entrances, and images of materials and details that provide a sense of what future buildings might look like (see Attachment A). The massing models are rough and represent only an outer box in which any future development would be located. Plans also indicate a pedestrian promenade between Sites F2 and F3.

Refinement of the massing model and added details would be provided at the time of FDP submittal. At the time of FDP submittal, staff would expect to receive the following design information:

- Schematic building design drawings, showing:
 - Refined massing, indicating distinct features of the proposed building such as (but not limited to) base, middle and top, and actual projections and recesses;
 - Window schedule;
 - Exterior materials details;
 - Location and design of required open space;
- Landscaping plans;
- Public right-of-way and off-site design and details adjacent to development:
 - Design of corner at Broadway and Embarcadero, including special paving and street furnishings;
 - F2 vehicular entry from Embarcadero; and
 - Pedestrian promenade between Sites F2 and F3.

Issues

Staff has identified the following concerns for Design Review Committee consideration:

- **General Plan Land Use Classification:** As noted above, the applicant is requesting a GPA for both proposed development sites. Although the proposed land use classifications would accommodate the proposed residential densities at both development locations, in both cases the submittal does not indicate that the proposal meets the intent of the proposed land use classification:
 - Site D: The applicant proposes amending the Site D land use classification to RDE-2. In part, the intent of this classification is to provide active ground floor uses. The proposed design includes a small space facing Broadway reserved for retail or amenity space. Site D is challenged in terms of its' location adjacent to the railroad right-of-way along Embarcadero (and by an abundance of vacant retail space in the Jack London District). However, staff believes the entire ground floor frontage on Broadway and Embarcadero (excluding vehicular access) should provide visual interest for pedestrians (such as informational storefront windows and lighting or an attractive public art piece lining the garage on the ground floor along Embarcadero). Staff believes that the ground floor frontage need not be specifically retail, but should be visually interesting, well-lit and

inviting. In addition, the proposed retail and/or amenity space should be for public use and not exclusively for residents.

- Site F2: The applicant proposes amending the Site F2 land use classification to MUD. As noted above, the intent of this classification is to support and provide a warehouse/loft feel similar to the neighborhood north-east of the F2 site. The photo images and illustratives provided as part of the application show a possible “look” for the project that has a more corporate, high-end appearance. Staff believes that, although the MUD classification allows the desired density for the Site F2 project, it is intended to protect and preserve the historic warehouse/loft neighborhood to the northeast. In short, the district is not intended for this waterfront location but for the distinct adjacent neighborhood located on the other side of Embarcadero. Staff believes the MUD classification is not a precise fit for the proposed F2 development and that the ZUC should evaluate how important the desired MUD character is for this site should the site be reclassified as MUD and, accordingly, direct the applicant regarding design style.
- **Site Planning:** Although the proposed PDP shows existing streets and indicates that there is to be a pedestrian promenade between Sites F2 and F3, the application does not identify off-site improvements included in the project or define an area of work. At a minimum, staff believes that the application should show the scope of work for off-site improvements and provide a cursory description of the improvements, including:
 - Pedestrian promenade between Sites F2 and F3: indicate location and size of promenade, provide a description of improvements, including furnishings, paving and landscaping improvements;
 - Vehicular access from Embarcadero to Site F2: provide a description of improvements, including furnishings, paving and landscaping improvements; and
 - Site improvements at Broadway at Embarcadero: indicate scope of work for paving, street furniture and gateway improvements.
- **Proposed Land Uses:** Residential development has the potential to complement and even enhance the desired retail and entertainment character of the Jack London District. However, residential uses were not historically envisioned in this area. Residential uses have the risk of conflicting with certain entertainment uses. In addition, the Oakland Fire Department does not have facilities in the Jack London District to service residential and/or highrise uses (Station 2 has been vacant since 2009 and does not have the capacity to respond to a highrise building). The ZUC should discuss and comment on the appropriateness of high-density residential development at these locations.
- **Building Design:** As noted above, the application is for a PDP and, as such, has minimal design information about the proposed development. That said, the massing models are very boxy and unrefined, and raise concerns about the potential for future design issues. The applicant has submitted design guidelines intended to control the design of the FDP. However, staff believes the DRC should comment on the massing models, as follows:
 - Organization of building in terms of massing: Although there are successful, large buildings that do not rely on sophisticated massing and articulation for their

design quality, those buildings rely on distinctive proportions, sophisticated organization of patterns and rhythm in building features and extremely high-quality materials to create visual harmony and interest. The massing models do not have enough information to ensure that the FDP will be visually complex and attractive. Does the DRC want to see massing models that simply delineate the envelope in which the FDP could be designed? Does the DRC want to see massing models that rely on standard articulation, such as base, middle and top? Are there projects in Oakland from which this project could take design cues (such as the Essex, 100 Grand)?

