Whole Foods at 2675 Geary Boulevard Project

San Francisco Planning
Case No. **2019-004110ENV-02**
State Clearinghouse No. 2022060505

Draft EIR Publication Date:	December 14, 2022
Draft EIR Public Hearing Date:	January 19, 2023
Draft EIR Public Comment Period:	December 14, 2022–January 30, 2023
Final EIR Certification Hearing Date:	February 1, 2024

San Francisco Planning

MEMORANDUM

Date:	January 10, 2024
Case No.:	**2019-004110ENV-02**
Project Title:	**Whole Foods at 2675 Geary Boulevard Project**
To:	Members of the Planning Commission and Interested Parties
From:	Lisa Gibson, Environmental Review Officer
Re:	Attached Responses to Comments on Draft Environmental Impact Report for the Whole Foods at 2675 Geary Boulevard Project (Planning Department File No. 2019-004110ENV-02)

Attached for your review please find a copy of the responses to comments document for the draft environmental impact report (EIR) for the above-referenced project. This document, along with the draft EIR, will be before the planning commission for final EIR certification on January 18, 2024. The planning commission will receive public testimony on the final EIR certification at the January 18, 2024, hearing. Please note that the public review period for the draft EIR ended on January 30, 2023. Comments received after the close of the public review period or at the final EIR certification hearing will not be responded to in writing. The agenda for the February 1, 2024, planning commission hearing showing the start time and order of items at the hearing will become available at https://sfplanning.org/hearings-cpc-grid by close of business Friday, January 26, 2024.

The planning commission does not conduct a hearing to receive comments on the responses to comments document, and no such hearing is required by the California Environmental Quality Act. Interested parties, however, may always write to commission members or to the president of the commission at commissions.secretary@sfgov.org (preferred) or 49 South Van Ness Avenue, Suite 1400, and express an opinion on the responses to comments document, or the commission's decision to certify the Final EIR for this project.

This document, along with the draft EIR, constitute the final EIR. The draft EIR may be downloaded from https://sfplanning.org/environmental-review-documents. If you have any questions concerning the responses to comments document or the environmental review process, please contact Rachel Schuett, EIR coordinator, at CPC.WholeFoods2675Geary@sfgov.org or 628.652.7546.

Thank you for your interest in this project and your consideration of this matter.

Whole Foods at 2675 Geary Boulevard Project

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San Francisco Planning

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CHAPTER 1
INTRODUCTION

1.A Purpose of the Responses to Comments Document

The purpose of this responses to comments (RTC) document is to present comments received on the draft environmental impact report (draft EIR) for the proposed Whole Foods at 2675 Geary Boulevard Project (proposed project), to respond in writing to comments on environmental issues, and to revise the draft EIR as necessary to provide additional clarity. Pursuant to the California Environmental Quality Act (CEQA) section 21091(d)(2)(A) and (B), the San Francisco Planning Department (planning department) has considered the comments received on the draft EIR, evaluated the issues raised, and is providing written responses that address each substantive environmental issue that has been raised by the commenters. In accordance with CEQA, the responses to comments focus on addressing physical environmental effects associated with the proposed project. Such effects include physical impacts or changes attributable to the proposed project.

None of the comments received provides new information that warrants recirculation of the draft EIR. The comments do not identify new significant impacts or a substantial increase in the severity of previously identified impacts. Furthermore, they do not identify any feasible project alternatives or mitigation measures that are considerably different from those analyzed in the draft EIR and/or that the project sponsor has not agreed to implement.

The draft EIR together with this RTC document constitutes the final EIR for the proposed project in fulfillment of CEQA requirements and consistent with CEQA Guidelines section 15132. The final EIR has been prepared in compliance with CEQA, including the CEQA Guidelines and San Francisco Administrative Code chapter 31. It is an informational document for use by (1) governmental agencies (such as the City and County of San Francisco) and the public to aid in the planning and decision-making process by disclosing the physical environmental effects of the project and identifying possible ways of reducing or avoiding the potentially significant impacts and (2) the San Francisco Planning Commission (planning commission) and other City entities, where applicable, prior to their decision to approve, disapprove, or modify the proposed project. If the planning commission and other City entities approve the proposed project, they would be required to adopt CEQA findings and a mitigation monitoring and reporting program (MMRP) to ensure that mitigation measures identified in the final EIR are implemented.

1.B Environmental Review Process

Notice of Preparation

The planning department, as lead agency responsible for administering the environmental review of projects within the City and County of San Francisco under CEQA, published a notice of preparation (NOP) of an EIR on June 22, 2022 (included as Appendix A in the draft EIR), to inform agencies and the general public that the draft EIR would be prepared based upon the criteria of CEQA Guidelines sections 15064 (Determining Significant Effects) and 15065 (Mandatory Findings of Significance). A notice of availability of the NOP and

the NOP was sent to the State Clearinghouse, governmental agencies, organizations, and persons who may have an interest in the proposed project. The NOP announcement also was placed in a newspaper of general circulation in the project area.

Draft EIR

The planning department prepared the draft EIR for the proposed project in accordance with CEQA, the CEQA Guidelines, and San Francisco Administrative Code chapter 31. The draft EIR was published on December 14, 2022. An initial study was attached to the draft EIR (Appendix B). The draft EIR was circulated for a 45-day public review and comment period, starting on December 15, 2022, and ending on January 30, 2023.

The planning department distributed paper copies of the notice of public hearing and availability of the draft EIR to relevant state and regional agencies, organizations, and persons interested in the proposed project, including those listed on the planning department's standard distribution lists. The planning department also distributed the notice electronically, using email, to recipients who had provided email addresses; published notification of its availability in a newspaper of general circulation in San Francisco; and posted the Availability of a Draft Environmental Impact Report and Notice of Public Hearing at the County Clerk's office and on the project site. Paper copies of the draft EIR were provided for public review at the San Francisco Permit Center, 49 South Van Ness Avenue, 2nd Floor, San Francisco, CA 94103. Electronic copies of the draft EIR were made available for review or download on the planning department's "Environmental Review Documents" web page:

https://sfplanning.org/environmental-review-documents

During the draft EIR public review period, the planning department received written comments concerning the adequacy, accuracy, or completeness of the draft EIR from one individual. Additional comments related to the merits of the project were also received.

During the public review period, the planning commission conducted a public hearing to receive oral comments on the draft EIR on January 19, 2023. A court reporter attended the public hearing to transcribe the oral comments verbatim and provide a written transcript (Attachment 1).

Attachment 2 of this RTC document includes a copy of the comment letters submitted to the planning department on the draft EIR.

Responses to Comments Document and Final EIR

The comments received during the public review period are the subject of this RTC document, which addresses all substantive written and oral comments on the draft EIR. Under CEQA Guidelines section 15201, members of the public may comment on any aspect of the project. Furthermore, CEQA Guidelines section 15204(a) states that the focus of public review should be on "the sufficiency of the [draft EIR] in identifying and analyzing the possible impacts on the environment and ways in which the significant effects of the project might be avoided or mitigated." In addition, "when responding to comments, lead agencies need only respond to significant environmental issues and do not need to provide all information requested by reviewers, as long as a good faith effort at full disclosure is made in the EIR." CEQA Guidelines section 15088 specifies that the lead agency is required to respond to comments that raise significant

environmental issues during the public review period. Therefore, this RTC document is focused on the sufficiency and adequacy of the draft EIR with respect to disclosing the significance of the physical environmental impacts of the proposed project evaluated in the draft EIR.

The planning department distributed this RTC document for review to the planning commission, as well as to persons who commented on the draft EIR. The planning commission will consider the adequacy of the final EIR, consisting of the draft EIR and the RTC document, with respect to complying with the requirements of CEQA, the CEQA Guidelines, and San Francisco Administrative Code chapter 31. If the San Francisco Planning Commission finds that the final EIR is adequate, accurate, complete and in compliance with CEQA requirements, it will certify the final EIR and then consider the associated MMRP as well as the requested approvals for the proposed project.

Consistent with CEQA Guidelines section 15097, the MMRP is designed to ensure implementation of the mitigation measures identified in the final EIR and adopted by decision makers to mitigate or avoid the proposed project's significant environmental effects. CEQA also requires the adoption of findings prior to approval of a project for which an EIR has been certified (CEQA sections 21002, 21002.1, and 21081 and CEQA Guidelines sections 15091 and 15092). The draft EIR identified one significant adverse impact related to noise and included a mitigation measure to ensure that this noise impact is reduced to a less-than-significant level. The draft EIR did not identify any impacts that would remain significant and unavoidable after mitigation. The project sponsor is required to implement the MMRP as a condition of project approval.

1.C Document Organization

This RTC document consists of the following sections and attachments, as described below:

- **Chapter 1, Introduction**, discusses the purpose of the RTC document, the environmental review process for the EIR, and the organization of the RTC document.
- **Chapter 2, Revisions to the Project Description**, presents changes to the description of the proposed project, as described in draft EIR Chapter 2. The outlined changes were initiated by the project sponsor since publication of the EIR. Chapter 2 analyzes and concludes that these revisions would not result in any new environmental impacts not already discussed in the draft EIR or a substantial increase in the severity of previously identified significant environmental impacts.
- **Chapter 3, List of Persons Commenting**, presents the names of persons who provided comments on the draft EIR during the public comment period. The list is organized into the following groups: public agencies and commissions, organizations, and individuals.
- **Chapter 4, Comments and Responses**, presents substantive comments, excerpted verbatim from a transcript of the planning commission public hearing and written correspondence. The complete transcript as well as the letters and emails with the comments are provided in Attachments A and B of this RTC document, respectively. The comments and responses in this section are organized by topic and, where appropriate, by subtopic, including the same environmental topics addressed in Chapter 3 of the draft EIR. Following each comment or group of comments on a topic are the planning department's responses. The responses generally clarify the text in the draft EIR. In some instances, the responses may result in revisions or additions to the draft EIR. Text changes are shown as indented text, with deleted material shown as ~~strikethrough~~ text and new text <u>double underlined</u>.

- **Chapter 5, Draft EIR Revisions**, presents text changes to the draft EIR that were made by the planning department to update, correct, or clarify the text of the draft EIR. These changes do not result in significant new information with respect to the proposed project, including the level of significance of project impacts or any new significant impacts.
- **Attachments**
  - Attachment 1 – Draft EIR Public Hearing Transcript
  - Attachment 2 – Draft EIR Comment Letters and Emails
  - Attachment 3 – 2675 Geary Boulevard- Whole Foods Market Mechanical Noise Analysis (November 21, 2023)
  - Attachment 4 – Geary Boulevard Whole Foods Store Urban Decay Analysis (November 2023)

CHAPTER 2
REVISIONS TO THE PROJECT DESCRIPTION

2.A Introduction

Since publication of the draft EIR, the project sponsor has updated the rooftop mechanical plan that was described and analyzed in draft EIR Chapter 2, Project Description (hereafter "draft EIR project"). This chapter summarizes these revisions, describes updates to the text of the draft EIR (deletions are shown in ~~strikethrough~~; new text is double-underlined), and describes the environmental impacts of the revised project.

This chapter is organized into five sections as follows:

- Section 2.A, Introduction
- Section 2.B, Comparison of the Draft EIR Project and the Revised Project
- Section 2.C, Revisions to the Proposed Project
- Section 2.D, Environmental Analysis of the Revised Project
- Section 2.E, Overall Conclusion of the Potential Environmental Impacts of the Revised Project

As described below, the revisions to the proposed project would not introduce new characteristics or substantially modify previously proposed characteristics that would result in any new significant impacts not already identified for the draft EIR project. These changes also would not increase the severity of any identified significant impacts. Therefore, recirculation of the draft EIR pursuant to CEQA Guidelines section 15088.5 is not required.

2.B Comparison of the Draft EIR Project and Revised Project

The revised project would have the same overall characteristics and components as the draft EIR project, including the renovation of an existing 49,825-square-foot vacant retail space for a new Whole Foods Market grocery store. No changes to vehicle parking, bicycle parking, loading, driveway access, or onsite circulation are proposed. In addition, no changes are proposed to the public right-of-way.

The only difference between the draft EIR project and the revised project is the rooftop mechanical plan. The draft EIR project included a single cooling tower on level 4. The revised project no longer includes a cooling tower on level 4; instead, the revised project includes two cooling towers, a pump skid and a makeup air unit which would be installed on the roof of the existing loading dock on level 3 of the shopping center. See revised draft EIR Figure 2-4 on RTC p. 2-3 for the revised project's rooftop mechanical plan. The overall heights of the cooling towers under the revised project would be similar to the previous cooling tower at approximately 26 feet tall (including base), compared to 23 feet, under the draft EIR project. See **RTC Table 2-1** for a comparison of the draft EIR project and the revised project.

As under the draft EIR project, the revised project would replace the existing heating, ventilation, and air conditioning (HVAC) equipment and would add outside air (OSA) units and associated equipment in the rooftop penthouse (Level 4) which would be expanded to accommodate the new equipment. However, the mechanical penthouse expansion area would be smaller under the revised project (365 square feet compared to 700 square feet under the draft EIR project) because it would not need to accommodate a cooling tower on Level 4.

All other construction and operational components of the proposed project would be the same as described in the draft EIR.

RTC Table 2-1 Comparison of the Draft EIR Project and Revised Project Description

Feature	Draft EIR Project	Revised Project
Number of Cooling Towers	1	2
Cooling Tower Height	23 feet	Approximately 26 feet (including base)
Cooling Tower Location	Level 4 (Rooftop)	Level 3 (rooftop of loading docks)
Cooling Tower Noise Barrier	26 feet tall on north side 19 feet tall on south side	Approximately 26 feet tall on north and east side
Rooftop Mechanical Penthouse Expansion	700 square feet	365 square feet

2.C Revisions to the Project Description

Changes to draft EIR Chapter 2, Project Description, are described in this section. Additional text changes to the draft EIR to reflect the revised project are provided in Chapter 5, Draft EIR Revisions.

The third paragraph on draft EIR p. 2-1 was revised as follows:

> The proposed project consists of interior renovations within the existing vacant retail space; replacement of existing heating, ventilation, and air conditioning (HVAC) equipment in the rooftop mechanical penthouse; an approximately ~~700~~ 365-square-foot horizontal expansion of the rooftop mechanical penthouse to accommodate the new HVAC equipment; installation of new mechanical equipment (two cooling towers, a pump skid, and a makeup air unit on the rooftop of the loading docks [level 3] with associated duct work into the building); and new exterior signage. The proposed project would not require excavation.

Draft EIR Figure 2-4 and Figure 2-5, draft EIR pp. 2-6 and 2-8, respectively, were revised to show the new cooling tower locations.

South Elevation

SCALE 1" = 40'

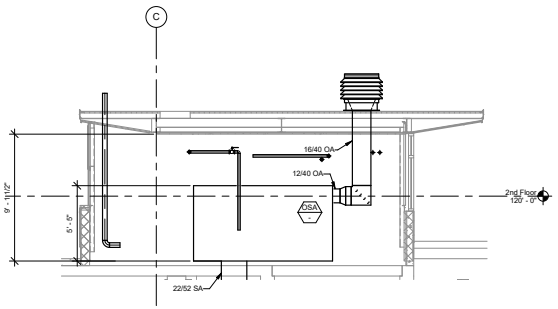
0 10 20 40

SOURCE: Studioneleven, 2019; modified by BRR Architecture, 2023

2675 Geary Boulevard Project

FIGURE 2-4

SOUTH ELEVATION (REVISED)



3 TYPICAL OUTSIDE AIR UNIT SECTION DETAIL
SCALE: 1/4" = 1'-0"

Existing Rooftop Mechanical Penthouse

Proposed Rooftop Mechanical Penthouse Expansion

(OSA) Outside Air Unit

(EF) Exhaust Fan

(PS) Pump Skid Unit

(CT) Cooling Tower

(MUA) Makeup Air Unit

N Scale: 1/16" = 1'-0"

SOURCE: BRR Architecture, Inc., 2023

2675 Geary Boulevard Project

FIGURE 2-5

PROPOSED ROOFTOP MECHANICAL EQUIPMENT ~~PENTHOUSE CHANGES~~ (REVISED)

Draft EIR Table 2-1 on p. 2-7 was revised as follows to update the approximate area of the new mechanical penthouse:

Table 2-1 2675 Geary Boulevard Project Characteristics [Revised]

Project Characteristics	Existing	Proposed
Interior area (square feet)	49,825	49,825
Land use	Vacant Retail	Grocery Store
Rooftop mechanical penthouse (square feet)	930	~~1,630~~ 1,295
Hours of loading	—	5 a.m.–3 p.m.
PROPOSED PARKING	**NUMBER**	
Vehicle parking spaces	117 (Lot C)	117 (Lot C)
Bicycle parking spaces	8 (Lot E)	8 (Lot E)
Americans with Disabilities Act (ADA) parking spaces	1 van ADA; 4 standard ADA	1 van ADA; 4 standard ADA

SOURCE: Whole Foods Market (2021 and 2023)

The text on draft EIR p. 2-7 was revised as follows:

The proposed project would also install new Whole Foods Market signage on the exterior of the City Center building along Geary Boulevard, along Masonic Avenue, at the intersection of Lyon Street and Geary Boulevard, and at the intersection of O'Farrell Street and Masonic Avenue. In addition, a pylon with Whole Foods Market signage would be placed in parking lot E near the intersection of O'Farrell Street and Anzavista Avenue.

The proposed project includes replacement of the existing heating, ventilation, and air conditioning (HVAC) equipment and installation of new refrigeration equipment in the expanded mechanical penthouse (level 4), ~~including a new 23-foot-tall cooling tower,~~ installation of two approximately 26-foot-tall (including base) cooling towers, a pump skid and a makeup air unit on the rooftop of the loading docks (level 3) with associated duct work into the building to support the proposed grocery store use. ~~All of this equipment would continue to be located on level 4of the City Center shopping center, which is on the roof of level 3 of the project site. The new cooling tower would be installed to the east of the existing HVAC equipment and penthouse enclosure~~ (see **Figure 2-5**).

The proposed project would also expand the existing 930-square-foot rooftop mechanical penthouse on level 4 to approximately ~~1,630~~ 1,295 square feet to accommodate new HVAC and refrigeration equipment (two OSA units and associated equipment). The existing 10-foot-tall enclosure wall on the north side would be removed and reconstructed approximately 7 feet farther north~~; another wall would be constructed approximately 20 feet east of and parallel to the existing east wall. The~~ and the existing ~~southern~~ eastern enclosure wall would be extended further ~~east~~ north to meet the new ~~east~~ north wall. All existing and proposed enclosure walls are/would be 10 feet tall.

The area around the new ~~cooling tower~~ mechanical equipment on the roof of the loading docks (level 3) would be open-air, or without a roof. ~~The cooling tower would extend above the roofline of~~

~~the penthouse. All other areas of the rooftop mechanical penthouse would be enclosed with a new roof.~~

The text under Section 2.C.3, Project Construction, draft EIR p. 2-9, was revised as follows:

> Construction activities would include demolishing interior walls, flooring, and some areas of the ceiling; expanding the rooftop mechanical penthouse and installing rooftop HVAC equipment including ~~rooftop~~ wall penetrations for venting and to connect the ~~HVAC~~ equipment to ducts; and constructing new interior walls and partitions for restrooms and back-of-house space (employee office, lounge, and locker rooms). …

2.D Environmental Analysis of the Revised Project

As described in Sections 2.B and 2.C above, the revised project would include changes in the type and location of the cooling towers.

These changes do not result in any changes to overall characteristics or components of the proposed project, or construction assumptions. Therefore, these modifications would result in no changes to the assumptions, analysis, or conclusions described in the draft EIR assessment of environmental impacts of the proposed project as presented in draft EIR Chapter 3, Environmental Setting, Impacts, and Mitigation Measures, and draft EIR Appendix B with respect to any resource topics except the operational noise analysis.

An operational noise analysis of the revised project's mechanical equipment was conducted; the results of that analysis are discussed below. The noise analysis for the revised project is included as Attachment 3 to this RTC. Chapter 5 presents specific text edits to the draft EIR resulting from these revisions.

2.D.1 Noise

The changes to the type and location of the cooling towers under the revised project would not have the potential to result in new or substantially more severe noise impacts than for the draft EIR project. The noise analysis for the revised project found that, compared to the draft EIR project, the revised project would result in the following, which is further summarized below:

- Slightly greater noise levels at the west and south property planes; like the draft EIR project, noise levels at these property planes would meet noise ordinance section 2909(b) noise limits;
- Lower noise levels at the north property plane, but like the draft EIR project, noise levels at the north property plane would not meet noise ordinance section 2909(b) noise limits;
- Slightly greater noise levels at the closest residential interior; like the draft EIR project, noise levels would meet the residential interior standard (noise ordinance section 2909(d)), and
- Lower noise levels at the Bright Horizons outdoor playground, which would meet the land use compatibility guidelines.

NOISE ORDINANCE SECTION 2909(B)

The section 2909(b) noise limits for the cooling towers and other mechanical equipment are defined as 55 dBA along the north property plane, 53 dBA along the west property plane, and 54 dBA along the south

property plane. The noise levels along the west and south property planes under the revised project would be 52 dBA and 53 dBA, respectively, which is slightly greater than the draft EIR project (48 dBA along the west property plane and 52 dBA along the south property plane). However, the revised project noise levels would meet the noise ordinance section 2909(b) limits and no mitigation is required to reduce mechanical equipment noise along the west and south property planes.

The noise levels at the north property plane for the revised project would be up to 59 dBA, which would be lower than the draft EIR project noise level of 66 dBA along this property plane. Similar to the draft EIR project, the revised project's mechanical noise levels would exceed the section 2909(b) noise limit of 55 dBA along the north property plane. Mitigation Measure M-NO-3, Mechanical Equipment Noise Control, as revised, would be required to reduce noise levels from the revised project's cooling towers on level 3 and the OSA units on level 4. The revised mitigation measure, like the draft EIR project, would require a 26-foot-tall noise barrier north and east of the cooling towers. The revised mitigation measure makes no changes to the noise attenuation measure for the OSA units.

NOISE ORDINANCE SECTION 2909(D)

The section 2909(d) residential interior daytime and nighttime noise limits are 55 dBA and 45 dBA, respectively. Noise from the revised project's mechanical equipment inside the nearest residence would be 42 dBA, which is 1 dBA higher than the draft EIR project. However, similar to the draft EIR project, the revised project would meet the section 2909(d) noise limits.

GENERAL PLAN LAND USE COMPATIBILITY

Compared to the draft EIR project, the revised project would result in lower noise levels at the Bright Horizons outdoor playground, which would be 62 dBA as compared to 71 dBA in the draft EIR. The revised project would meet the general plan land use compatibility standard for school classrooms of 62.5 dBA. Unlike the draft EIR project, no mitigation would be required to reduce noise levels at the outdoor playground.

CONCLUSION

Based on the above, the revised project would not result in new or substantially more severe noise impacts and the significance determination in draft EIR Section 3.B, Noise, would remain the same.

2.D.2 Alternatives

As discussed in draft EIR Chapter 5, Alternatives, under CEQA the discussion of project alternatives must focus on alternatives to the project or its location that are capable of avoiding or substantially lessening any significant effects of the project.[1] Compared to the draft EIR project, the revised project would not result in any significant project-level or cumulative impacts that were not previously identified in the draft EIR. Because the project revisions would not result in new or substantially more severe significant impacts, no new alternatives need to be analyzed. The findings in draft EIR Chapter 5, Alternatives, remain valid and are applicable to the revised project.

[1] Public Resources Code section 15126.6(b).

2.E Overall Conclusion of the Potential Environmental Impacts of the Revised Project

CEQA Guidelines section 15088.5 requires that an EIR be recirculated when "significant new information" is added to the EIR after publication of the draft EIR but before certification. The CEQA Guidelines state that information is "significant" if "the EIR is changed in a way that deprives the public of a meaningful opportunity to comment upon a substantial adverse environmental effect of the project or a feasible way to mitigate or avoid such an effect (including a feasible project alternative) that the project proponents have declined to implement." Section 15088.5 further defines "significant new information" that triggers a requirement for recirculation as including, for example:

(1) A new significant environmental impact would result from the project or from a new mitigation measure proposed to be implemented.

(2) A substantial increase in the severity of an environmental impact would result unless mitigation measures are adopted that reduce the impact to a level of insignificance.

(3) A feasible project alternative or mitigation measure considerably different from others previously analyzed would clearly lessen the environmental impacts of the project, but the project's proponents decline to adopt it.

(4) The draft EIR was so fundamentally and basically inadequate and conclusory in nature that meaningful public review and comment were precluded.

CEQA Guidelines section 15088.5(b) states that recirculation is not required if "the new information added to the EIR merely clarifies or amplifies or makes insignificant modifications in an adequate EIR." The revisions to the proposed project do not provide new information that would result in any new significant impacts that were not already identified in the draft EIR, nor would these changes substantially increase the severity of any of the proposed project's impacts as identified in the draft EIR. Implementation of the mitigation measure identified in the draft EIR, as revised, would still be required to avoid the significant noise impact. In addition, no new mitigation measures beyond those already identified in the draft EIR would be required to mitigate the significant impacts of the proposed project.

The information presented in this RTC document provides the supporting analysis that indicates the following overall conclusions for the revised project:

1. Like the draft EIR project, the revised project would meet all but the northern property plane noise limits.
2. Like the draft EIR project, the revised project would require noise attenuation for the OSA units and the cooling towers to meet the northern property plane noise limits, reducing this impact to less than significant with mitigation. With respect to noise mitigation:
    a. Like the draft EIR project, an approximately 26-foot-tall noise barrier would be required for the proposed cooling towers to meet the northern property plane noise limits.
    b. Noise attenuation measures for the OSA units would remain the same for the revised project.

3. The revised project's two cooling towers and new location would result in lower noise levels at the Bright Horizons daycare outdoor playground than the draft EIR project and would meet the San Francisco General Plan land use compatibility standard of 62.5 dBA.
4. Unlike the draft EIR project, no noise attenuation measures would be required to protect the daycare receptors at the Bright Horizons outdoor playground because the land use compatibility standards would be met.

Therefore, no new significant impact would occur from the revised project or from a new mitigation measure proposed to be implemented, as the revised project would not result in a new significant impact and the revised project's mitigation measure is substantially similar to the draft EIR project's Mitigation Measure M-NO-3. The revised project would not increase the severity of an environmental impact as substantially similar mitigation would be required for the revised project as identified for the draft EIR project and would reduce the impact to a level of insignificance. Additionally, unlike the draft EIR project, the revised project would result in a lower noise level at the Bright Horizons outdoor playground and no noise attenuation measures would be required to protect these sensitive receptors. The draft EIR provided a thorough analysis of the project's mechanical equipment proposed at the time of draft EIR publication and no public comments were received concerning the proposed project's mechanical equipment noise analysis. Lastly, the revised project would not result in any changes to any other topics evaluated because the revised project would result in the same level of construction activities (the majority of which comprises interior renovation), no changes to the public right of way, or to site access. Therefore, recirculation of the draft EIR pursuant to CEQA Guidelines section 15088.5 is not required.

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CHAPTER 3
LIST OF PERSONS COMMENTING

3.A Public Agencies and Commissions and Individuals Commenting on the Draft EIR

This RTC document includes responses to all comments received on the draft EIR, including written comments submitted by letter or email, as well as oral comments presented at the public hearing that was held on January 19, 2023. This section lists all public agencies and commissions, organizations, and individuals who submitted comments on the draft EIR. **RTC Table 3-1** lists the commenters' names, along with the corresponding commenter codes used in Chapter 4, Comments and Responses, to denote each set of comments received by category and date received by the planning department. Oral comments given at the planning commission hearing are included in Attachment 1, Draft EIR Hearing Transcript. All written and oral comments submitted on the draft EIR are included in Attachment 2, Draft EIR Comment Letters and Emails.

In this RTC document, each commenter who submitted written correspondence or provided oral comment during the San Francisco Planning Commission hearing is assigned a unique commenter code in the following manner:

- Comments from public agencies and commissions are designated by "A-", the agency's name or acronym, and the commenter's last name
- Comments from organizations are designated by "O-" and the commenter's last name.
- Comments from individuals are designated by "I-" and the commenter's last name.

Within each category (public agencies, organizations, and individuals), commenters are listed in alphabetical order by code.

RTC Table 3-1 Persons Commenting on the Draft EIR

Comment Letter Code	Name and Title of Commenter	Agency/Organization	Comment Format	Comment Date
PUBLIC AGENCIES AND COMMISSIONS				
A-CPC-Moore	Commissioner Moore	San Francisco Planning Commission	Transcript	January 19, 2023
ORGANIZATIONS				
O-Ferrari	RJ Ferrari	Local 38 Plumbers and Pipefitters San Francisco	Transcript	January 19, 2023
O-Gonzales	Rudy Gonzales	Building and Construction Trades Council	Transcript	January 19, 2023
O-Northern Neighbors	Northern Neighbors	Northern Neighbors	Email	January 17, 2023
O-Sodini	Al Sodini	Anza Vista Neighborhood Association	Transcript	January 19, 2023
O-Wolfe	Mark Wolfe	On behalf of San Francisco Labor Council, UFCW Local 6, and UFCW Local 648	Letter	January 30, 2023
INDIVIDUALS				
I-Clemens	Monica Clemens	—	Email	December 14, 2022
I-Devine	Peter Devine	—	Transcript	January 19, 2023
I-Ducker	Michael Ducker	—	Email	December 14, 2022
I-Jameson	Mr. Jameson	—	Transcript	January 19, 2023
I-Kumandan	Bharath Kumandan	—	Email	January 22, 2023
I-Schouest	Schouest Family	—	Email	January 19, 2023
I-Shargots	Steven Shargots	—	Email	January 18, 2023

CHAPTER 4
COMMENTS AND RESPONSES

4.A Introduction

This chapter presents the substantive comments received on the draft EIR and initial study and responses to those comments. The planning department received one comment letter concerning the environmental analysis presented in the draft EIR. Therefore, this comment letter is presented in its entirety below. The department's response is organized by topic as presented in the comment letter. The responses may clarify the draft EIR text or revise or add text to the Final EIR. New or revised text, including text changes initiated by planning department staff, is double underlined; deleted material is shown in ~~strikethrough~~ (also see Chapter 5 Draft EIR Revisions). All other comments received during the public review period are related to the merits of the proposed project and are grouped together at the end of the chapter.

4.B Response to Mark Wolfe, on Behalf of San Francisco Labor Council, UFCW Local 6, and UFCW Local 648

Comment letter O-Wolfe is included in its entirety below. Responses are provided corresponding to the subheadings of the letter.

O-Wolfe

m | r | wolfe
& associates, p.c.
attorneys-at-law

January 30, 2023

By E-Mail

Rachel Schuett, EIR Coordinator San Francisco Planning Department
49 South Van Ness Avenue, Suite 1400 San Francisco, CA. 94103

Email: CPC.WholeFoods2675Geary@sfgov.org

Re: Draft EIR for Whole Foods at 2675 Geary Boulevard Case No. 2019-004110ENV-02

Dear Ms. Schuett:

Please accept the following comments on the draft environmental impact report (EIR) for the proposed Whole Foods market (Project) referenced above, submitted on behalf of the San Francisco Labor Council, UFCW Local 5, and UFCW Local 648.

Cumulative Air Quality/Health Impacts

The Draft EIR acknowledges that Project site is within a City-designated Air Pollution Exposure Zone (APEZ), adjacent to a day care center and directly across the street from sensitive receptors at Wallenberg High School and various residences. The DEIR reports that based on a 2020 City-wide health risk assessment, the existing, pre-Project ambient cancer risk is 105 additional cancers per one million exposed individuals. (DEIR p. 3.A-34.) This means that many of these receptors are already experiencing elevated cancer risk levels that are higher than what the Bay Area Air Quality Management District (BAAQMD) and the City consider significant. In other words, due to existing emissions of cancer-causing toxic air contaminants (TACs) from other sources in the vicinity (primarily diesel particulate matter emissions), there is already a significant cumulative health impact affecting receptors at this location even without this Project.

The Draft EIR concludes, however, that the Project's individual contribution to the existing elevated cumulative health risk is minor, would not result in an exceedance of cumulative significance thresholds, and would not require mitigation. This conclusion appears to be based on a declared cumulative significance threshold

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of 7.0 excess cancers per million, which in turn appears based on a 2005 study cited as "Jerrett M. et al., Spatial Analysis of Air Pollution and Mortality in Los Angeles, Epidemiology 16 (2005): 727–736." (DEIR p. 3.A-29.)

The cited article is not appended to the Draft EIR or otherwise provided by the City. Without this material, the public is unable to meaningfully review and comment on the DEIR's analysis and conclusions regarding cumulative health effects. Please accordingly provide a copy of the cited article by Jerrett M. et al. together with any other materials cited or relied on in the DEIR's cumulative air quality/health impact analysis.

Noise Impacts

With respect to impacts on nearby receptors from construction noise, the DEIR states: "One comment requested a quantitative analysis of the proposed project's construction noise. Such analysis is not required because the initial study determined that construction noise impacts would not be significant." (DEIR p. 3.B-2.) This amounts to saying that because no study was done to show that noise impacts might be significant, no noise study is now required. This is circular reasoning that does not meet CEQA's requirements for good faith disclosure and analysis of potentially significant impacts. The DEIR should prepare a quantitative noise analysis and circulate it for public review and comment.

Such a study should include analysis of impacts from truck noise during both construction and operation of the Project. Because the loading docks will accessed from O'Farrell Street, which is one-way at this location, all trucks will necessarily pass the residences between Anza Vista Avenue and St. Joseph's Avenue.

Urban Decay

Draft EIR's discussion of potential urban decay impacts is perfunctory and incomplete. Urban decay analysis for a grocery store for purposes of CEQA requires, at a minimum, a market analysis. Because supermarkets often anchor larger retail centers or neighborhood strips, their closure and subsequent loss of significant customer traffic (supermarkets typically generate far more daily shopping trips than other forms of retail) can produce a domino effect leading to closures of other retailers and resulting urban decay. A meaningful analysis of the potential for this project to cause or contribute to the closure of other nearby markets, most notably the Lucky's located at Fulton and Masonic, is therefore critically important.

The City should undertake an economic impact/market analysis that projects sales from the Project, evaluates the extent to which they will be captured from

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competing retailers in the market area, and assesses whether any sales losses are likely to lead to store closures and, if so, whether urban decay may result.

Once complete, the study should be circulated for public review and comment, together with the noise analysis referenced above, as part of a revised draft EIR.

Thank you for your consideration of these comments.

Most sincerely,

M. R. WOLFE & ASSOCIATES, P.C

Mark R. Wolfe

MRW:

4.B.1 Cumulative Air Quality/Health Impacts

The commenter states that Draft EIR acknowledges that the project site is within the air pollutant exposure zone (APEZ), as stated in Section 3.A.2, p. 3.A-13. The commenter states that the existing cancer risk of 105 per million at nearby sensitive receptors already exceeds the Bay Area Air Quality Management District's (Air District's) cumulative threshold of 100 per million without the project's contribution, and that therefore, there is already a significant cumulative health impact affecting these sensitive receptors independent of the project's contribution. The commenter states that the draft EIR's health risk impact conclusion of less-than-significant is based on the cumulative significance threshold of a project's individual contribution not exceeding 7 per million. The commenter also states that the cited article supporting this cumulative significance threshold was not appended to the draft EIR.

The cumulative health risk numbers and cumulative health risk thresholds cited by the commenter are correct. The health risk thresholds are shown in Table 3.A-6, draft EIR p. 3.A-26, including the significance threshold for project contributions to sensitive receptor locations meeting the air pollutant exposure zone criteria and to sensitive receptor locations that do not meet the criteria.

Air quality impacts and resulting human health risks are by their very nature cumulative impacts. Emissions from past, present, and future projects contribute cumulatively to health risks for receptors. As such, the city evaluates project level health risk impacts by considering existing health risks plus the additional health risks that would be experienced by receptors as a result of a project.

The commenter is correct that the Air District identifies a cumulative cancer risk threshold of 100 cases per 1 million persons exposed. This cancer risk criterion is consistent with the excess cancer risk criteria for identifying the air pollutant exposure zone. The air pollutant exposure zone standards codified in Health Code article 38, section 3806,[2] were developed in a public process by the health and planning departments in collaboration with Air District staff and are supported by substantial evidence in the ordinance findings and additional evidence presented in the draft EIR.

The following describes the steps used to evaluate whether this proposed project's cancer risk impact is significant.

Step one: analyze the excess cancer risk from the proposed project and identify the maximally exposed receptors. Potential health risks from the proposed project were analyzed in the draft EIR at the daycare maximally exposed individual (MEI), residential MEI, and maximally exposed individual worker (MEIW), pp. 3.A-37 to 3.A-41. The analysis considered existing health risks in combination with the proposed project's health risk within 0.5 mile (2,640 feet) of the maximally exposed receptors.

Step two: determine if there is a significant impact by comparing existing plus project cancer risk levels to the air pollutant exposure zone criteria. In this case, the City's air pollutant exposure zone criterion for excess cancer risk is the same as the Air District's cumulative cancer risk threshold of 100 per 1 million.

[2] Section 3806 states the following: "The Air Pollutant Exposure Zone Map shall depict all locations in the City where the estimated cumulative $PM_{2.5}$ concentration is greater than 10 $\mu g/m^3$ or where the estimated cumulative excess risk of cancer from air pollutants resulting from lifetime (70-year) exposure is greater than 100 in a million. Additionally, the Air Pollutant Exposure Zone Map shall include all locations within 500 feet of any freeway, if those locations were not otherwise captured by modeling estimates. Within Health Vulnerable Locations, the Air Pollutant Exposure Zone Map shall depict all locations where the estimated cumulative $PM_{2.5}$ concentration is greater than 9 $\mu g/m^3$ or where the estimated cumulative excess risk of cancer from air pollutants resulting from lifetime (70-year) exposure is greater than 90 in a million."

The Draft EIR discloses that the existing excess cancer risk at the daycare (MEI) receptor is 105 per million, which exceeds the City's air pollutant exposure zone criterion of 100 per 1 million as shown in Table 3.A-9, draft EIR p. 3.A-34. The proposed project would result in an excess cancer risk of 1 per 1 million, for an existing plus project cancer risk of 106 per million. The existing cancer risk at the residential MEI and MEIW receptors are 50 and 96.2 per 1 million, respectively, as shown in Table 3.A-9. These values do not exceed the air pollutant exposure zone or Air District's cumulative cancer risk criterion of 100 per 1 million. The existing plus project cancer risk is 53.6 per 1 million and 100 per 1 million at the residential MEI and MEIW, respectively.

Step three: determine the project's contribution to the cumulative cancer risk. As shown in Table 3.A-9, draft EIR pp. 3.A-34 to 3.A-35, the proposed project's excess cancer risk contribution at the daycare MEI, resident MEI, and MEIW ranges from 1.1 to 3.7 per 1 million.

Step four: determine whether the project's cancer risk contribution is cumulatively considerable.

1. If existing health risks at sensitive receptors do not exceed the air pollutant exposure zone criteria but would meet or exceed the air pollutant exposure zone criteria with the project, then a significant cumulative health risk impact would occur as a result of existing plus project health risks. The next step is to determine whether the project's contribution to cumulative health risks is considerable. In this scenario, a substantial cancer risk contribution is defined as an excess cancer risk at or above 10.0 per 1 million persons exposed at the location of sensitive receptors. The cancer risk of 10.0 per 1 million persons exposed is the Air District's adopted project-level health risk threshold and the levels above which the Air District considers new sources to make a cumulatively considerable health risk impact.[3]
2. If existing health risks at sensitive receptors meet or exceed the air pollutant exposure zone criteria and a proposed project would add new sources of air pollutants in these areas, as is the case for the daycare receptor analyzed here, then a cumulative health risk impact occurs under existing conditions and the next step is to determine whether the project's contribution to cumulative health risks is considerable. Consistent with the Air District's CEQA Air Quality Guidelines chapter on "Best Practices for Centering Environmental Justice, Health and Equity,"[4] because health risk impacts are considered significant under existing conditions, the planning department employs a more stringent health risk threshold to ensure that the proposed project's contribution to existing health risks would not be significant. In these areas, the project's contribution of an excess cancer risk at or above 7.0 per 1 million persons exposed would represent a substantial health risk, and a significant impact would occur.

The 7.0 per 1 million threshold is 30 percent lower than the Air District's cancer risk threshold of 10.0 per 1 million persons exposed, which, as discussed above, is the level above which the Air District considers new sources to make a cumulatively considerable health risk impact. The lower significance threshold of 7.0 per 1 million used by the City is supported by the evidence presented in the draft EIR, which relies upon the scientific evidence presented in the cited 2005 article titled "Spatial Analysis of Air Pollution and Mortality in

[3] Bay Area Air Quality Management District, *CEQA Air Quality Guidelines*, April 20, 2023, p. 5-14, https://www.baaqmd.gov/~/media/files/planning-and-research/ceqa/ceqa-guidelines-2022/ceqa-guidelines-chapter-5-project-air-quality-impacts_final-pdf.pdf?la=en, accessed June 16, 2023. An excess cancer risk at or above 10.0 per 1 million persons exposed at sensitive receptors is also the Bay Area Air Quality Management District's project level threshold. However, the project level thresholds do not consider existing sources of air pollution. Rather these thresholds are applied without consideration of substantial pollutant concentrations that may currently exist and be experienced by receptors.
[4] Bay Area Air Quality Management District, *CEQA Air Quality Guidelines*, April 20, 2023, p2-13, https://www.baaqmd.gov/~/media/files/planning-and-research/ceqa/ceqa-guidelines-2022/ceqa-guidelines-chapter-2-environmental-justicefinal-pdf.pdf?la=en, accessed June 20, 2023.

Los Angeles," by Jerrett M. et al.[5] As discussed below, the project's maximum cancer risk impact is 3.7 per one million, which is substantially below the Air District's threshold of 10 per million and the Department's threshold of 7 per million. The cited article was publicly available on the internet both prior to and during the public review period.[6] The commenter requested a copy of the article on January 30, 2023, the last day of the public review period. A copy of the article was provided to the commenter by City staff on February 2, 2023. The commenter confirmed receipt of the materials on the same day. Given that the article was cited to substantiate a more health-protective standard, and that the proposed project would not reach or exceed this standard, and that this article was published in 2005, and was available during the public review period, members of the public were not deprived of their ability to meaningfully comment on the air quality impacts of the proposed project. As shown in Table 3.A-9, draft EIR pp. 3.A-34 to 3.A-35, the proposed project's excess cancer risk contribution at the daycare MEI, resident MEI, and MEIW ranges from 1.1 to 3.7 per million. These values are all well below the 7.0 per 1 million cancer risk threshold. Therefore, the project's contribution is not cumulatively considerable, and the impact was determined to be less than significant.

The cumulative health risk analysis presented in the draft EIR is then determined by evaluating health risks experienced by sensitive receptors due to existing emissions sources, project emissions sources and emissions from other cumulative projects. The planning department's cumulative health risk analysis repeats the analysis above but consider additional sources of air pollution that would result from reasonably foreseeable cumulative projects, applying the same significance criteria and project contribution thresholds discussed above.[7]

4.B.2 Noise Impacts

The commenter states that the draft EIR did not contain a good faith disclosure and analysis of potentially significant noise impacts. The commenter also states that the draft EIR should prepare a quantitative noise analysis and include analysis of construction and operational truck noise impacts.

The draft EIR includes a thorough and complete analysis of the potentially significant noise impacts of the proposed project. This analysis can be found in the initial study on pp. 29–41 (draft EIR Appendix A) and in draft EIR Appendix E, Noise Analysis Supporting Information, which includes:

- Appendix E.1, 2675 Geary Boulevard – Whole Foods Market Noise Measurement Results and Recommendations, May 27, 2022, Revised September 28, 2022
- Appendix E.2, 2675 Geary Boulevard – Whole Foods Market Noise Measurement Results and Recommendations – Level 4 Measurements
- Appendix E.3, 2675 Geary Boulevard – Whole Foods Market Cooling Tower Alternatives, Noise Analysis Results and Recommendations

[5] This article finds a 0.2 µg/m^3 increase in PM2.5 would result in a 0.28 percent increase in non-injury mortality or an increase of about 21 excess deaths per 1,000,000 population per year from non-injury causes in San Francisco. This information is used as evidence for the City's more stringent PM2.5 concentration threshold for receptor locations that meet the air pollutant exposure zone criteria, reducing the threshold from the Air District's 0.3 µg/m^3 to 0.2 µg/m^3, or approximately 30 percent. The excess cancer risk has been proportionally reduced to result in a significance criterion of 7 per million persons exposed.

[6] A simple Google search reveals that this article is available on multiple websites. See, for example: https://journals.lww.com/epidem/fulltext/2005/11000/spatial_analysis_of_air_pollution_and_mortality_in.4.aspx.

[7] The City's cumulative health risk analysis contrasts with the Air District's in that the Air District's cumulative health risk analysis is based on identifying other sources of air pollutants that would combine with a project's air pollutant emissions to determine cumulative health risks, with a focus on existing sources of air pollution. In this way, the Air District's cumulative health risk analysis is more akin to the City's existing plus project analysis.

Construction noise impacts are analyzed in draft EIR Appendix A, pp. 34 to 35. The analysis acknowledges that the proposed project's construction activities would cause a temporary increase in noise levels in the immediate vicinity of the project site. As stated on p. 35 of draft EIR Appendix A, "construction noise is regulated by the noise ordinance (police code article 29). Section 2907 of the ordinance requires that noise levels from individual pieces of construction equipment, other than impact tools, not exceed 80 dBA at a distance of 100 feet from the source. Impact tools (e.g., jackhammers, hoe rams, impact wrenches) must have manufacturer-recommended and city-approved mufflers for both intake and exhaust." The majority of construction activity would consist of interior renovations of an existing vacant retail space. As such, the initial study concludes that impacts related to noise from construction activities would be less than significant.

As with the draft EIR project, under the revised project, the only off-road equipment proposed would be a crane for the expansion of the existing rooftop mechanical penthouse on level 4 and installation of the two cooling towers, pump skid unit, and makeup air unit on level 3 (on the roof of the loading docks). This crane would be required for only two construction days. A crane generates a maximum noise level of 75 dBA at 100 feet.[8] Therefore construction activity would be consistent with the noise ordinance. Under the revised project, the location of the crane would be adjacent to the existing building and would be over 200 feet from the nearest off-site receptor. Therefore, the noise level at off-site receptors would be even less. The analysis concluded that due to the limited duration of the construction period (10 months), and that construction would consist of mostly interior renovation, and that the project would be required to comply with the restrictions of the noise ordinance, temporary and intermittent increases in noise levels associated with construction activities at the project site would be less than significant.

As described on draft EIR p. 3.B-10 with regard to traffic noise thresholds, a "proposed project that results in a doubling of the baseline number of vehicular trips per day would potentially result in a perceptible traffic noise increase of 3 dBA." A 3 dBA increase is barely perceptible to people outside of controlled laboratory conditions. With respect to noise from construction trucks, there would be no excavation required for the proposed project and a limited amount of demolition debris for off-haul. As noted on draft EIR p. 3.A-23, there would be a total of 80 one-way vendor truck trips over the 10-month construction period. While multiple truck trips may be required in any given day during demolition activities for off-haul, this would be relatively short duration of time and would not result in a perceptible increase in noise (approximately 3 dBA).

Operational traffic noise was quantified on draft EIR p. 3.B-11. The proposed project would generate 2,836 vehicle trips per day with approximately 224 of those trips occurring during the p.m. peak hour. The draft EIR concludes that the proposed project's 224 p.m. peak hour vehicle trips would not double traffic volumes along City Center's primary frontages, which carry high volumes of traffic, and therefore would not result in a perceptible increase in traffic noise (3 dBA).

As described above, the potential noise impacts of the proposed project have been fully disclosed. No further discussion is required pursuant to CEQA Guidelines section 15088.

4.B.3 Urban Decay

The commentor suggests that the urban decay analysis provided in the draft EIR is not adequate because it does not include a market analysis that projects sales from the proposed project, estimates the amount of

[8] Federal Highway Administration, *Roadway Construction Noise Model User's Guide*, 2006.

sales that would be captured from competing retailers in the market area, and provides an assessment of whether any sales losses would likely to lead to store closures.

DRAFT EIR URBAN DECAY ANALYSIS

The draft EIR included an urban decay analysis in Section 4.B, Urban Decay, p. 4-2. As described on draft EIR pp. 4-2 and 4-6, urban decay is not specifically identified in the CEQA statute or guidelines, the Appendix G checklist, or the City's initial study checklist. For purposes of the analysis, the proposed project would have a significant effect related to urban decay if the proposed project would "cause or contribute to multiple business closures leading to long-term commercial vacancies that are prevalent, substantial, and long-lasting, leading to buildings and structures being abandoned and/or becoming derelict to such a degree that the health, safety, and welfare of the surrounding community would be negatively and substantially impacted."[9] In October 2022, City staff conducted a survey of commercial uses within a quarter mile radius of the project site to identify commercial vacancies and evidence of urban decay or blight. The survey identified 50 existing commercial spaces within this radius; seven of the spaces were vacant at the time of the survey. While the direct effect of the proposed project would be to eliminate an existing long-term commercial vacancy and bring jobs, goods, and activity to the area, the draft EIR found it possible that the proposed project could have indirect effects related to urban decay.

Specifically, the approval of a Whole Foods Market at this location could create competition with existing nearby grocery stores, which could potentially lead to one or more new commercial vacancies. The analysis concluded that the proposed project would not directly result in new commercial vacancies that could cause or contribute to urban decay or blight conditions. In fact, the project would have the opposite direct effect by eliminating a long-term 5-year vacancy at City Center. Even if long-term commercial vacancies were to occur as an indirect consequence of the proposed project, City regulations such as the Community Preservation and Blight Reduction Act would help reduce the risk of vacant commercial storefronts falling into blighted conditions. On this basis, the draft EIR concluded that impacts related to urban decay and blight would be less than significant and no mitigation measures are required.

MARKET ANALYSIS

In response to the commenter, the project sponsor, under the City's direction, retained ALH Urban & Regional Economics (ALH Economics) to perform a market analysis that projects sales from the proposed project, estimates the amount of sales that would be captured from competing retailers in the market area, assesses whether sales loses would likely lead to store closures, and if so, whether urban decay would result.[10] The analysis supports the conclusions in the draft EIR that the proposed project would not cause or contribute to a significant physical environmental impact with respect to urban decay. The findings of this analysis have been incorporated into the draft EIR as shown below.

The draft EIR text changes below supplement and support the urban decay analysis presented in the draft EIR with information from the market analysis. The market analysis is included as Attachment 4 to this RTC.

[9] As used in CEQA, the term "urban decay" was introduced by the Court of Appeal in the case entitled *Bakersfield Citizens for Local Control v. City of Bakersfield* (*Bakersfield*) (2004) 124 Cal.App.4th 1184. The courts have consistently upheld this definition in subsequent legal challenges, including *Chico Advocates for a Responsible Economy v. City of Chico* (*Chico Advocates*) (2019), 40 Cal.App.5th 839, 843, and *Joshua Tree Downtown Bus. All. v. County of San Bernardino* (*Joshua Tree*) (2016) 1 Cal. App. 5th 677, 685.

[10] ALH Urban & Regional Economics, *Geary Boulevard Whole Foods Store Urban Decay Analysis,* November 2023.

The end of draft EIR Section 4.B.2, Environmental Setting, was updated to include the definition of the study area for the market analysis on p. 4-5:

MARKET AREA

ALH Urban & Regional Economics (ALH Economics) performed a market analysis to project sales from the proposed project, estimate the amount of sales that would be captured from competing retailers in the market area, assess whether sales losses would likely lead to store closures, and if so, whether urban decay would result. Defining the market area for consumer retail sales is based on the principle that most consumers will travel to the shopping destination most convenient to their homes given the type of goods available. As such, the retail market area for the proposed project is the geographic area from which the majority (at least 70 percent) of the store's demand is anticipated to originate.

As shown in Figure 4-1, ALH Economics defined a market area for the proposed project with the following boundaries:

- Divisadero Street to the east
- Fulton Street to the south
- Ocean Beach to the west
- The Presidio to the north

ALH Economics examined the distribution of census tracts within the defined market area and identified the tracts that most closely correspond to the market area, collectively.[136a] The market area includes 29 census tracts with an estimated 108,731 residents and 45,687 households and an average household size of 2.32 persons. The average household income is about $188,994, with a median income of about $180,792. The market area population comprises about 12.6 percent of San Francisco's total population base.

ALH Economics conducted a field visit to gather information on existing commercial retail vacancies and to note any observed conditions of urban blight within the market area. ALH Economics identified 23 existing food stores within the market area.

Draft EIR p. 4-7 was revised as follows:

As shown **Table 4-2** and **Figure 4-1**, there are ~~seven~~ 23 existing grocery stores within ~~1.5 miles of the project site~~ the market area.[147]

Table 4-2 Existing Grocery Stores [Revised]

Figure 4-1 No.	Business Name	Address	Location[a]
1	Lucky's Supermarket	1750 Fulton Street	0.6 miles south of project site
2	Bryan's Grocery	3445 California Street	0.7 miles northwest of project site
3	Trader Joe's	3 Masonic Avenue	0.3 miles northwest of project site

[136a] For selection purposes, census tracts were included in the market area if the majority of the census tract was located west of Divisadero Street.
[147] This radius is based on the distance to the nearest existing Whole Foods Market.

