

Gateway Of Pacific (GOP) GOP 4 and 5 Project Description

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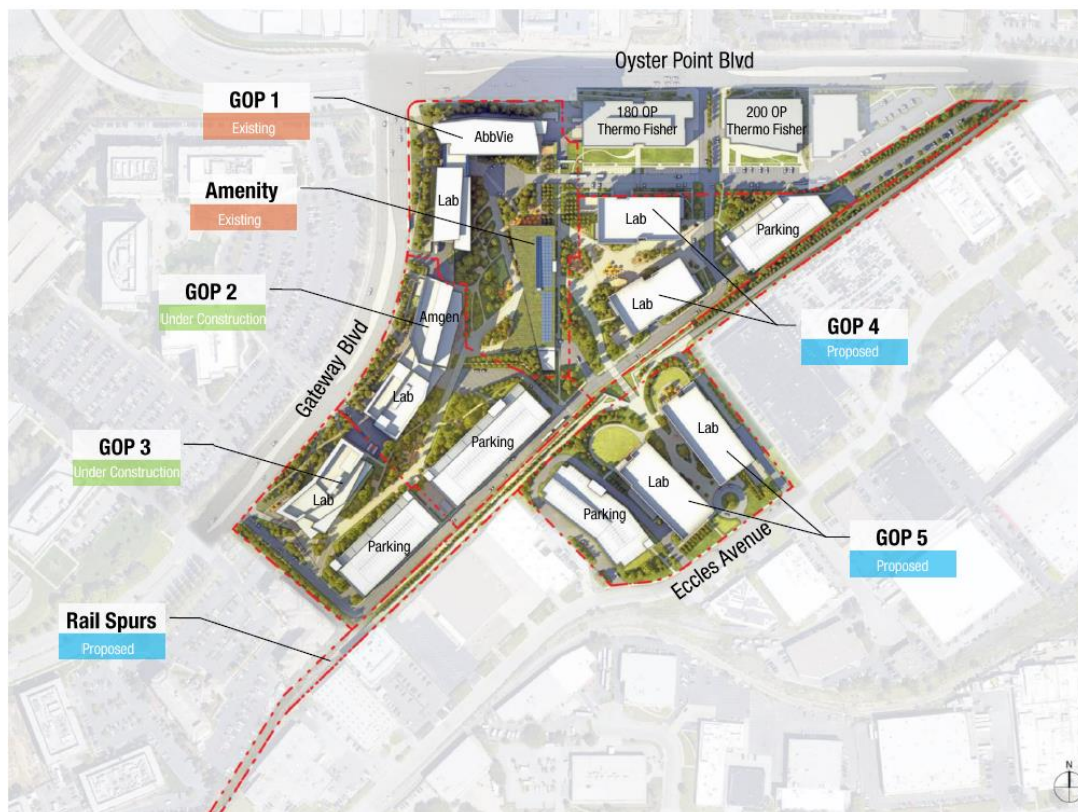
I. OVERVIEW

Entities affiliated with BioMed Realty seek the approvals necessary to complete the Gateway Business Park Master Plan project and integrate it with the previously approved 475 Eccles project. The result will be the Gateway of Pacific (GOP) R&D campus with interconnected pedestrian and bicycle paths, reflecting high quality architecture and a design appropriate for this important gateway location. Two projects are currently proposed: GOP 4 and GOP 5.

GOP 4. The City approved a revised Master Plan for the Gateway Business Park campus in 2013, and BMR entities have been building out since then. The City has approved Precise Plans for three of the four phases of the Master Plan. GOP 1 is near completion. GOP 2 and 3 have started construction. BMR Gateway of Pacific IV LP now seeks approval of a Precise Plan for GOP 4.

GOP 5. BMR-Gateway of Pacific V LP seeks to modify the approvals granted for 475 Eccles to update its design to complement GOP 1, 2, 3 and 4, and to include the site of some former rail spurs that currently separate GOP 1, 2, 3 and 4 from 475 Eccles. The rail spurs will be improved with pedestrian and bicycle connections. The modified project that encompasses the former 475 Eccles project plus the rail spurs is now called the GOP 5 Project.