- Design character and quality: Both proposed development sites are prominent.
 - Site D is one of the most important locations in Oakland. It marks the terminus of Broadway, the most important organizing arterial street in Oakland. It is a gateway between the City of Oakland and the San Francisco Bay. Finally, it is located within a regional destination, the Jack London District. Staff believes that any development at this site should be of landmark quality, provide significant transparency (especially at the ground floor) and include high-quality materials.
 - Site F2 is located in the Jack London District, a regional destination, and near the waterfront. Although development at this location perhaps need not be of landmark quality, staff believes it should be very high quality and elegant, and include high-quality materials.
- Ground floor height: The proposed plans do not indicate a minimum ground floor height. Staff believes that the ground floor uses adjacent to the public right-of-way should be a minimum of 15 feet tall (floor to ceiling).
- **Parking:** The proposed plans indicate each residential proposal would include one-to-one on-site parking. Staff supports this approach (as opposed to relying on the Site G parking garage); however, to the extent feasible, parking should be wrapped with commercial and residential uses adjacent to the public right-of-way and have an appropriate floor-to-ceiling height (see discussion above). Where infeasible, parking should be attractively screened, with screening integrated into the building architecture and supporting the pedestrian experience.
- **Towers Along the Waterfront:** In the past, some community members have expressed concern about large buildings and towers along the waterfront that might obscure visual access to the Oakland Estuary. In addition, the waterfront is both a physical and visual regional destination. Staff believes that any towers at these locations would be iconic for Oakland, and should be slender and elegant. Although neither site is subject to a height limit, does the DRC prefer to have development step down toward the waterfront and/or away from Broadway? Does the DRC believe that towers at these locations should have a certain character?

- **Design Guidelines:** The adopted DA provides design guidelines for the entire project, including the approved commercial development for Sites D and F2. The applicant has also provided specific design guidelines for residential development on Sites D and F2 as part of the current application to revise the approvals (see Attachment B). The purpose of the design guidelines is to prescribe how the PDP should be refined in order to ensure high quality development on Sites D and F2. The Design Guidelines identify the quality of materials, definition of base, middle and top of building, articulation and architectural variation. In addition, the proposed design guidelines address:
 - Corner treatments (for the corner of Broadway and Embarcadero and the corner of Harrison and the Promenade, in particular);
 - Integrating balconies and other applied features into the architectural design of the building;
 - The potential for ground floor monotony along long facades adjacent to public row and how to remedy this;
 - Ground floor transparency;
 - Establishing minimum ground floor heights; and
 - Iconic design: The Site D building, in particular, would be located on a very prominent site and should be an architectural beacon for Oakland. .Off-Site Improvements: The Design Guidelines include sidewalk and promenade design concepts and materials, street furnishings, lighting, trees, treatment of interface with UP ROW, should reference the approved Landscape Master Plan, and should be consistent with and support the Estuary Policy Plan.
 - Relationship to Off-Site Improvements:
 - The Design Guidelines address the interface between F2 and the promenade.
 - The Design Guidelines specify ways by which the ground floor adjacent to the public right-of-way can be animated to support pedestrian use.
- **Community Benefits:** The approved project is subject to a Development Agreement. A Development Agreement is a land use planning tool that allows the negotiation of land use entitlement flexibility and certainty for developers of large projects in exchange for community benefits for the affected jurisdiction. In summary, developers can lock in customized long-term development horizons, as well as fees and effective zoning regulations in exchange for providing the local community with public amenities or other benefits. At the time of the original approval, the City did not request substantial community benefits as part of the DA consideration process; the City found the provision of an entirely commercial project in the Jack London area to be a benefit to the community in terms of realization of the goals and objectives of the Estuary Policy Plan to provide a destination retail, entertaining and dining district at that location.

At this time, the applicant is requesting revisions to the approved DA to allow a longer term and to revise the project land uses and design on two sites (as discussed above). In essence, the applicant is requesting greater development flexibility and entitlement certainty for a more diversified (less commercial) project. The City believes this is an opportunity to negotiate community benefits that are not simply the merits of the project.

With this in mind, staff has worked with the community to develop a list of desirable community benefits and has initiated negotiations with the applicant about incorporating these benefits into the revised DA. The City's proposal includes (and is not limited to) the following (and the initial letter to the applicant is provided as Attachment D to this report):

- Contribution toward realization of the Webster Green, as envisioned in the Estuary Policy Plan;
- Provision of safety and aesthetic improvements to the I-880 underpass at Broadway;
- Contribution to the Broadway shuttle (the "B"); and
- Contribution to the Oakland Fire Department to ensure adequate response to the proposed development.

Staff is in the initial phases of negotiating these community benefits for a final proposal for amending the DA to be considered by the Planning Commission and the City Council.

CONCLUSION

Staff requests the ZUC review the proposal and provide guidance and/or a recommendation regarding the proposed GPA. Specifically, staff requests the ZUC to:

- Review and comment on the proposed land uses and their locations;
- Review and comment on the advisability of high-density residential development at the proposed locations; and
- Comment on the applicability of the proposed EPP designations for the affected sites.

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Approved for forwarding to the ZUC

Rachel Flynn, Director
Department of Planning and Building

Attachments:

- A. Proposed Project Plans
- B. Proposed Revisions to Design Guidelines
- C. PUD Master Plan (2004); Sites D and F2 PDPs (2004, approved)
- D. DA Revision Community Benefits Letter, dated December 3, 2013