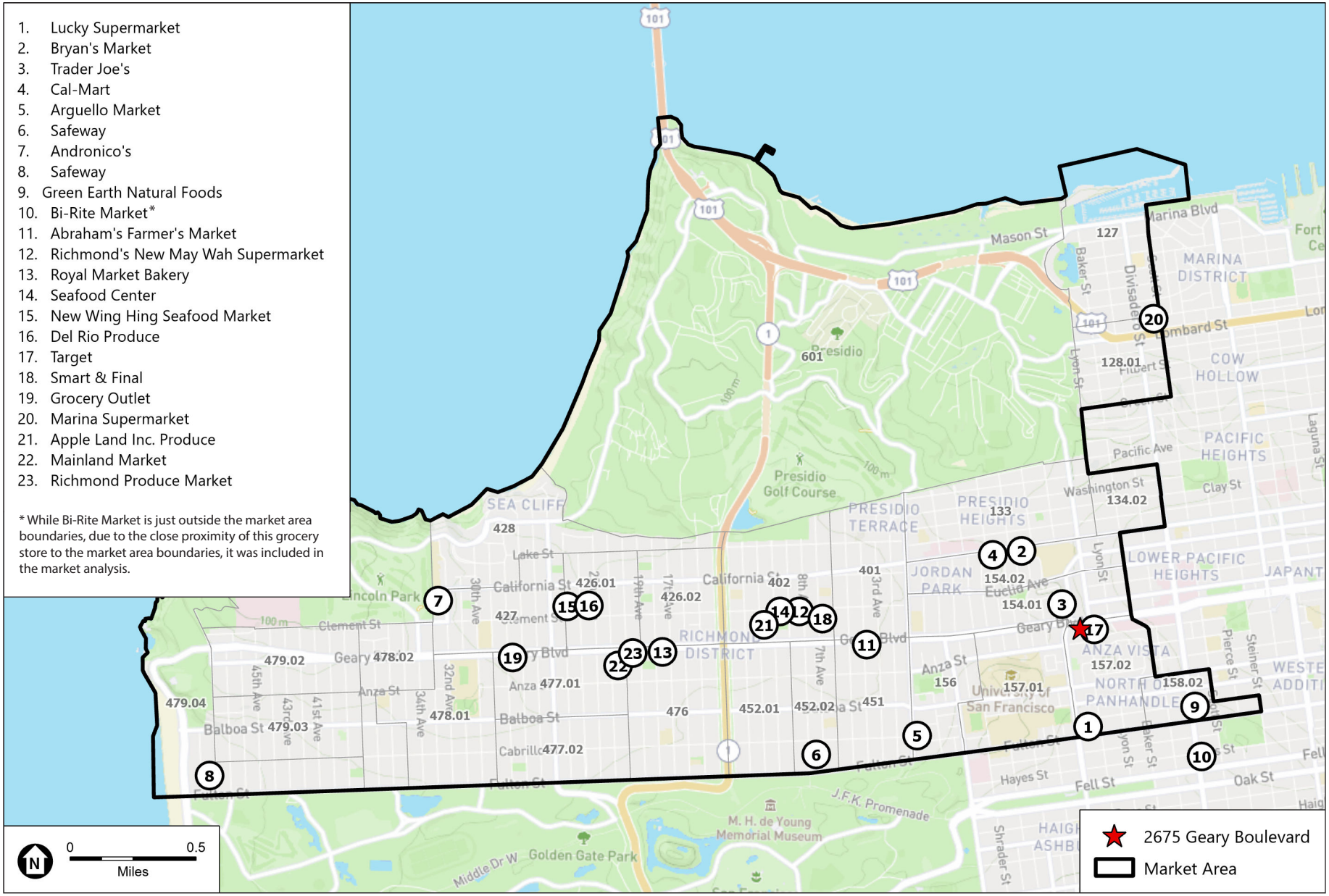
Figure 4-1 No.	Business Name	Address	Location[a]
4	Cal-Mart	3585 California Street	0.9 miles northwest of project site
5	Arguello Market	782 Arguello Boulevard	1.1 miles west of project site
6	Safeway	735 7th Avenue	1.4 miles west of project site
7	Andronico's	375 32nd Avenue	2.8 miles west of project site
8	Safeway	850 La Playa Street	4.0 miles west of project site
9	Green Earth Natural Foods	860 Divisadero Street	0.8 mile southeast of project site
10	Bi-Rite Market	550 Divisadero Street	0.9 miles southeast of project site
11	Abraham Farmer's Market	3931 Geary Boulevard	1.1 miles west of project site
12	Richmond's New May Wah Supermarket	707 Clement Street	1.5 miles west of project site
13	Royal Market Bakery	5335 Geary Boulevard	1.8 miles west of project site
14	Seafood Center	831 Clement Street	1.6 miles west of project site
15	New Wing Hing Seafood Market	2222 Clement Street	2.3 miles west of project site
16	Del Rio Produce	2214 Clement Street	2.3 miles west of project site
17	Target	2675 Geary Boulevard	Adjacent to project site
18	Smart & Final	350 7th Avenue	1.3 miles west of project site
19	Grocery Outlet	6333 Geary Boulevard	2.4 miles west of project site
20	Marina Supermarket	2323 Chestnut Street	1.9 miles northeast of project site
21	Apple Land Inc. Produce	843 Clement Street	1.6 miles west of project site
22	Mainland Market	5601 Geary Boulevard	2.0 miles west of project site
23	Richmond Produce Market	5527 Geary Boulevard	1.9 miles west of project site
	~~Whole Foods Market~~	~~690 Stanyan Street~~	~~1.4 miles southwest of project site~~

SOURCE: Google Maps, https://www.google.com/maps/@37.7646207,-122.4127467,15z, accessed September 22, 2022, and October 15, 2023; ALH Economics, 2023.

[a] Distances are approximate and are based on walking directions.

Figure 4-1, draft EIR p. 4-8, was revised to show the market area that ALH Economics defined for the proposed project:

FIGURE 4-1 GROCERY STORES WITHIN ~~1.5 MILES OF THE PROJECT SITE~~ THE MARKET AREA [REVISED]



SOURCE: US Census, 2022; ESA, 2023

2675 Geary Boulevard Project

FIGURE 4-1

GROCERY STORES WITHIN THE MARKET AREA ~~1.5 MILES OF THE PROJECT SITE~~ (REVISED)

The following discussion was added to the beginning of draft EIR p. 4-9 to include the market analysis findings:

~~In order for the proposed project to cause or lead to one or more commercial vacancies, a chain of events would need to occur. For example, the proposed project would need to directly compete with other commercial stores and that competition would have to be so intense that the commercial store would go out of business. There is no evidence to suggest that the proposed project would cause or contribute to the closure of existing grocery stores in the area given that other nearby stores offer different product lines at different price points, including the nearest full-service grocery store, Trader Joe's at 3 Masonic Avenue.~~

MARKET ANALYSIS FINDINGS SUMMARY

The comparison of supply and demand indicates that the proposed project's estimated $49.8 million in annual stabilized store sales would require the capture of $31.3 million from other stores within the market area, which is approximately 9.2 percent of the market area's existing $340 million in food store demand. On an annual basis, approximately $13 million dollars would be redirected from other Whole Foods stores and approximately 85 percent of the remaining stores sales would be generated from within the market area[147a] for a total of $31.3 million dollars in store sales that would be captured from the other competitive stores within the market area.

ALH Economics concluded that of the 23 food stores within the market area, the proposed project would potentially compete to some degree with the following 10 market area food stores: Lucky supermarket, Bryan's Market, Trader Joe's, Cal-Mart, Safeway, Arguello Market, Andronico's, Green Earth Natural Foods, Bi-Rite Market, and the existing Target store in the City Center shopping center. The remaining 13 foods stores are ethnic markets, specialized markets, convenience stores, or full-service grocery stores that are too far away from the project site (e.g., La Playa Safeway store) and are anticipated to experience no, or limited, competitive overlap.

The market analysis concluded that the 9.2 percent market area capture rate suggests that some existing market area stores would likely experience sales diversions, as some of their existing shoppers shift a portion of their grocery shopping to the proposed project. Some types of market area food stores are more competitive with Whole Foods than other stores, and not all stores would be competitive. Although existing food store sales performance data are not publicly available, in all likelihood, many of the stores would continue to achieve acceptable sales performance even with some sales loss. However, given the lack of available data, it is beyond the purview of the market analysis to indicate any specific store(s) that can withstand a decrease in store sales if any are diverted to the proposed project.

When store sales losses do occur, stores have the potential to compensate for these losses through product repositioning and other operational changes. Therefore, stores already performing strongly may be able to engage in these activities and continue serving their local neighborhood. For stores that are not currently performing strongly, it is possible that sales decline due to diverted sales or other factors could tip the store into a closure scenario. Notably, however, it is not likely that any one store identified as competitive would be impacted disproportionately more than another by the proposed project, as each store has its own market strengths as well as a dedicated consumer base.

[147a] Approximately 15 percent of annual stores sales would be generated from persons that do not live or work within the market area (visitors).

Many factors contribute to a store's commercial health and viability including the risk of store closure due to the project's 9.2 percent sales capture rate. Although it is likely that this sales capture rate would be spread across several nearby competitive food stores and would occur over several years, it is also possible that one or more store closures may occur. However, store vacancies are not, by themselves, a cause of urban decay, as explained below.

POTENTIAL FOR URBAN DECAY

As noted in the market analysis, signs of urban decay can exist on both vacant and occupied properties. Based on a field reconnaissance conducted in April 2023, commercial properties near the competitive food stores are generally well-maintained, with no derelict structures. Graffiti, which comprises the most common characteristic of urban decay noted near some of the competitive properties, is a condition endemic to San Francisco, and is present on both vacant and occupied buildings. Graffiti is common to urban environments and the simple presence of graffiti does not constitute urban decay (see definition of urban decay on page 4-2.)

Among the 10 competitive food stores within the market area, just over two-thirds have multiple identifiable vacancies in proximity (e.g., typically within one city block) to the food store. Only a few of these vacancies have characteristics associated with urban decay. The competitive stores with the greatest number of nearby retail vacancies include Lucky (6 vacancies, plus 2 occupied properties with graffiti), Green Earth Natural Foods (4 vacancies), and Target (4 vacancies within City Center). Information about these vacancies is provided to establish the existing environmental conditions near these competitive food stores and to inform the analysis of whether the proposed project would cause or contribute to urban decay. All other competitive stores have only one or two nearby vacancies.

- **Lucky:** Three immediate vacancies in the Fulton Market shopping center shared with Lucky were observed to be in good condition, with one space exhibiting signs of an impending new tenant. There are other nearby vacancies along both Fulton Street and Masonic Avenue; one appears to be undergoing tenant improvements in preparation for a new tenant. Graffiti was observed on both vacant and occupied buildings in this area with more graffiti observed on occupied storefronts than on vacant commercial spaces.
- **Green Earth Natural Foods:** Four immediate vacancies were observed near this store. One space is currently undergoing renovation to address fire and water damage. Graffiti and/or paper covered windows were observed on the other three vacant properties; two of these properties are being actively marketed.
- **City Center Target:** The vacancies around the Target store are all within City Center shopping center. Compared to the Target site (and the project site) these are relatively smaller retail spaces, with prior tenants including Best Buy Auto Store, Starbucks, and Panera. The spaces have been vacant for varied lengths of time and all of the existing vacancies are in good condition, with one space going through the conditional use permit process to support a new gym tenant (operator F45). Some of the spaces have visible broker signs while others do not. Regardless, despite the length of time vacant, there is market interest in at least some of the space, as evidenced by an active permit application, and all of the spaces would likely experience enhanced market interest if the proposed project is established as a new anchor store, resulting in increased consumer traffic to City Center.

ALH Economics concluded that there is no indication that new or prolonged commercial vacancies would cause or contribute to changed physical conditions associated with urban decay. The number of existing vacancies near the 10 competitive food stores appears to be within market norms. Many are being actively marketed and some are undergoing improvements including tenant improvements, suggesting that the vacancy will be short-term. Aside from the incidental graffiti and paper-covered windows observed, buildings are generally well-maintained and do not show signs of disinvestment or abandonment.

As noted in the market analysis, store closures are not sufficient to cause urban decay, because such closures could provide an opportunity for new retailers or other tenants to occupy vacated spaces or for property owners to engage in economic development efforts to improve or redevelop properties. Further, a vacant building does not necessarily lead to urban decay, even if the building were to be vacant over a relatively long time. Similarly, even a number of empty storefronts would not necessarily constitute urban decay.

~~However, following this chain of events, conservatively~~ Conservatively assuming that the proposed project would result in competition with other nearby grocery stores and would indirectly contribute to one or more grocery stores going out of business, it is speculative to conclude that this would result in a long-term vacancy because it is in each owner's financial interest to find a new tenant to occupy a vacant commercial space. Specifically, owners are financially incentivized to find new tenants what will provide rental or lease income. Additionally, vacant commercial spaces in named neighborhood commercial districts, for example the nearby Geary Boulevard Neighborhood Commercial District, would be subject to the vacancy tax ordinance, discussed above in Section 4.5.3, Regulatory Framework, p. 4-5. The purpose of the Vacancy Tax Ordinance is, in part, to prevent commercial property owners from losing tenants or allowing commercial spaces to remain unoccupied. The Vacancy Tax Ordinance provides a financial incentive to commercial property owners to bring new tenants in, and not to allow unoccupied commercial spaces to become "Vacant."

However, even if some of these vacancies became long-term, it is unlikely that the buildings would become abandoned or derelict. The majority of the commercial spaces within the market area are not "stand alone" buildings; they are either part of a shopping center (i.e., City Center and Fulton Market), or are ground-floor commercial spaces with residential units above. As such, the buildings are in active use, and the building owners have incentive to maintain the property for the health, safety and welfare of residents, commercial tenants, and visitors, as well as neighbors and the surrounding community.

Therefore, it is speculative to assume that even if the proposed project would result in competition with other nearby grocery stores, that competition would result in new commercial vacancies and that the vacancies would be long term and lead to buildings and structures being abandoned and/or becoming derelict to such a degree that the health, safety, and welfare of the surrounding community would be negatively and substantially impacted. This is supported by the information presented in the environmental setting. As shown in the environmental setting, while there are seven current commercial vacancies within 0.25 miles of City Center (out of approximately 50 commercial spaces), permits have been approved for four of those sites, two sites are actively seeking new tenants, and another site is undergoing tenant improvements. Therefore, the addition of a few commercial vacancies within the vicinity of the project site or other competitive food stores~~,~~ would

not necessarily lead to a "downward spiral" of long-term commercial vacancies that ~~could~~ impairs the proper utilization of the properties and structures, or the health, safety, and welfare of the surrounding community and leads to urban decay or blight.

These revisions would not result in new significant impacts and would not change the conclusion of the analysis. CEQA Guidelines section 15088.5(b) states that recirculation is not required if "new information in the EIR merely clarifies or amplifies or makes insignificant modifications in an adequate EIR." Therefore, recirculation of the draft EIR pursuant to CEQA Guidelines section 15088.5 is not required.

4.C General Comments [GC]

The comments in this section express general support for the proposed project, a project alternative, or the environmental analysis contained in the draft EIR. This response addresses the following comments, which are quoted below:

A-CPC-Moore-1, O-Ferrari-1, O-Gonzales-1, O-Northern Neighbors-1, O-Sodini-1, I-Clemens-1, I-Devine-1, I-Ducker-1, I-Jameson-1, I-Kumandan-1, I-Schouest-1, I-Shargots-1

"I only want to comment that I believe while this was complete and accurate, it's actually very interesting to see the large shopping center being retrofitted to accommodate a use like Whole Foods, and that it's possible, given sitting on level 3, with the ability to create the proper ventilating ducting system for the refrigeration stuff. Glad to see it happen. Long overdue. And thank you." *(A-CPC-Moore-1, Planning Commission Transcript, 1/29/2024)*

"Good evening, everybody. My name is RJ Ferrari, Local 38 plumbers and pipefitters San Francisco, also San Francisco Building Trades member. I am 100 percent for the report, and I agree with the caller Prior to me. We should move this forward. Thank you for everyone who had their hand in doing their great job, and let's get this thing going. It's a great location and it's a great area." *(O-Ferrari-1, Planning Commission Transcript, 1/29/2023)*

"My name is Rudy Gonzales. I represent the Building and Construction Trades Council here in San Francisco. We're the -- literally, the hands that build the city. And we're calling in today to express our support for the draft EIR. We think the analysis is not only adequate. It's more than thorough and more than satisfies the disclosure requirements under CEQA. Frankly, the Whole Foods project is a relatively modest project in terms of just, you know, seeking a re-tenant situation for an existing commercial building. We believe that this is a chronically underutilized space and that Whole Foods and the entire sponsor team have done a great job. Although it's taken a long time, I think they've done their homework, dotted all the I's and crossed the T's.

And I'd like to take this opportunity to just also just highlight some of the economic benefits in terms of creating a couple of hundred new construction jobs for local workers and workers in the community. They've also committed to a first source hiring agreement with the city and county so we can make sure that some of the new operations jobs at the store are actually filled by San Francisco residents.

There is meaningful tax revenues, you've heard from other callers, and the expansion, obviously, of healthy and nutritious food. But to the point, on CEQA, we believe that they have done a thorough and adequate job. We appreciate your support for the draft EIR. Thank you very much for your time." *(O-Gonzales-1, Planning Commission Transcript, 1/29/2023)*

"We represent Northern Neighbors, an urbanist organization representing over 300 residents in Supervisor Districts 2 and 3 that supports affordable, vibrant, walkable, and safe SF neighborhoods. We are writing to ask you to approve the Environmental Impact Report (EIR) in 2019-004110ENV-02, the proposed Whole Foods at 2675 Geary Boulevard.

We agree with the report's findings that there are no "significant and unavoidable impacts". We are dismayed that it has been nearly four years since the application was first filed in 2019. It should not take two years to study the impact of a grocery store in an already existing shopping center. We urge the Planning Department and the Board of Supervisors to reform the EIR process so that it is less of a hindrance to projects." *(O-Northern Neighbors-1, Planning Commission Transcript, 1/29/2023)*

"..my name is Al Sodini, president of the Anza Vista neighborhood association, and our neighborhood directly abuts the City Center mall. I also have to agree that the EIR is complete. I think it's accurate. We get a ton of wind up here, and I can't see any pollution from this project. It just blows a gust up here all the time.

And I also have to agree with the first – the first respondent, that mentioned that we definitely need a grocery store up here. Many of our residents, including myself, are aging. Some are disabled. Some are unable to drive. For us, getting groceries in our homes can be a real challenge. I believe for us, it all comes down to having a grocery store that our seniors can get to. It's not a nicety. It's a necessity.

I also think not being considered is the fact that only a retailer that can generate a large amount of foot traffic can survive in the mall. This space has been vacant for at least five years because retailers know how difficult it is to compete with online sales.

All you have to do is ask the Good Guys, Best Buys, Mervyn's, Toys R Us. They couldn't make it. We can't wait another five years to find another retailer with a bright business model. We need our market and you need · your tax revenue, so please don't wait and let this opportunity slip away. Thank you." *(I-Sodini-1, Planning Commission Transcript, 1/29/2023)*

"Please repave O'Farrell to St. Joseph's street, and if you would please put in community friendly slow street signs everywhere on the mountain, as well as lights on the ground for crossing pedestrians. Please open this Geary Whole Foods. It will be a welcomed addition to the our Sears building." *(I-Clemens-1, Email, 12/14/2022)*

"My name is Peter Devine, and I live in the in the Anza Vista neighborhood on Encanto. I would like to speak for the Whole Foods project.

Number one, that particular city mall, which used to be occupied fully by Sears Roebuck has never been fully filled ever since Sears left. We had Mervyn's that filled a good portion of it, and Toys R Us. Mervyn's gone. Toys R Us is gone. They built new buildings over the parking lot on Masonic, and those remained empty for two-and-a-half years. The front and site where Whole Foods was to go has been empty since 2018, so it's sort of got a boarded up feeling to it as a shopping mall. That needs to be fixed. That's number one.

Number two, we've lost a number of stores, little corner grocery stores, in our area during the pandemic, on Clement, on Cabrillo, on Broderick, on Anza, et cetera. And Calla on Geary closed a long time ago. Now that's Toyota. And then Famous Street Market that then became Pier One is gone. So there aren't a lot of options in our neighborhood we need another option and we need something with, you know, fresh Whole Foods and vegetables.

Third, this would benefit not only the neighborhood, but people visiting patients in Kaiser Hospital because you have a café, you have sandwiches, salads, fruits, vegetables, all that available to people visiting the hospital, and there's nothing else in the neighborhood that would serve them. Okay?

Fourth, great handicapped parking for those of us who are handicapped and need to be able to shop. This is a perfect solution to that. Okay?

And finally, five, it revives the neighborhood, because that mall has been sort of a blight for a long, long time, and it's important to bring that back. I agree with the environmental report that plan B is a better solution for the noise reduction and all that, and I applaud the fact that the Whole Foods people offered that as an alternative. So I would like to speak very much in favor of Whole Foods going into that City Center mall. Thank you very much." *(I-Devine-1, Planning Commission Transcript, 1/29/2023)*

"I am a neighbor of City Center and wholeheartedly support the approval of the EIR, its proposed mitigations, and the opening of Whole Foods. It has been a complete waste of time and money to do this environmental review for the replacement of one big retail tenant for another." *(I-Ducker-1, Email, 12/14/2022)*

"Good afternoon. This is Mr. Jameson. I live in the Anza -- also Anza Vista, actually live on Anza Vista. I am for the Whole Foods project going through. When you had the comments at the board of supervisors meeting and a lawyer got up and spoke and was throwing out so much data about environmental pollution and everything else, he was using data that's like ten years old. By the time Whole Foods opens, all their vehicles will be electric, not diesel. So that needs to be considered in what people are thinking.

The other thing is, so many people were saying, oh, I don't want Whole Foods going there because Jeff Bezos has too much money or they're not union. I'm a retired union member. The job itself will create over $6 million -- well that was a year ago, so it's probably about $7 million worth of construction cost money, and that's very beneficial for all employees in San Francisco. When the Planning Commission approved the Longbird remodel, not one San Francisco contractor was hired to do any of the work. The school district was allowed to hire out. And like now, we have a lighting problem, but the contractor from Grass Valley, he's out of business and no one knows how to control the light system under Title 24.

So I'm for this Whole Foods going in there. It's something we can walk to and shop very easily. So we get our exercise. We also get fresh food, fresh meat. And it's very viable for the neighborhood. As someone said before, Best Buy went down in a shadow 2018. I think it was even before that. And that space has been vacant since then. Please do what you can to get this moving forward. If you say yes today and the board of supervisors say yes tomorrow, it's still going to be four years before this store opens. We've waited a long enough time." *(I-Jameson-1, Planning Commission Transcript, 1/29/2023)*

"I am writing in support of the proposal to place a Whole Foods at 2675 Geary Street, in the City Center complex. The EIR analysis seemed to be thorough and to satisfy the CEQA disclosure requirements.

I hope the approvals can move quickly through city government and work can get started asap." *(I-Kumandan-1, Email, 1/22/2023)*

"As longtime residents of San Francisco and residents of the Anza Vista neighborhood. We have waited for a long time for this project to be completed and dealt with the negative impact of a vacant storefront for that time.

We would like to express our support for the WF and send appreciation to the planning commission for evaluating the impact on the community.

More access to fresh food for this neighborhood is needed and welcomed. As we are sure you are aware, the Trader Joe's across Geary is stretched to the max and quite crowded, causing traffic issues on Masonic. We have been told that historically this TJ's has been the highest grossing revenue Trader Joe's in the country, which is not a surprise - but illustrates to the local demand for groceries.

We live in Anza Vista and would be impacted by this store. We are 100% in favor of the whole foods. Not only for the access to fresh groceries but also increasing tax revenue for the city and eliminating another empty storefront that attracts crime and reduces property values." *(I-Schouest-1, Email, 1/19/2023)*

"I am trying to find out what General Contractor has been chosen for this project. Please let me know as soon as possible i see the project is going before the planning commission tomorrow afternoon." *(I-Shargots-1, Email, 1/18/2023)*

RESPONSE GC-1

The comments express support for the draft EIR or the project, a project alternative, or the environmental analysis in the EIR and will be provided to City decision makers for consideration in their deliberations on the proposed project. One comment requests information regarding the general contractor for the project, and another requests improvements to O'Farrell Street that are unrelated to the proposed project. These comments do not pertain to the adequacy, accuracy, or completeness of the draft EIR's analysis of the project's physical environmental impacts and thus do not require further response.

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CHAPTER 5
DRAFT EIR REVISIONS

The following changes are made to update the text of the EIR based on revisions to the project description, as described in Chapter 2, Revisions to the Project Description or in response to comments on the draft EIR. The revisions reflect changes identified in Chapter 3, Comments and Responses, or staff-initiated text changes; all of which clarify, expand, or update information and/or graphics presented in the draft EIR. The revised text does not provide new information that would result in any new significant impact not already identified in the draft EIR and initial study or a substantial increase in the severity of an impact identified in the draft EIR and initial study that cannot be mitigated to less than significant with implementation of mitigation measures agreed to by the project sponsor. Thus, none of the text revisions would require recirculation pursuant to CEQA Guidelines section 15088.5. The draft EIR and this response to comments document together constitute the final EIR for the Whole Foods at 2675 Geary Boulevard Project. In the revisions shown below, deleted text is shown in ~~strikethrough~~ and new text is double-underlined.

5.A Revisions to Chapter S, Summary

The last paragraph on draft EIR p. S-1 was revised to be consistent with updates made to Chapter 2, Project Description:

> The proposed project consists of interior renovations within the existing vacant retail space; replacement of existing heating, ventilation, and air conditioning (HVAC) equipment in the rooftop mechanical penthouse; an approximately ~~700~~ 365-square-foot horizontal expansion of the rooftop mechanical penthouse to accommodate the new HVAC equipment; installation of new mechanical equipment (two cooling towers, a pump skid, and a makeup air unit on the rooftop of the loading docks [level 3] with associated duct work into the building); and new exterior signage. The proposed project would not require excavation.

Table S-1 draft EIR p. S-2, was revised to be consistent with updated made to Chapter 2, Project Description:

Table S-1 Whole Foods at 2675 Geary Boulevard Project Characteristics [Revised]

Project Characteristics	Existing	Proposed
Interior area (square feet)	49,825	49,825
Land use	Vacant Retail	Grocery Store
Rooftop mechanical penthouse (square feet)	930	~~1,630~~ 1,295
Hours of loading	—	5 a.m.–3 p.m.
PROPOSED PARKING	**NUMBER**	
Vehicle parking spaces	117 (Lot C)	117 (Lot C)
Bicycle parking spaces	8 (Lot E)	8 (Lot E)
Americans with Disabilities Act (ADA) parking spaces	1 van ADA; 4 standard ADA	1 van ADA; 4 standard ADA

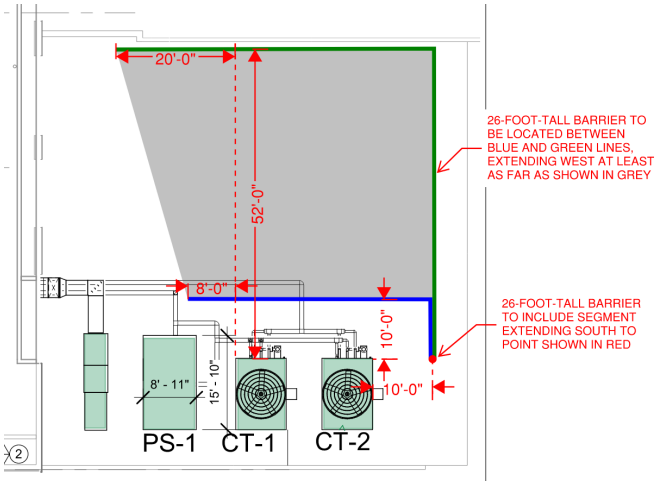
SOURCE: Whole Foods Market, 2021 and 2023

The last paragraph on draft EIR page S-3 was revised as follows:

> As indicated in Table S-2 and discussed in detail in Chapter 3, the analysis conducted for this EIR determined that the proposed project would result in potentially significant noise-related impacts ~~at the outdoor playground receptor on level 4 of the City Center, as well as~~ at the northern property plane. The noise section identified that implementation of Mitigation Measure M-NO-3 would reduce the noise impacts to a less-than-significant level.

Mitigation Measure M-NO-3 on draft EIR pp. S-5 to S-7 in Table S-2 was revised as follows:

> **Mitigation Measure M-NO-3: Mechanical Equipment Noise Control.** In order to reduce mechanical equipment noise, the project sponsor shall install a noise barrier to ~~block the line of sight between the cooling tower and daycare facility's outdoor playground and to~~ attenuate noise at the north property plane. The noise barrier shall primarily be positioned to the north of the cooling towers and will also need to wrap around the east side of the cooling towers; as specified below. In addition, noise attenuation for the OSA units shall be included in the project design. The following provides minimum specifications for both:
>
> ~~The noise barrier shall include, at a minimum, all of the following specifications:~~
>
> - Noise Barrier ~~South~~ North of the Cooling Towers:
>   - A total height ~~of approximately 19 feet (an additional 9 feet on top of the 10-foot-tall mechanical penthouse enclosure walls)~~ at least as tall as the top of the cooling towers (approximately 26 feet tall). As shown below, there is some flexibility in the horizontal distance between the mechanical equipment and the north barrier wall which could be constructed as close as 10 feet (blue line) or as far as 52 feet (green line) from the northern edge of the cooling towers. The overall length and design of the north barrier wall may vary, depending on where it is constructed. The length of the east barrier wall will similarly vary, depending on the location of construction.
>   - All acoustical barrier walls shall meet the following specifications:
>   - A ~~solid~~ barrier with a weight of at least 3 pounds per square foot (psf) and solid without any gaps; and
>   - Sound absorptive material on the side facing the mechanical equipment.



- ~~Noise Barrier North of Cooling Tower (extending at least 10 feet from the northwest and northeast corners to the south):~~
  - ~~A total height of approximately 26 feet (an additional 16 feet on top of the 10-foot-tall mechanical penthouse enclosure walls);~~
    - ~~A solid barrier with a weight of at least 3 pounds per square foot (psf) and solid without any gaps; and~~
  - ~~Sound absorptive material on the side facing the mechanical equipment.~~
- ~~Acoustical louvers shall be located at the section of the enclosure east of the cooling tower meeting the minimum insertion loss (noise reduction), as shown below.~~

	~~63 Hertz (Hz)~~	~~125 Hz~~	~~250 Hz~~	~~500 Hz~~	~~1 kilohertz (kHz)~~	~~2 kHz~~	~~4 kHz~~
~~Acoustical Louver Minimum Insertion Loss (dB)~~	~~—~~	~~8~~	~~7~~	~~11~~	~~13~~	~~10~~	~~8~~

- The outside air (OSA) units shall include:
  - 5 feet of internally lined duct with 1-inch-thick glass fiber duct lining between each of the OSA units and the outside air openings ~~on the penthouse roof~~; or
    - As an alternative to an internally lined duct, duct silencers may be provided at the same duct segments described above. Each of the silencers shall meet the minimum insertion loss as shown below.

	63 Hertz (Hz)	125 Hz	250 Hz	500 Hz	1 kilohertz (kHz)	2 kHz	4 kHz
Silencer Minimum Insertion Loss (dB)	—	—	6	6	12	10	6

In lieu of the above, the project sponsor may install alternative HVAC and mechanical equipment at the proposed location or at a different location on the site and/or alternative noise control measures provided the sponsor submits documentation to the planning department demonstrating that noise from the alternative measures would not exceed ~~62.5 dBA at the daycare facility's outdoor playground and~~ 55 dBA at the north property plane~~, on level 4~~ of City Center or other mechanical equipment noise standards listed in the EIR including an increase in the ambient noise level of 8 dBA or more along any property plane (Police Code section 2909(b)), 45 dBA during the nighttime and 55 dBA during daytime hours at residential interiors (Police Code section 2909(d)), and 62.5 dBA at the Bright Horizons daycare facility's outdoor playground.

Upon installation of the proposed project's mechanical equipment and required noise control measures, the project sponsor~~, with approval from the daycare facility,~~ shall take noise measurements ~~of the equipment at various locations within the outdoor playground to confirm that the project's mechanical equipment noise does not exceed 62.5 dBA. Noise measurements shall also be taken~~ at the north property plane to confirm that noise levels do not exceed 55 dBA or any other mechanical equipment noise standard listed in the EIR (see

above). Noise measurements shall be provided to the planning department prior to receipt of a certificate of occupancy. Should noise measurements indicate that the project's mechanical equipment noise exceeds ~~62.5 dBA at the daycare facility's outdoor playground or~~ 55 dBA at the north property plane or exceed any other mechanical equipment noise standard listed in the EIR (see above), the project sponsor, with an acoustical consultant, shall install additional noise attenuation measures necessary to ensure that noise levels do not exceed ~~62.5 dBA and 55 dBA, at the respective locations~~ applicable EIR noise standards. Any additional noise attenuation measures shall be approved by the planning department, installed, and verified as not exceeding ~~62.5 dBA at the outdoor playground and~~ 55 dBA at the north property plane or other applicable EIR noise standards, prior to receiving a certificate of occupancy.

The paragraph under "Summary of Impacts" on draft EIR p. S-12 was revised as follows:

> Under Alternative A2, the existing approximately 49,825-square-foot, vacant retail space would be renovated with a new retail use that would involve only dry goods storage and sales. This alternative would consist of interior renovations within the existing vacant retail space and would require replacement of the HVAC equipment in the rooftop mechanical penthouse but would not require the approximately ~~700~~ 365-square-foot horizontal expansion of the rooftop mechanical penthouse because this alternative would not include a cooling tower.

The paragraph under "Summary of Impacts" on draft EIR p. S-13 was revised as follows:

> Under Alternative B, the cooling tower would be approximately 5 feet taller than the proposed project's cooling tower and would be relocated to an area to the right of the store entrance. The alternative equipment and location would result in lower noise levels at the west and south property planes, and at the outdoor playground receptor. The noise analysis for the alternative equipment and location determined that noise levels would be 57 dBA at the north property plane, which would exceed the 55 dBA noise limit. The noise level at the north property plane under this alternative would be from the outside air units. Therefore, implementation of the OSA noise reduction features specified in Mitigation Measure M-NO-3 would still apply to Alternative B. However, the noise barriers ~~and louvers~~ specified in Mitigation Measure M-NO-3 would not apply to Alternative B. Overall, this alternative would result in lower noise levels at two of the three property planes and at the outdoor playground receptor and therefore would have reduced noise impacts compared to the proposed project.

The rooftop mechanical penthouse row in Table S-4 on draft EIR p. S-13 was revised to reflect the revised project, as follows:

Table S-4 Comparison of Proposed Project and Alternatives

Project Characteristics	Proposed Project	Alternative A: No Project		Alternative B: Noise Exposure Reduction Alternative – Taller Cooling Tower on Level 3
		Alternative A1: No Project – Vacant Retail Space	Alternative A2: No Project – Future Retail Tenant – No Cold Storage	
DESCRIPTION				
Interior area (square feet)	49,825	49,825	49,825	49,825
Land use	Grocery Store	Vacant	Retail – no cold storage	Grocery Store
Rooftop mechanical penthouse (square feet)	~~1,630~~ 1,295	930	930–1,630[a]	930

5.B Revisions to Chapter 1, Introduction

The second paragraph on draft EIR p. 1-1 was revised as follows:

> The existing onsite parking lot C (on level 3) would be available for parking for Whole Foods Market customers. Freight and commercial loading activities would occur from an existing onsite 3,528-square-foot receiving area and adjacent loading dock, accessed from O'Farrell Street just east of Anzavista Avenue, via parking lot E (on level 2). No changes to vehicle parking, bicycle parking, loading, driveway access, or onsite circulation are proposed. In addition, no changes are proposed to the public right-of-way. The proposed project consists of interior renovations within the existing vacant retail space~~,~~; replacement of existing heating, ventilation, and air conditioning (HVAC) equipment ~~and would add two outside air units (OSAs) and associated equipment in the rooftop penthouse and the addition of refrigeration equipment in the mechanical penthouse,~~; installation of new mechanical equipment (two cooling towers, a pump skid, and a makeup air unit) on the rooftop of the loading docks (level 3) with associated duct work into the building; an approximately 365-square-foot expansion of the rooftop penthouse to accommodate the new equipment, two outside air (OSA) units and associated equipment; replacement of two dock levelers, and new exterior signage.

5.C Revisions to Chapter 2, Project Description

The third paragraph on draft EIR p. 2-1 was revised as follows:

> The proposed project consists of interior renovations within the existing vacant retail space; replacement of existing heating, ventilation, and air conditioning (HVAC) equipment in the rooftop mechanical penthouse; an approximately ~~700~~ 365-square-foot horizontal expansion of the rooftop mechanical penthouse to accommodate the new HVAC equipment; installation of new mechanical equipment (two cooling towers, a pump skid, and a makeup air unit on the rooftop of the loading

docks [level 3] with associated duct work into the building); and new exterior signage. The proposed project would not require excavation.

Draft EIR Figure 2-4, p. 2-6, and Figure 2-5, p. 2-8, were revised to show the new cooling tower locations.

Draft EIR Table 2-1 on p. 2-7 was revised as follows to update the approximate area of the new mechanical equipment:

Table 2-1 2675 Geary Boulevard Project Characteristics [Revised]

Project Characteristics	Existing	Proposed
Interior area (square feet)	49,825	49,825
Land use	Vacant Retail	Grocery Store
Rooftop mechanical penthouse (square feet)	930	~~1,630~~ 1,295
Hours of loading	—	5 a.m.–3 p.m.
PROPOSED PARKING	**NUMBER**	
Vehicle parking spaces	117 (Lot C)	117 (Lot C)
Bicycle parking spaces	8 (Lot E)	8 (Lot E)
Americans with Disabilities Act (ADA) parking spaces	1 van ADA; 4 standard ADA	1 van ADA; 4 standard ADA

SOURCE: Whole Foods Market (2021 and 2023)

The text on draft EIR p. 2-7 was revised as follows:

The proposed project would also install new Whole Foods Market signage on the exterior of the City Center building along Geary Boulevard, along Masonic Avenue, at the intersection of Lyon Street and Geary Boulevard, and at the intersection of O'Farrell Street and Masonic Avenue. In addition, a pylon with Whole Foods Market signage would be placed in parking lot E near the intersection of O'Farrell Street and Anzavista Avenue.

The proposed project includes replacement of the existing heating, ventilation, and air conditioning (HVAC) equipment and installation of new refrigeration equipment in the expanded mechanical penthouse (level 4), ~~including a new 23-foot-tall cooling tower,~~ installation of two approximately 26-foot-tall (including base) cooling towers, a pump skid and a makeup air unit on the rooftop of the loading docks (level 3) with associated duct work into the building to support the proposed grocery store use. ~~All of this equipment would continue to be located on level 4of the City Center shopping center, which is on the roof of level 3 of the project site. The new cooling tower would be installed to the east of the existing HVAC equipment and penthouse enclosure~~ (see **Figure 2-5**).

The proposed project would also expand the existing 930-square-foot rooftop mechanical penthouse on level 4 to approximately ~~1,630~~ 1,295 square feet to accommodate new HVAC and refrigeration equipment (two OSA units and associated equipment). The existing 10-foot-tall enclosure wall on the north side would be removed and reconstructed approximately 7 feet farther north~~; another wall would be constructed approximately 20 feet east of and parallel to the existing east wall. The~~ and the

existing ~~southern~~ eastern enclosure wall would be extended further ~~east~~ north to meet the new ~~east~~ north wall. All existing and proposed enclosure walls are/would be 10 feet tall.

The area around the new ~~cooling tower~~ mechanical equipment on the roof of the loading docks (level 3) would be open-air, or without a roof. ~~The cooling tower would extend above the roofline of the penthouse. All other areas of the rooftop mechanical penthouse would be enclosed with a new roof.~~

The text under Section 2.C.3, Project Construction, draft EIR p. 2-9, was revised as follows:

Construction activities would include demolishing interior walls, flooring, and some areas of the ceiling; expanding the rooftop mechanical penthouse and installing rooftop HVAC equipment including ~~rooftop~~ wall penetrations for venting and to connect the ~~HVAC~~ equipment to ducts; and constructing new interior walls and partitions for restrooms and back-of-house space (employee office, lounge, and locker rooms). …

5.D Revisions to Section 3.E, Noise

The third paragraph on draft EIR p. 3.B-1 was revised as follows:

… This section includes an updated operational analysis of the ~~taller~~ new approximately 26-foot-tall (including base) cooling towers and associated mechanical equipment on the rooftop of the loading docks (level 3) and updated cumulative analysis which supersedes the following impact statements in Section E3, Noise, of the initial study (see Appendix A):

The following bullet point was added on draft EIR p. 3.B-2:

The following analysis is based on the following appendix included in this EIR:

- Appendix E.1, 2675 Geary Boulevard – Whole Foods Market Noise Measurement Results and Recommendations (May 27, 2022, revised September 28, 2022)
- RTC Attachment 3, 2675 Geary Boulevard – Whole Foods Market Mechanical Noise Analysis (November 21, 2023)

The last paragraph on draft EIR p. 3.B-2 was revised as follows:

Certain land uses are considered more sensitive to noise than others. Examples of these include residential areas, educational facilities, religious institutions, hospitals, childcare facilities, senior housing, hotels, and motels. The project site is located within the City Center shopping center, which contains primarily retail uses. However, levels 4 and 5 contain a daycare facility, which is considered a noise sensitive receptor. The daycare facility includes an outdoor playground on level 4, adjacent to the existing mechanical equipment for the vacant retail space (see Figure 2-2, p. 2-4, and Figure 2-4, p. 2-6). The proposed project would include replacement of existing heating, ventilation, and air conditioning (HVAC) equipment ~~and the addition of refrigeration equipment~~ and would add two outside air (OSA) units and associated equipment in the mechanical penthouse~~,~~; an approximately 365-square-foot expansion of the rooftop penthouse to accommodate the new equipment ~~and the addition of a 23-foot-tall cooling tower between the existing mechanical penthouse and the daycare facility on levels 4 and 5~~; installation of new mechanical equipment (two cooling towers, a pump

skid, and a makeup air unit) on the rooftop of the loading docks (level 3) with associated duct work into the building (see Figure 2-5, p. 2-8).

The paragraph under "Approach to Analysis" on draft EIR pp. 3.B-9 to 3.B-10 was revised as follows:

The project sponsor proposes to renovate a vacant retail space formerly occupied by Best Buy, above an existing Target store within the City Center shopping center. The proposed project would consist of a 49,825-square-foot grocery store with a 25,030-square-foot sales floor, as well as 24,975 square feet for other uses, including seating areas; checkout; self-checkout; and back-of-house uses such as offices, restrooms, freezers, kitchens, and storage areas for online orders. The store would have a lounge and seating area with capacity to seat up to 50 people. Construction of the proposed project would be limited to interior renovations within the existing vacant retail space~~,~~; replacement of existing heating, ventilation, and air conditioning (HVAC) equipment and would add two OSA units and associated equipment in the mechanical penthouse on level 4, an approximately ~~700~~ 365-square-foot horizontal expansion of the rooftop penthouse to accommodate the new HVAC equipment; installation of two cooling towers a pump skid and a makeup air unit on the rooftop of the loading docks (level 3), and new exterior signage. The proposed project would not require changes to the existing parking area or roadways. The existing 117 vehicle parking spaces accessed from O'Farrell Street would be available for Whole Foods customers. Loading and deliveries would occur from an existing loading dock accessible via O'Farrell Street, between Anzavista Avenue and Lyon Street.

The "Mechanical Equipment Noise" analysis under Impact NO-3 on draft EIR pp. 3.B-11 through 3.B-14 was revised as follows to reflect the changes to the new mechanical equipment:

Impact NO-3: The proposed project would result in a substantial permanent increase in ambient noise levels in the project vicinity in excess of applicable standards. ***(Less than Significant with Mitigation)***

...

MECHANICAL EQUIPMENT NOISE

The proposed project includes replacement of the existing heating, ventilation, and air conditioning (HVAC) equipment and installation of new refrigeration equipment, including ~~a new 23-foot-tall cooling tower,~~ two OSA units and associated equipment in the rooftop mechanical penthouse on level 4; an approximately 365-square-foot horizontal expansion of the rooftop mechanical penthouse to accommodate the new equipment; and installation of new equipment (two 26-foot-tall [including base] cooling towers, a pump skid, and makeup air unit) on the rooftop of the loading docks (level 3) to support the proposed grocery store use. All of this equipment would ~~continue to~~ be located on levels 3 and 4 of the City Center shopping center~~, which is on the roof of level 3 of the project site. The new cooling tower would be installed to the east of the existing HVAC equipment and penthouse enclosure~~ (see Figure 2-5, p. 2-8). ~~The proposed project would also expand the existing 930-square-foot rooftop mechanical penthouse on level 4 to approximately 1,630 square feet to accommodate new HVAC and refrigeration equipment. All existing and proposed enclosure walls are/would be 10 feet tall.~~

The area around the new cooling towers would be open-air, or without a roof. ~~The cooling tower would extend above the roofline of the existing penthouse (see Figure 2-4, p. 2-6). All other areas of the rooftop mechanical penthouse would be enclosed with a new roof.~~

EXISTING AND PROPOSED PROJECT MECHANICAL EQUIPMENT NOISE

As discussed above, the noise analysis determined that the existing mechanical equipment noise ranges between 51 and 57 dBA at the daycare outdoor playground. The loudest pieces of new equipment ~~at that location would be the cooling tower~~ on the project site would be the cooling towers and OSA units. Noise from the OSA units and cooling towers is calculated to be ~~71~~62 dBA, on its own, at the outdoor playground, which does not factor in any noise attenuation, such as from noise barrier walls. Noise from other proposed mechanical equipment is calculated to be up to ~~57~~ 59 dBA at the north property plane.

NOISE ORDINANCE SECTION 2909(B)

The San Francisco Department of Public Health's *Guidelines for Noise Control Ordinance Monitoring and Enforcement* state that under most conditions, the L_{90}, the level of noise exceeded 90 percent of the time, is a conservative representation of the ambient noise environment.[122] The analysis of consistency with the noise ordinance uses the L_{90} noise levels as representative of ambient noise. As shown in Table 3.B-2, p. 3.B-5, the measured minimum L_{90} noise levels are 47 dBA near the north property line, 42 dBA at near the west property line, and 46 dBA near the south property line. Mechanical equipment operating on a commercial or industrial property may not increase noise levels more than 8 dBA above the ambient noise levels. Therefore, the section 2909(b) noise limits for the cooling towers and other mechanical equipment are defined as 55 dBA along the north property plane, 53 dBA along the west property plane,[123] and 54 dBA along the south property plane. The noise analysis determined that noise from the project's mechanical equipment would be no higher than ~~48~~52 dBA along the west property plane, and ~~52~~53 dBA along the south property plane. These calculated levels meet the noise ordinance section 2909(b) commercial and industrial property noise limits. However, noise levels would be ~~66~~59 dBA along the north property plane without sound attenuation, which would exceed the 55 dBA noise limit, resulting in a ***significant*** impact.[123]

Mitigation Measure M-NO-3, Mechanical Equipment Noise Control, discussed further below, has been identified to reduce noise from the proposed project's cooling towers and other mechanical equipment.

NOISE ORDINANCE SECTION 2909(D)

The nearest residence to the proposed project is located at 2580–2590 Geary Boulevard, approximately 280 feet northeast of the proposed project's mechanical equipment. At this distance, noise from the proposed project's mechanical equipment is calculated to be ~~41~~42 dBA inside the nearest residence,

[122] City and County of San Francisco, *San Francisco Police Code Article 29: Regulation of Noise Guidelines for Noise Control Ordinance Monitoring and Enforcement, December 2014 Guidance (Supersedes all previous Guidance)* (December 2014), p. 20, https://www.sfdph.org/dph/files/EHSdocs/ehsNoise/GuidelinesNoiseEnforcement.pdf, accessed May 27, 2022.
[123] As mentioned above, San Francisco Police Code article 29 ambient noise levels are considered to be no less than 45 dBA. 45 dBA plus 8 dBA results in a 53 dBA noise limit at the west property plane.
[123] Note that this assumes all project equipment to be operating simultaneously.

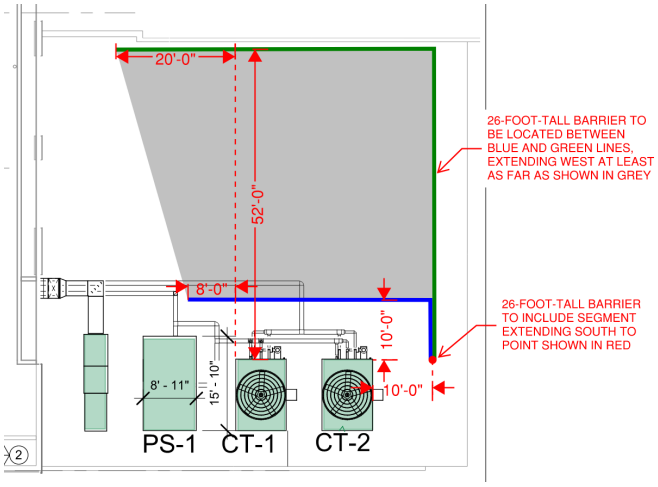
assuming open windows. This calculated noise level meets the noise ordinance section 2909(d) residential interior daytime and nighttime noise limits of 55 dBA and 45 dBA, respectively.

GENERAL PLAN LAND USE COMPATIBILITY

As discussed above, noise from the proposed project's ~~enclosed~~ mechanical equipment is calculated to be ~~57~~62 dBA at the outdoor playground and would meet the general plan land use compatibility standard for school classrooms of 62.5 dBA. ~~However, noise from the cooling tower is calculated to be 71 dBA at the outdoor playground. This level exceeds the general plan land use compatibility standard for school classrooms of 62.5 dBA. Noise levels are calculated to be highest at the portion of the outdoor area nearest the new equipment (i.e., the northeast corner of the childcare facility's outdoor area). Compared to the existing mechanical equipment noise, the new equipment noise could be perceived as more than twice as loud. Therefore, without sound attenuation, the proposed project's mechanical equipment noise would be ***significant***. Mitigation Measure M-NO-3 has been identified to reduce noise from the proposed project's cooling tower and other mechanical equipment.~~

> **Mitigation Measure M-NO-3: Mechanical Equipment Noise Control.** In order to reduce mechanical equipment noise, the project sponsor shall install a noise barrier to ~~block the line of sight between the cooling tower and daycare facility's outdoor playground and to~~ attenuate noise at the north property plane. The noise barrier shall primarily be positioned to the north of the cooling towers and will also need to wrap around the east side of the cooling towers; as specified below. In addition, noise attenuation for the OSA units shall be included in the project design. The following provides minimum specifications for both:
>
> ~~The noise barrier shall include, at a minimum, all of the following specifications:~~
>
> - Noise Barrier ~~South~~ North of the Cooling Towers:
>   - A total height ~~of approximately 19 feet (an additional 9 feet on top of the 10-foot-tall mechanical penthouse enclosure walls)~~ at least as tall as the top of the cooling towers (approximately 26 feet tall). As shown below, there is some flexibility in the horizontal distance between the mechanical equipment and the north barrier wall which could be constructed as close as 10 feet (blue line) or as far as 52 feet (green line) from the northern edge of the cooling towers. The overall length and design of the north barrier wall may vary, depending on where it is constructed. The length of the east barrier wall will similarly vary, depending on the location of construction.
>   - All acoustical barrier walls shall meet the following specifications:
>   - A ~~solid~~ barrier with a weight of at least 3 pounds per square foot (psf) and solid without any gaps; and

- Sound absorptive material on the side facing the mechanical equipment.



- ~~Noise Barrier North of Cooling Tower (extending at least 10 feet from the northwest and northeast corners to the south):~~
  - ~~A total height of approximately 26 feet (an additional 16 feet on top of the 10-foot-tall mechanical penthouse enclosure walls);~~
    - ~~A solid barrier with a weight of at least 3 pounds per square foot (psf) and solid without any gaps; and~~
  - ~~Sound absorptive material on the side facing the mechanical equipment.~~
- ~~Acoustical louvers shall be located at the section of the enclosure east of the cooling tower meeting the minimum insertion loss (noise reduction), as shown below.~~

	~~63 Hertz (Hz)~~	~~125 Hz~~	~~250 Hz~~	~~500 Hz~~	~~1 kilohertz (kHz)~~	~~2 kHz~~	~~4 kHz~~
~~Acoustical Louver Minimum Insertion Loss (dB)~~	~~—~~	~~8~~	~~7~~	~~11~~	~~13~~	~~10~~	~~8~~

- The outside air (OSA) units shall include:
  - 5 feet of internally lined duct with 1-inch-thick glass fiber duct lining between each of the OSA units and the outside air openings ~~on the penthouse roof~~; or
    - As an alternative to an internally lined duct, duct silencers may be provided at the same duct segments described above. Each of the silencers shall meet the minimum insertion loss as shown below.

	63 Hertz (Hz)	125 Hz	250 Hz	500 Hz	1 kilohertz (kHz)	2 kHz	4 kHz
Silencer Minimum Insertion Loss (dB)	—	—	6	6	12	10	6

In lieu of the above, the project sponsor may install alternative HVAC and mechanical equipment at the proposed location or at a different location on the site and/or alternative noise control measures provided the sponsor submits documentation to the planning

department demonstrating that noise from the alternative measures would not exceed ~~62.5 dBA at the daycare facility's outdoor playground and~~ 55 dBA at the north property plane~~, on level 4~~ of City Center or other mechanical equipment noise standards listed in the EIR including an increase in the ambient noise level of 8 dBA or more along any property plane (Police Code section 2909(b)), 45 dBA during the nighttime and 55 dBA during daytime hours at residential interiors (Police Code section 2909(d)), and 62.5 dBA at the Bright Horizons daycare facility's outdoor playground.