Both GOP 4 and GOP 5 are depicted below:



II. GOP 4 PROJECT

A. Gateway Business Park Master Plan Development To Date.

The Gateway Business Park Master Plan encompasses a 22.7-acre site comprised of 4 parcels located at the intersection of Gateway Boulevard and Oyster Point Boulevard. The Master Plan project has been informally known as the Gateway of Pacific (GOP) project. This Master Plan area is within the Gateway Specific Plan zoning district (Area V of the Gateway Specific Plan Zoning Map). The 2013 Master Plan established a conceptual plan for development of a life sciences campus that achieves the allowable 1.25 FAR. As conceptually depicted in the Master Plan, the campus is envisioned to serve multiple science organizations in four major buildings supported by amenity facilities and parking garages. A central, park-like open space connects these structures in a highly sustainable and pedestrian-friendly setting.

Phase 1 (GOP 1), located at 1000 Gateway Boulevard, is near completion and has been leased to AbbVie. Phases 2 and 3 (GOP 2 and GOP 3), which will complete the frontage that runs along Gateway Boulevard at 750 and 850 Gateway Boulevard, have started construction. GOP 2 is partially leased to Amgen and GOP 3 is the subject of ongoing negotiations with top-tier biotechnology firms.

B. GOP 4 Proposed Development.

BMR-Gateway of Pacific IV LP now seeks to complete buildout of the Gateway Business Park Master Plan by pursuing a Precise Plan for phase 4 (GOP 4). The GOP 4 site comprises 6.35 acres located at 850 and 900 Gateway Boulevard. Two five-story buildings will be constructed, each with a roof top mechanical area / penthouse level above. The overall height, as measured pursuant to the applicable zoning code, will be 98 feet above the average level of the highest and lowest point of the portion of the lot covered by the building. The two buildings will have approximately 226,000 square feet of gross floor area. A total of 531 parking spaces for this phase will be accommodated on a five level, raised-deck structure. Access from the Oyster Point Boulevard side of the site will be available via drives along Veterans Boulevard and the current Fed-ex driveway. This will be the primary access route to the site. Secondary access from Gateway Boulevard will be available via a private drive aisle named "Park Street," to be constructed along the western edges of GOP 2, 3 and 4, and which will provide secondary access to the GOP 2, 3 and 4 garages.

The architecture will respond to the site's location as a gateway to South San Francisco's biotechnology hub and to the general urbanization of the Gateway District. GOP 4 will enhance and expand the pedestrian experience with an interior plaza area, which will extend the open, park-like landscape of the central GOP Master Plan campus.

Building form will reflect the influences of local climate and the culture of science. Open floor plates will be articulated for sculptural quality while maintaining the high efficiency needed for research environments. The building envelope will consist of a high-quality curtain-wall system with energy-efficient glazing and accents of metal panels, wood and concrete. Building and Landscape design and material selection have been selected to support LEED and high-performance energy and environmental standards. As set forth in the Development Agreement, BMR will use good faith efforts to achieve a Silver or better LEED rating for GOP 4. The design will follow the framework established by the Master Plan and the approach to sustainability and commitment to design quality are fully consistent with the other phases of GOP.

The GOP 4 Project site will be integrated with the rest of the GOP campus. As noted, vehicular access will be available from both Oyster Point Boulevard and Gateway Boulevard. The entire Master Plan campus, and the new GOP 5 building (see below) will be connected via pedestrian and bicycle paths. This will be a continuous pedestrian pathway that joins all buildings on the GOP campus. A variety of enhanced paving materials and feature plantings, amenities and social spaces will be added to encourage pedestrian use.

C. GOP 4 Approvals.

The GOP 4 Project requires approval of a Precise Plan. Design review will be included in the processing of the Precise Plan. The GOP 4 approvals include amendments to the GOP Development Agreement to extend its term to December 31, 2030, and to reflect the manner in which provisions of the original Development Agreement regarding in lieu park fees have been implemented.