Upon installation of the proposed project's mechanical equipment and required noise control measures, the project sponsor~~, with approval from the daycare facility,~~ shall take noise measurements ~~of the equipment at various locations within the outdoor playground to confirm that the project's mechanical equipment noise does not exceed 62.5 dBA. Noise measurements shall also be taken~~ at the north property plane to confirm that noise levels do not exceed 55 dBA or any other mechanical equipment noise standard listed in the EIR (see above). Noise measurements shall be provided to the planning department prior to receipt of a certificate of occupancy. Should noise measurements indicate that the project's mechanical equipment noise exceeds ~~62.5 dBA at the daycare facility's outdoor playground or~~ 55 dBA at the north property plane or exceed any other mechanical equipment noise standard listed in the EIR (see above), the project sponsor, with an acoustical consultant, shall install additional noise attenuation measures necessary to ensure that noise levels do not exceed ~~62.5 dBA and 55 dBA, at the respective locations~~ applicable EIR noise standards. Any additional noise attenuation measures shall be approved by the planning department, installed, and verified as not exceeding ~~62.5 dBA at the outdoor playground and~~ 55 dBA at the north property plane or other applicable EIR noise standards, prior to receiving a certificate of occupancy.

SIGNIFICANCE AFTER MITIGATION

~~The noise study determined that with implementation of Mitigation Measure M-NO-3, noise from the proposed project's cooling tower would not exceed 62.5 dBA at the daycare facility outdoor playground. The noise study found that at areas within the daycare facility's outdoor playground near the cooling tower, the 19-foot-tall barrier completely blocks the line-of-sight to the equipment. The barrier reduces cooling tower noise alone by 11 dB at this location. With the barrier, the mitigated noise level would be 62 dBA at this location. At areas of the outdoor playground farther away from the cooling tower, the barrier partially blocks the line-of-sight, reducing cooling tower noise by 5 dB. With the noise reduction provided by the barrier and the increased distance from the equipment, the noise level at these areas would also be 62 dBA. **Figure 3.B-3** shows the noise barrier, line-of-sight to locations within the outdoor playground and resulting noise levels.~~

The noise study determined that with implementation of Mitigation Measure M-NO-3, the noise barrier north of the cooling towers ~~(extending 10 feet from the northwest and northeast corners to the south), the acoustical louvers~~, and the noise attenuation equipment installed on the OSA units would reduce the proposed project's cooling tower and other mechanical equipment mechanical noise to 55 dBA at the north property plane. Figure 3.B-3 shows the height and potential locations of the noise barrier required by Mitigation Measure M-NO-3. The precise location of the noise barrier will need to be determined during permitting and construction of the project, based on the final design, size and placement of the rooftop equipment; weight loads and weight distribution on the

rooftop; other structural requirements; engineering requirements; and construction-level plans and permits. As determined by the noise consultant, placing the noise barrier anywhere within the identified zone will achieve the noise reduction needed to comply with the applicable thresholds of significance.

The project sponsor has agreed to Mitigation Measure M-NO-3. As demonstrated above, with implementation of Mitigation Measure M-NO-3, the proposed project's mechanical equipment noise ~~would not exceed 62.5 dBA, the level determined to be satisfactory for school classrooms pursuant to the San Francisco General Plan Land Use Compatibility Guidelines. In addition, noise levels~~ would not exceed 55 dBA (8 dBA above ambient noise levels) at the north property plane consistent with the commercial and industrial property noise limits included in noise ordinance section 2909(b), or any other mechanical equipment noise standard listed in the EIR. Therefore, the proposed project's mechanical equipment noise would be ***less than significant with mitigation***.

Figure 3.B-3 was revised to show the noise barrier options at the new location:

FIGURE 3.B-3 ~~19~~26-FOOT-TALL NOISE BARRIER ~~AND CALCULATED NOISE LEVELS AT OUTDOOR SPACE~~ [REVISED]

5.E Revisions to Section 4.B, Urban Decay

The end of Section 4.B.2, Environmental Setting, was updated to include the definition of the study area for the market analysis on p. 4-5:

MARKET AREA

ALH Urban & Regional Economics (ALH Economics) performed a market analysis to project sales from the proposed project, estimate the amount of sales that would be captured from competing retailers in the market area, assess whether sales losses would likely lead to store closures, and if so, whether urban decay would result. Defining the market area for consumer retail sales is based on the principle that most consumers will travel to the shopping destination most convenient to their homes given the type of goods available. As such, the retail market area for the proposed project is the geographic area from which the majority (at least 70 percent) of the store's demand is anticipated to originate.

As shown in Figure 4-1, ALH Economics defined a market area for the proposed project with the following boundaries:

- Divisadero Street to the east
- Fulton Street to the south
- Ocean Beach to the west
- The Presidio to the north

ALH Economics examined the distribution of census tracts within the defined market area and identified the tracts that most closely correspond to the market area, collectively.[136a] The market area

[136a] For selection purposes, census tracts were included in the market area if the majority of the census tract was located west of Divisadero Street.

includes 29 census tracts with an estimated 108,731 residents and 45,687 households and an average household size of 2.32 persons. The average household income is about $188,994, with a median income of about $180,792. The market area population comprises about 12.6 percent of San Francisco's total population base.

ALH Economics conducted a field visit to gather information on existing commercial retail vacancies and to note any observed conditions of urban blight within the market area. ALH Economics identified 23 existing food stores within the market area.

Draft EIR p. 4-7 was revised as follows:

As shown **Table 4-2** and **Figure 4-1**, there are ~~seven~~ 23 existing grocery stores within ~~1.5 miles of the project site~~ the market area.[147]

[147] This radius is based on the distance to the nearest existing Whole Foods Market.

Table 4-2 Existing Grocery Stores [Revised]

Figure 4-1 No.	Business Name	Address	Location[a]
1	Lucky's Supermarket	1750 Fulton Street	0.6 miles south of project site
2	Bryan's Grocery	3445 California Street	0.7 miles northwest of project site
3	Trader Joe's	3 Masonic Avenue	0.3 miles northwest of project site
4	Cal-Mart	3585 California Street	0.9 miles northwest of project site
5	Arguello Market	782 Arguello Boulevard	1.1 miles west of project site
6	Safeway	735 7th Avenue	1.4 miles west of project site
7	Andronico's	375 32nd Avenue	2.8 miles west of project site
8	Safeway	850 La Playa Street	4.0 miles west of project site
9	Green Earth Natural Foods	860 Divisadero Street	0.8 mile southeast of project site
10	Bi-Rite Market	550 Divisadero Street	0.9 miles southeast of project site
11	Abraham Farmer's Market	3931 Geary Boulevard	1.1 miles west of project site
12	Richmond's New May Wah Supermarket	707 Clement Street	1.5 miles west of project site
13	Royal Market Bakery	5335 Geary Boulevard	1.8 miles west of project site
14	Seafood Center	831 Clement Street	1.6 miles west of project site
15	New Wing Hing Seafood Market	2222 Clement Street	2.3 miles west of project site
16	Del Rio Produce	2214 Clement Street	2.3 miles west of project site
17	Target	2675 Geary Boulevard	Adjacent to project site
18	Smart & Final	350 7th Avenue	1.3 miles west of project site
19	Grocery Outlet	6333 Geary Boulevard	2.4 miles west of project site
20	Marina Supermarket	2323 Chestnut Street	1.9 miles northeast of project site
21	Apple Land Inc. Produce	843 Clement Street	1.6 miles west of project site
22	Mainland Market	5601 Geary Boulevard	2.0 miles west of project site
23	Richmond Produce Market	5527 Geary Boulevard	1.9 miles west of project site
	~~Whole Foods Market~~	~~690 Stanyan Street~~	~~1.4 miles southwest of project site~~

SOURCE: Google Maps, https://www.google.com/maps/@37.7646207,-122.4127467,15z, accessed September 22, 2022, and October 15, 2023; ALH Economics, 2023.

[a] Distances are approximate and are based on walking directions.

Figure 4-1, draft EIR p. 4-8, was revised to show the market area that ALH Economics defined for the proposed project:

FIGURE 4-1 GROCERY STORES WITHIN ~~1.5 MILES OF THE PROJECT SITE~~ THE MARKET AREA [REVISED]

The following discussion was added to the beginning of draft EIR p. 4-9 to include the market analysis findings:

~~In order for the proposed project to cause or lead to one or more commercial vacancies, a chain of events would need to occur. For example, the proposed project would need to directly compete with other commercial stores and that competition would have to be so intense that the commercial store would go out of business. There is no evidence to suggest that the proposed project would cause or contribute to the closure of existing grocery stores in the area given that other nearby stores offer different product lines at different price points, including the nearest full-service grocery store, Trader Joe's at 3 Masonic Avenue.~~

MARKET ANALYSIS FINDINGS SUMMARY

The comparison of supply and demand indicates that the proposed project's estimated $49.8 million in annual stabilized store sales would require the capture of $31.3 million from other stores within the market area, which is approximately 9.2 percent of the market area's existing $340 million in food store demand. On an annual basis, approximately $13 million dollars would be redirected from other Whole Foods stores and approximately 85 percent of the remaining stores sales would be generated from within the market area[147a] for a total of $31.3 million dollars in store sales that would be captured from the other competitive stores within the market area.

ALH Economics concluded that of the 23 food stores within the market area, the proposed project would potentially compete to some degree with the following 10 market area food stores: Lucky supermarket, Bryan's Market, Trader Joe's, Cal-Mart, Safeway, Arguello Market, Andronico's, Green Earth Natural Foods, Bi-Rite Market, and the existing Target store in the City Center shopping center. The remaining 13 foods stores are ethnic markets, specialized markets, convenience stores, or full-service grocery stores that are too far away from the project site (e.g., La Playa Safeway store) and are anticipated to experience no, or limited, competitive overlap.

The market analysis concluded that the 9.2 percent market area capture rate suggests that some existing market area stores would likely experience sales diversions, as some of their existing shoppers shift a portion of their grocery shopping to the proposed project. Some types of market area food stores are more competitive with Whole Foods than other stores, and not all stores would be competitive. Although existing food store sales performance data are not publicly available, in all likelihood, many of the stores would continue to achieve acceptable sales performance even with some sales loss. However, given the lack of available data, it is beyond the purview of the market analysis to indicate any specific store(s) that can withstand a decrease in store sales if any are diverted to the proposed project.

When store sales losses do occur, stores have the potential to compensate for these losses through product repositioning and other operational changes. Therefore, stores already performing strongly may be able to engage in these activities and continue serving their local neighborhood. For stores that are not currently performing strongly, it is possible that sales decline due to diverted sales or other factors could tip the store into a closure scenario. Notably, however, it is not likely that any one store identified as competitive would be impacted disproportionately more than another by the proposed project, as each store has its own market strengths as well as a dedicated consumer base.

[147a] Approximately 15 percent of annual stores sales would be generated from persons that do not live or work within the market area (visitors).

Many factors contribute to a store's commercial health and viability including the risk of store closure due to the project's 9.2 percent sales capture rate. Although it is likely that this sales capture rate would be spread across several nearby competitive food stores and would occur over several years; it is also possible that one or more store closures may occur. However, store vacancies are not, by themselves, a cause of urban decay, as explained below.

POTENTIAL FOR URBAN DECAY

As noted in the market analysis, signs of urban decay can exist on both vacant and occupied properties. Based on a field reconnaissance conducted in April 2023, commercial properties near the competitive food stores are generally well-maintained, with no derelict structures. Graffiti, which comprises the most common characteristic of urban decay noted near some of the competitive properties, is a condition endemic to San Francisco, and is present on both vacant and occupied buildings. Graffiti is common to urban environments and the simple presence of graffiti does not constitute urban decay (see definition of urban decay on page 4-2.)

Among the 10 competitive food stores within the market area, just over two-thirds have multiple identifiable vacancies in proximity (e.g., typically within one city block) to the food store. Only a few of these vacancies have characteristics associated with urban decay. The competitive stores with the greatest number of nearby retail vacancies include Lucky (6 vacancies, plus 2 occupied properties with graffiti), Green Earth Natural Foods (4 vacancies), and Target (4 vacancies within City Center). Information about these vacancies is provided to establish the existing environmental conditions near these competitive food stores and to inform the analysis of whether the proposed project would cause or contribute to urban decay. All other competitive stores have only one or two nearby vacancies.

- **Lucky:** Three immediate vacancies in the Fulton Market shopping center shared with Lucky were observed to be in good condition, with one space exhibiting signs of an impending new tenant. There are other nearby vacancies along both Fulton Street and Masonic Avenue; one appears to be undergoing tenant improvements in preparation for a new tenant. Graffiti was observed on both vacant and occupied buildings in this area with more graffiti observed on occupied storefronts than on vacant commercial spaces.
- **Green Earth Natural Foods:** Four immediate vacancies were observed near this store. One space is currently undergoing renovation to address fire and water damage. Graffiti and/or paper covered windows were observed on the other three vacant properties; two of these properties are being actively marketed.
- **City Center Target:** The vacancies around the Target store are all within City Center shopping center. Compared to the Target site (and the project site) these are relatively smaller retail spaces, with prior tenants including Best Buy Auto Store, Starbucks, and Panera. The spaces have been vacant for varied lengths of time and all of the existing vacancies are in good condition, with one space going through the conditional use permit process to support a new gym tenant (operator F45). Some of the spaces have visible broker signs while others do not. Regardless, despite the length of time vacant, there is market interest in at least some of the space, as evidenced by an active permit application, and all of the spaces would likely experience enhanced market interest if the proposed project is established as a new anchor store, resulting in increased consumer traffic to City Center.

ALH Economics concluded that there is no indication that new or prolonged commercial vacancies would cause or contribute to changed physical conditions associated with urban decay. The number of existing vacancies near the 10 competitive food stores appear to be within market norms. Many are being actively marketed and some are undergoing improvements including tenant improvements, suggesting that the vacancy will be short-term. Aside from the incidental graffiti and paper-covered windows observed, buildings are generally well-maintained and do not show signs of disinvestment or abandonment.

As noted in the market analysis, store closures are not sufficient to cause urban decay, because such closures could provide an opportunity for new retailers or other tenants to occupy vacated spaces or for property owners to engage in economic development efforts to improve or redevelop properties. Further, a vacant building does not necessarily lead to urban decay, even if the building were to be vacant over a relatively long time. Similarly, even a number of empty storefronts would not necessarily constitute urban decay.

~~However, following this chain of events, conservatively~~ Conservatively assuming that the proposed project would result in competition with other nearby grocery stores and would indirectly contribute to one or more grocery stores going out of business, it is speculative to conclude that this would result in a long-term vacancy because it is in each owner's financial interest to find a new tenant to occupy a vacant commercial space. Specifically, owners are financially incentivized to find new tenants what will provide rental or lease income. Additionally, vacant commercial spaces in named neighborhood commercial districts, for example the nearby Geary Boulevard Neighborhood Commercial District, would be subject to the vacancy tax ordinance, discussed above in Section 4.5.3, Regulatory Framework, p. 4-5. The purpose of the Vacancy Tax Ordinance is, in part, to prevent commercial property owners from losing tenants or allowing commercial spaces to remain unoccupied. The Vacancy Tax Ordinance provides a financial incentive to commercial property owners to bring new tenants in, and not to allow unoccupied commercial spaces to become "Vacant."

However, even if some of these vacancies became long-term, it is unlikely that the buildings would become abandoned or derelict. The majority of the commercial spaces within the market area are not "stand alone" buildings; they are either part of a shopping center (i.e., City Center and Fulton Market), or are ground-floor commercial spaces with residential units above. As such, the buildings are in active use, and the building owners have incentive to maintain the property for the health, safety and welfare of residents, commercial tenants, and visitors, as well as neighbors and the surrounding community.

Therefore, it is speculative to assume that even if the proposed project would result in competition with other nearby grocery stores, that competition would result in new commercial vacancies and that the vacancies would be long term and lead to buildings and structures being abandoned and/or becoming derelict to such a degree that the health, safety, and welfare of the surrounding community would be negatively and substantially impacted. This is supported by the information presented in the environmental setting. As shown in the environmental setting, while there are seven current commercial vacancies within 0.25 miles of City Center (out of approximately 50 commercial spaces), permits have been approved for four of those sites, two sites are actively seeking new tenants, and another site is undergoing tenant improvements. Therefore, the addition of a few commercial vacancies within the vicinity of the project site or other competitive food stores~~,~~ would

not necessarily lead to a "downward spiral" of long-term commercial vacancies that ~~could~~ impairs the proper utilization of the properties and structures, or the health, safety, and welfare of the surrounding community and leads to urban decay or blight.

5.F Revisions to Alternatives

The "Summary of Significant Impacts" on draft EIR p. 5-3 was revised as follows to remove the outdoor playground as an impacted receptor because the revised project would not exceed the applicable standard at this location:

> As stated in the CEQA Guidelines section 15126.6(a), alternatives to a project selected for analysis in an EIR must substantially lessen or avoid any of the significant environmental impacts associated with the project. The proposed project would not result in any significant and unavoidable impacts. The proposed project's noise impacts primarily result from the rooftop mechanical equipment, in particular the cooling towers and outside air units, which are required for air circulation and heat removal associated with the project's refrigeration needs. The proposed project would result in potentially significant noise-related impacts ~~at the outdoor playground receptors on level 4 of the City Center, as well as at the northern property plane. The noise impacts would exceed the land use compatibility standards for community noise for school classrooms, the standard applied at the daycare facility because the children would likely be using the outdoor playground multiple hours a day and the playground could also be used as an outdoor learning space. The proposed project~~ because the mechanical equipment would ~~also~~ exceed the applicable standard of the noise ordinance at the northern property plane. Implementation of Mitigation Measure M-NO-3 would require mechanical equipment noise control features such as a noise barrier ~~around the~~ north of the cooling towers and ~~repositioning of the acoustical louvers and~~ lining a section of ducting, which would reduce the noise impacts to a less-than-significant level.

The text under "Strategies to Avoid or Lessen Impacts" on draft EIR p. 5-4 was revised as follows:

> As discussed under 'CEQA Requirements for Alternatives Analysis,' above, the alternatives selection process for the proposed project was focused on identifying strategies that would further reduce the noise impacts of the proposed project. The noise impacts are due to the proximity of the proposed rooftop mechanical equipment to ~~sensitive receptors in the outdoor playground and~~ the northern property plane. Therefore, the primary strategies considered to avoid or lessen noise impacts included~~:~~ increasing the distance between the cooling towers and OSA units~~, the outdoor playground receptor,~~ and the northern property plane; use of alternative quieter equipment; and/or eliminating the need for ~~a~~ cooling towers for the proposed project.

The rooftop mechanical penthouse row in Table 5-2 on draft EIR p. 5-5 was revised as follows:

Table 5-2 Comparison of Proposed Project and Alternatives [Revised]

Project Characteristics	Proposed Project	Alternative A: No Project		Alternative B: Noise Exposure Reduction Alternative – Taller Cooling Tower on Level 3
		Alternative A1: No Project – Vacant Retail Space	Alternative A2: No Project – Future Retail Tenant – No Cold Storage	
DESCRIPTION				
Interior area (square feet)	49,825	49,825	49,825	49,825
Land use	Grocery Store	Vacant	Retail – no cold storage	Grocery Store
Rooftop mechanical penthouse (square feet)	~~1,630~~ 1,295	930	930–1,630[a]	930

The paragraph under "Noise" on draft EIR pp. 5-9 to 5-10 was revised as follows:

> Under Alternative A2, the existing approximately 49,825-square-foot, vacant retail space would be renovated with a new retail use that would involve only dry goods storage and sales. This alternative would consist of interior renovations within the existing vacant retail space and would require replacement of the existing HVAC equipment in the rooftop mechanical penthouse level 4 but would likely not require the approximately ~~700~~ 365-square-foot horizontal expansion of the rooftop mechanical penthouse to accommodate the ~~new cooling tower and~~ exhaust fans and OSA units. Similar to the proposed project, new exterior signage would likely also be installed under this alternative. Because this alternative would still require truck deliveries, traffic noise would be similar to the proposed project and this analysis focuses on mechanical equipment noise impacts only. Because new mechanical equipment is assumed to generate noise levels similar to the existing equipment and is assumed to meet the requirements of the noise ordinance, Alternative A2 would avoid the less-than-significant-with-mitigation noise impact that would result from implementation of the proposed project. Alternative A2 would not result in any significant project-level or cumulative impacts related to noise. As such, Mitigation Measure M-NO-3 would not be applicable to Alternative A2. Consequently, Alternative A2 would have ***less-than-significant*** project-level and cumulative impacts related to noise.

The description of Alternative B on draft EIR p. 5-11 was revised as follows to compare the alternative with the revised project:

> Alternative B (Noise Exposure Reduction – Taller Cooling Tower on level 3), shown in **Figure 5-1**, would include a taller cooling tower on level 3 of the City Center shopping center. ~~The cooling tower under~~ Under Alternative B ~~would have the same footprint as~~ there would be one cooling tower with different specifications than the proposed project ~~but would have different specifications~~. Based on the manufacturer's technical sheet, the cooling tower's noise rating would be ~~8~~ 4 dB lower than the proposed project's cooling towers.[156] Under this alternative, the cooling tower would be located to the right side of the proposed entrance of the store, would be approximately 28 feet tall (~~5~~ 2 feet taller than under the proposed project),[157] and up to two ADA-accessible parking spaces would need to be relocated in the level 3 parking lot (lot C) to make space for the cooling tower equipment.

Relocating the cooling tower to level 3 would increase the distance between the cooling tower~~, the outdoor playground receptor,~~ and the north property plane. In addition, the City Center building would provide shielding between the cooling tower and the north property plane, which would reduce noise levels at the northern property plane.

[156] Evapco, *Closed Circuit Cooler Technical Data Sheet*, (1) ESW4 12-44L12-SP, July 20, 2022, and *Closed Circuit Cooler Technical Data Sheet*, (2) ESW4 9-34K12-SP-FM, March 23, 2023.

Draft EIR Figure 5-1, p. 5-12, was revised to show the new cooling tower locations.

The last two sentences in the first paragraph on draft EIR p. 5-13 were revised as follows:

… Other than the cooling tower, the same ~~outside air unit~~ OSA units and other mechanical equipment would be constructed within the rooftop mechanical penthouse. However, the approximately ~~700~~ 365-square-foot horizontal expansion of the rooftop mechanical penthouse would not be required. Lastly, grocery store operations would be identical to the proposed project under Alternative B.

The noise analysis for Alternative B on draft EIR p. 5-13 was revised as follows:

Under Alternative B, the cooling tower would be approximately ~~5~~ 2 feet taller than the proposed project's cooling towers and would be relocated to an area to the right of the store entrance. As described above, the cooling tower under Alternative B would have a noise rating that is ~~8~~ 4 dB lower than the proposed project's cooling towers.[158] The only difference between Alternative B and the proposed project is the cooling tower numbers (from one to two), specifications and location; therefore, traffic noise would be identical to the proposed project and this analysis focuses on mechanical equipment noise impacts only.

Alternative B was evaluated for compliance with the noise ordinance. This analysis is included in Appendix E.3 and is summarized below.

As shown in **Table 5-3**, the alternative equipment and location would result in lower noise levels at the west and south property planes, and at the outdoor playground receptor; therefore, Alternative B would meet the noise ordinance section 2909(b) commercial and industrial property noise limits at the west and south property planes, and general plan land use compatibility standard for school classrooms of 62.5 dBA (the noise level standard applied to the outdoor playground). The noise analysis for the alternative equipment and location determined that noise levels would be 57 dBA at the north property plane, which would exceed the 55 dBA noise limit. The noise level at the north property plane under this alternative would be from the outside air units, which would be installed in the mechanical penthouse, similar to the proposed project. Therefore, implementation of the OSA noise reduction features specified in Mitigation Measure M-NO-3 would still apply to Alternative B. However, the noise barriers ~~and louvers~~ specified in Mitigation Measure M--NO-3 would not apply to Alternative B. Overall, this alternative would result in lower noise levels at two of the three property planes and at the outdoor playground receptor and therefore would have reduced noise impacts compared to the proposed project. Consequently, Alternative A2 would have a ***less-than-significant-with-mitigation*** impact related to noise. For the same reasons as the proposed project, cumulative noise impacts would be ***less than significant***.

Table 5-3 Alternative B, Noise Exposure Reduction Alternative – Taller Cooling Tower on Level 3 Results, dBA [Revised]

Location	Significance Threshold Noise Limit (dBA)	Proposed Project Equipment Noise (dBA) with Mitigation Measure M-NO-3	Alternative B, Noise Exposure Reduction Alternative – Taller Cooling Tower on Level 3 Equipment Noise (dBA)	Alternative B, Noise Exposure Reduction Alternative – Taller Cooling Tower on Level 3 Equipment Noise (dBA) with Mitigation Measure M-NO-3
NOISE ORDINANCE SECTION 2909(D)				
North Property Plane	55[a]	55	57	55
West Property Plane	53[a]	~~48~~51	37	37
South Property Plane	54[a]	~~52~~53	49	49
GENERAL PLAN LAND USE COMPATIBILITY				
Outdoor Playground Receptor	62.5[b]	~~62~~61	57	57

SOURCE: Salter, *2675 Geary Boulevard – Whole Foods Market Cooling Tower Alternatives, Noise Analysis Results and Recommendations, Salter Project 21-0548* (September 16, 2022); Salter, *2675 Geary Boulevard – Whole Foods Market Mechanical Noise Study*, Salter Project 21-0548 (November 21, 2023)

[a] Based on 8 dB above ambient levels as defined in noise ordinance section 2909(b).
[b] General plan land use compatibility standard for "school classrooms, libraries, churches, hospitals, nursing homes, etc." of 62.5 dBA.

The first sentence under "Air Quality" on draft EIR p. 5-14 was revised as follows:

> The only difference between Alternative B and the proposed project is the cooling tower numbers (from one to two), specifications and its location. …

The first sentence under "Urban Decay" on draft EIR p. 5-14 was revised as follows:

> The only difference between Alternative B and the proposed project is the cooling tower numbers (from one to two), specifications and its location.

The last two lines and first two lines on draft EIR pp. 5-14 and 5-15 were revised as follows:

> The only difference between Alternative B and the proposed project is the cooling tower numbers (from one to two), specifications and its location. All other aspects of Alternative B would be similar to the proposed project, including rooftop mechanical penthouse changes for mechanical equipment other than the cooling tower, except this alternative would not require the ~~700~~ 365-square-foot expansion of the rooftop mechanical penthouse.

The third paragraph on draft EIR p. 5-15 was revised as follows:

> The cooling tower under this alternative would have a 25-horsepower motor, while the proposed project's cooling towers would each have a ~~30~~ 20-horsepower motor. ~~A lower horsepower motor~~ The single motor under this alternative would result in less electricity demand than the proposed project's two cooling towers, combined.

5.G Revisions to Figures

The following draft EIR figures have been revised:

- Figure 2-4, South Elevation
- Figure 2-5, Proposed Rooftop Mechanical ~~Penthouse Changes~~ Equipment
- Figure 3.B-3, ~~19~~26-Foot-Tall Noise Barrier ~~and Calculated Noise Levels at Outdoor Space~~
- Figure 4-1 Grocery Stores within ~~1.5 Miles of the Project Site~~ the Market Area

South Elevation

SCALE 1" = 40'

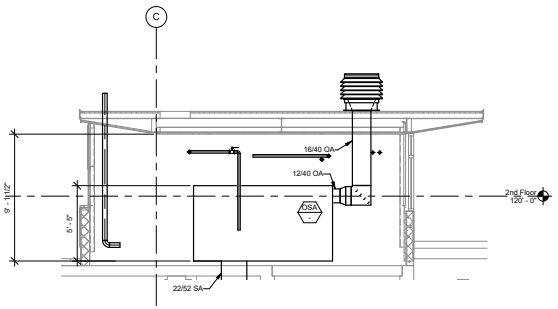
0 10 20 40

SOURCE: Studioneleven, 2019; modified by BRR Architecture, 2023

2675 Geary Boulevard Project

FIGURE 2-4

SOUTH ELEVATION (REVISED)



3 TYPICAL OUTSIDE AIR UNIT SECTION DETAIL
SCALE: 1/4" = 1'-0"

Existing Rooftop Mechanical Penthouse

Proposed Rooftop Mechanical Penthouse Expansion

(OSA) Outside Air Unit

(EF) Exhaust Fan

(PS) Pump Skid Unit

(CT) Cooling Tower

(MUA) Makeup Air Unit

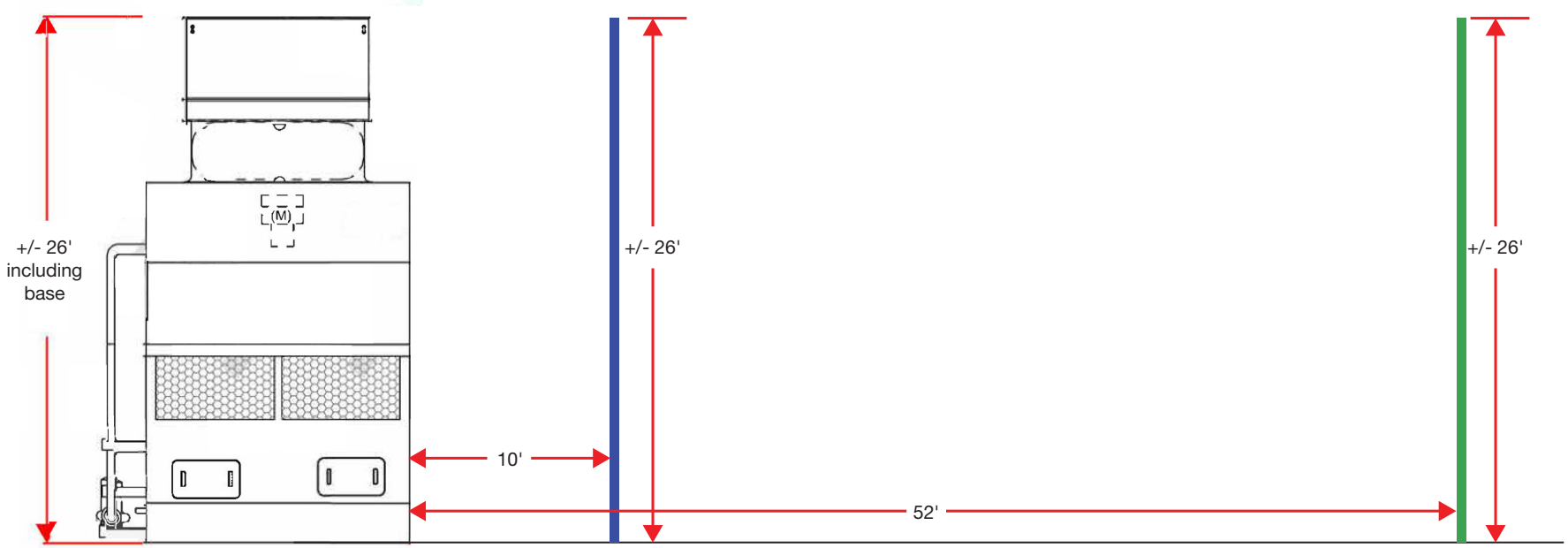
N Scale: 1/16" = 1'-0"

SOURCE: BRR Architecture, Inc., 2023

2675 Geary Boulevard Project

FIGURE 2-5

PROPOSED ROOFTOP MECHANICAL EQUIPMENT ~~PENTHOUSE CHANGES~~ (REVISED)

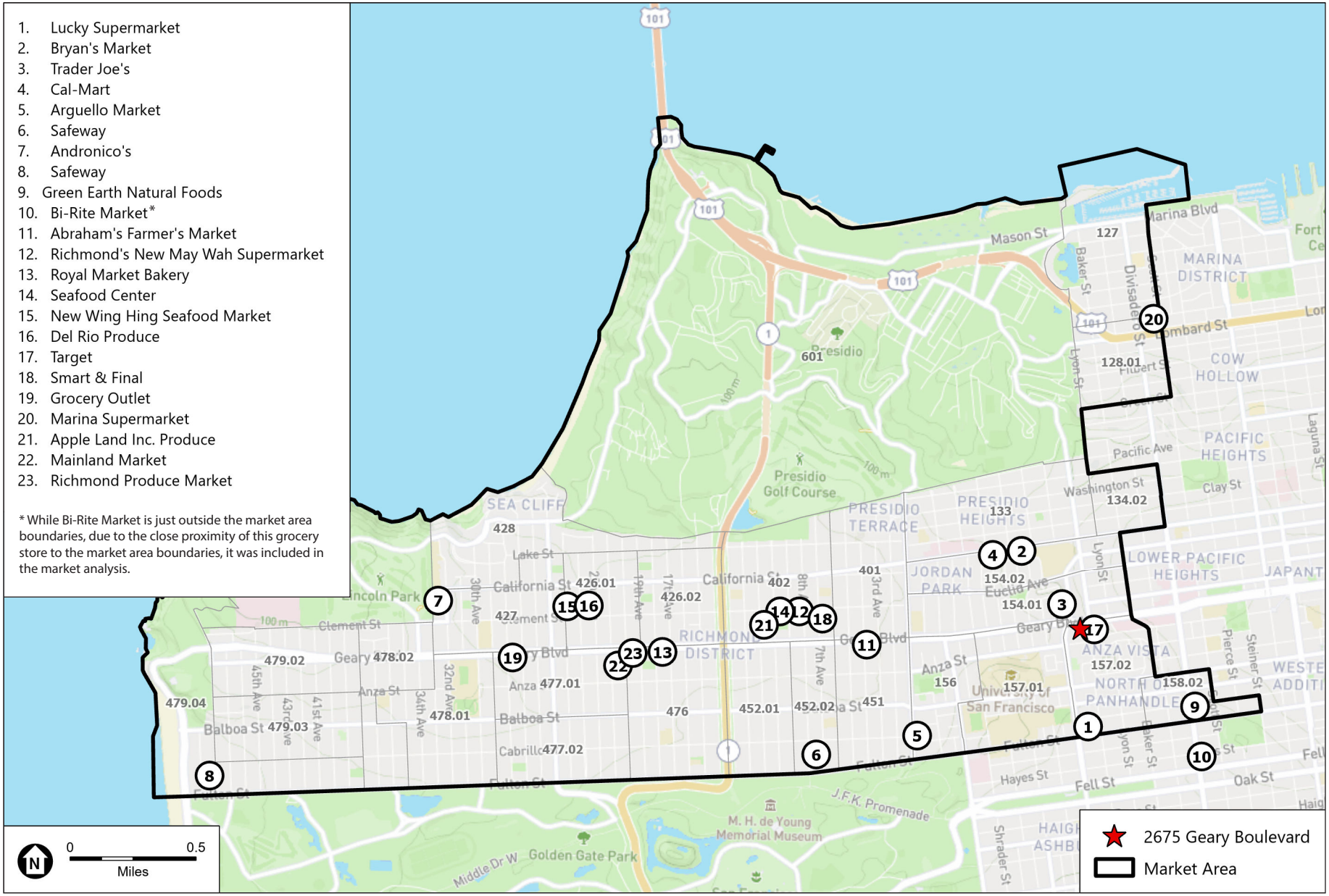


26-foot-tall barrier to be located between blue and green lines.

Whole Foods at 2675 Geary Boulevard Project

FIGURE 3.B-3

2~~6~~19-FOOT-TALL NOISE BARRIER ~~AND CALCULATED NOISE LEVELS AT OUTDOOR SPACE~~ (REVISED)



SOURCE: US Census, 2022; ESA, 2023

2675 Geary Boulevard Project

FIGURE 4-1

GROCERY STORES WITHIN THE MARKET AREA ~~1.5 MILES OF THE PROJECT SITE~~ (REVISED)

SOURCE: Eagleview 2020

Whole Foods at 2675 Geary Boulevard Project

FIGURE 5-1

ALTERNATIVE B, NOISE EXPOSURE REDUCTION ALTERNATIVE - TALLER COOLING TOWER ON LEVEL 3 (REVISED)

ATTACHMENT 1

Draft EIR Public Hearing Transcript

Hearing

January 19, 2023

In re Whole Foods at 2675 Geary Boulevard

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SAN FRANCISCO PLANNING COMMISSION

IN RE: WHOLE FOODS)
AT 2675 GEARY BOULEVARD)
_____)

HEARING

San Francisco, California

Thursday, January 19, 2023

REPORTED BY: Derek L. Hoagland

CSR No. 13445

Job No. 10113191

SAN FRANCISCO PLANNING COMMISSION

IN RE: WHOLE FOODS)
AT 2675 GEARY BOULEVARD)
_____)

Taken before Derek L. Hoagland, a Certified Shorthand Reporter for the State of California, commencing at 5:15 p.m., Thursday, January 19, 2023, at San Francisco City Hall, 1 Dr. Carlton B. Goodlett Place, Room 400, San Francisco, California 94102.

APPEARANCES:

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SPEAKER:
RACHEL SCHUETT, rachel.schuett@sfgov.org

5:15 p.m. P R O C E E D I N G S

MR. IONAS: Great. Thank you. Commissioners, that will place on item 12 for Case Number 2019-004110ENV-02 for the Whole Foods project at 2675 Geary Street. This is the draft environmental impact report. Please note that written comments on the draft EIR will be accepted at the email listed on the agenda for the planning department until 5:00 p.m. on January 30th, 2023.

MS. SCHUETT: Can we have the -- show the presentation? Yeah, excellent. Thank you.

Good afternoon, President Tanner and members of the commission. I am Rachel Schuett, planning department staff and environmental coordinator for the Whole Foods at 2675 Geary Boulevard project. I'm joined today by Jessica Range, the principle planner for the project.

The item before you is review and comment on the draft environmental impact report, or draft EIR. No approval of the project is requested at this time. The purpose of today's hearing is to take public comments on the adequacy, accuracy, and completeness of the draft EIR pursuant to the California Environmental Quality Act, or CEQA, and San Francisco's local procedures for

implementing CEQA.

The project site is a -- the project site a vacant retail space on level 3 of the City Center Shopping Center, which is located at the southeast corner of Geary Boulevard and Masonic Avenue in the western addition neighborhood.

The proposed project is a change of use. The vacant retail space was last occupied by Best Buy in 2017. The project sponsor is proposing to renovate the space for a new Whole Foods Market grocery store. Parking lot C on level 3 would be available for Whole Foods Market customers, loading activities would occur from loading docs on level 2, accessed via O'Farrell Street. No changes to vehicle parking, bicycle parking, loading, driveway access, on-site circulation, or to public right-of-way are proposed. The only exterior construction would involve replacing two dock levelers, installing new signage, and expanding the rooftop mechanical penthouse to accommodate new refrigeration equipment and upgraded heating, ventilation, and air conditioning, or HVAC, equipment.

This is not the first time that this project has come before the planning commission. On June 25, 2020, the planting commission issued a Conditional Use Authorization to permit a formula retail use,

Whole Foods Market, within an NC-3 zoning district. This approval was supported by Class 32 categorical exemption issued in May of 2020.

On September 11, 2020, the Department rescinded the categorical exemption and issued a common sense exemption concluding that there is no possibility that the proposed project could have a significant adverse effect on the environment. The common sense exemption was appealed to the Board of Supervisors and a public hearing on the appeal was held in November 2020. At the hearing, the board granted the appeal, reversing the determination that the proposed project is exempt from CEQA. Specifically, the board directed the planning department to further analyze potential air quality impacts on sensitive receptors near the project site.

Regarding all other environmental issues, the board found the exemption met the requirements of CEQA and indicated that no further analysis was required. The board's findings supporting that decision were published on March 16th, 2021, on March 24, 2021. The project sponsor submitted revised project plans, which I'll discuss in the next slide.

The Department published a notice of preparation of an EIR and an initial study for the project on June 22, 2022, and took comments on the scope of the

environmental analysis through July 22, 2022. On December 14th, 2022, the Department published the draft EIR, which addresses the issues raised by the board regarding potential air quality impacts.

So as I mentioned, revised plans were submitted by the project sponsor. The revised plans reduce the floor plate size, recharacterize the independent restaurant and café uses to be seating areas for the on-site consumption of prepared foods and beverages, and added an expansion of the rooftop mechanical penthouse to accommodate new refrigeration equipment, including a 23-foot-tall cooling tower and upgraded HVAC equipment. The addition of this new mechanical equipment required additional -- some additional noise analysis. The following slides outline the additional analysis that was conducted and the conclusions reached in the draft EIR on the topics of noise and air quality.

So for noise, the new mechanical equipment would be located on level 24, which is adjacent to the Bright Horizons daycare playground. Acoustical analysis was conducted to evaluate the potential for the mechanical equipment to impact sensitive receptors at the daycare playground. The analysis also evaluated the project's mechanical equipment noise levels against the limits of the noise ordinance. The analysis determined that --

the analysis determined that the new mechanical equipment would exceed noise limits at the playground and at the northern property plane. Installation of noise attenuation features, most notably a sound wall around the cooler tower, would reduce noise impacts to a less than significant level. Noise attenuation measures are included as mitigation measure M-NO-3 and have been agreed to by the project sponsor.

Based on the board's evaluation, a draft EIR evaluates the potential for the proposed project to expose sensitive receptors to substantial pollutant concentrations. Sensitive receptors include children at the -- at the daycare playground and residents immediately north and south of the shopping center. Impacts to workers within the City Center shopping center were also evaluated. The primary concern expressed by the appellant at the CEQA appeal hearing was that grocery stores receive a high volume of daily deliveries. Many of those deliveries are made by trucks that use diesel fuel, and a portion of those have a second diesel engine to keep refrigerated goods cold in the container. These trucks emit diesel particulate matter, a toxic air contaminant that can affect human health. A consultant quantified criteria air pollutant and toxic air contaminant emissions from project

construction and operations, performed air dispersion modeling to determine the pollutant concentration at those receptors, and calculated the particulate matter concentrations and resulting cancer risk from construction and operational sources of emissions. The draft EIR found that all project-level and cumulative air quality impacts from project construction and operations would be less than significant.

CEQA requires that an EIR evaluate a no-project alternative and alternatives that would lessen the project's significant impacts. The only significant impact identified in the EIR is noise from the project's mechanical equipment. Well, this impact would be less than significant with implementation of mitigation.

The alternative analysis in the EIR focused on reducing the project's mechanical equipment noise in accordance with the requirements of CEQA. The EIR considered ten project alternatives and brought three forward for evaluation, as shown on this slide. So shown here, there are two no-project alternatives. Under alternative A-1, the site would remain vacant. Under alternative 2, the site would have a new tenant, but the tenant would only sell dry goods, for example, clothing, electronics, books, furniture, and would not require cold storage, so no cooling tower would be

required. This alternative assumes that any upgrades to the HVAC equipment would result in similar noise levels to the existing new equipment. Alternative B moves the cooling tower from level 4, the blue square on this figure, to level 3 in parking lot C, near the building facade. It's the purple square. This would increase both the vertical and horizontal distance between the cooling tower and the daycare playground. Alternative B would also include a taller cooling tower, which is quieter. Alternative B would still require sound attenuation measures to meet the northern property plane noise limits, but the sound walls around the cooling tower would not be required. In this way, alternative B would reduce the project's significant noise impact at the daycare receptors. Alternative B is considered the environmentally superior alternative.

Today the Department is seeking comments on the adequacy, accuracy, and completeness of the information contained in the draft EIR. Staff is not here to respond to comments at this hearing. Comments will be transcribed and responded to in writing in a responses to comments document, which will respond to all relevant verbal and written comments received during the public comment period and make revisions to the draft EIR as appropriate.

For members of the public who wish to provide verbal comments, please state your name for the record and speak slowly and clearly so that the court reporter can make an accurate transcript of today's proceedings. Anyone who would like to comment on the draft EIR in writing may submit comments via email or by mail.

All of my contact information is included on this slide and in the notice of availability of the draft EIR. Hard copies of this presentation and the notice are available on the table to my left. Please contact me by phone, email, or post if you would like a hard copy of the draft EIR or the responses to comments document.

This concludes my presentation. Thank you.

MR. IONAS: Thank you. We should open up public comment.

Members of the public, this is your opportunity to address the commission on the draft EIR. If you are in chambers, please come forward.

Seeing no members of the public in the chambers coming forward, we will go to our remote callers. Again, you need to press star 3 to be added to the queue and you need to press star 6 when prompted to unmute yourself.

Go ahead, caller.

I-Devine-1

MR. DEVINE: Yes. My name is Peter Devine, and I live in the in the Anza Vista neighborhood on Encanto. I would like to speak for the Whole Foods project.

Number one, that particular city mall, which used to be occupied fully by Sears Roebuck has never been fully filled ever since Sears left. We had Mervyn's that filled a good portion of it, and Toys R Us. Mervyn's gone. Toys R Us is gone. They built new buildings over the parking lot on Masonic, and those remained empty for two-and-a-half years. The front and site where Whole Foods was to go has been empty since 2018, so it's sort of got a boarded up feeling to it as a shopping mall. That needs to be fixed. That's number one.

Number two, we've lost a number of stores, little corner grocery stores, in our area during the pandemic, on Clement, on Cabrillo, on Broderick, on Anza, et cetera. And Calla on Geary closed a long time ago. Now that's Toyota. And then Famous Street Market that then became Pier One is gone. So there aren't a lot of options in our neighborhood we need another option and we need something with, you know, fresh Whole Foods and vegetables.

Third, this would benefit not only the neighborhood, but people visiting patients in Kaiser

I-Devine-1 (cont.)

Hospital because you have a café, you have sandwiches, salads, fruits, vegetables, all that available to people visiting the hospital, and there's nothing else in the neighborhood that would serve them. Okay?

Fourth, great handicapped parking for those of us who are handicapped and need to be able to shop. This is a perfect solution to that. Okay?

And finally, five, it revives the neighborhood, because that mall has been sort of a blight for a long, long time, and it's important to bring that back. I agree with the environmental report that plan B is a better solution for the noise reduction and all that, and I applaud the fact that the Whole Foods people offered that as an alternative. So I would like to speak very much in favor of Whole Foods going into that City Center mall. Thank you very much.

MR. IONAS: Thank you.

We'll remind members of the public that we're taking comment on the adequacy and accuracy of the draft environmental impact report, not necessarily the project itself.

Go ahead, caller.

MR. DEVINE: I just spoke a minute ago. I don't know why I'm being asked to speak again. I mean, I'm glad you like to hear me twice. That's great.

MR. IONAS: Thank you. I'm sorry. Our Webex platform likes to, well, jumble the numbers out of order.

You need to press star 6 to unmute yourself.

I-Jameson-1

MR. JAMESON: Good afternoon. This is Mr. Jameson. I live in the Anza -- also Anza Vista, actually live on Anza Vista. I am for the Whole Foods project going through. When you had the comments at the board of supervisors meeting and a lawyer got up and spoke and was throwing out so much data about environmental pollution and everything else, he was using data that's like ten years old. By the time Whole Foods opens, all their vehicles will be electric, not diesel. So that needs to be considered in what people are thinking.

The other thing is, so many people were saying, oh, I don't want Whole Foods going there because Jeff Bezos has too much money or they're not union. I'm a retired union member. The job itself will create over $6 million -- well that was a year ago, so it's probably about $7 million worth of construction cost money, and that's very beneficial for all employees in San Francisco. When the Planning Commission approved the Longbird remodel, not one San Francisco contractor was hired to do any of the work. The school district

I-Jameson-1 (cont.)

was allowed to hire out. And like now, we have a lighting problem, but the contractor from Grass Valley, he's out of business and no one knows how to control the light system under Title 24.

So I'm for this Whole Foods going in there. It's something we can walk to and shop very easily. So we get our exercise. We also get fresh food, fresh meat. And it's very viable for the neighborhood. As someone said before, Best Buy went down in a shadow 2018. I think it was even before that. And that space has been vacant since then. Please do what you can to get this moving forward. If you say yes today and the board of supervisors say yes tomorrow, it's still going to be four years before this store opens. We've waited a long enough time.

Thank you for your time. Have a good evening.

MR. IONAS: Go ahead, caller.

O-Ferrari-1

MR. FERRARI: Good evening, everybody. My name is RJ Ferrari, Local 38 plumbers and pipefitters San Francisco, also San Francisco Building Trades member. I am 100 percent for the report, and I agree with the caller Prior to me. We should move this forward. Thank you for everyone who had their hand in doing their great job, and let's get this thing going. It's a great location and it's a great area.

Thank you. Goodnight.

MR. IONAS: Okay. You need to press star 6 to unmute yourself. Here you go.

MR. SODINI: Okay. Can you hear me?

MR. IONAS: We can.

O-Sodini-1

MR. SODINI: Okay. Yeah, my name is Al Sodini, president of the Anza Vista neighborhood association, and our neighborhood directly abuts the City Center mall. I also have to agree that the EIR is complete. I think it's accurate. We get a ton of wind up here, and I can't see any pollution from this project. It just blows a gust up here all the time.

And I also have to agree with the first -- the first respondent, that mentioned that we definitely need a grocery store up here. Many of our residents, including myself, are aging. Some are disabled. Some are unable to drive. For us, getting groceries in our homes can be a real challenge. I believe for us, it all comes down to having a grocery store that our seniors can get to. It's not a nicety. It's a necessity.

I also think not being considered is the fact that only a retailer that can generate a large amount of foot traffic can survive in the mall. This space has been vacant for at least five years because retailers know how difficult it is to compete with online sales.

O-Sodini-1 (cont.)

All you have to do is ask the Good Guys, Best Buys, Mervyn's, Toys R Us. They couldn't make it. We can't wait another five years to find another retailer with a bright business model. We need our market and you need your tax revenue, so please don't wait and let this opportunity slip away. Thank you.

MR. IONAS: Mr. Gonzales.

MR. GONZALES: Members of the planning commission, good evening. Thank you for your service and patience. This has been a fascinating and, I think, positive experience for anybody who has been watching and listening along.

O-Gonzales-1

My name is Rudy Gonzales. I represent the Building and Construction Trades Council here in San Francisco. We're the -- literally, the hands that build the city. And we're calling in today to express our support for the draft EIR. We think the analysis is not only adequate. It's more than thorough and more than satisfies the disclosure requirements under CEQA. Frankly, the Whole Foods project is a relatively modest project in terms of just, you know, seeking a re-tenant situation for an existing commercial building. We believe that this is a chronically underutilized space and that Whole Foods and the entire sponsor team have done a great job. Although it's taken a long time, I

O-Gonzales-1 (cont.)

think they've done their homework, dotted all the I's and crossed the T's.

And I'd like to take this opportunity to just also just highlight some of the economic benefits in terms of creating a couple of hundred new construction jobs for local workers and workers in the community. They've also committed to a first source hiring agreement with the city and county so we can make sure that some of the new operations jobs at the store are actually filled by San Francisco residents.

There is meaningful tax revenues, you've heard from other callers, and the expansion, obviously, of healthy and nutritious food. But to the point, on CEQA, we believe that they have done a thorough and adequate job. We appreciate your support for the draft EIR. Thank you very much for your time.

MR. IONAS: Great. Thank you.

Last call for public comment on the draft environmental impact report.

Seeing no additional requests to speak, commissioners, public comment on the draft EIR is closed and this is now your opportunity to review and comment.

PRESIDENT TANNER: Thank you, staff, for your presentation. Do any commissioners have any comments on the draft EIR?

Thank you. I don't see any hands. Commissioner Koppel.

COMMISSIONER KOPPEL: Move to approve the EIR.

PRESIDENT TANNER: I think we're just taking comments today.

COMMISSIONER KOPPEL: Rescind that motion.

MR. IONAS: It would certainly expedite the process.

PRESIDENT TANNER: Commissioner Moore.

A-CPC-Moore-1

COMMISSIONER MOORE: I only want to comment that I believe while this was complete and accurate, it's actually very interesting to see the large shopping center being retrofitted to accommodate a use like Whole Foods, and that it's possible, given sitting on level 3, with the ability to create the proper ventilating ducting system for the refrigeration stuff. Glad to see it happen. Long overdue. And thank you.

PRESIDENT TANNER: Okay. Second those comments. Thank you.

MR. IONAS: Hearing no comments from the commissioners, we can move on.

(Proceeding Concludes at 5:38 p.m.)

REPORTER'S CERTIFICATE

STATE OF CALIFORNIA) ss.

I, DEREK L. HOAGLAND, CSR #13445, State of California, do hereby certify:

That prior to being examined, the witness named in the foregoing proceeding was by me sworn to testify to the truth, the whole truth and nothing but the truth;

That said proceeding was taken down by me by stenotype at the time and place therein stated and thereafter transcribed under my direction into computerized transcription.

I further certify that I am not of counsel nor attorney for nor related to the parties hereto, nor am I in any way interested in the outcome of this action.

In compliance with section 8016 of the Business and Professions Code, I certify under penalty of perjury that I am a certified shorthand reporter with license number 13445 in full force and effect.

Witness my hand this 30th day of January, 2023.

DEREK L. HOAGLAND, CSR #13445

ATTACHMENT 2

Draft EIR Comment Letters and Emails

O-Northern Neighbors

From:	Northern Neighbors
To:	"Rachael Tanner"; "Kathrin Moore"; "Derek W. Braun"; "Sue Diamond"; Joel Koppel; Theresa Imperial; "Gabriela Ruiz"
Cc:	Dominica Donovan; Stefani Staff; CPC.WholeFoods2675Geary@sfgov.org
Subject:	Support EIR, City Center Whole Foods
Date:	Tuesday, January 17, 2023 1:01:05 AM
Attachments:	NN - Whole Foods EIR 2023-01-17-2.pdf

(Please see attached letter for formal letter with logo)

To the Planning Commission:
CC: Planning Staff, and District 2 Supervisor Staff:

O-Northern Neighbors-1

We represent Northern Neighbors, an urbanist organization representing over 300 residents in Supervisor Districts 2 and 3 that supports affordable, vibrant, walkable, and safe SF neighborhoods. We are writing to ask you to approve the Environmental Impact Report (EIR) in 2019-004110ENV-02, the proposed Whole Foods at 2675 Geary Boulevard.

We agree with the report's findings that there are no "significant and unavoidable impacts". We are dismayed that it has been nearly four years since the application was first filed in 2019. It should not take two years to study the impact of a grocery store in an already existing shopping center. We urge the Planning Department and the Board of Supervisors to reform the EIR process so that it is less of a hindrance to projects.

Northern Neighbors
hello@northernneighbors.org
https://www.northernneighbors.org/

O-Wolfe
m | r | wolfe
& associates, p.c.
attorneys-at-law

January 30, 2023

By E-Mail

Rachel Schuett, EIR Coordinator
San Francisco Planning Department
49 South Van Ness Avenue, Suite 1400
San Francisco, CA. 94103
Email: CPC.WholeFoods2675Geary@sfgov.org

Re: Draft EIR for Whole Foods at 2675 Geary Boulevard
Case No. 2019-004110ENV-02

Dear Ms. Schuett:

Please accept the following comments on the draft environmental impact report (EIR) for the proposed Whole Foods market (Project) referenced above, submitted on behalf of the San Francisco Labor Council, UFCW Local 5, and UFCW Local 648.

Cumulative Air Quality/Health Impacts

The Draft EIR acknowledges that Project site is within a City-designated Air Pollution Exposure Zone (APEZ), adjacent to a day care center and directly across the street from sensitive receptors at Wallenberg High School and various residences. The DEIR reports that based on a 2020 City-wide health risk assessment, the existing, pre-Project ambient cancer risk is 105 additional cancers per one million exposed individuals. (DEIR p. 3.A-34.) This means that many of these receptors are already experiencing elevated cancer risk levels that are higher than what the Bay Area Air Quality Management District (BAAQMD) and the City consider significant. In other words, due to existing emissions of cancer-causing toxic air contaminants (TACs) from other sources in the vicinity (primarily diesel particulate matter emissions), there is already a significant cumulative health impact affecting receptors at this location even without this Project.

The Draft EIR concludes, however, that the Project's individual contribution to the existing elevated cumulative health risk is minor, would not result in an exceedance of cumulative significance thresholds, and would not require mitigation. This conclusion appears to be based on a declared cumulative significance threshold

of 7.0 excess cancers per million, which in turn appears based on a 2005 study cited as "Jerrett M. et al., Spatial Analysis of Air Pollution and Mortality in Los Angeles, Epidemiology 16 (2005): 727–736." (DEIR p. 3.A-29.)

The cited article is not appended to the Draft EIR or otherwise provided by the City. Without this material, the public is unable to meaningfully review and comment on the DEIR's analysis and conclusions regarding cumulative health effects. Please accordingly provide a copy of the cited article by Jerrett M. et al. together with any other materials cited or relied on in the DEIR's cumulative air quality/health impact analysis.

Noise Impacts

With respect to impacts on nearby receptors from construction noise, the DEIR states: "One comment requested a quantitative analysis of the proposed project's construction noise. Such analysis is not required because the initial study determined that construction noise impacts would not be significant." (DEIR p. 3.B-2.) This amounts to saying that because no study was done to show that noise impacts might be significant, no noise study is now required. This is circular reasoning that does not meet CEQA's requirements for good faith disclosure and analysis of potentially significant impacts. The DEIR should prepare a quantitative noise analysis and circulate it for public review and comment.

Such a study should include analysis of impacts from truck noise during both construction and operation of the Project. Because the loading docks will accessed from O'Farrell Street, which is one-way at this location, all trucks will necessarily pass the residences between Anza Vista Avenue and St. Joseph's Avenue.

Urban Decay

Draft EIR's discussion of potential urban decay impacts is perfunctory and incomplete. Urban decay analysis for a grocery store for purposes of CEQA requires, at a minimum, a market analysis. Because supermarkets often anchor larger retail centers or neighborhood strips, their closure and subsequent loss of significant customer traffic (supermarkets typically generate far more daily shopping trips than other forms of retail) can produce a domino effect leading to closures of other retailers and resulting urban decay. A meaningful analysis of the potential for this project to cause or contribute to the closure of other nearby markets, most notably the Lucky's located at Fulton and Masonic, is therefore critically important.

The City should undertake an economic impact / market analysis that projects sales from the Project, evaluates the extent to which they will be captured from

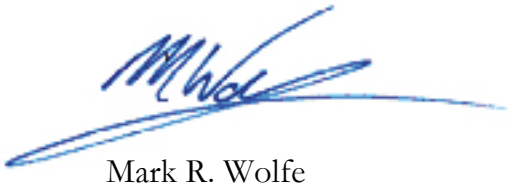
competing retailers in the market area, and assesses whether any sales losses are likely to lead to store closures and, if so, whether urban decay may result.

Once complete, the study should be circulated for public review and comment, together with the noise analysis referenced above, as part of a revised draft EIR.

Thank you for your consideration of these comments.

Most sincerely,

M. R. WOLFE & ASSOCIATES, P.C



Mark R. Wolfe

MRW:

I-Clemens

From: Monica Clemens
To: CPC.WholeFoods2675Geary
Subject: Re: Draft Environmental Impact Report (EIR) for the Whole Foods at 2675 Geary Boulevard (Planning Department File No. 2019-004110ENV-02)
Date: Wednesday, December 14, 2022 7:05:39 PM

Hello SF Planning,

I-Clemens-1

Please repave O'Farrell to St. Joseph's street, and if you would please put in community friendly slow street signs everywhere on the mountain, as well as lights on the ground for crossing pedestrians. Please open this Geary Whole Foods. It will be a welcomed addition to the our Sears building.

Monica Clemens, resident
101 Anza Vista Ave.
On Wednesday, December 14, 2022 at 05:42:14 PM PST, CPC.WholeFoods2675Geary <cpc.wholefoods2675geary@sfgov.org> wrote:

San Francisco Planning Header

To all interested parties:

The San Francisco Planning Department published a draft environmental impact report (draft EIR) for the Whole Foods at 2675 Geary Boulevard project today. The notice of availability of a draft EIR and the draft EIR are available at https://sfplanning.org/environmental-review-documents.

Project Description: The proposed project would renovate a vacant 49,285-square-foot commercial space for a new Whole Foods Market grocery store, of which approximately 25,030 square feet would comprise the sales floor. The remaining 24,795 square feet would be dedicated to seating areas, checkouts, and back-of-house uses. The project site is located on level 3 of the City Center shopping center (Assessor's Block 1094, Lot 001). Parking lot C, on level 3, would be available for Whole Foods Market customers. Freight and commercial loading activities would occur from an existing 3,528-square-foot receiving area and adjacent loading dock, accessed from O'Farrell Street via parking lot E on level 2. No changes to vehicle parking, bicycle parking, loading, driveway access, on-site circulation, or to the public right-of-way are proposed.

Public Comment Process: Public comments on the draft EIR will be accepted from December 14, 2022 to January 30, 2023 at 5:00 p.m. During this period you can submit comments on the adequacy of the draft EIR:

orally or in writing at the Planning Commission Public hearing on the draft EIR for the proposed project on Thursday, January 19, 2023, beginning at 1 p.m. or later. Additional information may be found on the Planning Department's website at https://sfplanning.org/hearings-cpc-grid;

- via email to WholeFoods2675Geary@sfgov.org; or
- mailed or delivered to Rachel Schuett, Senior Environmental Planner, San Francisco Planning Department, 49 South Van Ness Avenue, San Francisco, CA 94103.

During the public comment period, Planning Department staff will not respond to comments on the content of the draft EIR. Rather, following the public comment period, Planning Department staff will review the comments and prepare written responses to the comments received in a separate document called responses to comments. The draft EIR and the responses to comments document, combined, will comprise the final EIR for the proposed project.

After the responses to comments document is published, the planning commission will hold a hearing to certify the adequacy of the final EIR. The planning department will notify the commenters on the draft EIR when the department publishes the responses to comments document and has scheduled the final EIR certification hearing. Please refer to the draft EIR (via the link above) for more details.

中文詢問請電 | Para información en Español llamar al | Para sa impormasyon sa Tagalog tumawag sa 628.652.7550

I-Ducker

From: Michael Ducker
To: CPC.WholeFoods2675Geary@sfgov.org
Subject: Neighbor in support of approving the EIR and approving Whole Foods
Date: Wednesday, December 14, 2022 8:36:25 PM

Planning -

I-Ducker-1

I am a neighbor of City Center and wholeheartedly support the approval of the EIR, its proposed mitigations, and the opening of Whole Foods. It has been a complete waste of time and money to do this environmental review for the replacement of one big retail tenant for another.

-Michael Ducker
miradu@miradu.com
1949 McAllister St, San Francisco, CA 94115

I-Kumandan

From: Bharath Kumandan
To: CPC.WholeFoods2675Geary@sfgov.org
Subject: Support for Whole Foods at 2675 Geary
Date: Sunday, January 22, 2023 12:39:15 PM

To Rachel Schuett,

I-Kumandan-1

I am writing in support of the proposal to place a Whole Foods at 2675 Geary Street, in the City Center complex. The EIR analysis seemed to be thorough and to satisfy the CEQA disclosure requirements.

I hope the approvals can move quickly through city government and work can get started asap.

Thank you!
Bharath (resident in Anza Vista neighborhood)

I-Schouest

From: Nathan Schouest
To: CPC.WholeFoods2675Geary@sfgov.org
Subject: Anza Vista Neighborhood support for Whole Foods
Date: Thursday, January 19, 2023 3:46:34 PM

Hi Rachel Schuett, EIR Coordinator,

Unfortunately, we weren't able to join the call today regarding the Whole Foods at the city center.

I-Schouest-1

As longtime residents of San Francisco and residents of the Anza Vista neighborhood. We have waited for a long time for this project to be completed and dealt with the negative impact of a vacant storefront for that time.

We would like to express our support for the WF and send appreciation to the planning commission for evaluating the impact on the community.

More access to fresh food for this neighborhood is needed and welcomed. As we are sure you are aware, the Trader Joe's across Geary is stretched to the max and quite crowded, causing traffic issues on Masonic. We have been told that historically this TJ's has been the highest grossing revenue Trader Joe's in the country, which is not a surprise - but illustrates to the local demand for groceries.

We live in Anza Vista and would be impacted by this store. We are 100% in favor of the whole foods. Not only for the access to fresh groceries but also increasing tax revenue for the city and eliminating another empty storefront that attracts crime and reduces property values.

Thank you for your attention on this matter.

The Schouest Family
Barcelona Ave

I-Shargots

From: Steven Shargots
To: CPC.WholeFoods2675Geary@sfgov.org
Subject: Contractor
Date: Wednesday, January 18, 2023 11:35:20 AM

Good afternoon,

I-Shargots-1

I am trying to find out what General Contractor has been chosen for this project. Please let me know as soon as possible i see the project is going before the planning commission tomorrow afternoon.

Thank you

Steven Shargots
Field Representative
Nor Cal Carpenters Union
Carpenters Local 22
2085 3rd Street
San Francisco, CA 94107
Mobile: (510) 421-6081
Sshargots@NCCRC.org

ATTACHMENT 3

2675 Geary Boulevard- Whole Foods Market Mechanical Noise Analysis (November 21, 2023)

21 November 2023

Rachel Schuett
San Francisco Planning
49 South Van Ness Avenue, Suite 1400
San Francisco, CA 94103
rachel.schuett@sfgov.org

Subject: 2675 Geary Boulevard – Whole Foods Market
Mechanical Noise Study
Salter Project 21-0548

Dear Rachel:

We completed an analysis of noise generated by the proposed new mechanical equipment based on the rooftop mechanical plan received 20 November 2023, mechanical elevation dated 20 September 2023, equipment noise data provided by the project sponsor on 22 June 2023, 7 July 2023, and 31 July 2023, and our ambient noise measurements conducted on 26 January 2022. This is an updated mechanical noise study, based on changes to the mechanical design and equipment location from the previous drawings received on 22 February 2022.

The current roof mechanical plan (see Appendix A) includes two cooling towers, a makeup air unit, and a pump skid unit on the low roof area atop the loading docks at the southeast corner of the building. All other mechanical equipment (outside air units [OSAs], refrigeration rack, and exhaust fans) would be located within the existing and expanded mechanical equipment enclosure, in the Level 4 parking area. Similar to the previous design of the project, a horizontal expansion of the rooftop mechanical penthouse would be required to accommodate the mechanical equipment but would be a smaller area (approximately 365 square feet for the current plan instead of 700 square feet under the previous design).

This letter summarizes our measurement results, analysis, and recommendations to reduce noise levels to meet the applicable criteria.

CRITERIA

San Francisco Police Code Article 29 Noise Ordinance

The City and County of San Francisco Police Code includes the following noise limits:

Section 2909(b) Commercial and Industrial Property Noise Limits

No person shall produce or allow to be produced by any machine, or device, music or entertainment or any combination of same, on commercial or industrial property over which the person has ownership or control, a noise level more than eight dBA[1] above the local ambient at any point outside of the property plane.

Per San Francisco Department of Public Health guidelines[2], the ambient noise level can be conservatively represented by the measured L_{90}[3] noise level under most conditions.

Section 2909(d) Fixed Residential Interior Noise Limits

No fixed noise source may cause the noise level measured inside any sleeping or living room in any dwelling unit located on residential property to exceed 45 dBA between the hours of 10:00 p.m. to 7:00 a.m. or 55 dBA between the hours of 7:00 a.m. to 10:00 p.m. with windows open except where building ventilation is achieved through mechanical systems that allow windows to remain closed.

San Francisco General Plan

The City and County of San Francisco General Plan includes land use compatibility standards for community noise. For the land use category of "school classrooms, libraries, churches, hospitals, nursing homes, etc.," noise levels of L_{dn}[4] 62.5 dBA or lower are considered "satisfactory, with no special noise insulation requirements."

---

1 A-Weighted Sound Level – The A-weighted sound pressure level, expressed in decibels (dB). Sometimes the unit of sound level is written as dBA. A weighting is a standard weighting that accounts for the sensitivity of human hearing to the range of audible frequencies. People perceive a 10 dB increase in sound level to be twice as loud.

2 San Francisco Police Code Article 29: Regulation of Noise, Guidelines for Noise Control Ordinance Monitoring and Enforcement, December 2014 Guidance

3 L_n – The sound level exceeded for a stated percentage (n) of a specified measurement period as described in ASTM E1686. L_{10}, L_{50}, and L_{90} are the levels exceeded 10, 50, and 90 percent of the time, respectively.

4 DNL (Day-Night Average Sound Level) – A descriptor for a 24-hour A-weighted average noise level. DNL accounts for the increased acoustical sensitivity of people to noise during the nighttime hours. DNL penalizes sound levels by 10 dB during the hours from 10 PM to 7 AM. For practical purposes, the DNL and CNEL are usually interchangeable. DNL is sometimes written as L_{dn}.

Per Environmental Science Associates, we understand that the L_{dn} 62.5 dBA standard is to be applied at the outdoor childcare facility adjacent to the new project equipment[5]. We understand that the childcare facility only operates during daytime hours (7:00 a.m. to 10:00 p.m.). Therefore, the standard can be defined as 62.5 dBA at the childcare facility's outdoor area.

EXISTING NOISE ENVIRONMENT

Property Line Noise Levels

We conducted long-term noise measurements at locations surrounding the project from 25 January 2022 to 26 January 2022. **Figure 1** shows the measurement locations (LT-1 through -3). Traffic is the primary noise source at these locations. Noise from the existing mechanical equipment serving the project space does not contribute to the noise environment at these locations.

The measured noise levels at the long-term measurement locations are summarized in **Table 1**. Measurement data is included in **Appendix B**.

Table 1: Measured Noise Levels at Long-Term Measurement Locations

Measurement Location	Location Description	Measured Noise Levels (dBA)			
		Minimum L_{90} (1 hr.)	DNL	Average Daytime L_{eq} (1 hr.)	Average Nighttime L_{eq} (1 hr.)
LT-1	Geary Blvd. / Presidio Ave.	47	71	69	61
LT-2	Masonic Ave.	42	70	69	60
LT-3	O'Farrell St. / Anzavista Ave.	46	63	61	52

The measured minimum L_{90} noise levels are 47 dBA at LT-1 (near the north property line), 42 dBA at LT-2 (near the west property line), and 46 dBA at LT-3 (near the south property line). Per the San Francisco Police Code, ambient noise levels are to be considered no less than 45 dBA at locations other than residential interiors. The measured ambient noise levels are expected to be equivalent to the ambient noise levels at the noted nearby property planes.

[5] The "satisfactory" land use compatibility standard for school classrooms, libraries, churches, hospitals, nursing homes, etc. of L_{dn} 62.5 dBA is more restrictive than the "satisfactory" standard for playgrounds and parks of L_{dn} 67.5 dBA.

Based on our measurements, ambient noise levels are defined as 47 dBA at the north property plane (near LT-1), 45 dBA at the west property plane (near LT-2), and 46 dBA at the south property plane (near LT-3). The commercial and industrial property noise limits are 8 dBA above the ambient noise levels. Therefore, the noise limits are defined as 55 dBA at the north property plane, 53 dBA at the west property plane, and 54 dBA at the south property plane.

Childcare Facility Noise Levels

To quantify the noise environment near the existing mechanical equipment, we conducted measurements of mechanical equipment noise at the childcare facility's rooftop outdoor space. Figure 2 shows the measured noise levels generated by the existing mechanical equipment. This includes the equipment serving the former tenant at the project space as well as equipment serving other current tenant spaces (i.e., not related to the project). A set of exterior louvers at the penthouse wall, as shown in Figure 2, represents the primary transmission path for the mechanical noise.

Existing mechanical equipment noise ranges between 51 and 57 dBA at the childcare facility's outdoor area, depending on the specific location (see Figure 2). The overall existing equipment noise is clearly audible. The equipment specific to the former tenant at the project space (Best Buy) contributes somewhat to the overall noise levels.

The existing equipment noise levels, at 51 to 57 dBA, do not likely interfere with face-to-face speech communication, which occurs at approximately 60 dBA and above.

FUTURE EQUIPMENT NOISE

Based on the new mechanical equipment noise data (received 22 June 2023 and 7 July 2023), roof mechanical plan (received 20 November 2023), and mechanical equipment elevation (dated 20 September 2023), we calculated the combined equipment noise levels at various locations. Our calculations are included in Appendix C.

San Francisco Police Code Daytime and Nighttime Noise Limits

We calculate noise from the project mechanical equipment to be up to 59 dBA at the north property plane. Figure 3 indicates where noise levels are calculated on the north property plane.

The total project mechanical equipment noise level at Rec-2 is calculated to be 59 dBA – noise from the cooling towers (CTs) alone is calculated to be 58 dBA at this location. The total project mechanical equipment noise level at Rec-1 is calculated to be 57 dBA, which is driven by the outside air units (OSAs) on Level 4 – they are calculated on their own to be 57 dBA at this location. These noise levels would exceed the Police Code Section 2909(b) commercial and industrial property noise limit of 55 dBA at the north property plane.

The equipment causing the noise limit exceedances are the cooling towers (CTs-1 & -2) on Level 3 and the outside air units (OSAs-1 & -2) on Level 4. Therefore, noise reduction measures are needed for this equipment to meet the Police Code Section 2909(b) commercial and industrial property noise limit at the north property plane. All other equipment noise meets the north property plane noise limit of 55 dBA.

Noise from the new project mechanical equipment is calculated to be 52 dBA at the west property plane and 53 dBA at the south property plane. These calculated levels meet the Police Code Section 2909(b) commercial and industrial property noise limits at those property planes.

Noise from the new project mechanical equipment is calculated to be 42 dBA inside the nearest residence (the building at 2580 – 2590 Geary Boulevard), assuming open windows. This calculated level meets the Police Code Section 2909(d) residential interior daytime and nighttime noise limits.

Childcare Facility Noise Levels

We calculate noise from the new project equipment to be 62 dBA at the childcare facility's outdoor area. Noise at this area is primarily from the new equipment on Level 4 – the OSAs, the refrigeration rack, and the exhaust fans (EFs -2, -5, and -10). This level meets the General Plan land use compatibility standard for "school classrooms, libraries, churches, hospitals, nursing homes, etc." of 62.5 dBA.

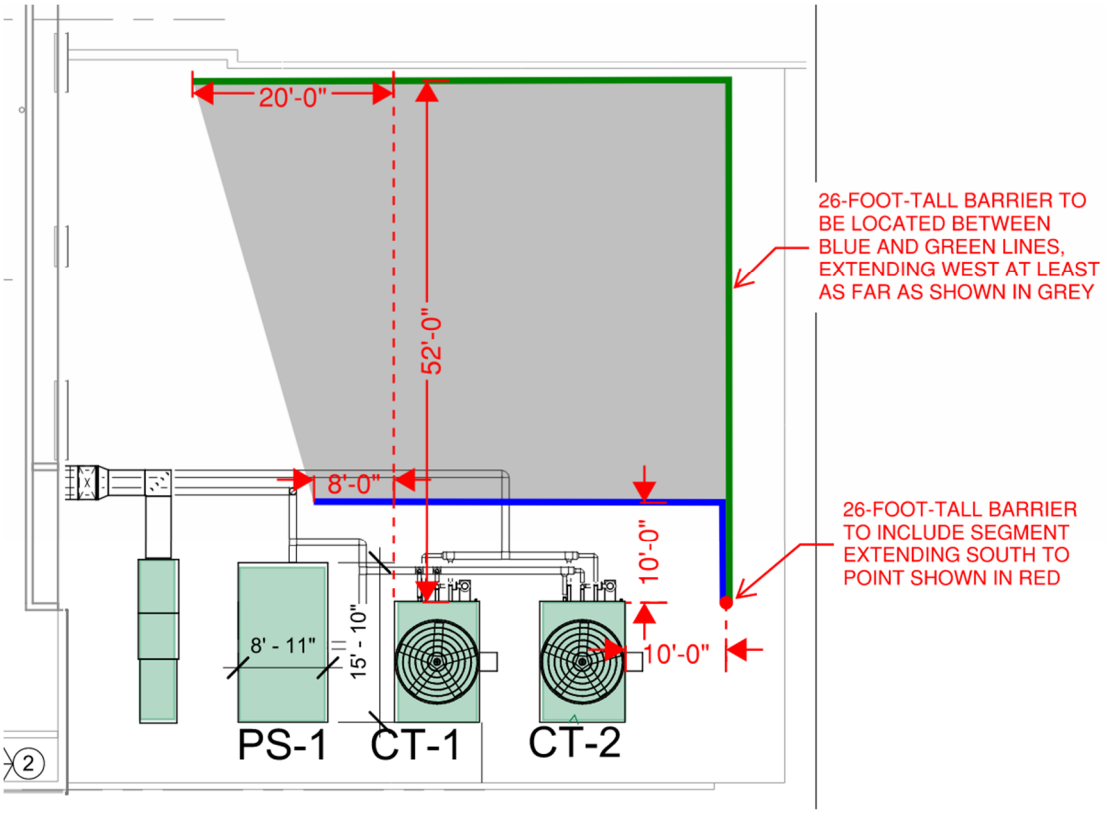
RECOMMENDATIONS

Recommendations for reducing noise from the new project equipment are as follows.

1. To meet the Police Code Section 2909(b) commercial and industrial property noise limit at the north property plane (i.e., at the Rec-2 location), we recommend providing a barrier on the north and east sides of the cooling towers. To be effective acoustically, the barrier must fully block line-of-sight between the cooling towers and Rec-2 (as well as adjacent segments of the property plane where the noise limit is exceeded). Per the mechanical elevation (see Appendix A), the estimated height of the cooling towers is 26 feet above the roof. The barrier needs to be as tall as the top of the cooling towers, i.e., approximately 26 feet tall, and located as shown in Figure 4.

   As shown in Figure 4, there is some flexibility in the length of the barrier and the horizontal distance between the barrier and the mechanical equipment. The barrier is to extend at least as far west as the grey-shaded area (the blue and green lines are examples). The east side of the barrier also needs to extend south to the point shown in red which aligns with the northern edge of the cooling towers. The northern barrier could be as close as 10 feet (blue line) or as far as 52 feet (green line) from the cooling towers. As such, the east side barrier could be between 10 and 52 feet long. The barrier needs to be as tall as the top of the cooling towers, approximately 26 feet tall above the roof. Within these constraints, the overall length and design of the wall can vary, depending on where it is constructed.

Figure 4: Cooling Tower Barrier Configuration



The barrier should have a weight of at least 3 psf and should be solid without any gaps. A sound absorptive material should be provided at the inside surface of the barrier, facing the cooling towers. Typically, exterior-rated insulation is provided behind a perforated metal face.

2. Reduction of OSA unit noise is also needed to meet the Police Code Section 2909(b) noise limit at the north property plane (i.e., at the Rec-1 location). We recommend providing five feet of internally lined duct with 1-inch-thick glass fiber duct liner between each of the OSA units and the outside air openings on the penthouse roof. This should be coordinated with the project mechanical engineer.

   a. As an alternative to internally lined duct, duct silencers could be provided at the same duct segments described above. Each of the silencers would need to meet the minimum insertion loss shown below.

	63 Hz	125 Hz	250 Hz	500 Hz	1 kHz	2 kHz	4 kHz
Silencer Minimum Insertion Loss (dB)	-	-	6	6	12	10	6

With the noise reduction measures described above, we calculate noise from the cooling towers, OSA units, and all other new equipment to be 55 dBA at the north property plane, which would meet the 55 dBA noise limit, per Police Code Section 2909(b).

* * *

This concludes our noise measurement results and recommendations letter. Please contact us with any questions.

Best,

SALTER

Nathan Sistek
Senior Consultant

Alex Salter, PE
Vice President

Enclosure

Salter

San Francisco

San Jose

Los Angeles

Honolulu

Seattle

www.salter-inc.com

2675 GEARY BOULEVARD WHOLE FOODS
LONG-TERM NOISE MEASUREMENT LOCATIONS

FIGURE 1

Salter #	NNS/AKS
21-0548	07.24.23

Salter

San Francisco

San Jose

Los Angeles

Honolulu

Seattle

www.salter-inc.com

2675 GEARY BOULEVARD WHOLE FOODS
EXISTING MECHANICAL NOISE MEASUREMENTS

FIGURE 2

Salter #	NNS/AKS
21–0548	07.24.23

Salter

San Francisco

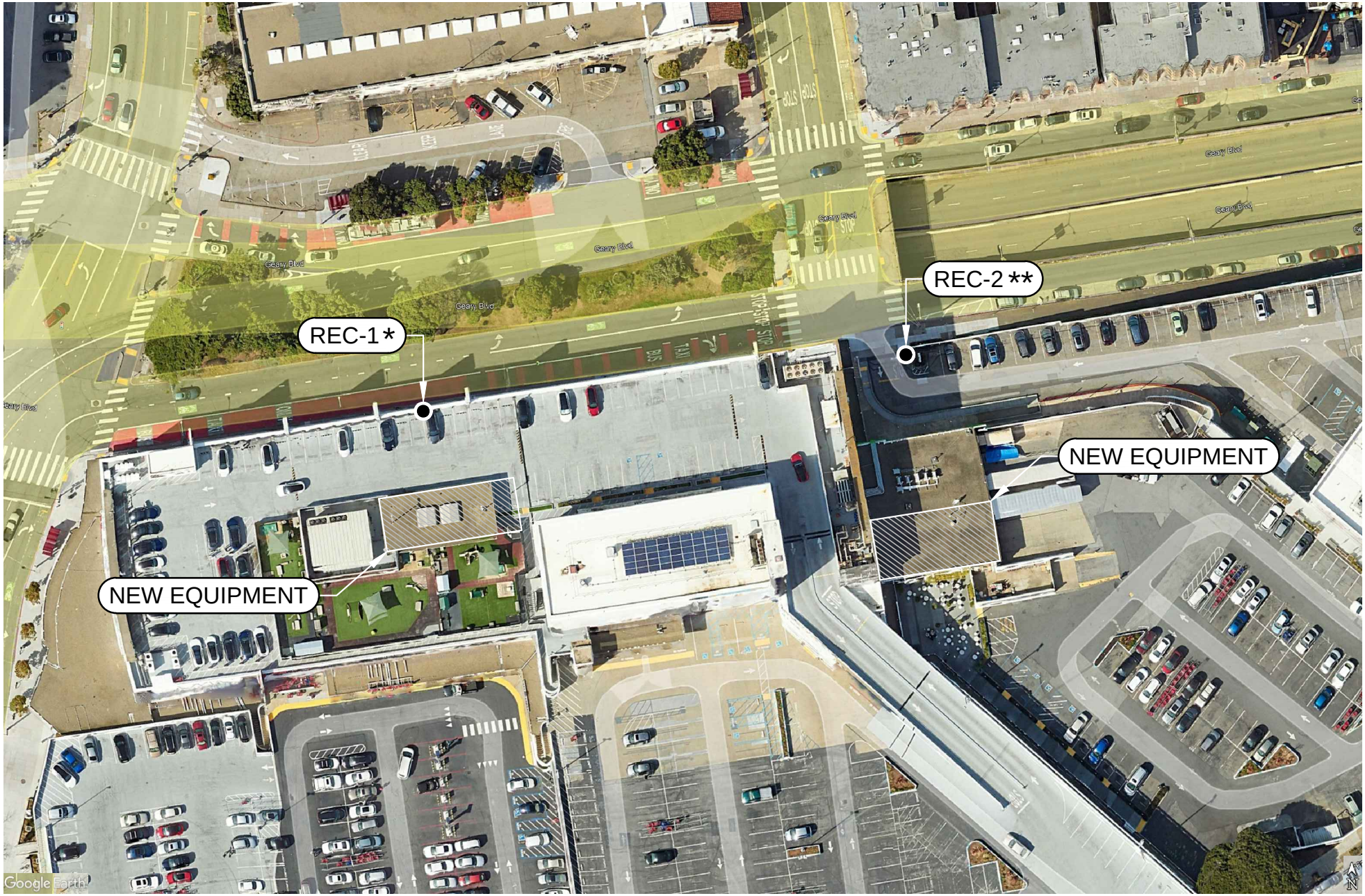
San Jose

Los Angeles

Honolulu

Seattle

www.salter-inc.com



* AT NORTH PROPERTY PLANE; 5-FEET ABOVE ROOF LEVEL

** AT NORTH PROPERTY PLANE; SAME ELEVATION AS TOP OF NEAREST NEW EQUIPMENT

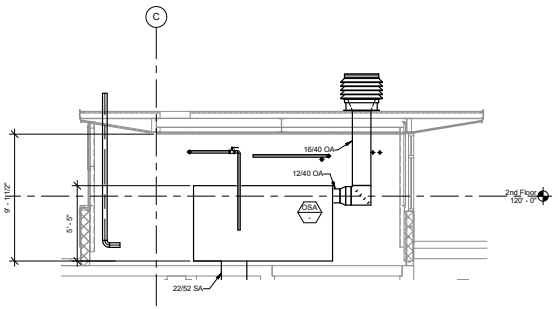
2675 GEARY BOULEVARD WHOLE FOODS NOISE CALCULATION LOCATIONS AT NORTH PROPERTY PLANE

FIGURE 3

Salter #	NNS/AKS
21–0548	07.24.23

APPENDIX A

ROOF MECHANICAL DRAWINGS



3 TYPICAL OUTSIDE AIR UNIT SECTION DETAIL
SCALE: 1/4" = 1'-0"

Existing Rooftop Mechanical Penthouse

Proposed Rooftop Mechanical Penthouse Expansion

(OSA) Outside Air Unit

(EF) Exhaust Fan

(PS) Pump Skid Unit

(CT) Cooling Tower

(MUA) Makeup Air Unit

N Scale: 1/16" = 1'-0"

SOURCE: BRR Architecture, Inc., 2023

2675 Geary Boulevard Project

FIGURE 2-5

PROPOSED ROOFTOP MECHANICAL EQUIPMENT ~~PENTHOUSE CHANGES~~ (REVISED)

SOURCE: Studioneleven, 2019

2675 Geary Boulevard Project

FIGURE 4
SOUTH ELEVATION

APPENDIX B

NOISE MEASUREMENT DATA

Measurement Information

Filename: Auto_0001.rnh
Proj No.: 21-0548
Proj. Name 2675 Geary Whole Foods
Site No.: 1
Location: Presidio Ave
Height: 12 above grade
Distance: 25 from Presidio Ave
Distance: 35 from Geary (Upper Lvl WB)
Maj. Noise Sources: Traffic, Bus stop next to meter
Pre Cal:
Post Cal:
Weather: Clear
Notes:
Engr.: NNS

Meter Settings

Meter Name	P-1
Meter Type	NL-52S
freq. Weighting	A
Time Weighting	Slow
Ln Calc Type	Leq_1s
Wind Screen Correcti	Off
Diffuse Field	Off
Parsed Exceedance Le	90
Meter Exceedance Le	90

Data contained in this spreadsheet is parsed from the Lp File

EXCEEDANCE REPORT

Address	Date	Time	Dur	Leq	SEL	Max 1s Leq	Ov
1	25-Jan	11:57:05	0:00:07	86.3	94.8	93.4	0
2	25-Jan	12:19:14	0:00:07	82.8	91.3	90.3	0
3	25-Jan	12:21:44	0:00:09	89.2	98.8	95.4	0
4	25-Jan	12:53:58	0:00:07	86.4	94.8	93.6	0
5	25-Jan	13:01:28	0:00:08	88.5	97.5	93.7	0
6	25-Jan	13:18:20	0:00:11	92.7	103.1	98.2	0
7	25-Jan	14:10:37	0:00:07	85	93.4	90.6	0
8	25-Jan	15:49:15	0:00:07	86.4	94.8	91.2	0
9	25-Jan	17:20:14	0:00:07	85.4	93.9	90.4	0
10	25-Jan	17:32:15	0:00:07	85.8	94.3	91.4	0
11	25-Jan	18:23:16	0:00:10	90.3	100.3	95.9	0
12	25-Jan	22:41:05	0:00:07	82.9	91.3	90.2	0
13	25-Jan	23:31:14	0:00:07	85.5	93.9	90.5	0
14	26-Jan	7:23:57	0:00:07	83.8	92.3	90.2	0
15	26-Jan	7:49:07	0:00:08	88.3	97.4	94.3	0
16	26-Jan	8:04:51	0:00:08	87.2	96.3	92	0
17	26-Jan	9:21:01	0:00:08	95	104.1	102.2	0
18	26-Jan	12:15:12	0:00:07	83	91.5	90	0
19	26-Jan	12:20:06	0:00:08	93.3	102.3	101.7	0
20	26-Jan	12:47:56	0:00:08	86.8	95.8	92.9	0
21	26-Jan	13:04:55	0:00:07	82.6	91.1	90.3	0

Average Daytime Leq (7 am - 10 pm)

Minimum L90, 1 hr.

68.9

Average Nighttime Leq (10 pm - 7 am)

46.5

Average L90, 1 hr. (Arithmetic)

60.6

55.8

INTERVAL REPORT

Address	Date	Time	Duration	Leq	L1	L10	L33	L50	L90	Sub Leq	Excs	Ov	DNL
1	25-Jan-22	10:00:00	1:00:00	67.8	79.7	69.5	65.4	63.9	58.5	0	0	0	70.7
2	25-Jan-22	11:00:00	1:00:00	69.6	80.4	70.7	65.6	63.8	58.6	0	1	0	70.7
3	25-Jan-22	12:00:00	1:00:00	70	80.5	70	65.3	63.7	59	0	3	0	70.7
4	25-Jan-22	13:00:00	1:00:00	71.5	81.2	69.8	65.3	63.8	59.2	0	2	0	70.7
5	25-Jan-22	14:00:00	1:00:00	67.9	78.9	69.2	65.7	64.4	60.3	0	1	0	70.6
6	25-Jan-22	15:00:00	1:00:00	69.5	80.4	70.2	66.4	65.2	61.8	0	1	0	70.6
7	25-Jan-22	16:00:00	1:00:00	68.9	80	69.9	66.7	65.5	62.1	0	0	0	70.6
8	25-Jan-22	17:00:00	1:00:00	69.2	80.2	70	66.7	65.5	61.8	0	2	0	
9	25-Jan-22	18:00:00	1:00:00	69.3	79.9	68.9	65.3	64	59.7	0	1	0	
10	25-Jan-22	19:00:00	1:00:00	65.7	77.5	67.1	63.7	62.2	57.6	0	0	0	
11	25-Jan-22	20:00:00	1:00:00	65.6	78	66.4	61.9	60.2	55.4	0	0	0	
12	25-Jan-22	21:00:00	1:00:00	65.3	78.2	66	61.3	59.2	53.2	0	0	0	
13	25-Jan-22	22:00:00	1:00:00	63.2	74.6	63.9	59.3	56.7	50.4	0	1	0	
14	25-Jan-22	23:00:00	1:00:00	62.4	71.2	61.9	56.7	53.9	48.6	0	1	0	
15	26-Jan-22	0:00:00	1:00:00	60.8	71.7	59.9	54	51.8	47.6	0	0	0	
16	26-Jan-22	1:00:00	1:00:00	54.2	64.8	56.3	49.6	47.8	46.5	0	0	0	
17	26-Jan-22	2:00:00	1:00:00	55.5	67.9	56.4	50.5	48.6	46.7	0	0	0	
18	26-Jan-22	3:00:00	1:00:00	58.7	70.2	58.2	51.3	49.1	47	0	0	0	
19	26-Jan-22	4:00:00	1:00:00	58.8	70.6	58.5	51.6	49.4	47	0	0	0	
20	26-Jan-22	5:00:00	1:00:00	63.9	76.5	64.4	57.7	54.5	48.3	0	0	0	
21	26-Jan-22	6:00:00	1:00:00	67.7	80.5	68.2	62.5	60	53	0	0	0	
22	26-Jan-22	7:00:00	1:00:00	69.5	80.8	70.1	65.5	63.5	56.7	0	2	0	
23	26-Jan-22	8:00:00	1:00:00	70.4	81	71.2	67.3	65.9	60.6	0	1	0	
24	26-Jan-22	9:00:00	1:00:00	71.9	79.9	71.3	66.6	65.1	60	0	1	0	
25	26-Jan-22	10:00:00	1:00:00	68.9	80	70.5	65.7	64.2	59.2	0	0	0	
26	26-Jan-22	11:00:00	1:00:00	69.7	82.9	70.7	66.1	64.5	59.8	0	0	0	
27	26-Jan-22	12:00:00	1:00:00	71.2	80.4	70	65.7	64.2	59.3	0	3	0	
28	26-Jan-22	13:00:00	1:00:00	68.3	80.3	69.4	65.7	64	59.2	0	1	0	
29	26-Jan-22	14:00:00	1:00:00	68	79.1	69.7	65.7	64.4	60.1	0	0	0	
30	26-Jan-22	15:00:00	0:11:37	69.7	81.3	70.2	66.1	64.7	60.2	0	0	0	

Measurement Information

Filename: Auto_0001.rnh
Proj No.: 21-0548
Proj. Name 2675 Geary Whole Foods
Site No.: 2
Location: Masonic Ave
Height: 12 above grade
Distance: 55 from Masonic Ave (Center)
Distance: 185 from Geary (Upper Lvl EB)
Maj. Noise Sources: Traffic
Pre Cal:
Post Cal:
Weather: Clear
Notes:
Engr.: NNS

Meter Settings

Meter Name	V-5
Meter Type	NL-52S
freq. Weighting	A
Time Weighting	Slow
Ln Calc Type	Leq_1s
Wind Screen Correcti	Off
Diffuse Field	Off
Parsed Exceedance Le	90
Meter Exceedance Le	90

Data contained in this spreadsheet is parsed from the Lp File

EXCEEDANCE REPORT

Address	Date	Time	Dur	Leq	SEL	Max 1s Leq	Ov
1	25-Jan	10:40:48	0:00:09	86.8	96.3	91.1	0
2	25-Jan	13:18:33	0:00:08	94.4	103.5	100.6	0
3	25-Jan	15:22:06	0:00:07	84.6	93.1	90.1	0
4	25-Jan	16:43:43	0:00:10	88.2	98.2	95.1	0
5	25-Jan	18:45:58	0:00:08	92.9	101.9	100.7	0
6	25-Jan	21:31:54	0:00:07	87	95.4	91.2	0
7	26-Jan	9:20:23	0:00:07	85.8	94.3	90	0
8	26-Jan	9:21:23	0:00:13	92.3	103.4	97.4	0
9	26-Jan	12:45:42	0:00:19	92.2	105	97.2	0
10	26-Jan	13:18:08	0:00:07	89	97.5	95.7	0

Average Daytime Leq (7 am - 10 pm)
68.7

Minimum L90, 1 hr.
41.6

Average Nighttime Leq (10 pm - 7 am)
60.0

Average L90, 1 hr. (Arithmetic)
54.9

INTERVAL REPORT

Address	Date	Time	Duration	Leq	L1	L10	L33	L50	L90	Sub Leq	Excs	Ov	DNL
1	25-Jan-22	10:00:00	1:00:00	69.4	78.6	71.8	67.5	64.9	59	0	1	0	70.1
2	25-Jan-22	11:00:00	1:00:00	67.7	75.6	71	67.6	65.1	59.4	0	0	0	70.0
3	25-Jan-22	12:00:00	1:00:00	68.2	76.8	71.6	67.7	65.4	59.7	0	0	0	70.0
4	25-Jan-22	13:00:00	1:00:00	70.6	75.9	70.8	66.7	64.3	58.6	0	1	0	70.2
5	25-Jan-22	14:00:00	1:00:00	68.3	75.4	71	67.7	65.3	59.5	0	0	0	70.1
6	25-Jan-22	15:00:00	1:00:00	68.6	76.3	71.3	68.1	65.7	59.7	0	1	0	70.1
7	25-Jan-22	16:00:00	1:00:00	69.4	76.1	71.5	68.4	66.1	59.6	0	1	0	70.1

8	25-Jan-22	17:00:00	1:00:00	68.3	76.9	71.6	68.1	65.9	59.7	0	0	0
9	25-Jan-22	18:00:00	1:00:00	70.3	76.3	71.7	68	65.3	59	0	1	0
10	25-Jan-22	19:00:00	1:00:00	66.9	74.8	71.1	66.2	63.2	57	0	0	0
11	25-Jan-22	20:00:00	1:00:00	65.5	73.8	70.2	64.3	61.4	54.4	0	0	0
12	25-Jan-22	21:00:00	1:00:00	66.8	75	70.2	64.2	61	54.6	0	1	0
13	25-Jan-22	22:00:00	1:00:00	64.5	74.1	68.7	61.6	58.8	51.1	0	0	0
14	25-Jan-22	23:00:00	1:00:00	61.7	72.5	66	57.8	55	47.2	0	0	0
15	26-Jan-22	0:00:00	1:00:00	58.9	70.6	61.7	55	51.8	44.2	0	0	0
16	26-Jan-22	1:00:00	1:00:00	55.8	68.5	58.5	50.4	46.8	41.9	0	0	0
17	26-Jan-22	2:00:00	1:00:00	54.2	66.8	56	49.5	46.1	41.6	0	0	0
18	26-Jan-22	3:00:00	1:00:00	58.7	69.7	60.1	52.6	49.1	42.7	0	0	0
19	26-Jan-22	4:00:00	1:00:00	58.3	69.5	60.2	54	51	44.1	0	0	0
20	26-Jan-22	5:00:00	1:00:00	62.4	73.4	65.1	58.7	55.8	47.7	0	0	0
21	26-Jan-22	6:00:00	1:00:00	65.8	75.8	68.8	63	60.4	52.9	0	0	0
22	26-Jan-22	7:00:00	1:00:00	67.8	76.1	71.9	66.4	63.9	59	0	0	0
23	26-Jan-22	8:00:00	1:00:00	69.4	76.9	72.9	69	66	61	0	0	0
24	26-Jan-22	9:00:00	1:00:00	72.3	81.5	72.8	68.4	65.6	60.5	0	2	0
25	26-Jan-22	10:00:00	1:00:00	67.6	75.8	71.5	66.9	64.4	59.4	0	0	0
26	26-Jan-22	11:00:00	1:00:00	68	75.9	71.3	67.4	65.1	59.3	0	0	0
27	26-Jan-22	12:00:00	1:00:00	71.8	78.3	71.5	67.7	65.3	59.4	0	1	0
28	26-Jan-22	13:00:00	1:00:00	69	77.1	71.4	67.3	64.8	58.9	0	1	0
29	26-Jan-22	14:00:00	1:00:00	68.4	76.9	71.5	67.9	65.8	59.9	0	0	0
30	26-Jan-22	15:00:00	0:18:57	68	74.6	71.3	68.2	65.8	59.5	0	0	0

Measurement Information

Filename: Auto_0001.rnh
Proj No.: 21-0548
Proj. Name 2675 Geary Whole Foods
Site No.: 3
Location: Anzavista Ave
Height: 12 above grade
Distance: 35 from Anzavista Ave (Center)
Distance: 40 from O'Farrell St
Maj. Noise Sources: Traffic
Pre Cal:
Post Cal:
Weather: Clear
Notes:
Engr.: NNS

Meter Settings

Meter Name	T-3
Meter Type	NL-52S
freq. Weighting	A
Time Weighting	Slow
Ln Calc Type	Leq_1s
Wind Screen Correcti	Off
Diffuse Field	Off
Parsed Exceedance Le	85
Meter Exceedance Le	85

Data contained in this spreadsheet is parsed from the Lp File

EXCEEDANCE REPORT

Address	Date	Time	Dur	Leq	SEL	Max 1s Leq	Ov
1	25-Jan	10:27:13	0:00:10	85.9	95.9	90.4	0
2	25-Jan	13:20:36	0:00:09	84.3	93.9	89.4	0
3	25-Jan	14:10:24	0:00:08	83.1	92.1	88.9	0
4	25-Jan	15:25:32	0:00:07	82.1	90.5	85.6	0
5	26-Jan	8:25:40	0:00:07	80.3	88.8	87.3	0
6	26-Jan	10:02:25	0:00:09	86.5	96	91.5	0
7	26-Jan	13:06:06	0:00:07	81.5	90	87.2	0
8	26-Jan	14:10:57	0:00:07	80.5	89	85.7	0

Average Daytime Leq (7 am - 10 pm)
61.4

Minimum L90, 1 hr.
45.5

Average Nighttime Leq (10 pm - 7 am)
52.4

Average L90, 1 hr. (Arithmetic)
50.7

INTERVAL REPORT

Address	Date	Time	Duration	Leq	L1	L10	L33	L50	L90	Sub Leq	Excs	Ov	DNL
1	25-Jan-22	10:00:00	1:00:00	65.6	75.9	66.5	62.2	60.7	53.7	0	1	0	62.4
2	25-Jan-22	11:00:00	1:00:00	61.7	71	64.1	59.7	57.7	51.5	0	0	0	62.3
3	25-Jan-22	12:00:00	1:00:00	60.9	68.4	63.4	60.2	58.6	55.1	0	0	0	62.3
4	25-Jan-22	13:00:00	1:00:00	62.7	71.9	63.3	59.5	57.5	52.1	0	1	0	62.4
5	25-Jan-22	14:00:00	1:00:00	62.6	70.3	63.7	60.1	58.2	52.7	0	1	0	62.3
6	25-Jan-22	15:00:00	1:00:00	62	70.5	63.9	60.1	58.2	53.5	0	1	0	62.3
7	25-Jan-22	16:00:00	1:00:00	62	69.8	64.3	60.6	58.9	54.1	0	0	0	62.3
8	25-Jan-22	17:00:00	1:00:00	63.4	73.5	65.8	61.2	59.2	54	0	0	0	
9	25-Jan-22	18:00:00	1:00:00	61	68.9	63.6	60	58.2	53.1	0	0	0	

10	25-Jan-22	19:00:00	1:00:00	59.4	67.9	62.1	58.2	56.1	51.3	0	0	0
11	25-Jan-22	20:00:00	1:00:00	56.2	65.4	59.2	53.5	51.5	48.8	0	0	0
12	25-Jan-22	21:00:00	1:00:00	53.4	63.1	56.6	50.6	49.3	47.6	0	0	0
13	25-Jan-22	22:00:00	1:00:00	53	63.4	56.7	49.6	48.1	46.6	0	0	0
14	25-Jan-22	23:00:00	1:00:00	50.6	61.4	52	47.9	47.1	46.1	0	0	0
15	26-Jan-22	0:00:00	1:00:00	48.7	57.7	49.3	46.9	46.5	45.7	0	0	0
16	26-Jan-22	1:00:00	1:00:00	52	58.4	48.3	47.1	46.7	45.7	0	0	0
17	26-Jan-22	2:00:00	1:00:00	51.4	57.6	49.5	48.3	47.8	46.9	0	0	0
18	26-Jan-22	3:00:00	1:00:00	52.8	62.4	51	48.9	48.1	45.9	0	0	0
19	26-Jan-22	4:00:00	1:00:00	51.9	60.3	50.9	48	46.8	45.5	0	0	0
20	26-Jan-22	5:00:00	1:00:00	53.5	63.9	55.9	50.3	49.6	48.2	0	0	0
21	26-Jan-22	6:00:00	1:00:00	57.9	68.3	60.1	53.6	51.2	49.1	0	0	0
22	26-Jan-22	7:00:00	1:00:00	60.7	69.6	63.2	58.7	55.9	50.2	0	0	0
23	26-Jan-22	8:00:00	1:00:00	63.5	73	65.8	61.3	59.2	53.5	0	1	0
24	26-Jan-22	9:00:00	1:00:00	61.9	71.3	64.5	60.9	58.8	53.1	0	0	0
25	26-Jan-22	10:00:00	1:00:00	64.4	73.4	63.8	60	58.2	53	0	1	0
26	26-Jan-22	11:00:00	1:00:00	60.4	68.8	62.8	59.2	57.2	52.6	0	0	0
27	26-Jan-22	12:00:00	1:00:00	63.2	73	64.8	61.2	59.4	53.9	0	0	0
28	26-Jan-22	13:00:00	1:00:00	61.9	70.2	63.8	60	58.1	52.7	0	1	0
29	26-Jan-22	14:00:00	1:00:00	61.5	70.5	63.8	60.1	58.2	53.1	0	1	0
30	26-Jan-22	15:00:00	0:25:24	62.6	73.2	64.2	60.3	58	52.8	0	0	0

Meas Date	1/25/2022
Project #	21-0548
Project Name	2675 Geary Whole Foods
Project Location	SF
Record Deck	
Meter	R-3
Engineer(s)	NNS
Notes	
Download Path	P:\2021\21-0548_AKS_Whole Foods Geary\05 AC\01 CalcsMeas\2022-1-26 Meas\R-3 (Attended Mech Meas)\

File	Date	Time	Source	Receive	Comments	Test Type	Gain	FIIC/NIC	Annc. dBA	Lmin Msd. dBA
Auto_0001.rnh	1/25/2022	10:46:24	Ambient HVAC ON - Best Buy Equip OFF	ST-1 (45 ft from louvers)	Ambient HVAC audible from louvers, some noise from adjacent childcare play area	Ambient	20 to 90			52.4
Auto_0002.rnh	1/25/2022	10:47:13	Ambient HVAC ON - Best Buy Equip OFF	ST-1 (45 ft from louvers)	Repeat of above, attempt for less kid noise interference - Ambient HVAC audible from louv	Ambient	20 to 90			53.1
Auto_0003.rnh	1/25/2022	10:50:05	Ambient HVAC ON - Best Buy Equip OFF	ST-2 (45 ft from louvers)	Ambient HVAC audible from louvers, some noise from adjacent childcare play area	Ambient	20 to 90			58.8
Auto_0004.rnh	1/25/2022	10:56:35	Ambient HVAC ON - Best Buy Equip OFF	ST-3 (25 ft from louvers)	Ambient HVAC audible from louvers, some noise from adjacent childcare play area	Ambient	20 to 90			56.7
Auto_0005.rnh	1/25/2022	10:57:43	Ambient HVAC ON - Best Buy Equip OFF	ST-2 (45 ft from louvers)	Repeat of ST-2 above, with kids quieter - Ambient HVAC audible from louvers	Ambient	20 to 90			56.3
Auto_0006.rnh	1/25/2022	11:01:58	Ambient HVAC ON - Best Buy Equip ON	ST-3 (25 ft from louvers)	Barely audible increase in HVAC noise - some noise from adjacent childcare play area	HVAC	20 to 90			56.7
Auto_0007.rnh	1/25/2022	11:02:59	Ambient HVAC ON - Best Buy Equip ON	ST-2 (45 ft from louvers)	Barely audible increase in HVAC noise - some noise from adjacent childcare play area	HVAC	20 to 90			56
Auto_0008.rnh	1/25/2022	11:06:15	Ambient HVAC ON - Best Buy Equip ON	ST-1 (45 ft from louvers)	Barely audible increase in HVAC noise - some noise from adjacent childcare play area	HVAC	20 to 90			51