The approvals also may address the fact that conditions at the edge of the Precise Plan for each phase of the Master Plan were modified to accommodate and be compatible with each newer, adjacent Precise Plan as it was approved.

Because the Master Plan project is vested into the 2013 South San Francisco Municipal Code pursuant to the Development Agreement, the GOP 4 Project will be subject to the 2013 Zoning Code. The GOP 4 Project will meet current building standards, including CalGreen.

D. GOP 4 Existing Setting.

The GOP 4 Project site currently hosts two buildings that were constructed in 1988. There is a vacant building at 850 Gateway, which formerly housed Genentech. There is an operating FedEx shipping center at 900 Gateway. Both buildings will be demolished. The site currently has access via a driveway to Oyster Point Boulevard.

III. GOP 5 PROJECT

A. GOP 5 Proposed Development.

BMR-Gateway of Pacific V LP seeks approvals for the GOP 5 Project. GOP 5 is planned to be the fifth phase of the GOP campus, connecting to the Master Plan area to the west. GOP 5 is not included in the Gateway Business Park Master Plan, but BMR intends that it look and feel like part of the same campus. BMR seeks modifications to the approvals previously granted for 475 Eccles to implement the GOP 5 Project.

The GOP 5 Project site is 8.9 acres. It includes the site of the 475 Eccles project (6.1 acres) that was approved in 2016, plus the area of some former railroad spurs (2.8 acres) that lie between GOP 4 and 475 Eccles. Inclusion of the rail spur property will enable connections between 475 Eccles and the rest of the GOP campus. The result will be a single biotech campus that includes GOP 1, 2, 3, 4 and 5, which will be integrated with pathways and visually compatible architecture.

The GOP 5 site is in the Business Technology Park (BTP) zoning district, which allows up to 1.0 FAR with a Use Permit, based upon a TDM. The 2016 approvals for 475 Eccles allow two

buildings that achieve an FAR of approximately 1.0 as measured across the 475 Eccles site,¹ based upon a TDM program that was approved in 2016. The GOP 5 Project proposes to redesign the site to bring it up to current aesthetic standards and to integrate the site with the adjacent GOP 1, 2, 3 and 4 sites to the west, all without increasing the square footage approved in 2016. A revised TDM plan will be submitted to ensure compliance with current TDM standards.

As is the case for the other GOP phases, the architecture for GOP 5 responds to the site's location as a gateway to South San Francisco's biotechnology hub. GOP 5 will connect to the open, park-like landscape of the GOP 1, 2, 3 and 4 campus. The GOP 5 Project will incorporate the LEED Silver measures listed in the EIR prepared for 475 Eccles, will use good faith efforts to achieve LEED Silver or better certification, and will include all environmental measures that were incorporated into the 475 Eccles project as noted in that EIR.

Building form will reflect the influences of local climate and the culture of science. Open floor plates have been articulated for sculptural quality while maintaining the high efficiency needed for research environments. The building envelope will consist of a high-quality curtain-wall system with energy-efficient glazing and accents of terra cotta, wood and concrete. Building and Landscape design and material selection have been selected to support LEED and high-performance energy and environmental standards.

Installation of pedestrian amenities in the rail spurs will enable completion of the continuous pedestrian pathway described above, which will join all buildings on the GOP campus. As noted, a variety of enhanced paving materials and feature plantings, amenities and social spaces will be added to encourage pedestrian use. BMR will grant to the City a shared access easement to allow public use of a multi-use path within the rail spurs. This easement will ensure there are no conflicts with the "rails to trails" plan (also known as "Active South City" plan) the City is currently considering.

No other modifications to the Use Permit are requested. As was the case in 2016, development at 475 Eccles will expand the general urbanization of the City's gateway area to Eccles Boulevard. Vehicles will continue to access the site from Eccles Avenue. Construction will consist of two (2) five (5) story buildings with a roof top mechanical area / penthouse level on each building. There will be 262,287 square feet in these two buildings.