APPENDIX C

MECHANICAL EQUIPMENT NOISE CALCULATIONS

Project #	21-0548
Project Name:	2675 Geary Whole Foods
Date:	11/21/2023
Engineer:	NNS
Calc Title:	NEW Mech Outdoor at Childcare Outdoor Area
Notes	

CRITERION: From email 3/17/22, 62.5 dBA

Criterion	62.5	dB
Criterion	62.5	dB

Meets criterion

Exceeds criterion

NEW Mech Outdoor at Childcare Outdoor Area Summary

	63 Hz	125 Hz	250 Hz	500 Hz	1000 Hz	2000 Hz	4000 Hz	8000 Hz	dBA
CTs-1 & 2	42	37	29	28	31	28	26	28	**35**
MUA-1	17	24	24	18	16	13	11	8	**22**
PS-1	41	23	18	23	20	18	14	3	**25**
OSA-1	45	42	55	48	53	53	46	42	**58**
OSA-2	45	42	55	48	53	53	46	42	**58**
EF-2	30	30	30	30	30	30	30	30	**37**
EF-5	37	37	37	37	37	37	37	37	**44**
EF-10	28	28	28	28	28	28	28	28	**35**
Refrig. Rack	39	39	39	39	39	39	39	39	**46**
Summed	**50**	**47**	**59**	**52**	**57**	**57**	**50**	**47**	**62**

		63	125	250	500	1000	2000	4000	8000	dBA							
CTs-1 & 2	PWL	97	92	84	83	86	83	81	83	91		Source Ht	26	ft	Mech Unit Length	12	ft
Evapco ESW4 9-34K12-SP	Rathe	-45	-45	-45	-45	-45	-45	-45	-45			Source Dist	95	ft	Mech Unit Width	20	ft
	Barrier	-16	-16	-16	-16	-16	-16	-16	-16			Receiver Ht	22	ft	Total Distance	245	ft
	x2 Units	3	3	3	3	3	3	3	3			Receiver Dist	150	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	52	ft			
	Total	42	37	29	28	31	28	26	28	**35**		Barrier Loss	15.8	dB			
MUA-1	PWL	76	83	83	77	75	72	70	67	81		Source Ht	5	ft	Mech Unit Length	7	ft
0	Rathe	-44	-44	-44	-44	-44	-44	-44	-44			Source Dist	60	ft	Mech Unit Width	4	ft
	Barrier	-18	-18	-18	-18	-18	-18	-18	-18			Receiver Ht	22	ft	Total Distance	210	ft
												Receiver Dist	150	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	52	ft			
	Total	17	24	24	18	16	13	11	8	**22**		Barrier Loss	18.0	dB			
PS-1	PWL	100	82	77	82	79	77	73	62	85		Source Ht	5	ft	Mech Unit Length	7	ft
0	Rathe	-45	-45	-45	-45	-45	-45	-45	-45			Source Dist	70	ft	Mech Unit Width	4	ft
	Barrier	-18	-18	-18	-18	-18	-18	-18	-18			Receiver Ht	22	ft	Total Distance	220	ft
												Receiver Dist	150	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	52	ft			
	Total	41	23	18	23	20	18	14	3	**25**		Barrier Loss	17.9	dB			
OSA-1	PWL	84	78	92	87	88	87	80	76	93		Source Ht	13	ft	Mech Unit Length	3	ft
	End Reflection	-8	-5	-6	-8	-4	-3	-3	-3								
Valent APD450												Source Dist	13	ft	Mech Unit Width	2	ft
	Rathe	-27	-27	-27	-27	-27	-27	-27	-27			Receiver Ht	5	ft	Total Distance	28	ft
	Barrier	-7	-7	-7	-7	-7	-7	-7	-7			Receiver Dist	15	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	11	ft			
	Total	45	42	55	48	53	53	46	42	**58**		Barrier Loss	6.9	dB			
OSA-2	PWL	84	78	92	87	88	87	80	76	93		Source Ht	13	ft	Mech Unit Length	3	ft

Valent APD450	End Reflection	-8	-5	-6	-8	-4	-3	-3	-3			Source Dist	13	ft	Mech Unit Width	2	ft
	Rathe	-27	-27	-27	-27	-27	-27	-27	-27			Receiver Ht	5	ft	Total Distance	28	ft
	Barrier	-7	-7	-7	-7	-7	-7	-7	-7			Receiver Dist	15	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	11	ft			
	Total	45	42	55	48	53	53	46	42	**58**		Barrier Loss	6.9	dB			
EF-2	PWL	61	61	61	61	61	61	61	61	68		Source Ht	13	ft	Mech Unit Length	2	ft
USBI11DD	Rathe	-27	-27	-27	-27	-27	-27	-27	-27			Source Dist	15	ft	Mech Unit Width	2	ft
	Barrier	-7	-7	-7	-7	-7	-7	-7	-7			Receiver Ht	5	ft	Total Distance	30	ft
												Receiver Dist	15	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	11	ft			
	Total	30	30	30	30	30	30	30	30	**37**		Barrier Loss	7.2	dB			
EF-5	PWL	68	68	68	68	68	68	68	68	75		Source Ht	13	ft	Mech Unit Length	2	ft
USBI13DD	Rathe	-27	-27	-27	-27	-27	-27	-27	-27			Source Dist	15	ft	Mech Unit Width	2	ft
	Barrier	-7	-7	-7	-7	-7	-7	-7	-7			Receiver Ht	5	ft	Total Distance	30	ft
												Receiver Dist	15	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	11	ft			
	Total	37	37	37	37	37	37	37	37	**44**		Barrier Loss	7.2	dB			
EF-10	PWL	59	59	59	59	59	59	59	59	66		Source Ht	13	ft	Mech Unit Length	2	ft
0	Rathe	-27	-27	-27	-27	-27	-27	-27	-27			Source Dist	13	ft	Mech Unit Width	2	ft
	Barrier	-7	-7	-7	-7	-7	-7	-7	-7			Receiver Ht	5	ft	Total Distance	28	ft
												Receiver Dist	15	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	11	ft			
	Total	28	28	28	28	28	28	28	28	**35**		Barrier Loss	6.9	dB			
Refrig. Rack	PWL	76	76	76	76	76	76	76	76	83		Source Ht	5	ft	Mech Unit Length	15	ft
0	Rathe	-26	-26	-26	-26	-26	-26	-26	-26			Source Dist	5	ft	Mech Unit Width	5	ft
	Penthouse Enclosure	-15	-15	-15	-15	-15	-15	-15	-15			Receiver Ht	5	ft	Total Distance	25	ft
												Receiver Dist	20	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	0	ft			
	Total	39	39	39	39	39	39	39	39	**46**		Barrier Loss	0.0	dB			

Project #	21-0548
Project Name:	2675 Geary Whole Foods
Date:	11/21/2023
Engineer:	NNS
Calc Title:	NEW Mech Outdoor at Nearest Residence (at LT-1, Geary & Presidio)
Notes	SF Police Code - Residential interior limit - 45 dBA at night inside the nearest residence

Criterion	45	dB
Criterion	45	dB

Meets criterion

Exceeds criterion

NEW Mech Outdoor at Nearest Residence (at LT-1, Geary & Presidio) Summary

	63 Hz	125 Hz	250 Hz	500 Hz	1000 Hz	2000 Hz	4000 Hz	8000 Hz	dBA
CTs-1 & 2	48	43	35	34	37	34	32	34	**42**
MUA-1	19	26	26	20	18	15	13	10	**24**
PS-1	43	25	20	25	22	20	16	5	**28**
OSA-1	16	13	26	19	24	24	17	13	**29**
OSA-2	16	13	26	19	24	24	17	13	**29**
EF-2	2	2	2	2	2	2	2	2	**9**
EF-5	9	9	9	9	9	9	9	9	**16**
EF-10	-1	-1	-1	-1	-1	-1	-1	-1	**6**
Refrig. Rack	0	0	0	0	0	0	0	0	**7**
Summed	**49**	**43**	**37**	**35**	**38**	**35**	**32**	**34**	**42**

		63	125	250	500	1000	2000	4000	8000	dBA							
CTs-1 & 2	PWL	97	92	84	83	86	83	81	83	91		Source Ht	65	ft	Mech Unit Length	12	ft
Evapco ESW4 9-34K12-SP	Rathe	-45	-45	-45	-45	-45	-45	-45	-45			Source Dist	55	ft	Mech Unit Width	20	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Ht	30	ft	Total Distance	235	ft
	Open Window Loss	-10	-10	-10	-10	-10	-10	-10	-10			Receiver Dist	180				
	x2 Units	3	3	3	3	3	3	3	3					ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	39	ft			
	Total	48	43	35	34	37	34	32	34	**42**		Barrier Loss	0.0	dB			
MUA-1	PWL	76	83	83	77	75	72	70	67	81		Source Ht	44	ft	Mech Unit Length	7	ft
0	Rathe	-45	-45	-45	-45	-45	-45	-45	-45			Source Dist	55	ft	Mech Unit Width	4	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Ht	30	ft	Total Distance	235	ft
	n Window Loss	-10	-10	-10	-10	-10	-10	-10	-10			Receiver Dist	180	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	39	ft			
	Total	19	26	26	20	18	15	13	10	**24**		Barrier Loss	4.6	dB			
PS-1	PWL	100	82	77	82	79	77	73	62	85		Source Ht	44	ft	Mech Unit Length	7	ft
0	Rathe	-45	-45	-45	-45	-45	-45	-45	-45			Source Dist	55	ft	Mech Unit Width	4	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Ht	30	ft	Total Distance	235	ft
	n Window Loss	-10	-10	-10	-10	-10	-10	-10	-10			Receiver Dist	180	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	39	ft			
	Total	43	25	20	25	22	20	16	5	**28**		Barrier Loss	4.6	dB			
OSA-1	PWL	84	78	92	87	88	87	80	76	93		Source Ht	68	ft	Mech Unit Length	3	ft
	End Reflection	-8	-5	-6	-8	-4	-3	-3	-3								
Valent APD450												Source Dist	110	ft	Mech Unit Width	2	ft
	Rathe	-48	-48	-48	-48	-48	-48	-48	-48			Receiver Ht	30	ft	Total Distance	320	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Dist	210	ft			
	OPEN WINDOW LOSS	-10	-10	-10	-10	-10	-10	-10	-10								
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	55	ft			

	Total	16	13	26	19	24	24	17	13	**29**		Barrier Loss	5.0	dB			
OSA-2	PWL	84	78	92	87	88	87	80	76	93		Source Ht	68	ft	Mech Unit Length	3	ft
Valent APD450	End Reflection	-8	-5	-6	-8	-4	-3	-3	-3			Source Dist	110	ft	Mech Unit Width	2	ft
	Rathe	-48	-48	-48	-48	-48	-48	-48	-48			Receiver Ht	30	ft	Total Distance	320	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Dist	210	ft			
	OPEN WINDOW LOSS	-10	-10	-10	-10	-10	-10	-10	-10								
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	55	ft			
	Total	16	13	26	19	24	24	17	13	**29**		Barrier Loss	5.0	dB			
EF-2	PWL	61	61	61	61	61	61	61	61	68		Source Ht	68	ft	Mech Unit Length	2	ft
USBI11DD	Rathe	-48	-48	-48	-48	-48	-48	-48	-48			Source Dist	110	ft	Mech Unit Width	2	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Ht	30	ft	Total Distance	320	ft
	WINDOW LOSS	-10	-10	-10	-10	-10	-10	-10	-10			Receiver Dist	210	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	55	ft			
	Total	2	2	2	2	2	2	2	2	**9**		Barrier Loss	5.0	dB			
EF-5	PWL	68	68	68	68	68	68	68	68	75		Source Ht	68	ft	Mech Unit Length	2	ft
USBI13DD	Rathe	-48	-48	-48	-48	-48	-48	-48	-48			Source Dist	110	ft	Mech Unit Width	2	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Ht	30	ft	Total Distance	320	ft
	WINDOW LOSS	-10	-10	-10	-10	-10	-10	-10	-10			Receiver Dist	210	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	55	ft			
	Total	9	9	9	9	9	9	9	9	**16**		Barrier Loss	5.0	dB			
EF-10	PWL	59	59	59	59	59	59	59	59	66		Source Ht	68	ft	Mech Unit Length	2	ft
0	Rathe	-48	-48	-48	-48	-48	-48	-48	-48			Source Dist	110	ft	Mech Unit Width	2	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Ht	30	ft	Total Distance	320	ft
	WINDOW LOSS	-10	-10	-10	-10	-10	-10	-10	-10			Receiver Dist	210	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	55	ft			
	Total	-1	-1	-1	-1	-1	-1	-1	-1	**6**		Barrier Loss	5.0	dB			
Refrig. Rack	PWL	76	76	76	76	76	76	76	76	83		Source Ht	60	ft	Mech Unit Length	15	ft
0	Rathe	-48	-48	-48	-48	-48	-48	-48	-48			Source Dist	110	ft	Mech Unit Width	5	ft
	Penthouse Enclosure	-15	-15	-15	-15	-15	-15	-15	-15			Receiver Ht	30	ft	Total Distance	320	ft
	Barrier	-7	-7	-7	-7	-7	-7	-7	-7								
	WINDOW LOSS	-10	-10	-10	-10	-10	-10	-10	-10			Receiver Dist	210	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	55	ft			
	Total	0	0	0	0	0	0	0	0	**7**		Barrier Loss	6.9	dB			

Project #	21-0548
Project Name:	2675 Geary Whole Foods
Date:	11/21/2023
Engineer:	NNS
Calc Title:	NEW Mech Outdoor at Property Plane North (Location 1)
Notes	SF Police Code - Commercial Noise Limit - 8 dB increase above ambient. Ambient at LT-1 (min L90): 47 dBA. Limit is 55 dBA. Evaluated at north edge of building roof. Location 1 - Gridline 10, plan north of penthouse and OSAs.

Criterion	55	dB
Criterion	55	dB

Meets criterion

Exceeds criterion

NEW Mech Outdoor at Property Plane North (Location 1) Summary

	63 Hz	125 Hz	250 Hz	500 Hz	1000 Hz	2000 Hz	4000 Hz	8000 Hz	dBA
CTs-1 & 2	48	43	35	34	37	34	32	34	**41**
MUA-1	15	22	22	16	14	11	9	6	**20**
PS-1	39	21	16	21	18	16	12	1	**24**
OSA-1	41	38	51	44	49	49	42	38	**54**
OSA-2	41	38	51	44	49	49	42	38	**54**
EF-2	27	27	27	27	27	27	27	27	**34**
EF-5	34	34	34	34	34	34	34	34	**41**
EF-10	24	24	24	24	24	24	24	24	**31**
Refrig. Rack	34	34	34	34	34	34	34	34	**41**
Summed	**50**	**46**	**54**	**47**	**52**	**52**	**46**	**43**	**57**

		63	125	250	500	1000	2000	4000	8000	dBA							
CTs-1 & 2	PWL	97	92	84	83	86	83	81	83	91		Source Ht	26	ft	Mech Unit Length	12	ft
Evapco ESW4 9-34K12-SP	Rathe	-47	-47	-47	-47	-47	-47	-47	-47			Source Dist	45	ft	Mech Unit Width	20	ft
	Barrier	-8	-8	-8	-8	-8	-8	-8	-8			Receiver Ht	26	ft	Total Distance	295	ft
	x2 Units	3	3	3	3	3	3	3	3			Receiver Dist	250	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	32	ft			
	Total	48	43	35	34	37	34	32	34	**41**		Barrier Loss	8.2	dB			
MUA-1	PWL	76	83	83	77	75	72	70	67	81		Source Ht	5	ft	Mech Unit Length	7	ft
0	Rathe	-46	-46	-46	-46	-46	-46	-46	-46			Source Dist	15	ft	Mech Unit Width	4	ft
	Barrier	-18	-18	-18	-18	-18	-18	-18	-18			Receiver Ht	26	ft	Total Distance	265	ft
												Receiver Dist	250	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	32	ft			
	Total	15	22	22	16	14	11	9	6	**20**		Barrier Loss	17.8	dB			
PS-1	PWL	100	82	77	82	79	77	73	62	85		Source Ht	5	ft	Mech Unit Length	10	ft
0	Rathe	-46	-46	-46	-46	-46	-46	-46	-46			Source Dist	25	ft	Mech Unit Width	5	ft
	Barrier	-17	-17	-17	-17	-17	-17	-17	-17			Receiver Ht	26	ft	Total Distance	275	ft
												Receiver Dist	250	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	32	ft			
	Total	39	21	16	21	18	16	12	1	**24**		Barrier Loss	17.2	dB			
OSA-1	PWL	84	78	92	87	88	87	80	76	93		Source Ht	13	ft	Mech Unit Length	3	ft
	End Reflection	-8	-5	-6	-8	-4	-3	-3	-3								
Valent APD450												Source Dist	15	ft	Mech Unit Width	2	ft
	Rathe	-33	-33	-33	-33	-33	-33	-33	-33			Receiver Ht	5	ft	Total Distance	60	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Dist	45	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	11	ft			
	Total	41	38	51	44	49	49	42	38	**54**		Barrier Loss	5.0	dB			
OSA-2	PWL	84	78	92	87	88	87	80	76	93		Source Ht	13	ft	Mech Unit Length	3	ft

Valent APD450	End Reflection	-8	-5	-6	-8	-4	-3	-3	-3			Source Dist	15	ft	Mech Unit Width	2	ft
	Rathe	-33	-33	-33	-33	-33	-33	-33	-33			Receiver Ht	5	ft	Total Distance	60	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Dist	45	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	11	ft			
	Total	41	38	51	44	49	49	42	38	**54**		Barrier Loss	5.0	dB			
EF-2	PWL	61	61	61	61	61	61	61	61	68		Source Ht	13	ft	Mech Unit Length	2	ft
USBI11DD	Rathe	-32	-32	-32	-32	-32	-32	-32	-32			Source Dist	10	ft	Mech Unit Width	2	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Ht	5	ft	Total Distance	55	ft
												Receiver Dist	45	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	11	ft			
	Total	27	27	27	27	27	27	27	27	**34**		Barrier Loss	4.8	dB			
EF-5	PWL	68	68	68	68	68	68	68	68	75		Source Ht	13	ft	Mech Unit Length	2	ft
USBI13DD	Rathe	-32	-32	-32	-32	-32	-32	-32	-32			Source Dist	10	ft	Mech Unit Width	2	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Ht	5	ft	Total Distance	55	ft
												Receiver Dist	45	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	11	ft			
	Total	34	34	34	34	34	34	34	34	**41**		Barrier Loss	4.8	dB			
EF-10	PWL	59	59	59	59	59	59	59	59	66		Source Ht	13	ft	Mech Unit Length	2	ft
0	Rathe	-33	-33	-33	-33	-33	-33	-33	-33			Source Dist	12	ft	Mech Unit Width	2	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Ht	5	ft	Total Distance	57	ft
												Receiver Dist	45	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	11	ft			
	Total	24	24	24	24	24	24	24	24	**31**		Barrier Loss	5.0	dB			
Refrig. Rack	PWL	76	76	76	76	76	76	76	76	83		Source Ht	5	ft	Mech Unit Length	15	ft
0	Rathe	-32	-32	-32	-32	-32	-32	-32	-32			Source Dist	0	ft	Mech Unit Width	5	ft
	Penthouse																
	Louver & Wall	-14	-14	-14	-14	-14	-14	-14	-14			Receiver Ht	5	ft	Total Distance	50	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Dist	50	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	0	ft			
	Total	34	34	34	34	34	34	34	34	**41**		Barrier Loss	0.0	dB			

Project #	21-0548
Project Name:	2675 Geary Whole Foods
Date:	11/21/2023
Engineer:	NNS
Calc Title:	NEW Mech Outdoor at Property Plane North (Location 1 - Noise Reduction Measures)
Notes	SF Police Code - Commercial Noise Limit - 8 dB increase above ambient. Ambient at LT-1 (min L90): 47 dBA. Limit is 55 dBA. Evaluated at north edge of building roof. Location 1 - Gridline 10, plan north of penthouse and OSAs.

Criterion	55	dB
Criterion	55	dB

Meets criterion

Exceeds criterion

NEW Mech Outdoor at Property Plane North (Location 1 - Noise Reduction Measures) Summary

	63 Hz	125 Hz	250 Hz	500 Hz	1000 Hz	2000 Hz	4000 Hz	8000 Hz	dBA
CTs-1 & 2	48	43	35	34	37	34	32	34	**41**
MUA-1	15	22	22	16	14	11	9	6	**20**
PS-1	39	21	16	21	18	16	12	1	**24**
OSA-1	40	37	48	38	37	40	34	30	**45**
OSA-2	40	37	48	38	37	40	34	30	**45**
EF-2	27	27	27	27	27	27	27	27	**34**
EF-5	34	34	34	34	34	34	34	34	**41**
EF-10	24	24	24	24	24	24	24	24	**31**
Refrig. Rack	34	34	34	34	34	34	34	34	**41**
Summed	**50**	**45**	**51**	**43**	**43**	**44**	**41**	**40**	**50**

		63	125	250	500	1000	2000	4000	8000	dBA							
CTs-1 & 2	PWL	97	92	84	83	86	83	81	83	91		Source Ht	26	ft	Mech Unit Length	12	ft
Evapco ESW4 9-34K12-SP	Rathe	-47	-47	-47	-47	-47	-47	-47	-47			Source Dist	45	ft	Mech Unit Width	20	ft
	Barrier	-8	-8	-8	-8	-8	-8	-8	-8			Receiver Ht	26	ft	Total Distance	295	ft
	x2 Units	3	3	3	3	3	3	3	3			Receiver Dist	250	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	32	ft			
	Total	48	43	35	34	37	34	32	34	**41**		Barrier Loss	8.2	dB			
MUA-1	PWL	76	83	83	77	75	72	70	67	81		Source Ht	5	ft	Mech Unit Length	7	ft
0	Rathe	-46	-46	-46	-46	-46	-46	-46	-46			Source Dist	15	ft	Mech Unit Width	4	ft
	Barrier	-18	-18	-18	-18	-18	-18	-18	-18			Receiver Ht	26	ft	Total Distance	265	ft
												Receiver Dist	250	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	32	ft			
	Total	15	22	22	16	14	11	9	6	**20**		Barrier Loss	17.8	dB			
PS-1	PWL	100	82	77	82	79	77	73	62	85		Source Ht	5	ft	Mech Unit Length	10	ft
0	Rathe	-46	-46	-46	-46	-46	-46	-46	-46			Source Dist	25	ft	Mech Unit Width	5	ft
	Barrier	-17	-17	-17	-17	-17	-17	-17	-17			Receiver Ht	26	ft	Total Distance	275	ft
												Receiver Dist	250	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	32	ft			
	Total	39	21	16	21	18	16	12	1	**24**		Barrier Loss	17.2	dB			
OSA-1	PWL	84	78	92	87	88	87	80	76	93		Source Ht	13	ft	Mech Unit Length	3	ft
	5 ft Lined Duct & End Reflection	-9	-6	-9	-14	-16	-12	-11	-11								
Valent APD450												Source Dist	15	ft	Mech Unit Width	2	ft
	Rathe	-33	-33	-33	-33	-33	-33	-33	-33			Receiver Ht	5	ft	Total Distance	60	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Dist	45	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	11	ft			
	Total	40	37	48	38	37	40	34	30	**45**		Barrier Loss	5.0	dB			
OSA-2	PWL	84	78	92	87	88	87	80	76	93		Source Ht	13	ft	Mech Unit Length	3	ft

	5 ft Lined																
	Duct & End	-9	-6	-9	-14	-16	-12	-11	-11								
Valent APD450	Reflection											Source Dist	15	ft	Mech Unit Width	2	ft
	Rathe	-33	-33	-33	-33	-33	-33	-33	-33			Receiver Ht	5	ft	Total Distance	60	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Dist	45	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	11	ft			
	Total	40	37	48	38	37	40	34	30	**45**		Barrier Loss	5.0	dB			
EF-2	PWL	61	61	61	61	61	61	61	61	68		Source Ht	13	ft	Mech Unit Length	2	ft
USBI11DD	Rathe	-32	-32	-32	-32	-32	-32	-32	-32			Source Dist	10	ft	Mech Unit Width	2	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Ht	5	ft	Total Distance	55	ft
												Receiver Dist	45	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	11	ft			
	Total	27	27	27	27	27	27	27	27	**34**		Barrier Loss	4.8	dB			
EF-5	PWL	68	68	68	68	68	68	68	68	75		Source Ht	13	ft	Mech Unit Length	2	ft
USBI13DD	Rathe	-32	-32	-32	-32	-32	-32	-32	-32			Source Dist	10	ft	Mech Unit Width	2	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Ht	5	ft	Total Distance	55	ft
												Receiver Dist	45	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	11	ft			
	Total	34	34	34	34	34	34	34	34	**41**		Barrier Loss	4.8	dB			
EF-10	PWL	59	59	59	59	59	59	59	59	66		Source Ht	13	ft	Mech Unit Length	2	ft
0	Rathe	-33	-33	-33	-33	-33	-33	-33	-33			Source Dist	12	ft	Mech Unit Width	2	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Ht	5	ft	Total Distance	57	ft
												Receiver Dist	45	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	11	ft			
	Total	24	24	24	24	24	24	24	24	**31**		Barrier Loss	5.0	dB			
Refrig. Rack	PWL	76	76	76	76	76	76	76	76	83		Source Ht	5	ft	Mech Unit Length	15	ft
0	Rathe	-32	-32	-32	-32	-32	-32	-32	-32			Source Dist	0	ft	Mech Unit Width	5	ft
	Penthouse																
	Louver & Wall	-14	-14	-14	-14	-14	-14	-14	-14			Receiver Ht	5	ft	Total Distance	50	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Dist	50	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	0	ft			
	Total	34	34	34	34	34	34	34	34	**41**		Barrier Loss	0.0	dB			

Project #	21-0548
Project Name:	2675 Geary Whole Foods
Date:	11/21/2023
Engineer:	NNS
Calc Title:	NEW Mech Outdoor at Property Plane North (Location 2)
Notes	SF Police Code - Commercial Noise Limit - 8 dB increase above ambient. Ambient at LT-1 (min L90): 47 dBA. Limit is 55 dBA. Location 2 - plan north of lower roof and CTs.

Criterion	55	dB
Criterion	55	dB

Meets criterion

Exceeds criterion

NEW Mech Outdoor at Property Plane North (Location 2) Summary

	63 Hz	125 Hz	250 Hz	500 Hz	1000 Hz	2000 Hz	4000 Hz	8000 Hz	dBA
CTs-1 & 2	64	59	51	50	53	50	48	50	**58**
MUA-1	40	47	47	41	39	36	34	31	**45**
PS-1	64	46	41	46	43	41	37	26	**49**
OSA-1	28	25	38	31	36	36	29	25	**41**
OSA-2	27	24	37	30	35	35	28	24	**40**
EF-2	13	13	13	13	13	13	13	13	**20**
EF-5	20	20	20	20	20	20	20	20	**27**
EF-10	10	10	10	10	10	10	10	10	**17**
Refrig. Rack	14	14	14	14	14	14	14	14	**21**
Summed	**67**	**60**	**53**	**52**	**54**	**51**	**49**	**50**	**59**

		63	125	250	500	1000	2000	4000	8000	dBA							
CTs-1 & 2	PWL	97	92	84	83	86	83	81	83	91		Source Ht	26	ft	Mech Unit Length	12	ft
Evapco ESW4 9-34K12-SP	Rathe	-39	-39	-39	-39	-39	-39	-39	-39			Source Dist	0	ft	Mech Unit Width	20	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Ht	26	ft	Total Distance	115	ft
	x2 Units	3	3	3	3	3	3	3	3			Receiver Dist	115	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	0	ft			
	Total	64	59	51	50	53	50	48	50	**58**		Barrier Loss	0.0	dB			
MUA-1	PWL	76	83	83	77	75	72	70	67	81		Source Ht	5	ft	Mech Unit Length	7	ft
0	Rathe	-39	-39	-39	-39	-39	-39	-39	-39			Source Dist	0	ft	Mech Unit Width	4	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Ht	26	ft	Total Distance	115	ft
												Receiver Dist	115	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	0	ft			
	Total	40	47	47	41	39	36	34	31	**45**		Barrier Loss	0.0	dB			
PS-1	PWL	100	82	77	82	79	77	73	62	85		Source Ht	5	ft	Mech Unit Length	10	ft
0	Rathe	-39	-39	-39	-39	-39	-39	-39	-39			Source Dist	0	ft	Mech Unit Width	5	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Ht	26	ft	Total Distance	115	ft
												Receiver Dist	115	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	0	ft			
	Total	64	46	41	46	43	41	37	26	**49**		Barrier Loss	0.0	dB			
OSA-1	PWL	84	78	92	87	88	87	80	76	93		Source Ht	29	ft	Mech Unit Length	3	ft
	End Reflection	-8	-5	-6	-8	-4	-3	-3	-3								
Valent APD450												Source Dist	225	ft	Mech Unit Width	2	ft
	Rathe	-46	-46	-46	-46	-46	-46	-46	-46			Receiver Ht	26	ft	Total Distance	265	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Dist	40	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	26	ft			
	Total	28	25	38	31	36	36	29	25	**41**		Barrier Loss	5.0	dB			
OSA-2	PWL	84	78	92	87	88	87	80	76	93		Source Ht	29	ft	Mech Unit Length	3	ft

Valent APD450	End Reflection	-8	-5	-6	-8	-4	-3	-3	-3			Source Dist	250	ft	Mech Unit Width	2	ft
	Rathe	-47	-47	-47	-47	-47	-47	-47	-47			Receiver Ht	26	ft	Total Distance	290	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Dist	40	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	26	ft			
	Total	27	24	37	30	35	35	28	24	**40**		Barrier Loss	5.0	dB			
EF-2	PWL	61	61	61	61	61	61	61	61	68		Source Ht	29	ft	Mech Unit Length	2	ft
USBI11DD	Rathe	-47	-47	-47	-47	-47	-47	-47	-47			Source Dist	240	ft	Mech Unit Width	2	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Ht	26	ft	Total Distance	280	ft
												Receiver Dist	40	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	26	ft			
	Total	13	13	13	13	13	13	13	13	**20**		Barrier Loss	5.0	dB			
EF-5	PWL	68	68	68	68	68	68	68	68	75		Source Ht	29	ft	Mech Unit Length	2	ft
USBI13DD	Rathe	-47	-47	-47	-47	-47	-47	-47	-47			Source Dist	240	ft	Mech Unit Width	2	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Ht	26	ft	Total Distance	280	ft
												Receiver Dist	40	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	26	ft			
	Total	20	20	20	20	20	20	20	20	**27**		Barrier Loss	5.0	dB			
EF-10	PWL	59	59	59	59	59	59	59	59	66		Source Ht	29	ft	Mech Unit Length	2	ft
0	Rathe	-47	-47	-47	-47	-47	-47	-47	-47			Source Dist	240	ft	Mech Unit Width	2	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Ht	26	ft	Total Distance	280	ft
												Receiver Dist	40	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	26	ft			
	Total	10	10	10	10	10	10	10	10	**17**		Barrier Loss	5.0	dB			
Refrig. Rack	PWL	76	76	76	76	76	76	76	76	83		Source Ht	21	ft	Mech Unit Length	15	ft
0	Rathe	-46	-46	-46	-46	-46	-46	-46	-46			Source Dist	220	ft	Mech Unit Width	5	ft
	Penthouse																
	Louver & Wall	-14	-14	-14	-14	-14	-14	-14	-14			Receiver Ht	26	ft	Total Distance	260	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Dist	40	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	26	ft			
	Total	14	14	14	14	14	14	14	14	**21**		Barrier Loss	5.0	dB			

Project #	21-0548
Project Name:	2675 Geary Whole Foods
Date:	11/21/2023
Engineer:	NNS
Calc Title:	NEW Mech Outdoor at Property Plane North (Location 2 - Noise Reduction Measures)
Notes	SF Police Code - Commercial Noise Limit - 8 dB increase above ambient. Ambient at LT-1 (min L90): 47 dBA. Limit is 55 dBA. Location 2 - plan north of lower roof and CTs.

Criterion	55	dB
Criterion	55	dB

Meets criterion
Exceeds criterion

NEW Mech Outdoor at Property Plane North (Location 2 - Noise Reduction Measures) Summary

	63 Hz	125 Hz	250 Hz	500 Hz	1000 Hz	2000 Hz	4000 Hz	8000 Hz	dBA
CTs-1 & 2	59	54	46	45	48	45	43	45	**53**
MUA-1	40	47	47	41	39	36	34	31	**45**
PS-1	64	46	41	46	43	41	37	26	**49**
OSA-1	28	25	38	31	36	36	29	25	**41**
OSA-2	27	24	37	30	35	35	28	24	**40**
EF-2	13	13	13	13	13	13	13	13	**20**
EF-5	20	20	20	20	20	20	20	20	**27**
EF-10	10	10	10	10	10	10	10	10	**17**
Refrig. Rack	14	14	14	14	14	14	14	14	**21**
Summed	**65**	**55**	**51**	**49**	**50**	**48**	**45**	**45**	**55**

		63	125	250	500	1000	2000	4000	8000	dBA							
CTs-1 & 2	PWL	97	92	84	83	86	83	81	83	91		Source Ht	26	ft	Mech Unit Length	12	ft
Evapco ESW4 9-34K12-SP	Rathe	-39	-39	-39	-39	-39	-39	-39	-39			Source Dist	30	ft	Mech Unit Width	20	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Ht	26	ft	Total Distance	115	ft
	x2 Units	3	3	3	3	3	3	3	3			Receiver Dist	85	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	26	ft			
	Total	59	54	46	45	48	45	43	45	**53**		Barrier Loss	5.0	dB			
MUA-1	PWL	76	83	83	77	75	72	70	67	81		Source Ht	5	ft	Mech Unit Length	7	ft
0	Rathe	-39	-39	-39	-39	-39	-39	-39	-39			Source Dist	0	ft	Mech Unit Width	4	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Ht	26	ft	Total Distance	115	ft
												Receiver Dist	115	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	0	ft			
	Total	40	47	47	41	39	36	34	31	**45**		Barrier Loss	0.0	dB			
PS-1	PWL	100	82	77	82	79	77	73	62	85		Source Ht	5	ft	Mech Unit Length	10	ft
0	Rathe	-39	-39	-39	-39	-39	-39	-39	-39			Source Dist	0	ft	Mech Unit Width	5	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Ht	26	ft	Total Distance	115	ft
												Receiver Dist	115	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	0	ft			
	Total	64	46	41	46	43	41	37	26	**49**		Barrier Loss	0.0	dB			
OSA-1	PWL	84	78	92	87	88	87	80	76	93		Source Ht	29	ft	Mech Unit Length	3	ft
	End Reflection	-8	-5	-6	-8	-4	-3	-3	-3								
Valent APD450												Source Dist	225	ft	Mech Unit Width	2	ft
	Rathe	-46	-46	-46	-46	-46	-46	-46	-46			Receiver Ht	26	ft	Total Distance	265	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Dist	40	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	26	ft			
	Total	28	25	38	31	36	36	29	25	**41**		Barrier Loss	5.0	dB			
OSA-2	PWL	84	78	92	87	88	87	80	76	93		Source Ht	29	ft	Mech Unit Length	3	ft

Valent APD450	End Reflection	-8	-5	-6	-8	-4	-3	-3	-3			Source Dist	250	ft	Mech Unit Width	2	ft
	Rathe	-47	-47	-47	-47	-47	-47	-47	-47			Receiver Ht	26	ft	Total Distance	290	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Dist	40	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	26	ft			
	Total	27	24	37	30	35	35	28	24	**40**		Barrier Loss	5.0	dB			
EF-2	PWL	61	61	61	61	61	61	61	61	68		Source Ht	29	ft	Mech Unit Length	2	ft
USBI11DD	Rathe	-47	-47	-47	-47	-47	-47	-47	-47			Source Dist	240	ft	Mech Unit Width	2	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Ht	26	ft	Total Distance	280	ft
												Receiver Dist	40	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	26	ft			
	Total	13	13	13	13	13	13	13	13	**20**		Barrier Loss	5.0	dB			
EF-5	PWL	68	68	68	68	68	68	68	68	75		Source Ht	29	ft	Mech Unit Length	2	ft
USBI13DD	Rathe	-47	-47	-47	-47	-47	-47	-47	-47			Source Dist	240	ft	Mech Unit Width	2	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Ht	26	ft	Total Distance	280	ft
												Receiver Dist	40	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	26	ft			
	Total	20	20	20	20	20	20	20	20	**27**		Barrier Loss	5.0	dB			
EF-10	PWL	59	59	59	59	59	59	59	59	66		Source Ht	29	ft	Mech Unit Length	2	ft
0	Rathe	-47	-47	-47	-47	-47	-47	-47	-47			Source Dist	240	ft	Mech Unit Width	2	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Ht	26	ft	Total Distance	280	ft
												Receiver Dist	40	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	26	ft			
	Total	10	10	10	10	10	10	10	10	**17**		Barrier Loss	5.0	dB			
Refrig. Rack	PWL	76	76	76	76	76	76	76	76	83		Source Ht	21	ft	Mech Unit Length	15	ft
0	Rathe	-46	-46	-46	-46	-46	-46	-46	-46			Source Dist	220	ft	Mech Unit Width	5	ft
	Penthouse																
	Louver & Wall	-14	-14	-14	-14	-14	-14	-14	-14			Receiver Ht	26	ft	Total Distance	260	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Dist	40	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	26	ft			
	Total	14	14	14	14	14	14	14	14	**21**		Barrier Loss	5.0	dB			

Project #	21-0548
Project Name:	2675 Geary Whole Foods
Date:	11/21/2023
Engineer:	NNS
Calc Title:	NEW Mech Outdoor at Property Plane North (Location 2 - Line of Sight Calc A)
Notes	SF Police Code - Commercial Noise Limit - 8 dB increase above ambient. Ambient at LT-1 (min L90): 47 dBA. Limit is 55 dBA. Line of Sight Calc A - receiver has line of sight to one CT, finds minimum distance needed for barrier extents.

Criterion	55	dB
Criterion	55	dB

Meets criterion

Exceeds criterion

NEW Mech Outdoor at Property Plane North (Location 2 - Line of Sight Calc A) Summary

	63 Hz	125 Hz	250 Hz	500 Hz	1000 Hz	2000 Hz	4000 Hz	8000 Hz	dBA
CTs-1 & 2	60	55	47	46	49	46	44	46	**53**
MUA-1	40	47	47	41	39	36	34	31	**45**
PS-1	64	46	41	46	43	41	37	26	**48**
OSA-1	28	25	38	31	36	36	29	25	**41**
OSA-2	27	24	37	30	35	35	28	24	**40**
EF-2	13	13	13	13	13	13	13	13	**20**
EF-5	20	20	20	20	20	20	20	20	**27**
EF-10	10	10	10	10	10	10	10	10	**17**
Refrig. Rack	14	14	14	14	14	14	14	14	**21**
Summed	**65**	**56**	**51**	**50**	**50**	**48**	**45**	**46**	**55**

		63	125	250	500	1000	2000	4000	8000	dBA							
CTs-1 & 2	PWL	97	92	84	83	86	83	81	83	91		Source Ht	26	ft	Mech Unit Length	12	ft
Evapco ESW4 9-34K12-SP	Rathe	-40	-40	-40	-40	-40	-40	-40	-40			Source Dist	0	ft	Mech Unit Width	20	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Ht	26	ft	Total Distance	135	ft
	x2 Units	0	0	0	0	0	0	0	0			Receiver Dist	135	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	0	ft			
	Total	60	55	47	46	49	46	44	46	**53**		Barrier Loss	0.0	dB			
MUA-1	PWL	76	83	83	77	75	72	70	67	81		Source Ht	5	ft	Mech Unit Length	7	ft
0	Rathe	-39	-39	-39	-39	-39	-39	-39	-39			Source Dist	0	ft	Mech Unit Width	4	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Ht	26	ft	Total Distance	115	ft
												Receiver Dist	115	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	0	ft			
	Total	40	47	47	41	39	36	34	31	**45**		Barrier Loss	0.0	dB			
PS-1	PWL	100	82	77	82	79	77	73	62	85		Source Ht	5	ft	Mech Unit Length	10	ft
0	Rathe	-39	-39	-39	-39	-39	-39	-39	-39			Source Dist	0	ft	Mech Unit Width	5	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Ht	26	ft	Total Distance	120	ft
												Receiver Dist	120	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	0	ft			
	Total	64	46	41	46	43	41	37	26	**48**		Barrier Loss	0.0	dB			
OSA-1	PWL	84	78	92	87	88	87	80	76	93		Source Ht	29	ft	Mech Unit Length	3	ft
	End Reflection	-8	-5	-6	-8	-4	-3	-3	-3								
Valent APD450												Source Dist	225	ft	Mech Unit Width	2	ft
	Rathe	-46	-46	-46	-46	-46	-46	-46	-46			Receiver Ht	26	ft	Total Distance	265	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Dist	40	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	26	ft			
	Total	28	25	38	31	36	36	29	25	**41**		Barrier Loss	5.0	dB			
OSA-2	PWL	84	78	92	87	88	87	80	76	93		Source Ht	29	ft	Mech Unit Length	3	ft

Valent APD450	End Reflection	-8	-5	-6	-8	-4	-3	-3	-3			Source Dist	250	ft	Mech Unit Width	2	ft
	Rathe	-47	-47	-47	-47	-47	-47	-47	-47			Receiver Ht	26	ft	Total Distance	290	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Dist	40	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	26	ft			
	Total	27	24	37	30	35	35	28	24	**40**		Barrier Loss	5.0	dB			
EF-2	PWL	61	61	61	61	61	61	61	61	68		Source Ht	29	ft	Mech Unit Length	2	ft
USBI11DD	Rathe	-47	-47	-47	-47	-47	-47	-47	-47			Source Dist	240	ft	Mech Unit Width	2	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Ht	26	ft	Total Distance	280	ft
												Receiver Dist	40	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	26	ft			
	Total	13	13	13	13	13	13	13	13	**20**		Barrier Loss	5.0	dB			
EF-5	PWL	68	68	68	68	68	68	68	68	75		Source Ht	29	ft	Mech Unit Length	2	ft
USBI13DD	Rathe	-47	-47	-47	-47	-47	-47	-47	-47			Source Dist	240	ft	Mech Unit Width	2	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Ht	26	ft	Total Distance	280	ft
												Receiver Dist	40	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	26	ft			
	Total	20	20	20	20	20	20	20	20	**27**		Barrier Loss	5.0	dB			
EF-10	PWL	59	59	59	59	59	59	59	59	66		Source Ht	29	ft	Mech Unit Length	2	ft
0	Rathe	-47	-47	-47	-47	-47	-47	-47	-47			Source Dist	240	ft	Mech Unit Width	2	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Ht	26	ft	Total Distance	280	ft
												Receiver Dist	40	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	26	ft			
	Total	10	10	10	10	10	10	10	10	**17**		Barrier Loss	5.0	dB			
Refrig. Rack	PWL	76	76	76	76	76	76	76	76	83		Source Ht	21	ft	Mech Unit Length	15	ft
0	Rathe	-46	-46	-46	-46	-46	-46	-46	-46			Source Dist	220	ft	Mech Unit Width	5	ft
	Penthouse																
	Louver & Wall	-14	-14	-14	-14	-14	-14	-14	-14			Receiver Ht	26	ft	Total Distance	260	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Dist	40	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	26	ft			
	Total	14	14	14	14	14	14	14	14	**21**		Barrier Loss	5.0	dB			

Project #	21-0548
Project Name:	2675 Geary Whole Foods
Date:	11/21/2023
Engineer:	NNS
Calc Title:	NEW Mech Outdoor at Property Plane North (Location 2 - Line of Sight Calc A)
Notes	SF Police Code - Commercial Noise Limit - 8 dB increase above ambient. Ambient at LT-1 (min L90): 47 dBA. Limit is 55 dBA. Line of Sight Calc B - receiver has line of sight to two CT, finds minimum distance needed for barrier extents.

Criterion	55	dB
Criterion	55	dB

Meets criterion

Exceeds criterion

NEW Mech Outdoor at Property Plane North (Location 2 - Line of Sight Calc A) Summary

	63 Hz	125 Hz	250 Hz	500 Hz	1000 Hz	2000 Hz	4000 Hz	8000 Hz	dBA
CTs-1 & 2	61	56	48	47	50	47	45	47	**54**
MUA-1	35	42	42	36	34	31	29	26	**40**
PS-1	60	42	37	42	39	37	33	22	**44**
OSA-1	28	25	38	31	36	36	29	25	**41**
OSA-2	27	24	37	30	35	35	28	24	**40**
EF-2	13	13	13	13	13	13	13	13	**20**
EF-5	20	20	20	20	20	20	20	20	**27**
EF-10	10	10	10	10	10	10	10	10	**17**
Refrig. Rack	14	14	14	14	14	14	14	14	**21**
Summed	**63**	**56**	**50**	**48**	**50**	**48**	**45**	**47**	**55**

		63	125	250	500	1000	2000	4000	8000	dBA							
CTs-1 & 2	PWL	97	92	84	83	86	83	81	83	91		Source Ht	26	ft	Mech Unit Length	12	ft
Evapco ESW4 9-34K12-SP	Rathe	-42	-42	-42	-42	-42	-42	-42	-42			Source Dist	0	ft	Mech Unit Width	20	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Ht	26	ft	Total Distance	170	ft
	x2 Units	3	3	3	3	3	3	3	3			Receiver Dist	170	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	0	ft			
	Total	61	56	48	47	50	47	45	47	**54**		Barrier Loss	0.0	dB			
MUA-1	PWL	76	83	83	77	75	72	70	67	81		Source Ht	5	ft	Mech Unit Length	7	ft
0	Rathe	-44	-44	-44	-44	-44	-44	-44	-44			Source Dist	0	ft	Mech Unit Width	4	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Ht	26	ft	Total Distance	200	ft
												Receiver Dist	200	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	0	ft			
	Total	35	42	42	36	34	31	29	26	**40**		Barrier Loss	0.0	dB			
PS-1	PWL	100	82	77	82	79	77	73	62	85		Source Ht	5	ft	Mech Unit Length	10	ft
0	Rathe	-43	-43	-43	-43	-43	-43	-43	-43			Source Dist	0	ft	Mech Unit Width	5	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Ht	26	ft	Total Distance	190	ft
												Receiver Dist	190	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	0	ft			
	Total	60	42	37	42	39	37	33	22	**44**		Barrier Loss	0.0	dB			
OSA-1	PWL	84	78	92	87	88	87	80	76	93		Source Ht	29	ft	Mech Unit Length	3	ft
	End Reflection	-8	-5	-6	-8	-4	-3	-3	-3								
Valent APD450												Source Dist	225	ft	Mech Unit Width	2	ft
	Rathe	-46	-46	-46	-46	-46	-46	-46	-46			Receiver Ht	26	ft	Total Distance	265	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Dist	40	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	26	ft			
	Total	28	25	38	31	36	36	29	25	**41**		Barrier Loss	5.0	dB			
OSA-2	PWL	84	78	92	87	88	87	80	76	93		Source Ht	29	ft	Mech Unit Length	3	ft

Valent APD450	End Reflection	-8	-5	-6	-8	-4	-3	-3	-3			Source Dist	250	ft	Mech Unit Width	2	ft
	Rathe	-47	-47	-47	-47	-47	-47	-47	-47			Receiver Ht	26	ft	Total Distance	290	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Dist	40	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	26	ft			
	Total	27	24	37	30	35	35	28	24	**40**		Barrier Loss	5.0	dB			
EF-2	PWL	61	61	61	61	61	61	61	61	68		Source Ht	29	ft	Mech Unit Length	2	ft
USBI11DD	Rathe	-47	-47	-47	-47	-47	-47	-47	-47			Source Dist	240	ft	Mech Unit Width	2	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Ht	26	ft	Total Distance	280	ft
												Receiver Dist	40	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	26	ft			
	Total	13	13	13	13	13	13	13	13	**20**		Barrier Loss	5.0	dB			
EF-5	PWL	68	68	68	68	68	68	68	68	75		Source Ht	29	ft	Mech Unit Length	2	ft
USBI13DD	Rathe	-47	-47	-47	-47	-47	-47	-47	-47			Source Dist	240	ft	Mech Unit Width	2	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Ht	26	ft	Total Distance	280	ft
												Receiver Dist	40	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	26	ft			
	Total	20	20	20	20	20	20	20	20	**27**		Barrier Loss	5.0	dB			
EF-10	PWL	59	59	59	59	59	59	59	59	66		Source Ht	29	ft	Mech Unit Length	2	ft
0	Rathe	-47	-47	-47	-47	-47	-47	-47	-47			Source Dist	240	ft	Mech Unit Width	2	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Ht	26	ft	Total Distance	280	ft
												Receiver Dist	40	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	26	ft			
	Total	10	10	10	10	10	10	10	10	**17**		Barrier Loss	5.0	dB			
Refrig. Rack	PWL	76	76	76	76	76	76	76	76	83		Source Ht	21	ft	Mech Unit Length	15	ft
0	Rathe	-46	-46	-46	-46	-46	-46	-46	-46			Source Dist	220	ft	Mech Unit Width	5	ft
	Penthouse																
	Louver & Wall	-14	-14	-14	-14	-14	-14	-14	-14			Receiver Ht	26	ft	Total Distance	260	ft
	Barrier	-5	-5	-5	-5	-5	-5	-5	-5			Receiver Dist	40	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	26	ft			
	Total	14	14	14	14	14	14	14	14	**21**		Barrier Loss	5.0	dB			

Project #	21-0548
Project Name:	2675 Geary Whole Foods
Date:	11/21/2023
Engineer:	NNS
Calc Title:	NEW Mech Outdoor at Property Plane West
Notes	SF Police Code - Commercial Noise Limit - 8 dB increase above ambient. Ambient at LT-2 (min L90): 42 dBA. Minimum ambient: 45 dBA. Limit is 53 dBA. Evaluated at west property plane.

Criterion	53	dB
Criterion	53	dB

Meets criterion
Exceeds criterion

NEW Mech Outdoor at Property Plane West Summary

	63 Hz	125 Hz	250 Hz	500 Hz	1000 Hz	2000 Hz	4000 Hz	8000 Hz	dBA
CTs-1 & 2	37	32	24	23	26	23	21	23	**31**
MUA-1	11	18	18	12	10	7	5	2	**16**
PS-1	35	17	12	17	14	12	8	-3	**19**
OSA-1	36	33	46	39	44	44	37	33	**48**
OSA-2	36	33	46	39	44	44	37	33	**48**
EF-2	21	21	21	21	21	21	21	21	**28**
EF-5	28	28	28	28	28	28	28	28	**35**
EF-10	19	19	19	19	19	19	19	19	**26**
Refrig. Rack	21	21	21	21	21	21	21	21	**28**
Summed	**42**	**38**	**49**	**42**	**47**	**47**	**40**	**37**	**52**

		63	125	250	500	1000	2000	4000	8000	dBA							
CTs-1 & 2	PWL	97	92	84	83	86	83	81	83	91		Source Ht	26	ft	Mech Unit Length	12	ft
Evapco ESW4 9-34K12-SP	Rathe	-51	-51	-51	-51	-51	-51	-51	-51			Source Dist	95	ft	Mech Unit Width	20	ft
	Barrier	-15	-15	-15	-15	-15	-15	-15	-15			Receiver Ht	30	ft	Total Distance	455	ft
	x2 Units	3	3	3	3	3	3	3	3			Receiver Dist	360	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	52	ft			
	Total	37	32	24	23	26	23	21	23	**31**		Barrier Loss	14.7	dB			
MUA-1	PWL	76	83	83	77	75	72	70	67	81		Source Ht	5	ft	Mech Unit Length	7	ft
0	Rathe	-50	-50	-50	-50	-50	-50	-50	-50			Source Dist	60	ft	Mech Unit Width	4	ft
	Barrier	-18	-18	-18	-18	-18	-18	-18	-18			Receiver Ht	30	ft	Total Distance	420	ft
												Receiver Dist	360	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	52	ft			
	Total	11	18	18	12	10	7	5	2	**16**		Barrier Loss	17.9	dB			
PS-1	PWL	100	82	77	82	79	77	73	62	85		Source Ht	5	ft	Mech Unit Length	10	ft
0	Rathe	-50	-50	-50	-50	-50	-50	-50	-50			Source Dist	70	ft	Mech Unit Width	5	ft
	Barrier	-18	-18	-18	-18	-18	-18	-18	-18			Receiver Ht	30	ft	Total Distance	430	ft
												Receiver Dist	360	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	52	ft			
	Total	35	17	12	17	14	12	8	-3	**19**		Barrier Loss	17.7	dB			
OSA-1	PWL	84	78	92	87	88	87	80	76	93		Source Ht	13	ft	Mech Unit Length	3	ft
	End Reflection	-8	-5	-6	-8	-4	-3	-3	-3								
Valent APD450												Source Dist	0	ft	Mech Unit Width	2	ft
	Rathe	-43	-43	-43	-43	-43	-43	-43	-43			Receiver Ht	13	ft	Total Distance	195	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Dist	195	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	0	ft			
	Total	36	33	46	39	44	44	37	33	**48**		Barrier Loss	0.0	dB			
OSA-2	PWL	84	78	92	87	88	87	80	76	93		Source Ht	13	ft	Mech Unit Length	3	ft

Valent APD450	End Reflection	-8	-5	-6	-8	-4	-3	-3	-3			Source Dist	0	ft	Mech Unit Width	2	ft
	Rathe	-43	-43	-43	-43	-43	-43	-43	-43			Receiver Ht	13	ft	Total Distance	195	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Dist	195	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	0	ft			
	Total	36	33	46	39	44	44	37	33	**48**		Barrier Loss	0.0	dB			
EF-2	PWL	61	61	61	61	61	61	61	61	68		Source Ht	13	ft	Mech Unit Length	2	ft
USBI11DD	Rathe	-43	-43	-43	-43	-43	-43	-43	-43			Source Dist	0	ft	Mech Unit Width	2	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Ht	13	ft	Total Distance	195	ft
												Receiver Dist	195	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	0	ft			
	Total	21	21	21	21	21	21	21	21	**28**		Barrier Loss	0.0	dB			
EF-5	PWL	68	68	68	68	68	68	68	68	75		Source Ht	13	ft	Mech Unit Length	2	ft
USBI13DD	Rathe	-43	-43	-43	-43	-43	-43	-43	-43			Source Dist	0	ft	Mech Unit Width	2	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Ht	13	ft	Total Distance	195	ft
												Receiver Dist	195	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	0	ft			
	Total	28	28	28	28	28	28	28	28	**35**		Barrier Loss	0.0	dB			
EF-10	PWL	59	59	59	59	59	59	59	59	66		Source Ht	13	ft	Mech Unit Length	2	ft
0	Rathe	-43	-43	-43	-43	-43	-43	-43	-43			Source Dist	0	ft	Mech Unit Width	2	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Ht	13	ft	Total Distance	180	ft
												Receiver Dist	180	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	0	ft			
	Total	19	19	19	19	19	19	19	19	**26**		Barrier Loss	0.0	dB			
Refrig. Rack	PWL	76	76	76	76	76	76	76	76	83		Source Ht	5	ft	Mech Unit Length	15	ft
0	Rathe	-44	-44	-44	-44	-44	-44	-44	-44			Source Dist	0	ft	Mech Unit Width	5	ft
	Penthouse Enclosure	-15	-15	-15	-15	-15	-15	-15	-15			Receiver Ht	13	ft	Total Distance	205	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Dist	205	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	0	ft			
	Total	21	21	21	21	21	21	21	21	**28**		Barrier Loss	0.0	dB			

Project #	21-0548
Project Name:	2675 Geary Whole Foods
Date:	11/21/2023
Engineer:	NNS
Calc Title:	NEW Mech Outdoor at Property Plane South
Notes	SF Police Code - Commercial Noise Limit - 8 dB increase above ambient. Ambient at LT-3 (min L90): 46 dBA. Limit is 54 dBA. Evaluated at south property plane.

Criterion	54	dB
Criterion	54	dB

Meets criterion

Exceeds criterion

NEW Mech Outdoor at Property Plane South Summary

	63 Hz	125 Hz	250 Hz	500 Hz	1000 Hz	2000 Hz	4000 Hz	8000 Hz	dBA
CTs-1 & 2	58	53	45	44	47	44	42	44	**52**
MUA-1	34	41	41	35	33	30	28	25	**39**
PS-1	58	40	35	40	37	35	31	20	**43**
OSA-1	28	25	38	31	36	36	29	25	**41**
OSA-2	28	25	38	31	36	36	29	25	**41**
EF-2	14	14	14	14	14	14	14	14	**21**
EF-5	21	21	21	21	21	21	21	21	**28**
EF-10	11	11	11	11	11	11	11	11	**18**
Refrig. Rack	12	12	12	12	12	12	12	12	**19**
Summed	**61**	**54**	**48**	**47**	**49**	**46**	**43**	**45**	**53**

		63	125	250	500	1000	2000	4000	8000	dBA							
CTs-1 & 2	PWL	97	92	84	83	86	83	81	83	91		Source Ht	26	ft	Mech Unit Length	12	ft
Evapco ESW4 9-34K12-SP	Rathe	-45	-45	-45	-45	-45	-45	-45	-45			Source Dist	0	ft	Mech Unit Width	20	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Ht	26	ft	Total Distance	220	ft
	x2 Units	3	3	3	3	3	3	3	3			Receiver Dist	220	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	0	ft			
	Total	58	53	45	44	47	44	42	44	**52**		Barrier Loss	0.0	dB			
MUA-1	PWL	76	83	83	77	75	72	70	67	81		Source Ht	5	ft	Mech Unit Length	7	ft
0	Rathe	-45	-45	-45	-45	-45	-45	-45	-45			Source Dist	0	ft	Mech Unit Width	4	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Ht	5	ft	Total Distance	220	ft
												Receiver Dist	220	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	0	ft			
	Total	34	41	41	35	33	30	28	25	**39**		Barrier Loss	0.0	dB			
PS-1	PWL	100	82	77	82	79	77	73	62	85		Source Ht	5	ft	Mech Unit Length	10	ft
0	Rathe	-45	-45	-45	-45	-45	-45	-45	-45			Source Dist	0	ft	Mech Unit Width	5	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Ht	5	ft	Total Distance	220	ft
												Receiver Dist	220	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	0	ft			
	Total	58	40	35	40	37	35	31	20	**43**		Barrier Loss	0.0	dB			
OSA-1	PWL	84	78	92	87	88	87	80	76	93		Source Ht	68	ft	Mech Unit Length	3	ft
	End Reflection	-8	-5	-6	-8	-4	-3	-3	-3								
Valent APD450												Source Dist	60	ft	Mech Unit Width	2	ft
	Rathe	-51	-51	-51	-51	-51	-51	-51	-51			Receiver Ht	68	ft	Total Distance	440	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Dist	380	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	55	ft			
	Total	28	25	38	31	36	36	29	25	**41**		Barrier Loss	0.0	dB			
OSA-2	PWL	84	78	92	87	88	87	80	76	93		Source Ht	68	ft	Mech Unit Length	3	ft

Valent APD450	End Reflection	-8	-5	-6	-8	-4	-3	-3	-3			Source Dist	60	ft	Mech Unit Width	2	ft
	Rathe	-51	-51	-51	-51	-51	-51	-51	-51			Receiver Ht	68	ft	Total Distance	440	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Dist	380	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	55	ft			
	Total	28	25	38	31	36	36	29	25	**41**		Barrier Loss	0.0	dB			
EF-2	PWL	61	61	61	61	61	61	61	61	68		Source Ht	68	ft	Mech Unit Length	2	ft
USBI11DD	Rathe	-51	-51	-51	-51	-51	-51	-51	-51			Source Dist	60	ft	Mech Unit Width	2	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Ht	68	ft	Total Distance	440	ft
												Receiver Dist	380	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	55	ft			
	Total	14	14	14	14	14	14	14	14	**21**		Barrier Loss	0.0	dB			
EF-5	PWL	68	68	68	68	68	68	68	68	75		Source Ht	68	ft	Mech Unit Length	2	ft
USBI13DD	Rathe	-51	-51	-51	-51	-51	-51	-51	-51			Source Dist	60	ft	Mech Unit Width	2	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Ht	68	ft	Total Distance	440	ft
												Receiver Dist	380	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	55	ft			
	Total	21	21	21	21	21	21	21	21	**28**		Barrier Loss	0.0	dB			
EF-10	PWL	59	59	59	59	59	59	59	59	66		Source Ht	68	ft	Mech Unit Length	2	ft
0	Rathe	-51	-51	-51	-51	-51	-51	-51	-51			Source Dist	60	ft	Mech Unit Width	2	ft
	Barrier	0	0	0	0	0	0	0	0			Receiver Ht	68	ft	Total Distance	440	ft
												Receiver Dist	380	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	55	ft			
	Total	11	11	11	11	11	11	11	11	**18**		Barrier Loss	0.0	dB			
Refrig. Rack	PWL	76	76	76	76	76	76	76	76	83		Source Ht	60	ft	Mech Unit Length	15	ft
0	Rathe	-51	-51	-51	-51	-51	-51	-51	-51			Source Dist	60	ft	Mech Unit Width	5	ft
	Penthouse Enclosure	-15	-15	-15	-15	-15	-15	-15	-15			Receiver Ht	60	ft	Total Distance	440	ft
	Barrier	-1	-1	-1	-1	-1	-1	-1	-1			Receiver Dist	380	ft			
	Safety Factor	3	3	3	3	3	3	3	3			Barrier Ht	55	ft			
	Total	12	12	12	12	12	12	12	12	**19**		Barrier Loss	1.4	dB			

ATTACHMENT 4

Geary Boulevard Whole Foods Store Urban Decay Analysis (November 2023)

Geary Boulevard Whole Foods Store
Urban Decay Analysis

Prepared by:

ALH | ECON
ALH Urban & Regional Economics

November 2023

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GLOSSARY OF TERMS

Capture rate, is the percentage of total demand within a targeted market segment that a project can attract.[1]

Food Transparency, or supply chain transparency, means a food store or company has traceability programs in place to track food products back to the manufacturer or farm of origin.[2]

Full-Service Grocery means a commercial establishment having a minimum of 15,000 square feet of retail area that offers for sale of non-bulk groceries including, but not limited to, natural and specialty foods, fresh vegetables and fruits, uncooked meats, dairy products, canned foods, frozen foods, wine and beer, cheeses, cured meats and fish, ready to eat foods prepared and cooked on the premises, cooking ingredients, gift mercantile and other houseware items including detergent, dishwashing liquid and toiletries, health and beauty aids including vitamins, body care and hair products, floral and other garden goods and ancillary items that relate to the above described types of merchandise typically sold by grocer. A minimum of 80% of the retail floor area must be dedicated to the sale of food products.[3]

GMO, short for "genetically modified organism", is a plant, animal or microbe in which one or more changes have been made to the genome, typically using high-tech genetic engineering, in an attempt to alter the characteristics of an organism. Genes can be introduced, enhanced or deleted within a species, across species or even across kingdoms. GMOs may be used for a variety of purposes, such as making human insulin, producing fermented beverages and developing pesticide resistance in crop plants.[4]

Market area, is the geographic region from which the majority of demand comes and where the majority of competitors are located.[5]

Market demand, is the specific quantity of a product that consumers can afford and want to buy at the given price of that product or service.[6]

Market niche, a subgroup within a market segment that is distinguishable from the rest of the segment according to physical attributes or consumer characteristics (for example, co-living apartments as a niche in the general apartment market).[7]

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[1] Source: "Real Estate Market Analysis: Trends, Methods, and Information Sources. Third Edition, Deborah L. Brett, Urban Land Institute, page 211.

[2] Source: https://www.wholefoodsmarket.com/mission-in-action/responsible-sourcing/worker-welfare. Accessed October 8, 2023.

[3] Source: https://www.lawinsider.com/dictionary/full-service-grocery. Accessed October 8, 2023.

[4] Source: https://www.genome.gov/genetics-glossary/Genetically-Modified-Organism. Accessed October 8, 2023.

[5] Source: "Real Estate Market Analysis: Trends, Methods, and Information Sources. Third Edition, Deborah L. Brett, Urban Land Institute, page 5.

[6] Source: https://www.indeed.com/career-advice/career-development/market-demand. Accessed October 8, 2023.

[7] Source: "Real Estate Market Analysis: Trends, Methods, and Information Sources. Third Edition, Deborah L. Brett, Urban Land Institute, page 214.

Market segment or segmentation, market segmentation is a marketing term that refers to aggregating prospective buyers into groups or segments with common needs and who respond similarly to a marketing action. Markets can be segmented in several ways such as geographically, demographically, or behaviorally.[8] Market segments are often defined based on demographic, geographic, or psychographic (behavioral) characteristics.

Stabilized store sales, comprises the level of sales achieved by a store after becoming operational and penetrating the market to the maximum extent possible.

Urban Decay is defined as, among other characteristics, visible symptoms of physical deterioration that invite vandalism, loitering, and graffiti that is caused by a downward spiral of business closures and multiple long term vacancies. This physical deterioration to properties or structures is so prevalent, substantial, and lasting for a significant period of time that it impairs the proper utilization of the properties and structures, or the health, safety, and welfare of the surrounding community. The manifestations of urban decay include such visible conditions as plywood-boarded doors and windows, parked trucks and long term unauthorized use of the properties and parking lots, extensive gang and other graffiti and offensive words painted on buildings, dumping of refuse on site, overturned dumpsters, broken parking barriers, broken glass littering the site, dead trees and shrubbery together with weeds, lack of building maintenance, abandonment of multiple buildings, homeless encampments, and unsightly and dilapidated fencing." These visible conditions are often characterized as "urban blight."[9]

[8] Source: https://www.investopedia.com/terms/m/marketsegmentation.asp. Accessed October 8, 2023.
[9] Source: Whole Foods at 2675 Geary Boulevard Project, Draft EIR, December 2022, Chapter 4. Other CEQA Issues, 4.B. Urban Decay, page 4-2. Sourced herein to the following legal challenges, including *Chico Advocates for a Responsible Economy v. City of Chico* (*Chico Advocates*) (2019), 40 Cal.App.5th 839, 843, and *Joshua Tree Downtown Bus. All. v. County of San Bernardino* (*Joshua Tree*) (2016) 1 Cal. App. 5th 677, 685.

I. INTRODUCTION AND SUMMARY OF FINDINGS

INTRODUCTION

Purpose

The purpose of this study is to assess the potential for urban decay resulting from proposed development of a new 49,825-square-foot Whole Foods store in the City Center shopping center in San Francisco at 2675 Geary Boulevard ("Proposed Project, or "Project"). The store is proposed to locate in the anchor space most recently occupied by Best Buy, which vacated the center in late 2017. This study is in support of the CEQA environmental review process for the Project.

The City of San Francisco retained Environmental Science Associates ("ESA") to prepare an Environmental Impact Report ("EIR") for the Project. A draft of the document was released in December 2022, i.e., the Draft Environmental Impact Report ("DEIR"). The DEIR included analysis of all the required CEQA issues. In addition, it included a section addressing the Proposed Project's potential to cause or contribute to urban decay.

ALH Urban & Regional Economics ("ALH Economics") was asked to join the environmental team and provide analysis to supplement the urban decay analysis presented in the DEIR. Therefore, this study further explores the extent to which development of the Proposed Project may or may not cause or contribute to urban decay by competing with existing retailers. Socioeconomic effects are not, in themselves, considered physical environmental impacts under CEQA. Rather, pursuant to CEQA Guidelines section 15064, an EIR reviews the effects of a project that are related to a physical change to the environment. A significant effect on the environment, in turn, is one that results in a substantial, or potentially substantial, adverse change in any of the physical conditions within the area affected by the project, including land, air, water, minerals, flora, fauna, ambient noise, and objects of historic or aesthetic significance. A social or economic change related to a physical change may be considered in determining whether the physical change is significant.[10] However, an economic or social change by itself shall not be considered a significant effect on the environment.[11] Therefore, this analysis considers the degree to which the Proposed Project would compete with existing retailers to the extent that such competition results in the physical environmental effects of urban decay.

Definition of Urban Decay

The DEIR included a definition of urban decay as follows:

> *[U]rban decay is defined as, among other characteristics, visible symptoms of physical deterioration that invite vandalism, loitering, and graffiti that is caused by a downward spiral of business closures and multiple long term vacancies. This physical deterioration to properties or structures is so prevalent, substantial, and lasting for a significant period of time that it impairs the proper utilization of the properties and structures, or the health, safety, and welfare of the surrounding community. The manifestations of urban decay include such visible conditions as plywood-boarded doors and windows, parked trucks and long term unauthorized use of the properties and parking lots, extensive gang and other graffiti and offensive words painted on buildings, dumping of*

[10] Section 15382 of the CEQA Guidelines.
[11] Section 15064(f)(6) of the CEQA Guidelines.

> *refuse on site, overturned dumpsters, broken parking barriers, broken glass littering the site, dead trees and shrubbery together with weeds, lack of building maintenance, abandonment of multiple buildings, homeless encampments, and unsightly and dilapidated fencing." These visible conditions are often characterized as "urban blight."*[12]

As further cited in the DEIR, "The definition of urban decay includes examples of visible conditions that are common in many urban environments, such as graffiti and homeless encampments. Other conditions, such as boarded-up windows and dumping of refuse may have become more common in recent years, especially in downtown areas that have been most affected by the COVID-19 pandemic. While these visible conditions may signal the potential existence of urban decay, the impact to human health, safety, and welfare would occur only over time, after a number of business closures in a "downward spiral" has led to the prevalence of long-term vacancies, to the degree that properties and structures are left derelict, if not completely abandoned."[13]

Regulatory Controls

Owners of commercial retail properties are generally financially motivated to maintain property in a manner appropriate to retain existing tenants and attract new tenants. As noted in the DEIR, the City and County of San Francisco has "approved legislation to limit commercial vacancies and encourage property owners to keep buildings in good repair to avoid urban blight and any eventual decline into urban decay. Such legislation includes, but is not limited to:"[14]

- The Vacancy Tax Ordinance, effective April 17, 2020
- The Community Preservation and Blight Reduction Act
- The Graffiti Removal and Abatement Ordinance

These regulations are described in the DEIR. Overall, they are designed to incentivize retail property owners to fill vacancies, correct blighted conditions, and to remove graffiti. The Graffiti Removal and Abatement Ordinance also makes it unlawful to deface, damage, or destroy property with graffiti.

Study Approach

ALH Economics conducted fieldwork in April 2023 to visit existing stores in the market area that sell food and to observe the physical conditions of the market area's commercial retail real estate base, especially retail vacancies near existing food stores. The purpose of this reconnaissance was to assess the degree to which the Proposed Project might compete with existing food venues in the market area and to assess the potential for urban decay impacts to result if such competition led to retail vacancies of existing store spaces.

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[12] Whole Foods at 2675 Geary Boulevard Project, Draft EIR, December 2022, Chapter 4. Other CEQA Issues, 4.B. Urban Decay, page 4-2. Sourced herein to the following legal challenges, including *Chico Advocates for a Responsible Economy v. City of Chico* (*Chico Advocates*) (2019), 40 Cal.App.5th 839, 843, and *Joshua Tree Downtown Bus. All. v. County of San Bernardino* (*Joshua Tree*) (2016) 1 Cal. App. 5th 677, 685.

[13] Ibid.

[14] Ibid, page 4-5.

Study Tasks

ALH Economics engaged in numerous tasks to assess the prospective urban decay impact of the Proposed Project. The general tasks pursued to explore the Proposed Project's urban decay implications are as follows:

- Conduct site and field reconnaissance
- Identify a retail market area for the Proposed Project from which the bulk of the Project's retail demand is estimated to originate
- Estimate demand for retail in the market area, especially for food-related sales
- Identify existing market area food stores
- Assess existing physical conditions in the market area, especially as they pertain to the existing food stores
- Assess Proposed Project economic impacts on existing food stores
- Identify and assess cumulative project economic impacts
- Identify urban decay implications of Proposed Project development

The findings pertaining to these tasks are reviewed and summarized in this report, with analytical findings presented in the exhibits in the Appendix.

Report Organization

This report includes seven chapters, as follows:

I. Introduction and Summary of Findings
II. Proposed Project and Market Area Description
III. Market Area Demographics and Retail Demand
IV. Existing Market Area Food Stores
V. Sales Impacts and Cumulative Analysis
VI. Market Area Commercial Retail Vacancies
VII. Urban Decay Determination

EXECUTIVE SUMMARY

Store and Market Area Characteristics

The Geary Boulevard Whole Foods Market ("Proposed Project," or "Project") is proposed to locate in the anchor retail space most recently occupied by Best Buy in the City Center shopping center in San Francisco. The space totals 49,825 square feet and comprises 20% of the total shopping center.

Whole Foods Market is the largest American chain of supermarkets that specializes in natural and organic foods. The store sells products free from hydrogenated fats and artificial colors, flavors, and preservatives. Whole Foods sells products from many food producers, but also carries its own private label, 365 Whole Foods Market, which includes more than 3,000 products that meet or exceed the quality standards set by Whole Foods.

The Proposed Project is estimated to achieve annual sales of $49.8 million. In all likelihood, it would probably take the Project a few years to fully achieve this stabilized sales level, as new retail stores

typically ramp up sales over time, often requiring a period of three years or so to achieve their full sales potential.

Of the estimated $49.8 million in Proposed Project sales, some sales would be redirected from existing Whole Foods stores and some would originate from outside the store's market area. After considering these sources of demand, the Project is estimated to require $31.3 million in annual sales from within the market area. The Project is anticipated to compete with other retail stores in the market area to achieve these sales.

The Proposed Project's market area is defined to have the following boundaries:

- Divisadero Street to the east
- Fulton Street to the south
- Ocean Beach to the west
- The Presidio to the north

The market area has an estimated 45,687 households, with an average household income of $188,994 and a median income of $180,792. The market area population comprises almost 13% of San Francisco's total population base. The market area households are estimated to generate over $1.6 billion in demand, annually, for retail goods from brick-and-mortar stores. Of this, Food and Beverage Store demand totals $284 million. In addition to market area residents, people employed in the market area may also shop at the Proposed Project, as employees often make retail expenditures near their workplace. For the subset of employees working closest to the Project Site, annual daytime spending on groceries near their place of work is estimated at $56 million. Combined, the existing resident and employee demand for food and beverages would total about $340 million, annually.

Existing Potential Competitive Stores

There are a select number of stores in the market area that might be competitive to varying degrees with the Proposed Project because of the availability of overlapping sales merchandise and other measures of store comparability. These stores are a subset of the following store categories: Grocery Stores, Natural/Organic Food Stores, Ethnic Markets, Specialized Markets, Discount/Other Stores (with substantial food and beverage sales), and Convenience Stores. A total of 23 stores were examined across these categories. Of all these stores, the categories of stores anticipated to be most competitive with the Project are Grocery Stores and the Natural/Organic Food Stores.

The study examined eight full-service market area Grocery Stores. These stores include Lucky, Bryan's Market, Cal-Mart, Trader Joe's, Arguello Market, Andronico's, and two Safeway stores. The existing store anticipated to be the least competitive with Whole Foods given these and other considerations, such as customer and product mixes, is the Safeway located the furthest from the Project Site. All the other market area full-service grocery stores are likely to be somewhat competitive with the Proposed Project, albeit to varying degrees, as they all sell a full array of groceries, some have specialized departments comparable to Whole Foods, and some have substantial organic produce offerings. Yet, many of these stores also have features that can insulate them from the competitive impacts of Whole Foods, such as a smaller store size that provides a quicker, more intimate shopping experience, unique products, prepared foods, strong floral departments, etc.

The market area's two Natural/Organic Food Stores, Green Earth Natural Foods and Bi-Rite, are perceived to be competitive with the Proposed Project. They each share many attributes with Whole

Foods, such as a high proportion of natural/organic produce, a large selection of vitamins and herbal supplements (Green Earth), and high quality meat and seafood offerings (Bi-Rite). Their locations and positioning as neighborhood-serving stores are competitive strengths compared to Whole Foods. The Target store located in the same shopping center as the Project is also anticipated to be somewhat competitive, mostly due to its proximity rather than any substantial product overlap.

For both the Grocery Stores and the Natural/Organic Food Stores, it is notable that these stores are already competing with Whole Foods, as there are an ample number of existing Whole Foods stores represented in San Francisco, albeit none located as close to them as the Proposed Project.

Ultimately, 10 of the 23 identified food stores in the market area are anticipated to be competitive with the Proposed Project. These stores include Lucky, Bryan's Market, Trader Joe's, Cal-Mart, Safeway, Arguello Market, Andronico's, Green Earth Natural Foods, Bi-Rite Market, and Target at City Center.

Market Area Commercial Vacancies

There are a range of commercial retail building and/or retail space vacancies scattered throughout the market area near the existing food stores. The physical conditions surrounding the existing stores that could potentially be impacted by the Project are relevant because the purpose of this analysis is to assess the potential for urban decay to occur as a result of the Proposed Project's economic competition. Some, but not all, of the competitive food stores have nearby vacancies, i.e., typically within one city block. Most of the identified vacancies are in good condition, indicating responsible maintenance. Only a few vacancies near the competitive properties have characteristics associated with urban decay. This primarily includes graffiti near the Lucky, Green Earth Natural Foods, and Bi-Rite stores. There is no indication that additional vacancy or prolonged vacancy would result in changed physical conditions. Many of the vacancies near the competitive stores are being actively marketed, with some undergoing improvements as well as demonstrated tenant interest, including improvements being made for specific tenants. The existing vacancies around the Project's competitive food stores appear to be within market norms, and are not suggestive of the potential for urban decay to result from Project development.

Proposed Project Sales Impact

The comparison of supply and demand indicates that the Proposed Project's estimated $31.3 million in stabilized store sales (i.e., comprises the level of sales achieved by a store after becoming operational and penetrating the market to the maximum extent possible) would require the capture of approximately 9.2% of the market area's existing $340 million in food store demand. In all likelihood, it would probably take the Project a few years to fully achieve this stabilized sales level, as new retail stores typically ramp up sales over time, often requiring a period of three years or so to achieve their full sales potential. If this is the case for the Project, then the initial capture rate (capture rate is the percentage of total demand within a targeted market segment that a project can attract) would be below this 9.2% level. This capture rate would also be lower if the Project captures more sales from outside the market area than estimated, or if more sales than estimated were transferred to this store from other San Francisco Whole Foods stores. All of these are market possibilities.

The 9.2% capture rate finding suggests that some existing market area stores would likely experience sales diversions, as some of their existing shoppers shift a portion of their grocery shopping to the Proposed Project. Some types of market area food stores are more competitive with Whole Foods than

other stores, and not all stores within a single store category will be competitive. Existing food store sales performance data are not publicly available. Therefore, this study cannot determine which stores may or may not be overperforming industry or store standards or averages. In all likelihood, many of the stores are performing in this manner, such that they would continue to achieve acceptable sales performance even with some sales loss. However, given the lack of available data, it is beyond the purview of this study to indicate any specific store(s) that can withstand a decrease in store sales if any are diverted to the Project. When store sales losses do occur, stores have the potential to compensate for these losses through product repositioning and other operational changes. Therefore, stores already performing strongly may be able to engage in these activities and continue serving their local neighborhood. For stores that are not currently performing strongly, it is possible that sales declines due to diverted sales or other factors could tip the store into a closure scenario. Notably, however, it is not likely that any one store identified as competitive would be impacted disproportionately more than another by the Project, as each store has its own market strengths as well as dedicated consumer base.

Cumulative Projects Identification and Analysis

There are 12 cumulative projects included in the DEIR; these projects are all within 0.5 miles of the Project Site. Of these, seven include some amount of retail space, totaling 56,135 square feet. The retail components range from 850 to 14,816 square feet. The specific retail uses planned for these spaces are not delineated in the applications on file with the City of San Francisco. However, given the low amounts of planned retail space per project, and the very proximate presence of two market area full-service grocery stores near the project with 14,816 planned retail square feet, it is assumed that none will include an appreciable amount of space dedicated to food sales. This is further supported by industry data regarding grocery store size, with sources such as Progressive Grocer reporting that in 2021 the average grocery store was 38,000 square feet, with small formats ranging in size between 12,000 and 25,000 square feet.[15] Consequently, the cumulative retail projects are not estimated to contribute any store sales impacts to the market area, and thus are not anticipated to impact the market area's commercial retail base or change the study findings.

Evaluation of Urban Decay

Only three competitive food stores have multiple vacant commercial spaces nearby with some characteristics typically considered potential indicators of urban decay, e.g., graffiti and papered over doors. These are Lucky with 6 vacancies plus 2 properties with graffiti, Green Earth Natural Foods with 4 vacancies, and Target with 4 vacancies within City Center. Most of the other competitive stores, including any of the other competitive full-service grocery stores, have none or no more than one vacant commercial space in the immediate area. All of these vacancies are in good condition and most are being actively marketed.

The study findings suggest that even if some existing competitive food stores experience store sales diversions strong enough to result in store closure, urban decay would likely not result because of the lack of a substantial number of existing vacancies near competitive food stores that would lead to urban decay and because City regulations are in place to prevent or reduce the physical visible signs of urban decay. Moreover, about one-third the grocery stores are stand alone, with limited other nearby commercial properties. These include Trader Joe's, Safeway on 7th Avenue, and Andronico's.

[15] See "Small Formats' Big Future in Retail," by Steven Duffy, Progressive Grocery, January 27, 2021. https://progressivegrocer.com/small-formats-big-future-retail.

This further reduces the potential for urban decay to ensue, as there are limited other properties nearby that could be impacted by reduced consumer food store traffic. However, even if some of these vacancies became long-term, it is unlikely that the buildings would become abandoned or derelict. While some of the market area food stores are "stand alone" buildings, the majority of commercial spaces within the market area are not; they are either part of a shopping center (i.e., City Center and Fulton Market), or are ground-floor commercial spaces with residential units above. As such, the buildings are in active use, and the building owners have incentive to maintain the property for the health, safety and welfare of residents, commercial tenants and visitors, as well as neighbors and the surrounding community.

In addition, implementation of the City's commercial vacancy-related regulatory controls would limit the potential for the vacant food stores or other nearby properties to succumb to conditions characteristic of urban decay such as loitering, dumping of refuse and other littering, plywood-boarded doors and windows, lack of building maintenance, and building abandonment. These controls include the following:

- The Vacancy Tax Ordinance, effective April 17, 2020
- The Community Preservation and Blight Reduction Act
- The Graffiti Removal and Abatement Ordinance

These regulations are designed to incentivize retail property owners to fill vacancies, correct blighted conditions, and to remove graffiti.

The study therefore concludes that development of the Proposed Project, alone or in combination with the identified cumulative projects, is not anticipated to have economic impacts on competitive foods stores in the market area that would substantially cause or contribute to urban decay.

II. PROPOSED PROJECT AND MARKET AREA DESCRIPTION

PROPOSED PROJECT DESCRIPTION

Store Size and Market Niche

The Project is proposed to locate in the anchor retail space most recently occupied by Best Buy in the City Center shopping center in San Francisco ("City Center"). The space has been vacant since Best Buy closed the location in late 2017.[16] The gross square footage of this space totals 49,825 square feet.[17] This center is also anchored by Target and PetSmart, with additional smaller retailers, restaurants, and service providers. The entire shopping center totals approximately 247,970 gross square feet.[18] Thus, the Whole Foods store will comprise 20% of the total shopping center. As of July 2023 there are three other vacant spaces at City Center, ranging in size from 1,333 to 9,969 square feet. Another space is vacant, but is leased to a gym going through the Conditional Use Permit process.[19]

Whole Foods Market is the largest American chain of supermarkets that specializes in natural and organic foods. The store sells products free from hydrogenated fats and artificial colors, flavors, and preservatives. Whole Foods sells products from many food producers, but also carries its own private label, 365 Whole Foods Market, which includes more than 3,000 products that meet or exceed the quality standards set by Whole Foods, such as animal welfare standards for laying hens and supporting sustainable agricultural production methods. All 365 products are genetically modified organism (GMO) free. Hundreds of ingredients are banned from the food, supplements, body care, and cleaning products produced by Whole Foods. Other store quality standards include antibiotic- and growth hormone-free meats and the sale of responsibly farmed or sustainable wild-caught fish. Overall, Whole Foods offers 22,000 organic products across its stores.[20] Increasingly, the chain seeks to provide locally made products, specific to each store's region. Food transparency is a key component of the store's mission, i.e., having traceability programs in place to track food products back to the manufacturer or farm of origin.

The Proposed Project would sell grocery items, prepared foods, wellness and supplement products, household products, beverages, and other retail items.[21] The store would have a lounge and seating area with a capacity of 50 people.[22] Whole Foods provides a fee-based delivery service or free in-store pick-up. Most Whole Foods stores include the following departments: bakery, beauty & body care, beer, bulk, catering, cheese, floral, grocery, meat, prepared foods, produce, seafood, wellness & supplements, wine, unique offerings, and the 365 product line.[23]

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[16] See https://hoodline.com/2017/08/geary-blvd-best-buy-to-close-new-retail-may-rise-from-parking-lot/. Accessed July 15, 2023.
[17] Draft EIR, Whole Foods at 2675 Geary Boulevard Project, December 2022, p. 2-1.
[18] See https://www.acadiarealty.com/images/brochures/CityCenter.pdf. Accessed October 11, 2023.
[19] Ibid.
[20] See https://www.wholefoodsmarket.com/quality-standards. Accessed July 15, 2023.
[21] Draft EIR, Whole Foods at 2675 Geary Boulevard Project, December 2022, p. 2-2.
[22] Ibid.
[23] https://www.wholefoodsmarket.com/departments. Accessed July 15, 2023.

Projected Store Sales

The Proposed Project would comprise the ninth Whole Foods store location in San Francisco. The stores vary in size, with the Project at the high end, although not the largest in San Francisco. That designation belongs to the most recently opened Whole Foods store, located on the basement level of Trinity Place at 1185 Market Street (at 8th and Market streets), which is 65,000 square feet. This store, however, temporarily closed in April 2023 after just over a year of operation. The temporary closure was pursuant to Whole Foods' safety concerns for staff and customers, with staff reassigned to other stores. At present, there is no current plan to reopen the store, but the store's closure is being considered a temporary action.

The operating San Francisco Whole Foods stores have a wide range of sales performance. The development of an annual store sales estimate is relevant to analyzing the Proposed Project's prospective economic impact on stores in a competitive market area. Prior to Amazon's acquisition of Whole Foods in 2017, the company was publicly owned, with annual Securities and Exchange Commission (SEC) documents prepared with store sales performance and other market and financial information. Since going private, this type of information is no longer readily available in the public domain. Thus, this study relies on information provided by Whole Foods regarding the sales performance at the three San Francisco stores deemed by Whole Foods to be most relevant or comparable to the proposed Geary Boulevard store. These include stores ranging between 28,000 gross square feet and 45,000 gross square feet. The performance of these stores is summarized in Table 1, which also presents an estimate for the Project.

Table 1. Projected Geary Boulevard Whole Foods Store Sales, 2023 Dollars

Metric	Figure
Store Square Feet	49,825
Per Square Foot Sales at SF Whole Foods Stores (1)	
Low (45,000 sq. ft. store)	$830
Medium (28,000 sq. ft. store)	$1,482
High (30,880 sq. ft. store)	$2,042
Concluded Geary Street Sales per Sq. Ft. (2)	$1,000
Estimated Store Sales at Stabilization	$49,825,000

Sources: Whole Foods Market IP, Inc.; and ALH Urban & Regional Economics.
(1) These store sales performance metrics are associated with three existing San Francisco Whole Foods locations, including Stonestown at 3251 20th Ave. (45,000 sq. ft.), Franklin at 1765 California St. (28,000 sq. ft.), and Castro at 2001 Market St (30,880 sq. ft.).
(2) The concluded sales per square foot is largely based on the performance at the store most comparable in size to the proposed Project (i.e., the Stonestown store), with a slight upward adjustment.

The sales per square foot performance of the representative San Francisco Whole Foods stores range from $830 to $2,042 per gross square foot. ALH Economics finds that the sales per square foot generally decrease as the store size increases. Given that the Proposed Project will be larger than any

of the representative stores, it appears most appropriate to select a sales performance figure most akin to the store with the most similar size. This would correspond to the $830 per square foot estimate for the existing 45,000-square-foot store at Stonestown. To be conservative, ALH Economics made a slight upward adjustment to this figure, resulting in a rounded annual per square foot sales figure of $1,000. Based on this sales assumption, the Project is projected to achieve annual sales of $49,825,000. In all likelihood, it would probably take the Project a few years to fully achieve this stabilized sales level, as new retail stores typically ramp up sales over time, often requiring a period of three years or so to achieve their full sales potential.

MARKET AREA DEFINITION AND STORE SALES SUPPORT

This section discusses the approach to estimating the Proposed Project's retail market area, which is the area from which the majority of shoppers are anticipated to originate. This section also describes the retail market area and characterizes the area's demographic base.

Retail Market Area Definition

Approach to Defining Retail Market Area. A retail market area, or trade area, traditionally is the geographic area that provides the vast majority of the steady customers necessary to support a retail store, or shopping center.[24] It is also the geographic region from which the majority of retail demand comes and where the majority of competitors are located.[25] One of the typical guiding principles in defining a market area is that "within a shopping center's trade area, customers closest to the site patronize the center most frequently, with customers' influence diminishing gradually as the distance increases."[26] Additionally, "trade area boundaries are determined by a variety of factors, including shopping center type, accessibility, physical barriers, location of competing facilities and driving time and distance."[27] The same principles apply equally to analyzing a trade area for a single store.

Several tasks were completed to identify the Proposed Project's retail market area, foremost of which included examining the location of the Project Site relative to existing Whole Foods stores in San Francisco. ALH Economics deemed this to be a key locational criterion assuming that customers who want to shop at Whole Foods will shop at the store location nearest to their home or workplace. Thus, it is important to define the geography for which the Project will be the closest Whole Foods store in San Francisco.

Retail Market Area Conceptual Description. In developing a retail market area, ALH Economics strives to identify the area from which the majority of demand for a shopping center will originate, typically at least 70%, based upon the following industry resources.

Materials published by major industry organizations indicate that a retail store's trade area generally supplies 70% to 90% of the store's sales, while the remaining 10% to 30% of sales are attributed to consumers residing outside of the store's retail market area. In its Shopping Center Development Handbook, Third Edition, the Urban Land Institute ("ULI") states the following:

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[24] "Retail Development," Fourth Edition, Urban Land Institute, 2008, page 50.
[25] "Real Estate Market Analysis: Trends, Methods, and Information Sources. Third Edition, Deborah L. Brett, Urban Land Institute, page 5.
[26] "Retail Development," Fourth Edition, Urban Land Institute, 2008, page 50.
[27] Ibid.

> "A site generally has a primary and a secondary trade area, and it might have a tertiary area. The primary trade area should generally supply 70 to 80 percent of the sales generated by the site. These boundaries are set by geographical and psychological obstacles."[28]

ULI is a nonprofit research and education organization representing the entire spectrum of land use and real estate development disciplines. Among real estate, retail, and economic development professionals, this organization is considered a preeminent educational forum.

Information published by the International Council of Shopping Centers ("ICSC"), a trade association for the shopping center industry, also provides instructional information about retail market area definitions. In the industry publication Developing Successful Retail in Secondary & Rural Markets, the ICSC says:

> "A trade area is the geographic market that you will be offering to potential retailers as a consumer market. … Defining a retail trade area is an art and a science. In general, a trade area should reflect the geography from which 75-90 percent of retail sales are generated. Different stores can have different trade areas based on their individual drawing power and the competitive market context."[29]

In summary, these industry resources suggest that a retail project's trade area, or retail market area, typically is defined as the geographic area from which at least 70% of demand is anticipated to originate. However, the share of demand originating from the geographic area deemed most aligned with a retail market area can be lower or greater than this 70% metric, depending upon the nature of the goods being sold.

The Proposed Project's Retail Market Area. ALH Economics examined the location of other Whole Foods stores in San Francisco. The purpose was to identify the existing Whole Foods stores in closest proximity to the Project Site. The premise for defining the area was to identify an area for which the Project Site would be the closest Whole Foods location. Thus, for anyone living in the market area, shopping at a Whole Foods at the Project Site would involve the least amount of travel time. It is important to note this is a Whole Foods-centric analysis, with the market area defined on the basis of Whole Foods locations, not other food store locations.

The nearest three existing Whole Foods stores are located to the east and south of the Project Site, at the following addresses:

1. 1765 California Street
2. 501 Haight Street
3. 690 Stanyon Street

The locations of these stores are plotted by these referenced numbers in Figure 1 on the next page.

Based on these existing store locations, and the guiding principle that Whole Foods consumers will shop at the closest Whole Foods store, the area of San Francisco best served by the Proposed Project's

[28] Shopping Center Development Handbook, Third Edition, Urban Land Institute, 1999, page 44.
[29] Developing Successful Retail in Secondary & Rural Markets, International Council of Shopping Centers in cooperation with National Association of Counties, 2007, page 7.

location as defined by existing census tracts is also depicted in Figure 1. These census tracts were selected to generally align with the following boundaries:

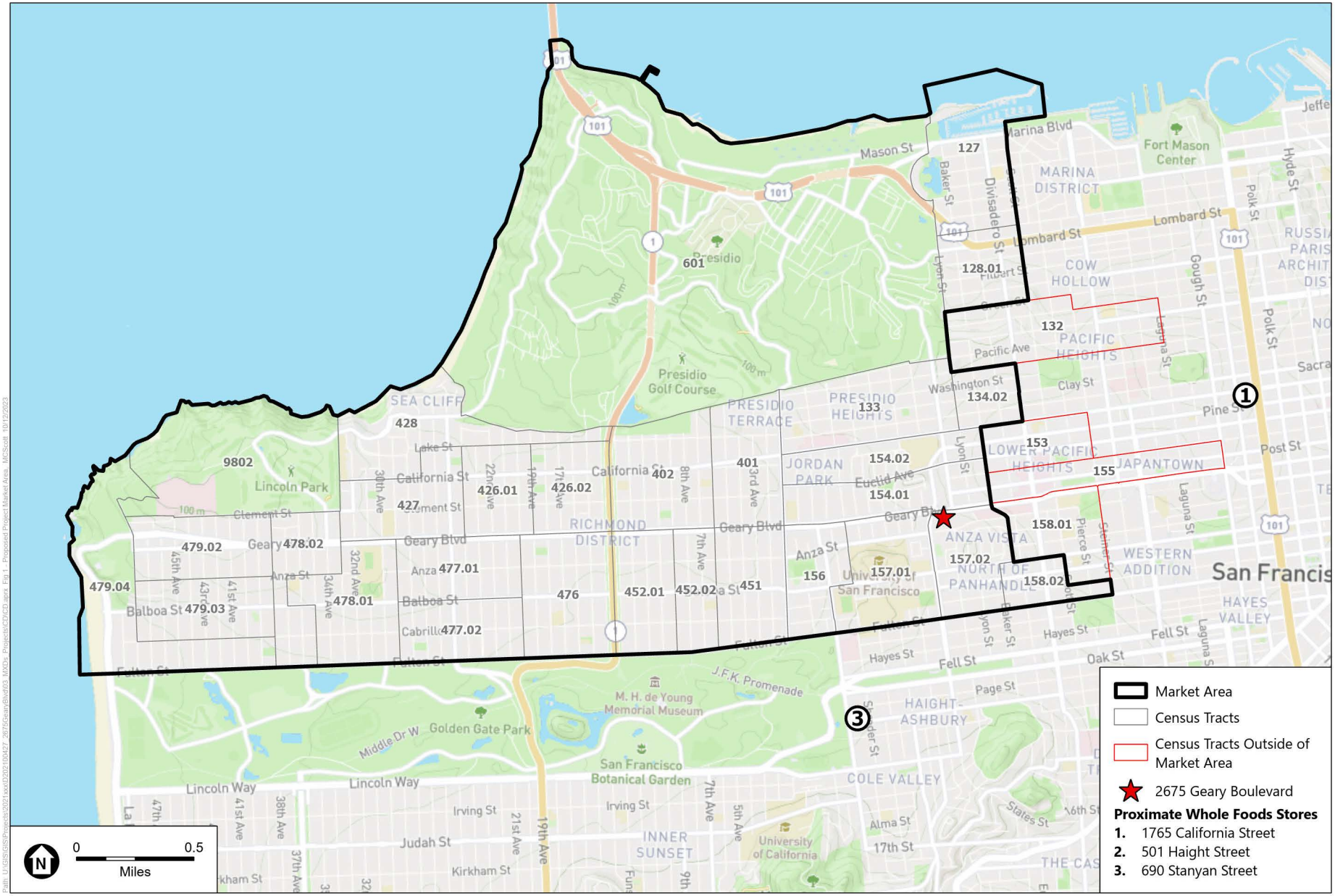
- Divisadero Street to the east
- Fulton Street to the south
- Ocean Beach to the west
- The Presidio to the north

These streets were selected because the area within these boundaries approximates the geographic area for which the Proposed Project is the most proximate Whole Foods location. For a small stretch, Steiner Street to the east of Divisadero Street better approximates the mid-point between the Proposed Project and the next nearest Whole Foods store in that area at 1765 California Street. This geographic adjustment is reflected in the selection of census tracts used to define the market area for demographic data collection purposes (see below).

To best define the market area in a manner that can be replicated by others, and facilitate analysis of demographic characteristics, ALH Economics examined the distribution of census tracts within the defined market area and identified the tracts that collectively most closely correspond to the market area. The result includes 29 census tracts (see list in Exhibit 1) that generally coalesce with the boundaries of the market area. To the north, south, and west, census tract boundaries generally conform with the identified market area street boundaries. To the east, very few census tracts are edged by Divisadero Street. Instead, most cross over Divisadero Street. Therefore, for selection purposes, census tracts were included in the market area if the majority of the census tract was located west of Divisadero Street. In other words, if the majority of the census tract was to the east of Divisadero Street, that census tract conservatively was not included in the market area definition. This includes four census tracts, as noted on Figure 1 and Exhibit 1.

As noted above, an advantage of using census tracts is that the retail market area definition is easily defined, easily replicable, and key demographic estimates and projections can often be readily available in this format. These are the primary reasons census tracts were used as the building blocks to define the market area.

Market Area Store Sales Support. The store sales would be generated by several market segments, or demand groups. The most significant market segment would include the population base within the market area served by the Proposed Project. Some of the market area population already committed to shopping at Whole Foods will most likely change their shopping location when the new store opens on Geary Boulevard, redirecting their shopping trips from other Whole Foods stores to the Proposed Project. Other market segments would include area employees shopping at the store during and after work and tourists visiting San Francisco and the general area of the Project Site.



SOURCE: US Census, 2022; ESA, 2023
Note: Census Tracts from 2022

2675 Geary Boulevard

Figure 1
Proposed Project Market Area

Market Area Share of Store Sales

As cited above, retail stores and shopping centers are typically supported by some consumers from outside the store's market area. To best approximate the amount of the Proposed Project's store sales requiring net new support from the market area, ALH Economics made two adjustments. One adjustment is to net out some sales generated by consumers located outside of the market area and the other adjustment is to net out sales diverted from other Whole Foods stores. These adjustments are described below.

Outside Market Area Store Sales Support - Tourism. Findings reported annually in a publication prepared for the State of California by Dean Runyan Associates, Inc. titled "California Travel Impacts" provide some insight to sales that may be generated from outside the store's market area. The purpose of this annual publication is to provide statewide, regional, and county impact estimates associated with visitorship to California, including visitorship-related spending, industry employment, and tax revenues. Data in this publication are only presented at the county level. The visitor spending categories included in the publication are as follows: accommodations; food service; food stores; local transportation and gas; arts, entertainment, and recreation; retail sales; and visitor air transportation.[30]

Information pertaining to food store sales in San Francisco generated by tourists is summarized in Table 2. This information indicates that tourist sales comprised 7%-9% of all food and beverage sales in San Francisco in the years immediately preceding the COVID-19 pandemic.[31] The sales share dipped to a low of 3% during the first year of the pandemic but started picking up again during 2021.

Table 2. Food and Beverage Store Sales
San Francisco County, 2017-2021

	County Food and Beverage Sales		Tourist Food Store Sales	
Year	Taxable Sales	Total Sales (1)	Total Sales	Percent of County
2017	$861,886,148	$2,511,677,410	$212,000,000	8%
2018	$854,545,649	$2,511,677,410	$214,000,000	9%
2019	$858,658,786	$2,862,195,953	$214,000,000	7%
2020	$744,355,676	$2,481,185,587	$73,000,000	3%
2021	$719,662,319	$2,511,677,410	$120,000,000	5%
2022	$753,503,223	$2,511,677,410	NA	

Sources: California Department of Tax and Fee Administration (CDTFA), "Table 1. Taxable Sales in California, By Type of Business, 2017, 2018, 2019, 2020, 2021 and 2022"; "The Economic Impact of Travel in California, 2021p, State, Regional, & County Impacts, Visit California, 4/18/2022, Dean Runyan Associates, Inc., page 207; and ALH Urban & Regional Economics.
(1) Sales for Food and Beverage Stores have been adjusted to account for non-taxable sales; only 30.0% of all food store sales are estimated to be taxable.

[30] Visitor, or tourist sales, are estimated using panel survey data, augmented or adjusted by consideration of other fiscal and economic data sources, especially at the county level.
[31] Note, the California Department of Tax and Fee Administration category of "Food and Beverage Sales" is wholly distinct from other categories that pertain to food, such as the separate category "Food Services and Drinking Places," which includes all restaurant food sales.

ALH Economics assumes that this tourist amount will return to pre-pandemic levels once the Proposed Project is operational. Further, it is likely that, yet additional sales will be generated by other households from outside the market area, based on opportunistic shopping trips based on proximity to the store and other factors. This statement is supported by the following analysis.

Outside Market Area Store Sales Support – General Retail Attraction. It is possible to conduct retail analysis with results that characterize how much a retail base attracts demand from outside its area or leaks demand generated by its population base. ALH Economics conducted this analysis to estimate the share of Proposed Project demand that could be generated from outside the Project's market area. To achieve this, ALH Economics used a retail model that estimates retail spending potential for an area based upon the number of households, household income, and consumer spending patterns. The model then computes the extent to which the area is or is not capturing this spending potential based upon taxable sales data published by the State of California Department of Tax and Fee Administration (CDTFA). For any study area, retail categories in which spending by locals is not fully captured are called "leakage" categories, while retail categories in which more sales are captured than are generated by residents are called "attraction" categories. This type of study is generically called a retail demand, sales attraction, and spending leakage analysis, or retail gap analysis. Generally, attraction categories signal particular strengths of a retail market while leakage categories signal particular weaknesses. ALH Economics' model, as well as variations developed by other urban economic and real estate consultants and economic analysts, compares projected spending to actual sales.

It is not possible to conduct this type of analysis for an area smaller than a city, as taxable sales data are only available for cities and counties. However, a citywide analysis for all of San Francisco can still provide useful information. ALH Economics obtained taxable retail sales data for 2022, which reflects the most recent full year data available at the time this study was conducted. These taxable retail sales were adjusted upward to reflect nontaxable sales in key sales categories, including Food & Beverage stores and the drug store component of Other Retail sales (see Exhibit 2).[32] These data were combined with citywide household counts, an average household income estimate, household spending by retail category estimates, and an assumption of percent of income spent on retail.

The model assumes that households in a market area will make retail expenditures comparable to the pattern of retail sales in the State of California, i.e., the household spending by retail category estimates. Exhibit 3 presents the results of this statewide analysis for 2022. This exhibit indicates that among the nine major retail categories tracked by the State of California Board of Equalization, the percentage of household spending in 2022 was anticipated to be greatest for Other Retail Group sales at 18.5% of all retail spending, followed by 15.5% for Food & Beverage Stores, with sales lowest for Home Furnishings & Appliances at 5.0% of all retail spending.[33]

With regard to the assumption of percent of income spent on retail, the U.S. Bureau of Labor Statistics annually publishes the Consumer Expenditure Survey, which identifies how households in different income brackets in the United States spend different percentages of their household income on retail goods. Typically, the percentage is highest in the lowest income brackets and decreases as incomes

[32] See footnotes 2,3, and 4 in Exhibit 1 for category-specific taxable to total sales adjustments for food & beverage store sales, general merchandise store sales, and other retail group sales.

[33] Other Retail Group sales comprise drug stores, health and personal care, pet supplies, gifts, art goods and novelties, sporting goods, florists, musical instruments, stationary and books, office and school supplies, second-hand merchandise, and miscellaneous other retail stores.

increase. This relationship is depicted in Exhibit 4, which summarizes the 2021 Consumer Expenditure Survey findings. For example, households with annual incomes in 2021 between $15,000 to $29,999 spent an average of 61% of household income on the type of retail goods tracked by the State of California Department of Tax and Fee Administration (formerly the Board of Equalization). At the far extreme, this percentage dropped to 17% for households earning over $200,000 a year. The corresponding percentages for all other intervening income brackets are presented in Exhibit 4, which shows that the percentage of income spent on retail decreases as income increases.

The average City of San Francisco household income in 2023 is $171,360 per the San Francisco Planning Department.[34] As shown in Exhibit 4, this average income level almost exactly matches the average income of $171,570 in the $150,000-$199,000 bracket analyzed by the Consumer Expenditures Survey. The households with this $171,570 national average household income spent 23% of household income on retail. The comparability of this national average household income figure to San Francisco's 2021 average household income suggests that spending 23% of household income on retail is a reasonable spending assumption for San Francisco's average households.

The results of the retail demand, sales attraction, and spending leakage analysis for San Francisco are presented in Exhibit 5. This includes results for all major retail categories, but the findings for the Food & Beverage Stores sector are highlighted in bold. This exhibit also includes estimates of household e-commerce, or internet, sales, deducting these sales from the household spending estimates, to compare household demand for the resulting spending at brick-and-mortar stores to the sales achieved by San Francisco's brick-and-mortar retail outlets. The internet spending assumptions range from 0%-5% at the low end for key categories such as gasoline, food stores, and motor vehicle sales, up to 25% for categories more characterized by comparison shopping. The overall weighted average across all categories in this analysis is 11%. These individual percentages were developed based on review of and analysis of many retail-related resource materials with information about the share of consumer retail sales captured by e-commerce. These resources are identified in the sources and footnotes in Exhibit 5.

For the Food & Beverage Stores sector, the findings show that San Francisco achieves sales attraction of $382 million, equivalent to 15% of all sales. This indicates that for food sales, San Francisco's food stores attract a substantial amount of sales from shoppers originating from outside the city. As noted above, some portion of this sales attraction is attributable to tourist spending. This percentage is much higher than the share of food sales attributed to tourists in the Dean Runyan Associates study findings on travel impacts in California. Therefore, other sources are contributing to this sales attraction as well, most likely comprising other regional shoppers living near but not in San Francisco.