The GOP 5 Project will implement the previously approved parking reduction that imposes a minimum parking requirement of 2.5 spaces per 1,000 square feet. GOP 5 proposes a 655-space parking structure. GOP 5 also will implement the previously approved alternate landscape plan, which eliminated a requirement for rooftop planters in light of the fact that the parking garage facades were designed to match the buildings' architectural facades and therefore reflected the appearance of the campus buildings, and greenscreen panels on lower-level portions of the garage façade will be included to give more screening on the building. The current GOP 5 parking structure landscape design incorporates planting strategies similar to those used in the GOP 2 and 3 parking structures. The design includes native and adapted plantings of various size and scale that will provide screening of the lower level garage façade and provide seasonal interest. The overall height, as measured pursuant to the applicable

¹ While BMR is not waiving its right to seek approval of more development in the future, the GOP 5 Project does not propose any additional square footage that could be achieved by applying the allowed FAR to the acreage of the GOP 5 Project site.

zoning code, will be 98 feet above the average level of the highest and lowest point of the portion of the lot covered by the building.

B. GOP 5 Approvals.

The approvals sought for the GOP 5 Project are modifications of the approvals granted in 2016 for the 475 Eccles project. GOP 5 requires a modification of the Use Permit to expand the scope of the area to which the permit attaches to encompass the rail spurs, and to incorporate the upgraded design for the allowed development. BMR will demonstrate that no new TDM measures are needed to support approval of this modification to the Use Permit. A modification to the design review approval issued in 2016 will be required to reflect the current design. A tree removal permit may be required to address a protected tree in the rail spur parcels.

BMR seeks modification to the Development Agreement for 475 Eccles to incorporate the modified approvals and to expand the area of property covered by the DA to include the rail spurs. BMR also seeks an extension of the Development Agreement term to December 31, 2030, and some minor clerical amendments to reflect the City's in lieu park fee ordinance.

C. GOP 5 Existing Setting.

475 Eccles currently hosts a building pad left over from the demolition of the former structure. The site has paved parking and vehicular access to Eccles Avenue. The rail spur areas are currently undeveloped, with the exception of some retaining walls that were installed in connection with GOP 1, 2 and 3 to enable creation of the pedestrian walkways and a private roadway that are now proposed.

IV. CONSTRUCTION PHASING AND SCHEDULE

GOP 4 and GOP 5 collectively propose four buildings and two associated parking garages. BMR anticipates that GOP 4 and GOP 5 development, from site preparation through certificate of occupancy, will take approximately 7 years, beginning in 2021. Site preparation and buildout will occur in response to market demand. It is anticipated that market demand will lead to one to two buildings plus associated parking being under construction at any given point in time.

V. PRIOR ENVIRONMENTAL REVIEW

The Gateway Business Park Master Plan project, which includes GOP 1, 2, 3 and 4, was the subject of an EIR initially certified in 2010 in connection with the original Master Plan. (SCH #2008062059) The City determined in connection with its 2013 approval of the revised Gateway Business Park Master Plan and the GOP 1 Precise Plan that no supplemental or subsequent EIR was required. The City approved GOP 2 and 3 in 2018 based upon an addendum that likewise determined that no supplemental or subsequent EIR was required. The current GOP 4 Project will comply with all mitigation measures imposed upon the Gateway Business Park Master Plan project.

The 475 Eccles project was approved in 2016 based upon an EIR the City certified for that project. (SCH# 2012082101) No subsequent approvals for the 475 Eccles project have been issued since then. The GOP 5 Project proposes to modify the 475 Eccles project by expanding the project site to encompass the rail spur properties. The inclusion of the rail spur properties in the GOP 5 Project will ensure that all mitigation and other environmentally-protective measures incorporated into the 475 Eccles EIR will apply to the rail spurs as well.

BMR will implement the requirements of the prior environmental reviews by having a new Health Risk Assessment prepared that addresses the impacts of construction of GOP 4 and GOP 5 on current sensitive receptors. The GOP 4 and GOP 5 Projects include compliance with environmentally protective laws and standard practices, including the applicable tree protection ordinance, and standard surveys and other protections for nesting birds and roosting bats.