Concluded Market Area Share of Store Sales. Based on the preceding findings, ALH Economics estimates that 15% of the Proposed Project's sales would be generated from outside the market area, meaning that 85% of the sales are estimated to originate from within the market area.

New Store Sales Generated by the Market Area

Because there are existing Whole Foods stores in San Francisco, some of the Proposed Project's sales would be diverted away from these existing stores, as market area shoppers loyal to the Whole Foods brand redirect their shopping trips to the more conveniently located Project Site. This section estimates the potential volume of these redirected sales, and hence the remaining sales estimated to be generated by other market area consumers net new to the Whole Foods chain.

[34] See Table 4 for this source information.

Sales Redirected from Existing Whole Foods Stores. As cited earlier, there are eight existing Whole Foods stores in San Francisco. Market area consumers who are brand loyal and currently shop at some of these existing Whole Foods stores will redirect their sales from these stores to the Proposed Project which would be centrally located on Geary Boulevard. Whole Foods already anticipated that this would happen and prepared an internal estimate of the volume of sales predicted to shift from existing stores to the Project. This estimate totals $250,000 per week, which corresponds to $13.0 million, annually.[35] Based on experience analyzing new store development in communities with existing stores, ALH Economics finds this estimate to be a reasonable approximation.

Net New Market Area Sales. Table 3 presents the estimate of Proposed Project sales generated from within the market area that would not be redirected from other Whole Foods stores and are not generated outside the market area.

Table 3. Estimated Proposed Project Store Sales
Generated by the Market Area, 2023 Dollars

Metric	Figure
Estimated Proposed Project Stabilized Store Sales (1)	$49,825,000
Less Sales Diverted from Existing San Francisco Whole Foods Stores (2)	$13,000,000
Net New Proposed Project Sales	$36,825,000
Share of Sales Generated by the Market Area (3)	85%
Amount of Proposed Project Sales Generated by the Market Area	$31,301,250

Sources: Whole Foods Market IP, Inc.; and ALH Urban & Regional Economics.
(1) See Table 1.
(2) Whole Foods Market IP, Inc. anticipates that some sales at the proposed Geary Boulevard store will comprise sales diverted from several existing Whole Foods stores in San Francisco. The estimate of these sales totals $250,000 per week. This amount is equivalent to $13,000,000 per year. Therefore, the analysis assumes that this portion of store sales will correspondingly reduce the net new sales generated by the proposed Geary Boulevard store, as they will be shifted away from existing stores by the new Geary Boulevard Whole Foods shoppers. Based on other new retail development experience, ALH Urban & Regional Economics finds this estimate to be a reasonable approximation.
(3) This estimate takes into account the share of San Francisco food sales estimated to be generated by tourists prior to the advent of the COVID-19 pandemic (see Table 2) plus an allowance for other regional spending. Also see Food Store sales lattraction estimate in Exhibit 5.

The result of the sales analysis indicates that net new store sales are estimated to total $31,301,250, annually. In other words, this is the amount of new sales that the Proposed Project is anticipated to capture from the market area.

[35] Conveyed verbally to ALH Urban & Regional Economics in August 2023 by Jay Paul Warren Vice President, Associate General Counsel, Real Estate.

III. MARKET AREA DEMOGRAPHICS AND RETAIL DEMAND

MARKET AREA DEMOGRAPHICS

ALH Economics received demographic estimates for the Proposed Project market area population base in an electronic data file from the City of San Francisco Planning Department. These data were provided by census tract, based on the census tracts included in the market area. These demographic data are presented in Table 4.

Table 4. Demographic Characteristics
Proposed Project Market Area (1)
2023

Demographic Characteristic	Project Market Area	San Francisco	Market Area Share
Population	108,731	865,933	12.6%
Households	45,687	361,222	12.6%
Average HH Size	2.32	2.34	NA
Average HH Income	$188,994	$171,360	NA
Median HH Income	$180,792	$147,532	NA

Sources: City of San Francisco Planning Department, e-mail transmission 4/3/23 with San Francisco data and e-mail transmission 12/12/23 with Project Market Area data; and ALH Urban & Regional Economics.
(1) The Market Area is defined as the geographical area that tans out to the north and west of the intersection of Divisadero and Fulton streets. For demographic data collection purposes the area was defined as an aggregation of census tracts. See Exhibit 1 for a list of the census tracts. This market area comprises the geography for which the Proposed Project is the most proximate Whole Foods store, recognizing that Whole Foods services a specialized market niche.

Per these data, there are an estimated 108,731 people and 45,687 households in the market area, with an average household size of 2.32 persons. The average household income for these households is about $188,994 annually, with a median income of about $180,792. Comparable data for San Francisco indicate that the market area population comprises 12.6% of San Francisco's total population base, with household sizes generally similar between the two areas but with incomes slightly greater in the market area.

MARKET AREA RETAIL DEMAND

Market Area Household Retail Demand

Using the same approach presented earlier for the City of San Francisco, ALH Economics estimated market area household demand for retail, with market area household retail and restaurant demand estimated based upon the assumed distribution of retail spending pursuant to Exhibit 3 and a slightly lower 22% share of income spent on retail deduced from Exhibit 4. This percentage is slightly lower than for the City of San Francisco due to the higher market area incomes (percent spending on retail decreases as income increases). The market area retail demand results are presented in Exhibit 6, which indicates total market area retail demand potential of almost $1.7 billion for retail goods from

brick-and-mortar stores. Given the sectoral adjustments for e-commerce, the largest brick-and-mortar retail demand category is for Food & Beverage Stores, with $284 million in estimated demand. This demand estimate is reflective of the existing 45,687 market area households.

Market Area Employee Retail Demand

There is a large employment base in the area near City Center. These employees may also shop at the Proposed Project, as employees often make retail expenditures near their workplace, typically during or after the workday. The most substantial employer in this area is Kaiser Permanente, located in the 2200 and 2400 blocks of Geary Boulevard. The Kaiser Permanente website indicates that this medical center has 15 buildings and over 4,000 employees at this location.[36] While this is a substantial workforce, there are many other people who work near the Project Site. Per the United States Census Bureau's "On the Map" web-based application, in the three zip codes located closest to the store site, there were an estimated 39,724 people working in the area in 2020.[37] These zip codes are 94115, 94118, and 94129. The Project Site is located in zip code 94118, and there are no existing Whole Foods stores in any of the zip codes referenced above. Therefore, given the convenience of the Project Site to these employees, people working in these zip codes are deemed more likely to shop at the Whole Foods store than people working further away in the one other zip code included in the market area.

For employee daytime retail demand estimates, ALH Economics drew upon findings from the International Council of Shopping Centers (ICSC) regarding office worker retail spending during the workday. The office worker spending patterns were adapted to develop a general estimate of market area employee daytime retail spending.

For the purposes of the underlying analysis, ICSC conducts its office worker retail spending survey on a recurring basis, with the most recent survey findings released in early 2012. This survey includes analysis of office worker spending near their work location, including analysis by type of retail good (e.g., restaurants and fast food, groceries, and all other goods and services), as well as spending patterns in urban and suburban areas, including areas with or without ample retail.[38] These spending estimates include retail sales made during the workday, including near the work location as well as some before and after work as well. For this analysis, given the location of the Project Site within City Center, the figures are benchmarked to urban locations with ample retail. The resulting estimate is approximately $12,160 per year per employee in office worker daytime spending near the work location in 2023 dollars (see Exhibit 7). This figure rounds down to $12,100 when the main constituent spending categories of restaurants/fast food, groceries, and all other are rounded to the nearest $100.

There are no available data that compare average employee wages to average office worker wages by zip code. Therefore, for analytical purposes, ALH Urban & Regional Economics assumes average combined zip code area earnings, and thus daytime spending, are 25% less than for average office

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[36] See https://thrive.kaiserpermanente.org/care-near-you/northern-california/sanfrancisco/about-us/. Accessed July 15, 2023.

[37] This comprises the last year for which these data are available in the U.S. Census Bureau's On the Map interactive web-based database. See https://onthemap.ces.census.gov/.

[38] Ample retail locations would include major shopping centers or significant retail nodes near the office location.

workers.[39] Pursuant to this adjustment, the market area's estimated area employee daytime spending estimate is $9,200 per employee per year (See Exhibit 8). Of this amount, $1,400 is estimated to comprise demand for groceries, which is the category of spending the Proposed Project is deemed most likely to capture. Across all employees in zip codes 94115, 94118, and 94129 (37,724 employees), the total annual spending on groceries during the workday near their place of work is estimated at $55.6 million.

Summary of Market Area Retail Demand

The market area's existing brick-and-mortar food store demand generated by households and area employees is consolidated in Table 5.

Table 5. Estimated Proposed Project Market Area Existing Food Store Demand 2023

Metric	Figure
Market Area Resident Demand for Brick-and-Mortar Food Store Sales (1)	$284,030,065
Area Employee Daytime Spending on Groceries (2)	$55,613,600
	$339,643,665

Source: ALH Urban & Regional Economics.
(1) See Exhibit 6.
(2) See Exhibit 8.

This table indicates that the existing market area food store demand totals $339.6 million, rounded to $340 million.

[39] This assumption recognizes that office workers tend to earn more than workers in other industry sectors; however, the selected adjustment is based on professional judgment rather than analytical data findings.

IV. EXISTING MARKET AREA FOOD STORES

MARKET AREA FOOD AND RELATED STORES

There are a select number of stores in the Proposed Project market area that might be competitive to varying degrees with the Project because of the availability of overlapping sales merchandise and other measures of store comparability. These stores are identified in Exhibit 9, and are classified into six main categories of stores, based upon the market niche of each store. These categories are Full-Service Grocery Stores, Natural/Organic Food Stores, Ethnic Markets, Specialized Markets, Discount/Other Stores (with substantial food and beverage sales), and Convenience Stores. For all six categories, the store names are listed along with type of structure, address, driving distance from the Project Site, and presence of a parking lot/garage. By category, the stores are listed in order of increasing distance from the Project Site. Exhibit 9 also includes comments on the market niche of each store, along with an ALH Economics assessment of the store's competitiveness with the Project.

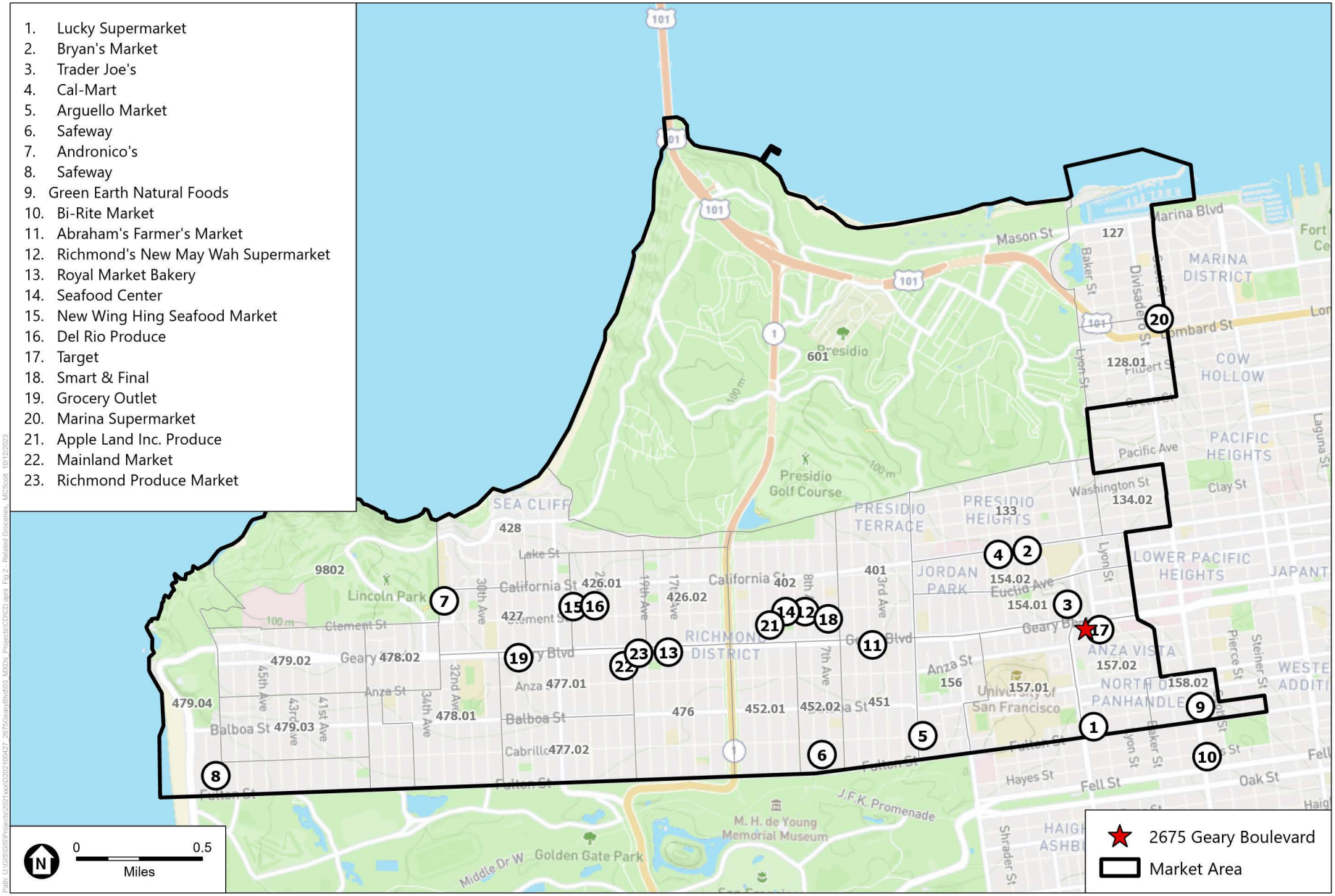
Each store in Exhibit 9 has a number, and the stores are plotted by number on Figure 2. All of the stores in Exhibit 9 are located in the market area with one exception. This exception is the Bi-Rite Natural/Organic Food Store. This store is located just beyond the boundary of the market area. However, because of its strong product comparability to Whole Foods, it was deemed relevant to include in the existing supply of potentially competitive stores. It would have been an oversight to exclude this store because it did not exactly match the geographic definition of the market area, especially as it is located so close to the boundary.

Full-Service Grocery Stores

The market area has eight full-service grocery stores. The store nearest to the Project Site is Lucky, located 1.0 mile driving distance away. There are four stores located 1.0 – 2.0 miles driving distance from the proposed Whole Foods, one located 2.0-3.0 driving miles away, and two that are over 4.0 driving miles away, within the defined market area. All but one of these stores has a parking lot, the exception being a neighborhood grocery store (Arguello Market) with street parking only. Some of the stores are located in shopping centers while others are stand-alone stores. Very brief descriptions of each grocery store follow, based on field visits and market research, in the order listed on Exhibit 9.

1. **Lucky Supermarket.** This traditional grocery store is located the closest to the Project Site of all market area full-service grocery stores, at 1.0 miles away. The Savemart Companies, which owns the Lucky brand, markets Lucky stores as having high-value offerings.[40,41] This store is located on Fulton Street in a small strip center, with additional tenants including Chase and J.P. Morgan. Other spaces previously occupied by personal services, such as a hair salon and nail salon, are vacant, with no visible leasing signs. Store shoppers at this Lucky span a wide demographic, but older, price-conscious shoppers appear to comprise a dominant market segment of shoppers. Parking is available in a garage under the center. This store has a bakery, bank, deli counter, florist, expanded personal product area, limited prepared foods,

[40] https://supplier.savemart.com/sab. Accessed October 8, 2023.
[41] If a retailer believes their product or service is high quality but they sell it at a medium price point, then the pricing strategy is deemed to be high value, with the customer perceiving they are getting a good price point. See https://getlucidity.com/strategy-resources/guide-to-kotlers-pricing-strategies/. Accessed October 8, 2023.



SOURCE: US Census, 2022; ESA, 2023

2675 Geary Boulevard

Figure 2
Stores Selling Groceries and Related Food Items
Inside and/or Near Proposed Project Market Area

a staffed meat and seafood counter (but the meat offerings are limited), greeting cards, a moderately-sized organic produce area, self-checking, and an outdoor seating area. The prepared food offerings include prepackaged sandwiches, side dishes and limited ready-to-eat meals. The store also features a pharmacy.

2. **Bryan's Market.** This market is located on California Street in the Laurel Village Shopping Center, 1.4 miles from the Project Site. The 20 or so ground floor retail spaces in the center are accompanied by second floor office space. Free, monitored parking is provided in a lot behind the shopping center. There are additional retail uses along California Street in the Laurel Heights neighborhood. This moderately-sized store has an upscale product mix, featuring a bakery, deli counter, florist, cold and hot prepared foods, a staffed seafood and butcher counter with ample offerings, including seasoned and prepared meats. Approximately half the store's produce is organic. Unique features of the store include fresh pasta and sauces, prepared foods to finish cooking at home, like beef and vegetable lasagna, fresh-cut flowers, sushi-grade seafood, and an expansive cheese department. Many products carried are from regional or specialty producers, rather than national brand food manufacturers. While most products are generally high-end and upscale, the store also sells some basic products, such as name brand cleaning supplies and Nabisco vanilla wafers.

3. **Trader Joe's.** This stand-alone Trader Joe's on Masonic Avenue is located about ½ block north of the Masonic Avenue/Geary Boulevard intersection, 0.3-0.4 miles away from the Project Site on foot, depending upon direction traveled; however, given the area street pattern, it is a 1.5-mile drive away.[42] This busy store has a dedicated parking lot with free parking, that is highly regulated by a parking attendant. This is a very typical Trader Joe's store, with a focus on value. Trader Joe's does not carry a lot of branded products, but instead carries many products in the Trader Joe's label. Most Trader Joe's stores are relatively small, averaging about 12,500 square feet. Trader Joe's offers a limited number of products, with about 23% organic produce.[43] In addition, Trader Joe's does not use GMO's as ingredients in their products, and since inception the neighborhood chain has not permitted any synthetic colors or artificial flavors. Trader Joe's provides a range of food goods across all major categories but does not provide a lot of variety per product.

4. **Cal-Mart.** Located 1.5 miles from the Project Site, , the Cal-Mart store is also situated in the Laurel Village Shopping Center on California Street , the same as Bryan's Market, #2 above. This store is bigger than Bryan's Market and has more product variety and depth of products than Bryan's Market. About 1/3 of the store's large produce section is organic. This store is not as upscale as Bryan's Market, but it still has an upscale feel and carries some gourmet products. The store features a nice bakery, a deli counter, a florist, prepared foods, staffed seafood and butcher counters with an extensive array of fresh items, sushi, prepared dishes and salads, and greeting cards. Because it is located in the Laurel Village Shopping Center, store shoppers have access to free parking along the back of the center.

5. **Arguello Market.** This market is a small to moderately sized grocery store located 1.6 miles from the Project Site on Arguello Boulevard. This is the only market area grocery store without dedicated parking. Instead, street parking is available to shoppers. In general, the store has the feel of being a mix between a convenience-oriented store and a full-service grocery store. This neighborhood-oriented store has a coffee bar and a deli counter, sells prepared foods,

[42] Per Google maps.
[43] See https://www.traderjoes.com/home/sustainability. Accessed July 15, 2023.

has a substantial bulk foods area, sells greeting cards and floral bouquets, and has outdoor dining. Many food offerings tend to be relatively wholesome, and the store has a substantial supply of organic produce.

6. **Safeway.** This Safeway store is a stand-alone store on 7th Avenue in a residential neighborhood. It is 2.1 miles from the Project Site. This large format store has a pharmacy; there is also space designated as a health clinic, but it is closed. The store features a deli counter; a florist selling flowers, vases, and balloons; prepared foods; a staffed seafood and butcher counter; some bulk foods; and greeting cards. This store is a traditional, large format store for Safeway. This store has a dedicated parking lot.

7. **Andronico's.** This Andronico's store is located 4.2 miles from the Project Site on 32nd Avenue. The store is a stand-alone store, with a CVS pharmacy inside the store and a dedicated parking lot. There is limited additional retail in the area of this store. This is a large-sized, somewhat upscale store, with a bakery, deli counter, flowers, prepared foods, staffed seafood and butcher counter, and some greeting cards. Approximately half the store's produce is organic.

8. **Safeway.** The last market area grocery store, located the furthest from the Project Site at 4.6 miles, is this Safeway on La Playa Street. This large format store is not as upscale as the other market area Safeway stores. It has a traditional format, but includes many similar features, such as a bakery, deli counter, pharmacy, expanded personal area, some prepared foods, a staffed seafood and butcher counter, and greeting cards. Approximately one-third of the store's produce is organic. There is also a customer service area that sells money orders and does check cashing. This store is stand-alone, also has dedicated parking, and has limited additional area retail.

In addition to these eight full-service grocery stores, ALH Economics considered also including the Marina Safeway store, which is a large, relatively upscale grocery store with a strong customer base and moderately sized organic produce section. However, this store is located 2.5 miles from the Project Site and well beyond the perimeter of the Proposed Project's market area. Moreover, the existing Whole Foods store at 1765 California Street is closer to this Safeway store than the Proposed Project, so competition between Whole Foods and Safeway is likely already occurring. Further, there are other Safeway stores that are closer to the Project Site. Consequently, the Marina Safeway store was dropped from consideration as a potentially competitive full-service grocery store warranting inclusion in the study.

All of the market area full-service grocery stores are likely to be somewhat competitive with the Proposed Project, as they all sell a full array of groceries while some have specialized departments comparable to Whole Foods and some have substantial organic produce offerings. Generally speaking, competition between the Project and other full-service grocery stores will tend to decrease with distance from the Project Site. Among the full-service grocery stores, there are two Safeway stores. Of these, the La Playa Street Safeway is located the furthest from the Project Site, and thus would likely be the least competitive. In addition to location, however, other factors relevant to the competitiveness of existing full-service grocery stores to the Project will likely include store shopping experience and aesthetic, with stores most comparable to the upscale orientation of Whole Foods being among the most competitive. Thus, while the Lucky store is closest in proximity by driving distance to the Project Site, its competitiveness would likely be tempered by its more traditional array of goods and older format.

Natural/Organic Food Stores

In addition to the market area's full-service grocery stores, there are two small natural foods markets near the perimeter of the market area selling organic and natural products. These natural food stores are Green Earth Natural Foods 0.9 miles from the Project Site and Bi-Rite Market located 1.2 miles from the Project Site. These two stores are located along Divisadero Street, mixed in among a range of smaller commercial retailers, restaurants, and service providers. The stores are a few blocks from each other but are distinguished from each other by their product mixes and overall vibe. As shown on Figure 2, these two stores are located along or just beyond the market area boundary. However, because of their strong product comparability to Whole Foods, it was most relevant to include these stores in the existing supply of potentially competitive stores.

7. **Green Earth Natural Foods**. This small natural foods store is the market area store most like Whole Foods given its product orientation and mix. It is located on Divisadero Street, 0.9 miles from the Proposed Project. Numerous other commercial uses line this part of Divisadero Street. This is a small store but it carries goods across all major categories typically offered by a grocery store. While it does not have its own store brand like Whole Foods, it has the same focus on natural, organic foods. The produce section is relatively limited, but the store has a good selection of other products, including vitamins and herbal supplements, prepared foods, dry goods, sauces, frozen foods, fresh meat, locally made cheeses, a salad/deli bar including vegetarian options, breads, bulk foods, and organic wines. An examination of Yelp reviews for the store indicates that its shoppers also consider it comparable to Whole Foods, often calling it a "mini-Whole Foods."[44] Shoppers indicate they can usually find the products they need but will go to Whole Foods or another market outside the market area if they need additional grocery items not carried at Green Earth Natural Foods.

8. **Bi-Rite Market.** This small market is also on Divisadero Street, amongst other commercial uses. It is located 1.2 miles from the Proposed Project, and just a few blocks from Green Earth Natural Foods store. This Bi-Rite Market location is one of three Bi-Rite store locations currently operating in San Francisco, one of which is a creamery. ALH Economics classified it in the Natural/Organic Food Stores category because almost all the produce sold at this location is organic (the Bi-Rite website indicates that 90% of the market's produce is certified organic).[45] However, Bi-Rite Market self identifies more as a place for community, with "Creating Community Through Food" a core mission of Bi-Rite's team. This store is upscale, featuring some Bi-Rite store brand products, among others, and house made foods. The store has a strong deli, meat and seafood counter, prepared foods, and prepackaged meats. The store sells both basic pantry and specialty items, and supports small entrepreneurs, California producers, and sustainable fisheries.

Both of these Natural/Organic Food Stores are perceived to be competitive with the Proposed Project. While the two stores are distinguishable from each other, with Bi-Rite comprising a more upscale shop with more self-branded and house made products, they each share many attributes with Whole Foods, such as a high proportion of natural/organic produce, a large selection of vitamins and herbal supplements (at Green Earth), and high-quality meat and seafood offerings (Bi-Rite). Their locations

[44] See:
https://www.yelp.com/biz/green-earth-natural-foods-san-francisco?osq=green+earth+natural+foods&sort_by=date_desc. Accessed July 15, 2023.
[45] See https://biritemarket.com/markets/market-departments/. Accessed July 15, 2023.

and positioning as neighborhood-serving stores are competitive strengths or advantages compared to Whole Foods.

Ethnic Markets

Exhibit 9 identifies three Ethnic Markets in the Proposed Project's market area – Abraham Farmer's Market, Richmond New May Wah Supermarket, and Royal Market Bakery. These neighborhood markets are located 1.7, 2.1, and 2.7 miles from the Project, respectively. They are on the major commercial thoroughfares of Geary Boulevard and Clement Street. There are likely other small, ethnic-oriented markets located elsewhere in the market area, but these three appear to be the more dominant ones. That said, all but the Richmond New May Wah Supermarket are relatively small.

9. **Abraham Farmer's Market**. This small market on Geary Boulevard has a Middle Eastern foods focus, including house made items, with an abundant supply of fruits and vegetables, most of which appear to be conventional, rather than organic. Other international, specialty food items are also sold, and the store features many basic non produce food items and staples, including spices and teas.

10. **Richmond New May Wah Supermarket.** This market on Clement Street sells almost exclusively Asian products, as well as fresh fruits and vegetables, fresh meat, poultry, and fish, including live fish. Many products are labeled in Chinese, including frozen items, canned items, snack foods, noodles, and even dairy products. This is a busy store, with an almost exclusively Asian clientele.

11. **Royal Market Bakery**. This small, convenience-sized store on Geary Boulevard has products spanning several ethnicities, especially including Armenian. The store sells fresh meat, fresh and smoked fish, and fresh produce, in addition to basic non produce food items. Many meat, fish, and deli products are prepared based on different country cuisines. The store also carries European sweets, including many baklava options. None of the produce is organic. The store has a nice cheese section, but otherwise limited dairy products.

Ethnic markets in the market area, including these three, are not likely to be highly competitive with the Proposed Project. Their strong ethnic product orientation distinguishes them from Whole Foods, providing many products not available at Whole Foods. Moreover, none of the stores prioritize the provision of organic produce; therefore, shoppers already satisfied with the conventional produce currently available at these neighborhood stores are unlikely to shift their shopping habits to another store with likely higher-priced organic produce.

Specialized Markets

Exhibit 9 lists three Specialized Markets in the Proposed Project's market area, all of which sell primarily just one type of food product. All three stores are relatively small, and are located on Clement Street, from 2.2 to 3.0 miles from the Project. These stores are:

- **14. Seafood Center**
- **15. New Wing Hing Seafood Market**
- **16. Del Rio Produce**

As stated by their names, Seafood Center and New Wing Hing Seafood Market sell fresh fish and complementary products, and Del Rio Produce sells fresh produce. The produce at Del Rio Produce is primarily suited to Mexican or Central American cuisine. Accordingly, this store could perhaps have just as easily been listed as an Ethnic Market instead of a Specialized Market.

None of these stores, or other specialized markets within the market area, are anticipated to be highly competitive with the Proposed Project. Given that they sell essentially one type of product they can be considered destination shopping locations, likely with a dedicated customer base.

Discount/Other Stores (with Substantial Food and Beverage Sales)

There are three discount-oriented stores in the Proposed Project's market area that have substantial food sales components, either because they are grocery stores or they have a large amount of store space devoted to food sales. These stores are Target, Smart & Final, and Grocery Outlet. The Target store is in the same shopping center as the Project, while the Smart & Final is 2.0 miles away on 7th Avenue and the Grocery Outlet is 3.7 miles away on Geary Boulevard. Each of these stores have dedicated customer parking lots.

17. **Target.** Target is a national general merchandise store that sells "everyday essentials and fashionable, differentiated merchandise at discounted prices."[46] The merchandise categories sold at Target include Apparel & Accessories, Food & Beverage, Home Furnishings & Décor, Beauty & Household Essentials, and Hardlines. For the years 2020, 2021, and 2022, the Food & Beverage category comprised 20%-21% of all store sales.[47] This is the second largest sales category, exceeded only by Beauty & Household Essentials at 26%-28%. Examination of the food and beverage offerings at the City Center Target store indicates that this store's ample food and beverage merchandise is limited in its supply of fresh food items, with no fresh fish, limited packaged meat, and limited produce. Instead, the food items largely comprise boxed, canned, and frozen food items, and some dairy products.

18. **Smart & Final.** Smart & Final stores provide a warehouse shopping experience in a smaller, faster format than most warehouse stores. The store sells more than 3,000 items packaged in bulk and an assortment of quality, value-priced products, including farm-fresh produce, dairy, deli, meat and seafood, as well as grocery and household essentials.[48] Many of the items sold at Smart & Final are in larger quantities than typically available at traditional grocery stores. Some products are also off brands, again not typically available at traditional grocery stores. At the 7th Avenue store there is no organic produce, but there is fresh produce, but with limited selection. Store prices are highly competitive, especially when items are on sale.

19. **Grocery Outlet.** Grocery Outlet is a value-oriented grocery retailer that sells a mixture of everyday staple products and a changing assortment of customer deals, at prices generally 40% to 70% below conventional retailers and 20% below leading discounters. Grocery Outlet stores feature many name-brand consumables and fresh products. The stores include product offerings in grocery, produce, refrigerated and frozen foods, beer and wine, fresh meat and seafood, general merchandise, and health and beauty care. Grocery Outlet strives for each independent store operator to offer shoppers a fun, treasure hunt shopping experience with an ever-changing assortment of "WOW!" deals, generating customer excitement and

[46] Target Corporation, Form 10-K, For the fiscal year ended January 28, 2023, page 2.
[47] Ibid.
[48] See https://www.smartandfinal.com/about-us. Accessed July 15, 2023.

encouraging frequent visitors from bargain-minded shoppers.[49] The Proposed Project's market area Grocery Outlet store on Geary Boulevard fits this description, with a mix of grocery and general merchandise store products, including a limited selection of organic products.

Of these three discount stores, only the Target store is likely to be somewhat competitive with the Proposed Project. Due to their discount pricing profile and general product mix, the Smart & Final and Grocery Outlet stores are not likely to be competitive with Whole Foods. The main reason the Target store is perceived to be competitive is due to its proximity to the Project, such that buyers seeking some household or grocery items available at both stores, and perceived to be substitutable, might be more inclined to make a purchase at the Target due to its discounted pricing strategy.

Convenience Stores (Select). Exhibit 9 lists four Convenience Stores in the Proposed Project's market area, all of which are positioned as small neighborhood markets with some amount of fresh food, especially produce, and generally more food than alcohol. The stores identified are all 1.7 to 2.9 miles from the Project, with one on Chestnut Street, one on Clement Street, and two on Geary Boulevard. None of the stores sell organic or natural food products. The stores listed here include the following:

- **20. Marina Supermarket**
- **21. Apple Land Inc. Produce**
- **22. Mainland Market**
- **23. Richmond Produce Market**

These stores are the type of stores area residents would shop at for stop gap groceries, ingredients to supplement meal preparation, or for snacks. None of the markets have a wide range of products to fully equip a pantry, although shoppers could assemble ingredients for a basic meal. In addition to these identified stores, there are other comparable stores in the Proposed Project's market area, as well as numerous neighborhood stores predominantly selling alcohol (e.g., beer, wine, spirits) and cigarettes, but that also sell some basic food items, such as dairy products, snacks, frozen products, and a few fruit or produce options, as well as a limited selection of household items. These latter stores provide opportunities close to home or work for a quick shopping trip.

The convenience nature of these stores does not lend them to strong competition with the Proposed Project, just as they are not highly competitive with the market area's existing full-service grocery stores. Shoppers at convenience stores tend to purchase stop gap items between major grocery shopping trips or to fill very special periodic needs, rather than purchase a typical full range of grocery goods. These stores are generally not equipped to support a household's weekly shopping needs. For these reasons, these stores are not anticipated to be highly competitive with the Project.

COMPETITIVE SUMMARY OF EXISTING STORES

In summary, the existing market area stores that are anticipated to be competitive with the Proposed Project to some extent include all the full-service grocery stores except the La Playa Safeway store (due to distance from the Project Site), the two natural/organic food stores (Green Earth Natural Foods and Bi-Rite Market), and the Target store at City Center. The ethnic markets, specialized markets, and convenience stores are anticipated to experience no, or limited, competitive overlap. Among the

[49] Many of these statements are summarized from "Form 10-K, Grocery Outlet Holding Corp., For the fiscal year ended January 1, 2022," pages 3 and 4.

discount/other stores with substantial food and beverage sales, only the Target store is anticipated to experience some competitive impact, solely due to its proximity to the Project Site.

V. SALES IMPACTS AND CUMULATIVE ANALYSIS

PROPOSED PROJECT SALES IMPACT

This report section assesses the potential for the Proposed Project to have an economic impact on the existing base of food stores in (and immediately adjacent to) the market area. Typically, this is accomplished by comparing a new food store's sales to the existing area food sales, to determine what share of existing food sales would need to be shifted to the new store in order for it to achieve its sales projection. Such an approach is not feasible for this study because retail sales are not collected and reported for either the market area or the nominally expanded study area. Such information is available for all of San Francisco; however, it is not available for any specific City sub-area unless the City of San Francisco hired a municipal tax consultant to collate data by sub-area, let alone a sub-area that coincided with the market area, which is not the case. Thus, it is necessary to consider other means by which to assess if the Project's sales would negatively impact existing stores, especially to such an extent that it could cause existing stores to close or contribute to store closure, thus triggering the potential for such closure to result in urban decay.

As presented earlier, the Proposed Project is estimated to require the attraction of $31.3 million in sales generated by market area consumers to achieve its estimated store performance. Meanwhile, the market area is estimated to generate demand for a combined $340 million in brick-and-mortar food store sales. This includes $284 million generated by households and $56 million generated by area employees (see Exhibits 5 and 6, respectively). These figures are shown in Table 6, below, which identifies the market area demand capture rate required of the Project to achieve the sales estimate.

Table 6. Projected Proposed Project Market Area Capture Rate

Metric	Figure
Amount of Proposed Project Sales Generated by Market Area Consumers (1)	$31,301,250
Market Area Resident Demand for Brick-and-Mortar Food Store Sales (2)	$284,030,065
Area Employee Daytime Spending on Groceries (3)	$55,613,600
	$339,643,665
Net Proposed Project Sales Capture Rate (4)	9.2%

Source: ALH Urban & Regional Economics.
(1) See Table 3.
(2) See Exhibit 6.
(3) See Exhibit 8.
(4) This figure comprises the percent of existing market area brick-and-mortar food store demand that the Proposed Project would need to capture in order to achieve the estimated market area generated sales figure.

This basic comparison of supply and demand indicates that the Proposed Project would require approximately 9.2% of market area demand to achieve this stabilized store sales performance estimate.

In all likelihood, it would probably take the Proposed Project a few years to fully achieve this stabilized sales level, as new retail stores typically ramp up sales over time, often requiring a period of three years or so to achieve their full sales potential. If this is the case for the Project, then the initial capture

rate would be below this 9.2% level. This capture rate would also be lower if the Project captures more than 15% of sales from outside the market area or if more sales than estimated were transferred to this store from other San Francisco Whole Foods stores. All of these are market possibilities.

The findings in Table 6 suggest that some existing market area stores would likely experience sales diversions, as some of their existing shoppers shift a portion of their grocery shopping to the Proposed Project. Existing food store sales performance data are not accessible to the public. Thus, this study cannot determine which stores may or may not be overperforming industry or store standards or averages. In all likelihood, many of the stores are probably overperforming, such that they would continue to achieve acceptable sales performance even with some sales loss. However, given the lack of available data, it is not possible for this study to single out and identify any specific store(s) that could or could not withstand a decrease in store sales.

Moreover, when store sales losses do occur, stores have the potential to compensate for these losses through product repositioning and other operational changes. Therefore, stores already performing strongly may be able to engage in these activities and continue serving their local neighborhood.

However, if other stores are not already performing strongly, it is possible that sales declines due to diverted sales or other factors could tip the store into a closure scenario. Notably, however, it is not likely that any one store would be impacted disproportionately more than another by the Proposed Project, as each store has its own market strengths as well as dedicated consumer base. Moreover, many of the competitive stores have features that can insulate them from the competitive impacts of the Project, such as one or more of the following: a smaller store size that provides a quicker, more intimate shopping experience; unique products; prepared foods; strong floral departments, etc. After all, these stores are already competing with Whole Foods, as there are an ample number of existing Whole Foods stores represented in San Francisco, albeit none located as close to them as the Project would be.

CUMULATIVE PROJECTS IDENTIFICATION AND ANALYSIS

Identification of Cumulative Projects

ALH Economics reviewed the cumulative projects list included in the DEIR to identify other planned retail projects in the portion of the market area most proximate to the Project Site. The DEIR includes 12 cumulative projects.[50] This list was extracted from the City's development pipeline. As shown in Exhibit 10, seven of the 12 cumulative projects are planned to include ground floor retail space.

The retail square footage planned for these cumulative projects totals 56,135 square feet, with most projects featuring less than 10,000 total retail square feet. One project, the 3333 California Street project, includes buildings with larger retail components, including one building with 11,180 square feet and one building with 14,816 square feet of retail. The specific retail uses or tenants for these spaces are not identified in the applications on file with the City of San Francisco.[51] Nor are the configurations of the spaces, many of which are likely anticipated to be subdivided into a collection of smaller spaces. However, given the size of each total building increment (at less than 15,000 square

[50] These cumulative projects are identified in the Whole Foods at 2675 Geary Boulevard Project, Draft EIR, December 2022, in Chapter 3. Environmental Setting, Impacts, and Mitigation Measures.
[51] See City of San Francisco Development Pipeline, https://data.sfgov.org/Housing-and-Buildings/SF-Development-Pipeline-2022-Q2/httc-cz47/data.

feet, often significantly less), ALH Economics assumes that none would include an appreciable amount of space dedicated to food sales, other than possibly a small snack or convenience shop.

Historically, average grocery store sizes in the United States were substantially larger than the retail spaces anticipated at the cumulative projects. In 2021, Progressive Grocer, a major grocery industry resource, reported that the average grocery store was 38,000 square feet, with small formats ranging in size between 12,000 square feet and 25,000 square feet, and even smaller in urban markets.[52] While not in operation in the San Francisco Bay Area, Aldi, a fast-growing grocery chain in the United States, reports that modest-sized Aldi stores are typically 17,825 to 18,000 gross square feet.[53] At an even smaller size, the average Trader Joe's stores is 12,000 square feet.[54]

There are two buildings at the 3333 California Street project with more than 10,000 square feet of planned retail space. Based on the above-cited prevailing grocery industry space parameters, only these cumulative project buildings are potentially of a size that could accommodate a grocery store. However, the 3333 California Street project site is located 0.2 and 0.4 miles from the two Laurel Village grocery stores, Bryan's Market and Cal-Mart. This proximity strongly suggests that there is little need for additional food sales at the 3333 California Street project site. Thus, ALH Economics assumes none of the cumulative retail projects will likely feature a grocery store tenant competitive with the Proposed Project or existing market area grocery stores.

Impact of Future Household Demand

ALH Economics obtained information about planned housing projects in the market area as part of the cumulative project analysis. The reason for obtaining this information was to identify the economic impact of future household brick-and-mortar retail demand in combination with the cumulative projects.

Based upon information provided by the City of San Francisco Planning Department from the City's development pipeline, there are 22 housing projects in development in the market area with 1,360 net new housing units proposed. The retail demand generated by these households is projected in Exhibit 11. The projection methodology matches the demand estimation approach presented for the existing baseline of market area households in Exhibit 6. Given the lack of detailed information about the intended occupants for these units, the analysis assumes the same average household income as for the market area's existing households.

Of the 22 cumulative housing projects, one comprises an affordable senior housing project. To be conservative (i.e., potentially not overstate demand), these units were netted out of the total, resulting in 1,262 potential new housing units, or households. As shown in Exhibit 11, these 1,262 new households are estimated to generate $46.4 million in annual brick-and-mortar retail demand. Of this amount, $7.82 million comprises demand for food & beverage stores.

This $7.8 million level of demand is equivalent to a 2.3% increase over the existing $340 million in baseline food & beverage demand. As shown in Table 7, incorporating this increment into the Proposed Project's capture rate analysis drops the capture rate from 9.2% as shown in Table 6 to

[52] See "Small Formats' Big Future in Retail," by Steven Duffy, Progressive Grocery, January 27, 2021. https://progressivegrocer.com/small-formats-big-future-retail.
[53] See https://corporate.aldi.us/fileadmin/fm-dam/real_estates/ALDI_Real_Estate_Flyer_Master_4.10.15_-_FINAL.PDF. Accessed October 3, 2023.
[54] See https://www.clubtraderjoes.com/trader-joes-faq. Accessed October 3, 2023.

9.0%. This is an almost negligible change, and thus is immaterial to the Project's economic impact conclusion.

Table 7. Projected Proposed Whole Foods Store Market Area Capture Rate
Existing and Projected Market Area Demographics

Metric	Figure
Amount of Proposed Project Sales Generated by Market Area Consumers (1)	$31,301,250
Market Area Resident Demand for Brick-and-Mortar Food Store Sales (2)	$284,030,065
Area Employee Daytime Spending on Groceries (3)	$55,613,600
Future Market Area Resident Demand for Brick-and-Mortar Food Store Sales (4)	$7,845,688
	$347,489,353
Net Proposed Project Sales Capture Rate (5)	9.0%

Source: ALH Urban & Regional Economics.
(1) See Table 3.
(2) See Exhibit 6.
(3) See Exhibit 8.
(4) See Exhibit 11.
(5) This figure comprises the percent of existing and projected market area brick-and-mortar food store demand that the Project would need to capture in order to achieve the estimated market area generated sales figure.

If any cumulative projects had been found to include retail spaces that could be competitive with the Proposed Project, their sales would have been added to the $31.3 million estimate of Proposed Project sales generated by market area consumers. If this had been the case, the future household brick-and-mortar food sales demand would have been more important relative to assessing the economic impact of the cumulative projects. Instead, these sales serve to generate further support for existing market area food stores as well as the Project.

Cumulative Projects Conclusion

In summary, although retail space is included in seven of the cumulative projects, all of the spaces are too small to include a competitive grocery store, with the possible exception of two of the three buildings planned at 3333 California Street. However, given that project's proximity to two existing market area full-service grocery stores, food store tenanting at 3333 California Street does not appear likely. Hence, this study assumes the cumulative retail projects will not include another competitive food store.

Concurrently, with the potential development of 1,262 new housing units in the market area, household market demand for groceries will increase in the market area. Given that these developments would increase the household market demand for groceries without creating new competition for the Proposed Project or the existing market area food stores, there would therefore be no impact in the cumulative condition.

VI. MARKET AREA COMMERCIAL RETAIL VACANCIES

FOOD STORES AREA VACANCY IDENTIFICATION

There are a range of commercial retail building or retail space vacancies scattered throughout the market area near the existing food stores. These vacancies were identified by ALH Economics reconnaissance field work in April 2023. To supplement the vacancy data already included in the EIR, ALH Economics focused on vacancies near the existing stores identified in Exhibit 9. Because the purpose of this analysis is to assess the potential for urban decay to occur as a result of the Proposed Project, it is most relevant to examine the real estate conditions surrounding the existing stores that could potentially be economically impacted. Therefore, the existing vacancies near the competitive food stores are presented in Exhibit 12 and discussed below.

While of much lesser relevance, additional information about vacancies near the stores not deemed to be competitive is presented in Exhibit 13. Several of the vacancies are engaged in the permit approval process, while others have been the subject of official complaints. Information about these permits and complaints can be found in the City and County of San Francisco Permit/Complaint Tracking System, by property address.[55] Summary permit or complaint information by property, as relevant, is included in Exhibits 12 and 13.

COMPETITIVE STORES WITH EXISTING VACANCIES NEARBY

Summary information about the vacancies identified near the existing competitive market area food stores is presented in Exhibit 12. This exhibit only includes information on existing competitive food stores within the market area with noteworthy vacancies near the stores. This list of vacancies is intended to be illustrative rather than comprehensive. This list also includes properties that are not vacant, but that are characterized by some of the conditions associated with urban decay, as defined earlier, which include plywood-boarded doors and windows and extensive or offensive graffiti painted on buildings.

For each competitive market area food store with nearby vacancies (e.g., typically within one city block), Exhibit 12 lists the name and address of the store, its distance from the Project Site, the address of nearby vacancies, the location of the vacancy relative to the existing competitive food store, the former retail use, the approximate date the space became vacant, the general condition of the vacant space, and comments about the vacancy and/or identified market interest. The vacancies are listed in order of proximity to the competitive stores listed in Exhibit 9.

Exhibit 9 identified 10 competitive market area food stores.[55] Of these 10 stores, eight are included in Exhibit 12.[56] This means that just over three-quarters of the market area's competitive food stores have one or more identifiable vacancies proximate to the food store (e.g., typically within one city block). The competitive stores with the greatest number of nearby retail vacancies include Lucky (6 vacancies, plus 2 properties with graffiti), Green Earth Natural Foods (4 vacancies), and Target (4 vacancies within City Center). All other stores included in Exhibit 12 have only one nearby vacancy. Instances of multiple nearby vacancies could be suggestive or indicative of conditions associated with

[55] This system can be found at this link:
https://dbiweb02.sfgov.org/dbipts/default.aspx?page=AddressQuery.

urban decay, depending upon the history and state of the vacancies. Each of the competitive stores with nearby vacancies are discussed in more detail, below.

City Center Target

The vacancies around the Target store are all within City Center. Compared to the Target site (and the Project Site) these are relatively smaller retail spaces, with prior tenants including Best Buy Auto Store, Starbucks, and Panera. The spaces, which range in size from 1,333 to 9,969 square feet,[56] have been vacant for varied lengths of time, including one since early 2019 (Starbucks) and one in early 2023 (Panera). All of the existing vacancies are in good condition, with one space going through the conditional use permit process to support a new gym tenant, the gym operator F45 (see permit citation in Exhibit 12). Some of the spaces have visible broker signs while others do not. Regardless, despite the length of time vacant, there is market interest in at least some of the space, as evidenced by an active permit application, and all of the spaces are likely to experience enhanced market interest once the Proposed Project is established as a new anchor store, resulting in increased consumer traffic to City Center.

Green Earth Natural Foods

The vacancies around Green Earth Natural Foods (Green Earth) are all on Divisadero Street, within a block of the store. Two of the vacancies are neighboring storefronts across the street from Green Earth, with paper taped inside the doors. One of the spaces exhibits signs of graffiti abatement (e.g., in a Google Maps image from June 2022 the windows and doors were extensively covered with graffiti. During fieldwork in April 2023 none of this graffiti was evident). These prior uses included a beauty supply shop/salon and a check cashing service, both of which became vacant sometime between June 2018 and June 2019. There is another vacancy on the same block as Green Earth with some graffiti on the exterior. The largest vacancy in this area is a property damaged by fire and water in August 2022, which was a café and lounge. This property is boarded up with extensive graffiti, and a complaint has been filed regarding the status of the building as abandoned and derelict (see complaint citation in Exhibit 12). However, visual observation suggests select repair work for second story residential units may be underway. Overall, this part of Divisadero Street is highly commercialized, with numerous small storefront commercial businesses lining the street. The area exhibits evidence of newer retailers and restaurants occupying spaces, and construction efforts on the property with fire and water damage demonstrate investment interest in area real estate.

Fulton Market, Lucky Store

The Lucky Store is the anchor tenant at the relatively small Fulton Market shopping center, which is located on Fulton Street. In addition to the Lucky, there are three small tenant spaces, plus one second floor office space. All three of the center's small ground floor retail spaces are vacant. These include a former Great Clips, Eve Nails & Spa, which occupied two spaces. All of the ground floor retail vacancies are in good condition, and it appears they became available between May 2019 and October 2021. There is no visible leasing information available for two of the spaces, but in October 2022 the former Great Clips space had a tenant improvement permit approved and issued for a new limited restaurant, possibly a Boba restaurant (see permit citation in Exhibit 12).

[56]See https://www.acadiarealty.com/images/brochures/CityCenter.pdf. Accessed October 11, 2023.

Across Fulton Street from the Lucky grocery store there are two additional commercial vacancies. One is a former restaurant, vacated between March and June 2022. The exterior of this property has been repainted, but graffiti is visible and there is no visible leasing information. The other property also has graffiti on the temporary plywood installed for construction; this property has soft story retrofitting in process for conversion to a gym, with a permit approved for improvements in April 2023 (see permit citation in Exhibit 12). Two other properties on Fulton Street are included in Exhibit 12, to demonstrate how endemic graffiti is in some of San Francisco's commercial districts. An existing busy Starbucks at the southeast corner of Fulton Street and Masonic Avenue has extensive graffiti on one side of the building. There is also limited graffiti on a small corner liquor store at the southwest corner of Fulton Street and Masonic Avenue. Thus, there is more graffiti on occupied storefronts in this commercial node than there is on vacant commercial spaces. These instances of graffiti demonstrate that graffiti is somewhat common throughout an urban environment like San Francisco, and appears on both vacant and occupied properties.

One additional vacancy identified in Exhibit 12 near the Lucky store was included for illustrative purposes. Located 2.5 blocks from the Lucky store, this vacancy is not directly associated with the commercial sphere around the Lucky store. This is a small market that closed sometime after March 2021, that is boarded up with plywood. However, a permit application was filed in March 2023 for accessibility upgrades, so despite the current appearance of this retail space there are plans for reinvestment in the property (see permit citation in Exhibit 12).

Bi-Rite Market

There is one existing retail vacancy near the Bi-Rite Market, across Divisadero Street from the store. This space was most recently occupied by Pizzadero Slice House. Examination of Google Maps images suggests that the restaurant opened in September 2021, but was then closed by January 2023. The exterior of this space is covered in graffiti and the space does not appear to be actively marketed for lease.

Bryan's Market and Cal-Mart

There is one existing retail vacancy near the Bryan's Market and Cal-Mart on California Street across from Bryan's Market. This space was most recently occupied by Ag Ferrari, with examination of Google Maps images indicating it closed sometime between April 2017 and May 2019. The space is in good condition and is being actively marketed.

Trader Joe's

Next to the Trader Joe's store the Lucky Penny Coffee Shop, a 24-hour diner, closed in 2015. This commercial space is next to Trader Joe's but comprises an independent structure. After closing, the property eventually became characterized by boarded up doors and windows, as well as graffiti, some of which changed over time. Then, in 2021, the property exterior was painted with professional murals, which are unique and serve to deter graffiti. This property now comprises a planned housing development site, with approximately 100 units. The building permit for this housing development was issued, and has been extended twice, both times at a substantial cost. The most recent extension, requested on 9/6/23, extends the building permit to 10/24/25, at a cost of over $12,000.[57] This

[57] See https://dbiweb02.sfgov.org/dbipts/default.aspx?page=PermitDetails for information on the building permit extension.

action indicates that there continues to be financial investment in the property with active interest to redevelop the site.

Arguello Market

There is one existing retail vacancy next to the Arguello Market on Arguello Boulevard. This space was most recently occupied by Up Town Dry Cleaners & Alterations, which left the space sometime after June 2021. The space is in good condition and is being actively marketed.

OTHER MARKET AREA VACANCIES NEAR FOOD STORES

Among the food stores that are not likely to be competitive with the Proposed Project, six were found to have adjacent or nearby commercial vacancies. This reflects just under 50% of the 13 noncompetitive stores presented in Exhibit 9. These food stores and the identified vacancies are listed in Exhibit 13. Some of the vacancies are in good condition while most are in fair condition, one has exterior graffiti, another has paper taped inside the door and windows, and another one is boarded up. The vacancies are largely in fair condition due to the age of the structures, comprising older commercial buildings along the major commercial arterials of Geary Boulevard and Clement Street.

By food store, the vacancies near the noncompetitive stores are as follows:

- Abraham Farmers Market on Geary Boulevard has two neighboring vacancies, a former ramen shop and a former beauty store. Both became vacant sometime between June 2019 and December 2020. A permit was issued in April 2023 to install new restaurant equipment in the former ramen shop, suggesting a new tenant is coming to the space. The other vacancy has a broker sign posted, indicating the space is being marketed.

- The Seafood Center on Clement Street has two nearby vacancies, located across Clement Street from the store. There are complaints on file with the City for both of these buildings regarding their physical conditions, such as roof collapse, pooling water, signage, etc. (see complaint citations in Exhibit 13). One of these retail spaces formerly housed a Goodwill shop, which closed in September 2020 (anecdotal information from a neighboring business owner indicates this store closed when it could not sustain rent payments due to pandemic impacts), and the other housed a travel agency, which closed the end of 2021. The former Goodwill shop is boarded up with the exterior covered with posters and there is some graffiti on the tile exterior of the former travel agency.

- Richmond Produce Market on Geary Boulevard has a neighboring vacancy with about 1,800 square feet. The travel agency previously in this space vacated between April 2022 and April 2023. This space is being actively marketed, but recent lease negotiations fell through.

- New Wing Hing Seafood Market and Del Rio Produce on Clement Street are located just a couple storefronts from each other. Across Clement Street there is a small vacancy, which resulted from the relocation of the former State Farm Insurance tenant sometime between December 2020 and May 2021. This space is being actively marketed.

- The Grocery Outlet on Geary Blvd does not have any nearby retail vacancies, but at the time fieldwork for this study was conducted there were two tents for unhoused persons located in the public-right-of-way in front of the store on Geary Boulevard.[58]

These existing conditions pertain to market area food stores that are not anticipated to be competitive with the Proposed Project. Accordingly, these conditions would not be exacerbated by the Project because they are not near food stores anticipated to be competitive with the Proposed Project.

SUMMARY

Summary of Commercial Vacancies

The preceding review of commercial vacancies indicates that some, but not all of the competitive food stores have nearby vacancies. Thus, if any stores were to close as a result of economic impacts associated with the Proposed Project, these might be the areas one would consider most susceptible to devolving into urban decay. However, most of the identified vacancies are in good condition, indicating responsible maintenance. Therefore, there is no indication that any additional prolonged vacancy or vacancies would result in changed physical conditions. Moreover, many of the cited vacancies are being actively marketed, with some undergoing improvements as well as demonstrated tenant interest, including improvements being made for specific tenants. Overall, therefore, ALH Economics believes existing vacancies around the Project's competitive food stores are within market norms, and are not suggestive of the potential for urban decay to be triggered by Project development. This is especially the case when the impacts of the COVID-19 pandemic are taken into consideration. As noted by the approximate dates of vacancy in Exhibit 12, about half the spaces with known vacancy dates became vacant during the peak period of the pandemic. While it is indeterminate if this was the reason the commercial businesses failed, it is a likely contributor, with vacancy status likely improving over the long term as the market restabilizes and slowly recovers from pandemic impacts.

Some of the noncompetitive food stores also have existing retail vacancies nearby. These are located along major commercial corridors in San Francisco, and notably most of these properties became vacant during the peak of the pandemic. Anecdotal information shared by other nearby business owners indicates that the pandemic was indeed a contributing factor to store failure, in some cases because businesses could not sustain paying rent while remaining closed for public health reasons. The spaces that are in good repair are being marketed. Some of these spaces have experienced demonstrated tenant interest, but new tenants have yet to be secured. Most importantly, however, as stated above, the vacancies near the noncompetitive food stores are not expected to be exacerbated by the Project as the noncompetitive stores are not anticipated to experience Proposed Project-related economic impacts.

[58] This fieldwork occurred in April 2023.

VII. URBAN DECAY DETERMINATION

Conditions Contributing to Urban Decay

In developing a conclusion regarding the potential for urban decay, ALH Economics relied on the definition presented earlier, which focused on determining whether economic effects resulting from development of the Proposed Project as well as other cumulative projects would cause or contribute to physical impacts in the form of urban decay. This definition is as follows:

> *[U]rban decay is defined as, among other characteristics, visible symptoms of physical deterioration that invite vandalism, loitering, and graffiti that is caused by a downward spiral of business closures and multiple long term vacancies. This physical deterioration to properties or structures is so prevalent, substantial, and lasting for a significant period of time that it impairs the proper utilization of the properties and structures, or the health, safety, and welfare of the surrounding community. The manifestations of urban decay include such visible conditions as plywood-boarded doors and windows, parked trucks and long term unauthorized use of the properties and parking lots, extensive gang and other graffiti and offensive words painted on buildings, dumping of refuse on site, overturned dumpsters, broken parking barriers, broken glass littering the site, dead trees and shrubbery together with weeds, lack of building maintenance, abandonment of multiple buildings, homeless encampments, and unsightly and dilapidated fencing." These visible conditions are often characterized as "urban blight."*[59]

A determination that the Proposed Project could cause or contribute to potential urban decay would be predicated upon a finding of a negative economic impact so severe that it causes or contributes to store closure, creating a new commercial vacancy, and that the new commercial vacancy remains vacant over a sustained period of time without reasonable maintenance that it contributes to physical environmental effects associated with urban decay. Here, the Project is expected to capture about 10% of the existing food sales in the market area. This amount of sales capture is likely to be spread across the 10 identified competitive food stores in the market area and is not likely to result in negative economic effects that would cause or contribute to the closure of an existing food store, thereby creating a new commercial vacancy.[60]

However, even if the Proposed Project's economic impact did cause or contribute to a store closure, simple store closures are not sufficient to cause urban decay, as such closures could provide an opportunity for new retailers or other tenants to occupy vacated spaces or for property owners to engage in economic development efforts to improve properties. Further, a vacant building does not necessarily lead to urban decay, even if the building were to be vacant over a relatively long time.

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[59] Whole Foods at 2675 Geary Boulevard Project, Draft EIR, December 2022, Chapter 4. Other CEQA Issues, 4.B. Urban Decay, page 4-2. Sourced herein to the following legal challenges, including *Chico Advocates for a Responsible Economy v. City of Chico* (*Chico Advocates*) (2019), 40 Cal.App.5th 839, 843, and *Joshua Tree Downtown Bus. All. v. County of San Bernardino* (*Joshua Tree*) (2016) 1 Cal. App. 5th 677, 685.

[60] As identified earlier, these 10 competitive food stores include seven of the full-service grocery stores (e.g., Lucky, Bryan's Market, Trader Joe's, Cal-Mart, Arguello Market, 7th Avenue Safeway, and Andronico's), the two natural/organic food stores (e.g., Green Earth Natural Foods and Bi-Rite Market), and Target at City Center.

Similarly, even a number of empty storefronts would not necessarily constitute urban decay. Those buildings and/or properties would have to remain vacant, deteriorate, and lead to the decline of the associated property and potentially other nearby real estate before urban decay would ensue.

Observations of Urban Decay Conditions

The notations in Exhibits 12 and 13 with the market area vacancies indicate that there are only a few vacancies with existing characteristics that are associated with urban decay. Among the vacancies near the competitive food stores these characteristics are limited to graffiti and covered up doors and windows, but with paper, not wood. These include vacancies near Green Earth Natural Foods, Lucky, and Bi-Rite Market. These three stores comprise 30% of the competitive food stores. Thus, while the most competitive portions of the market area have some vacancies that are not being as well maintained as possible, the majority have no observed characteristics of urban decay.

Notably, other commercial properties near the competitive food stores that are **not** vacant are also marked with graffiti. This includes properties in the neighborhood around the competitive Lucky in the Fulton Market. In an urban environment such as San Francisco, graffiti can be the norm, with graffiti present on a range of properties throughout the city. Thus, graffiti in this environment in and of itself is not particularly indicative of urban decay, but rather an unfortunate byproduct of a vital urban setting.

Characteristics of urban decay are more prevalent among the vacancies and other properties near the noncompetitive food stores. These especially include a two-tent encampment within the public-right-of way near the Grocery Outlet and the former Goodwill store property, which is boarded up and falling into disrepair, with numerous complaints filed against the property. These examples, however, are independent of the Proposed Project, and are not anticipated to be exacerbated by any potential Project impacts because they are located near noncompetitive stores.

Another condition independent of the Proposed Project and not anticipated to be affected by any potential Project impacts includes an existing homeless encampment located across Geary Boulevard from City Center and across Masonic Avenue from the Trader Joe's. This encampment is located on the public sidewalk on the east side of Masonic Avenue, on the block bounded by Masonic Avenue to the north and east, Presidio Boulevard to the east, and Geary Boulevard to the south; the block is currently occupied by an SFMTA (San Francisco Municipal Transportation Agency) facility.[61] The facility includes a training office and Muni ticket center. However, there are no active doors or driveways on the Masonic Avenue side; and the facility is surrounded by a perimeter fence. As such, the encampment is located in an area characterized by limited pedestrian or vehicle activity and comprises an example of urban decay conditions that are not a direct result of commercial vacancies.

Urban Decay Conclusions

Based on the market area field reconnaissance conducted in April 2023, ALH Economics notes that commercial properties near the 10 competitive food stores are generally well-maintained, with no derelict structures observed. Graffiti, which comprises the most common characteristic of urban decay noted near some of the competitive properties, is a condition endemic to San Francisco, present on both vacant and occupied buildings.

[61] See https://www.sfchronicle.com/sf/article/whole-foods-san-francisco-18285642.php for a photograph of the encampment from August 2023.

The Lucky Store is 1.0 mile from the Proposed Project in the Fulton Market shopping center. The three vacancies within Fulton Market are all in good condition, with one space exhibiting signs of an impending new tenant. There are other nearby vacancies, another one of which is also getting ready for a new tenant. In the area immediately surrounding the Lucky store there are both vacant and occupied buildings painted with graffiti. Notably, there is more graffiti on occupied storefronts in this area than on vacant commercial spaces.

The Green Earth Natural Foods store on Divisadero Street is just under one mile from the Proposed Project. This portion of Divisadero Street is lined with small commercial retailers for several blocks. As noted in Exhibit 12, there are four vacancies immediately near this store, one being a space under renovation following a fire and resulting water damage, and the other three characterized by graffiti or paper coverings. Two of these properties are being marketed. In discussion with ALH Economics, area brokers indicate the COVID-19 pandemic impacted the market for these spaces, but that small retail spaces in other residential and commercial areas of the city are seeing an uptick in demand. The other store in this category, Bi-Rite, has one nearby vacancy that does have some graffiti, but no other nearby vacancies.

None of the additional seven competitive food stores, which includes six of the competitive full-service grocery stores, have more than one immediate area vacancy, and all of those are in good condition and are being actively marketed.

When looking at the phenomenon of urban decay, it is helpful to note economic impacts that **do not** constitute urban decay. For example, a vacant building is not on its own an example of urban decay, even if the building were to be vacant over a relatively long time. Similarly, in the context of retail development, even a number of empty storefronts would not constitute urban decay.

The City's implementation of commercial vacancy-related regulatory controls would limit the potential for any commercial vacancies to become long term vacancies, or to succumb to conditions characteristic of urban decay. These regulatory controls are implemented to avoid the onset of property deterioration and the potential for urban decay. These regulations include the following:

- The Vacancy Tax Ordinance, effective April 17, 2020
- The Community Preservation and Blight Reduction Act
- The Graffiti Removal and Abatement Ordinance

These regulations are designed to incentivize retail property owners to fill vacancies, correct blighted conditions, and to remove graffiti. The Graffiti Removal and Abatement Ordinance also makes it unlawful to deface, damage, or destroy property with graffiti.

These findings all suggest the following:

- Visible signs of urban decay, such as graffiti, appear in both occupied and vacant properties, and a property's occupancy status does not necessarily indicate characteristics of urban decay have or will ensue.
- The Proposed Project would not likely result in economic impacts to other grocery retailers that are so great that store closures would result.
- Even if the Proposed Project did cause or even contribute to store closures, urban decay would not likely result because:

- There are few existing vacancies near competitive food stores that would lead to urban decay; and
- City regulations are in place to prevent or reduce the physical visible signs of urban decay.

Based upon the preceding findings, ALH Economics concludes that development of the Proposed Project, alone or in combination with the identified cumulative projects, is not anticipated to cause or contribute to urban decay through the proliferation of conditions associated with the physical deterioration of other properties resulting from economic impacts, such as loitering, dumping of refuse and other littering, plywood-boarded doors and windows, lack of building maintenance, and building abandonment.

ASSUMPTIONS AND GENERAL LIMITING CONDITIONS

ALH Urban & Regional Economics has made extensive efforts to confirm the accuracy and timeliness of the information contained in this study. Such information was compiled from a variety of sources, including interviews with government officials, review of City and County documents, and other third parties deemed to be reliable. Although ALH Urban & Regional Economics believes all information in this study is correct, it does not warrant the accuracy of such information and assumes no responsibility for inaccuracies in the information by third parties. We have no responsibility to update this report for events and circumstances occurring after the date of this report. Further, no guarantee is made as to the possible effect on development of present or future federal, state or local legislation, including any regarding environmental or ecological matters.

The accompanying projections and analyses are based on estimates and assumptions developed in connection with the study. In turn, these assumptions, and their relation to the projections, were developed using currently available economic data and other relevant information. It is the nature of forecasting, however, that some assumptions may not materialize, and unanticipated events and circumstances may occur. Therefore, actual results achieved during the projection period will likely vary from the projections, and some of the variations may be material to the conclusions of the analysis.

Contractual obligations do not include access to or ownership transfer of any electronic data processing files, programs or models completed directly for or as by-products of this research effort, unless explicitly so agreed as part of the contract.

APPENDIX: EXHIBITS

Exhibit 1
Proposed Project Market Area Definition

The market area for the Proposed Project at 2675 Geary Boulevard has the following boundaries:

Divisadero Street to the east
Fulton Street to the south
Ocean Beach to the west
The Presidio to the north

Constituent Census Tracts (29 tracts):

601
127
128.01
479.04
9802
428
479.02
478.02
427
426.01
426.02
402
401
133
134.02
154.02
154.01
479.03
478.01
477.01
477.02
476
452.01
452.02
451
156
157.01
157.02
158.02

The census tracts do not conform with the eastern boundary of Divisadero Street. Census tracts were selected that contain that boundary as much as possible. If a census tract that included Divisadero Street had more than half the area located to the west of Divisadero Street, i.e., in the market area, then it was included. If a census tract that included Divisadero Street had more than half the area located to the east of Divisadero Street, i.e., not in the market area, then it was not included.

Based upon this approach, the census tracts that cross over Divisadero Street that were not included in the market area are:

132
153
155
158.01

Exhibit 2
San Francisco City and County Taxable and Total Sales Estimate (1)
2022

Type of Retailer	Total Taxable Sales San Francisco	San Francisco Taxable Sales Adjusted to Total Retail	Number of Outlets
Motor Vehicles & Parts Dealers	$552,918,769	$552,918,769	155
Home Furnishings & Appliance Stores	$628,328,755	$628,328,755	732
Building Materials & Garden Equip .	$600,259,344	$600,259,344	280
Food & Beverage Stores	$753,503,223	$2,511,677,410 (2)	1,219
Gasoline Stations	$602,507,847	$602,507,847	124
Clothing & Clothing Accessories Stores	$1,378,550,468	$1,378,550,468	2,428
General Merchandise Stores	$556,029,352	$741,372,469 (3)	314
Food Services & Drinking Places	$4,198,204,378	$4,198,204,378	5,248
Other Retail Group	$1,428,276,604	$1,652,850,144 (4)	6,814
Total (5)	**$10,698,578,740**	**$12,866,669,584**	**17,314**
Percent Taxable	**83%**		

Sources: California Department of Tax and Fee Administration (CDTFA), "Table 1. Taxable Sales in California, By Type of Business, 2022"; U.S. Economic Census, "Retail Trade: Summary Statistics for the U.S., States, and Selected Geographies: 2017"; and ALH Urban & Regional Economics.

(1) Taxable sales are pursuant to reporting by the State of California Department of Tax and Fee Administration (CDTFA).
(2) Sales for Food and Beverage Stores have been adjusted to account for non-taxable sales; only 30.0% of all food store sales are estimated to be taxable.
(3) Sales for General Merchandise Stores have been adjusted to account for non-taxable sales, since some General Merchandise Store sales include non-taxable items. ALH Urban & Regional Economics estimates that at least 25% of General Merchandise sales are for grocery, pharmacy, and other non-taxable items. This estimate is based on analysis of the 2017 U.S. Economic Census findings for General Merchandise stores in California.
(4) Sales for Other Retail Group have been adjusted to account for non-taxable drug store sales, since drug store sales are included in the Other Retail Group category. ALH Urban & Regional Economics estimates that 33.0% of drug store sales are taxable, based on discussions with the former California BOE and examination of U.S. Census data. In California, drug store sales in 2021 represented approximately 7.74% of all Other Retail Group sales. ALH Urban & Regional Economics applied that percentage and then adjusted upward for non-taxable sales.
(5) Totals may not add up due to rounding.

Exhibit 3
State of California Taxable and Total Retail Sales Estimate by Retail Category
2021

Type of Retailer	Total Taxable Sales (1)	State of California Taxable Sales Adjusted to Total Retail	Percent of Total
Motor Vehicle & Parts Dealers	$106,686,237,970	$106,686,237,970	14.9%
Home Furnishings & Appliances	$35,608,291,679	$35,608,291,679	5.0%
Building Materials & Garden Equipment	$50,775,894,055	$50,775,894,055	7.1%
Food & Beverage Stores	$33,308,785,191	$111,029,283,970 (2)	15.5%
Gasoline Stations	$56,231,375,008	$56,231,375,008	7.8%
Clothing & Clothing Accessories	$47,599,716,027	$47,599,716,027	6.6%
General Merchandise Stores	$66,201,633,381	$88,268,844,508 (3)	12.3%
Food Services & Drinking Places	$87,700,329,269	$87,700,329,269	12.2%
Other Retail Group	$114,691,196,514	$132,724,543,754 (4)	18.5%
Total (5)	**$598,803,459,094**	**$716,624,516,240**	**100%**

Sources: California Department of Tax and Fee Administration (CDTFA), "Table 1. Taxable Sales in California, By Type of Business, 2021"; U.S. Economic Census, "Retail Trade: Summary Statistics for the U.S., States, and Selected Geographies: 2017"; and ALH Urban & Regional Economics.

(1) Taxable sales are pursuant to reporting by the State of California Department of Tax and Fee Administration (CDTFA).
(2) Sales for Food and Beverage Stores have been adjusted to account for non-taxable sales; only 30.0% of all food store sales are estimated to be taxable.
(3) Sales for General Merchandise Stores have been adjusted to account for non-taxable sales, since some General Merchandise Store sales include non-taxable items. ALH Urban & Regional Economics estimates that at least 25% of General Merchandise sales are for grocery, pharmacy, and other non-taxable items. This estimate is based on analysis of the 2017 U.S. Economic Census findings for General Merchandise stores in California.
(4) Sales for Other Retail Group have been adjusted to account for non-taxable drug store sales, since drug store sales are included in the Other Retail Group category. ALH Urban & Regional Economics estimates that 33.0% of drug store sales are taxable, based on discussions with the former California BOE and examination of U.S. Census data. In California, drug store sales in 2019 represented approximately 7.74% of all Other Retail Group sales. ALH Urban & Regional Economics applied that percentage and then adjusted upward for non-
(5) Totals may not add up due to rounding.

Exhibit 4
Household Income Spent on Retail (1)
United States
2021

Characteristic	All Consumer Units	Household Income Range							
		$15,000 to $29,999	$30,000 to $39,999	$40,000 to $49,999	$50,000 to $69,999	$70,000 to $99,999	$100,000 to $149,999	$150,000 to $199,999	$200,000 and more
Average HH Income	$87,432	$22,355	$34,780	$44,683	$59,210	$83,658	$121,162	$171,570	$316,328
Amount Spent on Retail (2)	$25,348	$13,540	$18,071	$19,752	$22,313	$26,814	$32,175	$39,269	$52,967
Percent Spent on Retail (3)	29%	61%	52%	44%	38%	32%	27%	23%	17%

Sources: Table 1203. Income before taxes: Annual expenditure means, shares, standard errors, and coefficient of variation, Consumer Expenditure Survey, 2021, U.S. Bureau of Labor Statistics; and ALH Urban & Regional Economics.

(1) Includes retail categories estimated to be equivalent to the retail sales categories compiled by the State of California, Department of Tax and Fee Administration.

(2) Includes the Consumer Expenditures categories of: food; alcoholic beverages; laundry and cleaning supplies; other household products; household furnishings and equipment; apparel and services; vehicle purchases, gasoline and motor oil; 1/2 of maintenance and repairs (as a proxy for taxable parts); drugs; medical supplies; audio and visual equipment and services; pets, toys, hobbies, and playground equipment; personal care products and services; reading; and tobacco products and smoking supplies.

(3) Percentages may be low as some expenditure categories may be conservatively undercounted by ALH Urban & Regional Economics.

Exhibit 5
City and County of San Francisco
Retail Demand, Sales Attraction, and Spending Analysis (1)
2022

Type of Retailer	Per HH Spending (2)	San Francisco County Household Spending: San Francisco Household Spending (3)	Percent E-Commerce (4)	Remaining Brick-and-Mortar Demand (5)	San Francisco City and County Taxable Sales (6)	Retail Sales Attraction/(Leakage): Amount	Retail Sales Attraction/(Leakage): Percent
Motor Vehicles & Parts Dealers	$5,839	$2,109,153,648	5.0%	$2,003,695,966	$552,918,769	($1,450,777,197)	-69%
Home Furnishings & Appliance Stores	$1,949	$703,964,820	25%	$527,973,615	$628,328,755	$100,355,140	16%
Building Materials & Garden Equip (7)	$2,779	$1,003,823,588	12.5%	$878,345,639	$600,259,344	($278,086,295)	-28%
Food & Beverage Stores	**$6,077**	**$2,195,014,313**	**3%**	**$2,129,163,884**	**$2,511,677,410**	**$382,513,526**	**15%**
Gasoline Stations	$3,078	$1,111,676,745	0%	$1,111,676,745	$602,507,847	($509,168,898)	-46%
Clothing & Clothing Accessories Stores	$2,605	$941,031,539	20%	$752,825,231	$1,378,550,468	$625,725,237	45%
General Merchandise Stores	$4,831	$1,745,047,524	15%	$1,483,290,395	$741,372,469	($741,917,926)	-43%
Food Services & Drinking Places	$4,800	$1,733,808,155	0%	$1,733,808,155	$4,198,204,378	$2,464,396,223	59%
Other Retail Group (8)	$7,264	$2,623,922,832	25%	$1,967,942,124	$1,652,850,144	($315,091,980)	-12%
Total	**$39,221**	**$14,167,443,164**	**11% (9)**	**$12,588,721,754**	**$12,866,669,584**	**$277,947,830**	**2%**

Sources: Retail Indicators Branch, U.S. Census Bureau, "Table 1. Supplemental Estimated Quarterly US Retail Trade Sales: Total and E-Commerce, 2022Q4"; ecommercedb (a partner of Statista, see https://ecommercedb.com/insights/ecommerce-shares-in-top-product-categories); "Bagged or Boxed: The Future of 13 Retail Categories," 2017, page 11, Jones Lang LaSalle; "'Table 3. Supplemental Estimated Quarterly U.S. Retail Trade Sales (Not Adjusted, millions of dollars) - Total and E-commerce, "Retail Indicators Branch, U.S. Census Bureau, February 19,

(1) All figures are expressed in 2022 dollars.
(2) The per household spending estimates for San Francisco County were generated by ALH Urban & Regional Economics by taking the estimated average 2023 household income figure of $171,360 for 2022 provided by the San Francisco Planning Department and multiplying by 23%, utilizing the assumption that 23% of household income is spent on BOE type retail at this average income level. See Exhibit 4. This figure was then multiplied by the percentages calculated from the ratio of the CDTFA sales for the State of California. See Exhibit 3.
(3) Represents per household spending multiplied by the respective household count for San Francisco County of 361,222.
(4) ALH Urban & Regional Economics developed these percentage estimates after reviewing and analyzing many retail-related resource materials with information about the share of consumer retail sales captured by the internet around 2019 and thereafter. The sources included estimates by retail category, many of which coincided exactly with the CDTFA retail categories and many of which were for more specific categories that ALH Urban & Regional Economics then aggregated for analytical purposes. The resources used for this analysis comprised the source materials referenced in the exhibit Sources prepared by Jones Land LaSalle, the U.S. Census Bureau, Cushman & Wakefield, and CDTFA.
(5) Comprises the balance of household demand anticipated to be expressed for brick-and-mortar stores, after deducting the percent of demand assumed to be satisfied by internet sales.
(6) See Exhibit 2.
(7) Building Materials and Garden Equipment includes hardware stores, plumbing and electrical supplies, paint and wallpaper products, glass stores, lawn and garden equipment, and lumber.
(8) Per the State of California Department of Tax and Fee Administration the Other Retail Group includes drug stores, florists, and stores primarily selling health and personal care products, pet supplies, gifts, art goods and novelties, sporting goods, musical instruments, stationary and books, office and school supplies, and second-hand merchandise as well as miscellaneous other retail stores.
(9) Weighted average totals.

Exhibit 6
Proposed Project Market Area Retail Demand
Existing Market Area Households (1)
2023 Dollars

Type of Retailer	Per HH Retail Demand (2)	Project Market Area Household Spending: Existing Total Household Retail Demand (3)	Percent E-Commerce (4)	Remaining Brick-and-Mortar Demand (5)
Motor Vehicles & Parts Dealers	$6,158	$281,360,704	5.0%	$267,292,669
Home Furnishings & Appliance Stores	$2,055	$93,908,776	25%	$70,431,582
Building Materials & Garden Equipment (6)	$2,931	$133,909,880	12.5%	$117,171,145
Food & Beverage Stores	**$6,409**	**$292,814,501**	**3%**	**$284,030,065**
Gasoline Stations	$3,246	$148,297,471	0%	$148,297,471
Clothing & Clothing Accessories Stores	$2,748	$125,533,432	20%	$100,426,746
General Merchandise Stores	$5,095	$232,789,015	15%	$197,870,662
Food Services & Drinking Places	$5,062	$231,289,685	0%	$231,289,685
Other Retail Group (7)	$7,661	$350,030,817	25%	$262,523,113
Total	**$41,367**	**$1,889,934,279**	**11% (8)**	**$1,679,333,137**

Sources: City of San Francisco Planning Department; Retail Indicators Branch, U.S. Census Bureau, "Table 1. Supplemental Estimated Quarterly US Retail Trade Sales: Total and E-Commerce, 2022Q4"; ecommercedb (a partner of Statista, see https://ecommercedb.com/insights/ecommerce-shares-in-top-product-categories); "Bagged or Boxed: The Future of 13 Retail Categories," 2017, page 11, Jones Lang LaSalle; "'Table 3. Supplemental Estimated Quarterly U.S. Retail Trade Sales (Not Adjusted, millions of dollars) - Total and E-commerce, "Retail Indicators Branch, U.S. Census Bureau, February 19, 2021; "U.S. Retail Market Outlook," March 2021, page 7, Cushman & Wakefield; and ALH Urban & Regional Economics.

(1) The analysis reflects estimated retail demand generated by the existing market area households plus net new housing units planned and permitted or under construction in the market area, per information provided by the City of San Francisco Planning Department.
(2) The per household spending estimates for the proposed Project market area are based upon the estimated average 2023 area household income figure of $188,994 provided by the City of San Francisco and multiplying by 22%, utilizing the assumption that 22% of household income is spent on BOE type retail at this average income level. See Exhibit 4. This figure was then multiplied by the percentages calculated from the ratio of the CDTFA sales for the State of California. See Exhibit 3.
(3) Represents per household spending multiplied by the respective existing household count for the proposed Project market area of 45,687.
(4) ALH Urban & Regional Economics developed these percentage estimates after reviewing and analyzing many retail-related resource materials with information about the share of consumer retail sales captured by the internet around 2019 and thereafter. The sources included estimates by retail category, many of which coincided exactly with the CDTFA retail categories and many of which were for more specific categories that ALH Urban & Regional Economics then aggregated for analytical purposes. The resources used for this analysis comprised the source materials referenced in the exhibit Sources prepared by Jones Lang LaSalle, the U.S. Census Bureau, Cushman & Wakefield, and CDTFA.
(5) Comprises the balance of household demand anticipated to be expressed for brick-and-mortar stores, after deducting the percent of demand assumed to be satisfied by internet sales.
(6) Building Materials and Garden Equipment includes hardware stores, plumbing and electrical supplies, paint and wallpaper products, glass stores, lawn and garden equipment, and lumber.
(7) Per the State of California Department of Tax and Fee Administration the Other Retail Group includes drug stores, florists, and stores primarily selling health and personal care products, pet supplies, gifts, art goods and novelties, sporting goods, musical instruments, stationary and books, office and school supplies, and second-hand merchandise as well as miscellaneous other retail stores.
(8) Weighted average totals.

Exhibit 7
Average Annual Estimated Daytime Retail Spending
Office Workers in Urban Locations
2023 Dollars (1)

Category of Spending (2)	Weekly Spending		Percent	Annual Spending	
	Urban Locations	Urban Ample Locations (3)	Distribution	Urban Locations	Urban Ample Locations (3)
Full-Service Restaurants and Fast Food	$37.22	$56.43	24%	$1,935.24	$2,934.32
Goods and Services					
Groceries	$22.62	$34.30	15%	$1,176.31	$1,783.59
All Other (4)	$94.40	$143.14	61%	$4,909.03	$7,443.38
Total	$154.24	$233.87	100%	$8,020.57	$12,161.29
Taxable (5)					
Total	$138.41	$209.86	NA	$7,197.16	$10,912.78
Percent	90%	90%	NA	90%	90%

Sources: International Council of Shopping Centers "Office-Worker Retail Spending in a Digital Age"; United States Bureau of Labor Statistics, CPI for Urban West; and ALH Urban & Regional Economics.

(1) The data were reported for 2011. ALH Urban & Regional Economics inflated the figures to 2023 by using the Urban West CPI Index, with adjustments from October 2011 to June 2023, resulting in a 1.42% (rounded) adjustment.
(2) Excludes spending on transportation and online purchases.
(3) Reflects an increase in spending by office workers in location with more ample retail, restaurant, and services offerings in the vicinity of the office building, such as major shopping centers. This adjustment is based upon analysis reflected in the cited International Council of Shopping Centers source document. In urban locations the increment was approximately 50% more.
(4) All other includes a range of retail purchases, such as personal care shops, office supplies, department stores, drug stores, electronics, jewelry stores, entertainment, clothing, and other goods.
(5) Sales for Groceries have been adjusted to account for non-taxable sales; only 30.0% of all food store sales are estimated to be taxable.

Exhibit 8
Proposed Project
Daytime Retail Demand Generated by Area Employees
2023 Dollars

Parameter and Spending Category	Employee Daytime Retail Spending: Office-Using Sectors	Employee Daytime Retail Spending: Zip Codes 94115, 94118 & 94129
Area Employees (1)	NA	39,724
Average Annual Spending (2)		
Restaurants/Fast Food	$2,900	$2,200 (3)
Groceries	$1,800	$1,400 (3)
All Other	$7,400	$5,600 (3)
Total Spending	$12,100	$9,200
Total Annual Spending		
Restaurants/Fast Food	NA	$87,392,800
Groceries	NA	$55,613,600
All Other	NA	$222,454,400
Total Spending	NA	$365,460,800

Sources: United States Census Bureau, On the Map; and ALH Urban & Regional Economics.

(1) This figure comprises estimated employment for the three market area zip codes located closest to the Project Site, generated by the U.S. Census Bureau On the Map interactive website. The most recently available data are for 2020. None of the zip codes include an existing Whole Foods store. There is one additional zip code in the store's market area (94121). Because of its distance from the site, the employees in this further away zip code are deemed less likely to shop at the proposed Project.
(2) See Exhibit 7. As noted in Exhibit 7, spending estimates vary depending upon the retail characterization of the surrounding area, i.e., ample or not-ample. Because of the nature of the nearby retail, the spending estimate for all of the retail categories is benchmarked to the spending estimate for an urban location with ample retail. Figures are rounded to the nearest $100.
(3) Per employee spending is benchmarked to the inflation-adjusted estimates for office workers found in Exhibit 7. Available data cannot identify how zip code area average employee wages compare to average office worker wages.Therefore, for analytical purposes, ALH Urban & Regional Economics assumes average combined zip code area earnings, and thus daytime spending, are 25% less than for average office workers.

Exhibit 9
Stores Selling Groceries and Related Food Items
Inside and/or Near Proposed Project Market Area
April 2023 (1)

Map # (2)	Store Type and Name (3)	Type of Accompanying Structure	Address	Driving Distance From WF Site (4)	Parking Lot/Garage	Market Niche/Comments (5)	Potential Competitiveness with Whole Foods (6)
	Full-Service Grocery Stores						
1	Lucky Supermarket	In Fulton Market, a very small strip center	1750 Fulton St.	1.0	Yes	Traditional grocery store, generally considered value priced	Yes
2	Bryan's Market	Laurel Village Shopping Center	3445 California St.	1.4	Yes	Upscale market, includes about 1/2 organic produce	Yes
3	Trader Joe's	Stand-alone store	3 Masonic Ave.	1.5	Yes	Some organic produce, but the minority	Yes
4	Cal-Mart	Laurel Village Shopping Center	3585 California St.	1.5	Yes	Bigger and more variety than Bryan's, about 1/3 organic produce	Yes
5	Arguello Market	In a commercial neighborhood	782 Arguello Blvd.	1.6	No	Small, neighborhood-oriented store with deli and coffee	Yes
6	Safeway	Stand-alone store, limited area retail	735 7th Ave.	2.1	Yes	Traditional grocery store with some upscale products	Yes
7	Andronico's	Stand-alone store, limited area retail	375 32nd Ave.	4.2	Yes	Traditional grocery store with some upscale products	Yes
8	Safeway	Stand-alone store, limited area retail	850 La Playa St.	4.6	Yes	Traditional large format grocery store	Limited due to distance
	Natural/Organic Food Stores						
9	Green Earth Natural Foods	In a commercial neighborhood	860 Divisadero St.	0.9	No	Small with product overlap but comparatively less fresh produce	Yes
10	Bi-Rite Market	In a commercial neighborhood	550 Divisadero St.	1.2	No	Small market, very upscale, almost all organic produce, many store-branded products	Yes
	Ethnic Markets						
11	Abraham Farmer's Market	In a commercial neighborhood	3931 Geary Blvd.	1.7	No	Small market with Middle Eastern focus, lots of fresh produce	Limited due to size & market niche
12	Richmond New May Wah Supermarket	In a commercial neighborhood	707 Clement St.	2.1	No	Strong Asian orientation, fresh meat, poultry, and fish	Limited due to market niche
13	Royal Market Bakery	In a commercial neighborhood	5335 Geary Blvd.	2.7	No	Mixed ethnicities, inc. Armenian, Middle Eastern, and Greek, fresh meat, fresh and smoked fish, fresh produce (no organic)	Limited due to size & market niche
	Specialized Markets						
14	Seafood Center	In a commercial neighborhood	831 Clement St.	2.2	No	Small store, fresh fish sales only	Limited due to size & market niche
15	New Wing Hing Seafood Market	In a commercial neighborhood	2222 Clement St.	3.0	No	Small store, fresh fish sales only	Limited due to size & market niche
16	Del Rio Produce	In a commercial neighborhood	2214 Clement St.	3.0	No	Small store, Mexican and Central American produce focus	Limited due to size & market niche
	Discount/Other Stores (with Substantial Food and Beverage Sales)						
17	Target	In City Center	2675 Geary Blvd.	Adjacent	Yes	General Merchandise store with substantial food section	Some, due to proximity, but limited product overlap
18	Smart & Final	Stand-alone store	350 7th Ave.	2.0	Yes	Discount store, some fresh produce but none organic	Limited due to pricing & product mix
19	Grocery Outlet	Stand-alone store	6333 Geary Blvd.	3.7	Yes	Discount store, with some general merchandise	Limited due to pricing & product mix
	Convenience Stores (Select) (7)						
20	Marina Supermarket	In a commercial neighborhood	2323 Chestnut St.	1.7	No	Small neighborhood market, prepared foods, pricey	No
21	Apple Land Inc. Produce	In a commercial neighborhood	843 Clement St.	2.2	No	Convenience store with more produce than usual	No
22	Mainland Market	In a commercial neighborhood	5601 Geary Blvd.	2.9	No	Larger than typical convenience market, broad range of goods, inc. fruits and vegetables, fresh meat and fish, but limited offerings	No
23	Richmond Produce Market	In a commercial neighborhood	5527 Geary Blvd	2.9	No	Run-down, lots of produce, but no organic, some ethnic goods	No

Sources: Google; Google Earth; select store websites; Yelp; and ALH Urban & Regional Economics.

(1) Field reconnaisance was conducted in April 2023
(2) Stores by category are listed by distance from 2675 Geary Boulevard, regardless of direction.
(3) Store categorization developed by ALH Urban & Regional Economics.
(4) For mapping purposes, the Whole Foods site address is 2675 Geary Boulevard. Note, some properties may be closer if traversed by foot, such as the Trader Joe's at 3 Masonic Avenue, which Google Maps indicates is 0.3 - 0.4 miles from the Project Site.
(5) Market orientation of stores based on ALH Urban & Regional Economics field reconnaisance observations, store websites, and Yelp.
(6) Assessment provided by ALH Urban & Regional Economics based on comparative evaluation of the individual stores relative to existing Whole Foods stores.
(7) These are representative Convenience Stores, for illustrative purposes, demonstrating the nature of these types of stores.

Exhibit 10
Proposed Project Market Area
Cumulative Projects (1)
Retail Square Feet Planned

Cumulative Project Number (2)	Address	Miles From Project Site	In/Out Project Market Area	Retail Sq. Ft.	Descriptive Comments
1	2800 Geary Boulevard	0.12	In	850	
2	2750 Geary Boulevard	0.10	In	0	
3	3333 California Street (3)	0.28	In	34,496	Retail space is divided between three buildings, with the increments per building totaling 8,500 sq. ft., 11,180 sq. ft., and 14,816 sq. ft. The 8,500 sq. ft. area corresponds with the City's preferred residential variant. If a more office dominant variation is pursued the 8,500 sq. ft. of retail could increase to 14,265 sq. ft.
	The Walnut Building			*8,500*	
	Plaza B Building			*11,180*	
	Plaza A Building			*14,816*	
4	1846 Grove Street	0.42	Out (4)	0	
5	1735-1751 Fulton Street	0.39	In	4,340	
6	3641 California Street	0.47	In	940	
7	3657 Sacramento Street	0.46	In	6,500	
8	2670 Geary Boulevard	0.05	In	1,756	Existing vacant restaurant to be demolished
9	709 Lyon Street	0.29	In	0	
10	1355 Fulton Street	0.47	In	7,253	
11	3330 Geary Boulevard	0.40	In	0	
12	Geary Corridor BRT Project	0.04	In	0	
	Total			**56,135**	

Sources: Whole Foods at 2675 Geary Boulevard Project, Draft EIR, December 2022; City of San Francisco Development Pipeline, https://data.sfgov.org/Housing-and-Buildings/SF-Development-Pipeline-2022-Q2/httc-cz47/data; https://3333calsf.com/the-project/ ; and ALH Urban & Regional Economics.

(1) These are the cumulative projects identified in the Whole Foods at 2675 Geary Boulevard Project, Draft EIR, December 2022, in Chapter 3. Environmental Setting, Impacts, and Mitigation Measures.
(2) Project numbers match the Cumulative Projects identified in the Draft EIR, December 2022, Table 3-1, page 3-6.
(3) The project plans can be found at https://333calsf.com/the-project/.
(4) This project is located outside the Project's retail market area, but only by a short distance; yet, it's outside market area location is immaterial as there is no retail space planned for this project.

Exhibit 11
Proposed Project Market Area Retail Demand
Projected Future Market Area Households (1)
2023 Dollars

		Proposed Whole Foods Market Area Household Spending		
Type of Retailer	**Per HH Retail Demand (2)**	**New Households Total Household Retail Demand (3)**	**Percent E-Commerce (4)**	**Remaining Brick-and-Mortar Demand (5)**
Motor Vehicles & Parts Dealers	$6,158	$7,771,953	5.0%	$7,383,355
Home Furnishings & Appliance Stores	$2,055	$2,594,017	25%	$1,945,513
Building Materials & Garden Equipment (6)	$2,931	$3,698,957	12.5%	$3,236,588
Food & Beverage Stores	**$6,409**	**$8,088,338**	**3%**	**$7,845,688**
Gasoline Stations	$3,246	$4,096,382	0%	$4,096,382
Clothing & Clothing Accessories Stores	$2,748	$3,467,577	20%	$2,774,062
General Merchandise Stores	$5,095	$6,430,270	15%	$5,465,729
Food Services & Drinking Places	$5,062	$6,388,854	0%	$6,388,854
Other Retail Group (7)	$7,661	$9,668,809	25%	$7,251,607
Total	**$41,367**	**$52,205,158**	**11% (8)**	**$46,387,778**

Sources: City of San Francisco Planning Department; Retail Indicators Branch, U.S. Census Bureau, "Table 1. Supplemental Estimated Quarterly US Retail Trade Sales: Total and E-Commerce, 2022Q4"; ecommercedb (a partner of Statista, see https://ecommercedb.com/insights/ecommerce-shares-in-top-product-categories); "Bagged or Boxed: The Future of 13 Retail Categories," 2017, page 11, Jones Lang LaSalle; "'Table 3. Supplemental Estimated Quarterly U.S. Retail Trade Sales (Not Adjusted, millions of dollars) - Total and E-commerce, "Retail Indicators Branch, U.S. Census Bureau, February 19, 2021; "U.S. Retail Market Outlook," March 2021, page 7, Cushman & Wakefield; and ALH Urban & Regional Economics.

(1) The analysis reflects estimated retail demand generated by net new housing units planned and permitted or under construction in the market area, per information provided by the City of San Francisco Planning Department.
(2) To facilitate the analysis, average household income and household spending on retail is assumed to match the assumptions for the existing market area households presented in Exhibit 6.The per household spending estimates for the proposed Whole Foods market area are based upon the estimated average 2023 area household income figure of $188,994 provided by the City of San Francisco and multiplying by 22%, utilizing the assumption that 22% of household income is spent on BOE type retail at this average income level. See Exhibit 4. This figure was then multiplied by the percentages calculated from the ratio of the CDTFA sales for the State of California. See Exhibit 3.
(3) Represents per household spending multiplied by the projected new market area housing units comprising 1,262 permitted or under construction units (excluding senior affordable units).
(4) ALH Urban & Regional Economics developed these percentage estimates after reviewing and analyzing many retail-related resource materials with information about the share of consumer retail sales captured by the internet around 2019 and thereafter. The sources included estimates by retail category, many of which coincided exactly with the CDTFA retail categories and many of which were for more specific categories that ALH Urban & Regional Economics then aggregated for analytical purposes. The resources used for this analysis comprised the source materials referenced in the exhibit Sources prepared by Jones Lang LaSalle, the U.S. Census Bureau, Cushman & Wakefield, and CDTFA.
(5) Comprises the balance of household demand anticipated to be expressed for brick-and-mortar stores, after deducting the percent of demand assumed to be satisfied by internet sales.
(6) Building Materials and Garden Equipment includes hardware stores, plumbing and electrical supplies, paint and wallpaper products, glass stores, lawn and garden equipment, and lumber.
(7) Per the State of California Department of Tax and Fee Administration the Other Retail Group includes drug stores, florists, and stores primarily selling health and personal care products, pet supplies, gifts, art goods and novelties, sporting goods, musical instruments, stationary and books, office and school supplies, and second-hand merchandise as well as miscellaneous other retail stores.
(8) Weighted average totals.

Exhibit 12
Representative Commercial Vacancies Near Existing Competitive Food Stores in the Proposed Project Market Area (1)
April 2023

Food Store Name and Address Address of Nearby Vacancy (Exhibit 9 Map #)	Miles from Project (2)	Vacancy Location Relative to Proximate Food Store Permit Information if Relevant	Former Use (3)	Approximate Date of Vacancy (4)	General Condition	Comments/Market Interest
Target (#17) **2675 Geary Blvd**	Adjacent					
E101 City Center		In same shopping center See Permit Details Report: https://dbiweb02.sfgov.org/dbipts/default.aspx?page=PermitDetails Permit (Application) Number: 202304246337	Best Buy Auto Store		Good	Leased to a gym (F45); going through the Conditional Use Permit process
E104 City Center		In same shopping center	Starbucks	1/19	Good	Restaurant/Retail, 3,998 SF, Broker sign posted
E106 City Center		In same shopping center	Panera	2/23	Good	SF, No visible broker sign on vacancy
E300A		In same shopping center			Good	No visible broker sign on vacancy
Green Earth Natural Foods (#9) **860 Divisadero St**	0.9					
846 Divisadero St.		On same block as Green Earth	NA	NA	Limited graffiti	For rent sign posted, exterior repainted bet. 5/19 and 5/21
845 Divisadero St.		Across Divisadero from Green Earth	American Beauty Supply and Salon	Between 6/18 & 6/19	Brown paper taped inside door and some windows; past graffiti was abated	No visible broker sign on vacancy
849 Divisadero St.		Across Divisadero from Green Earth	Payday Advance	Between 6/18 & 6/19	Paper taped inside door	For rent sign posted
901 Divisadero St.		Catty-corner from Green Earth See Complaint Data Sheet: https://dbiweb02.sfgov.org/dbipts/default.aspx?page=AddressComplaint&ComplaintNo=202301154 Complaint Number: 202301154	Oasis Café & Kava Lounge	8/22 (due to fire)	Boarded up with extensive graffiti	Fire in 8/22 resulted in fire and water damage. Complaint about abandoned/derelict structure
Lucky (#1) **Fulton Market, 1750 Fulton St**	1.0					
1770 Fulton St		In same small shopping center See Permit Details Report: https://dbiweb02.sfgov.org/dbipts/default.aspx?page=PermitDetails Permit (Application) Number: 202208150501	Great Clips	Some time before 7/20	Good	Tenant improvement permit approved and issued for a new limited restaurant on 10/24/22; possibly Boba restaurant
1 1780 & 1790 Fulton St		In same small shopping center	Eve Nails & Spa	10/21	Good	No visible broker sign on vacancy
1775 Fulton St		Across Fulton Street from Lucky	Jannah (Baghdad by the Bay)	Between 3/22 & 6/22	Exterior repainted, but visible graffiti	No visible broker sign on vacancy
1751 Fulton St		Across Fulton Street from Lucky	NA	NA	Graffiti on exterior plywood during const.	Soft Story Retrofitting in process; in the process of being converted to a gym, permit approved 4/23 for improvements
1799 Fulton St		Across Fulton Street from Lucky	NA, existing Starbucks	Not vacant	Extensive graffiti on the Masonic side	
1801 Fulton St		Catty-corner from the Lucky center	NA, existing corner liquor store	Not vacant	Limited exterior graffiti	
2101 Golden Gate Ave		0.2 miles (2.5 blocks) See Permit Details Report: https://dbiweb02.sfgov.org/dbipts/default.aspx?page=PermitDetails Permit (Application) Number: 202303284501	Golden Gate Central Market	Some time after 3/21	Boarded up with plywood	No visible broker sign on vacancy; permit application filed 3/23 for accessibility upgrades

Exhibit 12
Representative Commercial Vacancies Near Existing Competitive Food Stores in the Proposed Project Market Area (1)
April 2023

Food Store Name and Address Address of Nearby Vacancy (Exhibit 9 Map #)	Miles from Whole Foods (2)	Vacancy Location Relative to Proximate Food Store	Former Use (3)	Approximate Date of Vacancy (4)	Condition	Comments/Market Interest
Bi-Rite Market (#10) **550 Divisadero St** 559 Divisadero St.	1.2	Across Divisadero from Bi-Rite	Pizzadero Slice House	Opened 9/21 & closed by 1/23	Covered in graffiti	No visible broker sign on vacancy
Bryan's Market (#2) **Cal-Mart (#4)** **345 & 3585 California St** 3490A California St	1.4-1.5	Across California from Bryan's Market	Ag Ferrari	Between 4/17 & 5/19	Good	For lease sign posted
Trader Joe's (#3) 2670 Geary Blvd	1.5	Separate building next door	Lucky Penny Coffee Shop (24-hour diner)	2015	Since closing in 2015 the site has been boarded up and/or the subject of graffiti, until 2021, when the exterior was painted by a professional muralist	Proposed housing development site, approximately 100 units, building permit issued. Permit has been extended twice, most recently on 9/6/23, covering the period until 10/24/25.
Arguello Market (#5) **782 Arguello Blvd** 792 Arguello Blvd	1.6	Next door to Arguello Market	Up Town Dry Cleaners & Alterations	Some time after 6/21	Good	Broker sign posted

Sources: Google Maps; Yelp; area store owners; City and County of San Francisco Permit/Complaint Tracking System; and ALH Urban & Regional Economics.

(1) Includes representative commercial building vacancies near existing Whole Foods market area food stores. If an existing food store listed in Exhibit 7 is not identified in the first column, then no significant vacancies were noted near that store. This list is not intended to be comprehensive but illustrative of existing vacancies. This list also includes properties that are not vacant, but that are characterized by some conditions associated with urban decay.
(2) Vacancies are listed in order of the distance from which their proximate store is located from the Project Site. The cited distances are driving distances and pertain to the food store near which the vacancies are located.
(3) Former uses were identified through a combination of on-site signage, discussion with neighboring commercial establishments, and historic Google map images of the property.
(4) Vacancy dates were identified through a combination of on-site signage, discussion with neighboring commercial establishments, historic Google map images of the property, and Yelp reviews.

Exhibit 13
Representative Commercial Vacancies Near Existing Non-Competitive Food Stores in the Proposed Project Market Area (1)
April 2023

Food Store Name and Address Address of Nearby Vacancy (Exhibit 9 Map #)	Miles from Project (2)	Vacancy Location Relative to Proximate Food Store Permit Information if Relevant	Former Use (3)	Approximate Date of Vacancy (4)	General Condition	Comments/Market Interest
Abraham Farmers Market (#11) **3931 Geary Blvd**	1.7					
3944 Geary Blvd		Across Geary from Market See Permit Details Report: https://dbiweb02.sfgov.org/dbipts/default.aspx?page=PermitDetails Permit (Application) Number: 202304185938	Teruya Ramen & Drinks	Between 6/19 & 12/20	Butcher block paper taped inside door and windows	No visible broker sign on vacancy; permit issued 4/23 for new restaurant equipment installation, may become Taiwanese café
3940 Geary Blvd		Across Geary from Market	U2 Beauty Health Spa	Between 6/19 & 12/20	Fair	Broker sign posted
Seafood Center (#14) **831 Clement St**	2.2					
820 Clement St		Across Clement, same block See Complaint Data Sheet: https://dbiweb02.sfgov.org/dbipts/default.aspx?page=AddressComplaint&ComplaintNo=202302258 Complaint Number: 202302258 See Permit Details Report: https://dbiweb02.sfgov.org/dbipts/default.aspx?page=PermitDetails Permit (Application) Number: 202303073203	Goodwill	9/20	Boarded up and covered with posters	No visible broker sign on vacancy; numerous complaints about roof collapse, pooling water, habitation by homeless individuals, and rodents; emergency roof repair permit issued 3/14/23
810 Clement St		Across Clement, same block See Complaint Data Sheet: https://dbiweb02.sfgov.org/dbipts/default.aspx?page=AddressComplaint&ComplaintNo=202297264 Complaint Number: 202297264 See Complaint Data Sheet: https://dbiweb02.sfgov.org/dbipts/default.aspx?page=AddressComplaint&ComplaintNo=202297265 Complaint Number: 202297265	Supertime Travel	End of 2021	Some graffiti on tile exterior	Two complaints filed with the City in 2022, one about signage the other unspecified
Richmond Produce Market (#23) **5527 Geary Blvd**	2.9					
5525 Geary Blvd		Next door to store	Sanmo Full Service Travel Agency	Between 4/22 & 4/23	Fair	Broker sign posted. Over 1,800 square feet. Recent lease negotiations did not result in a lease
New Wing Hing Seafood Market (#15) **Del Rio Produce (#16)** **2222 & 2214 Clement St**	3.0					
2209 Clement Street		Across Clement, same block	State Farm Insurance	Relocated bet. 12/20 & 5/21	Fair	For Rent sign posted. Tenant relocated to Lombard Street
Grocery Outlet (#19) **6333 Geary Blvd**	3.7					
Median strip on Geary Blvd		In front of store on Geary Blvd		No vacancy	2 tents for unhoused persons	

Sources: Google Maps; Yelp; area store owners; City and County of San Francisco Permit/Complaint Tracking System (https://dbiweb02.sfgov.org/dbipts/default.aspx?page=AddressQuery); and ALH Urban & Regional Economics.

(1) Includes representative commercial building vacancies near existing Whole Foods market area food stores. If an existing food store listed in Exhibit 7 is not identified in the first column, then no significant vacancies were noted near that store. This list is not intended to be comprehensive but illustrative of existing vacancies. This list also includes properties that are not vacant, but that are characterized by some conditions associated with urban decay.
(2) Vacancies are listed in order of the distance from which their proximate store is located from the Project Site. The cited distances pertain to the food store near which the vacancies are located.
(3) Former uses were identified through a combination of on-site signage, discussion with neighboring commercial establishments, and historic Google map images of the property.
(4) Vacancy dates were identified through a combination of on-site signage, discussion with neighboring commercial establishments, historic Google map images of the property, and Yelp reviews.

MMRP

San Francisco Planning

AGREEMENT TO IMPLEMENT MITIGATION MONITORING AND REPORTING PROGRAM

Record No.:	**2019-004110ENV-02**	*Block/Lot:*	Assessor's Block 1094/Lot 001
Project Title:	Whole Foods at 2675 Geary Boulevard Project	*Lot Size:*	49,285 square feet
BPA Nos:	N/A	*Project Sponsor:*	Jay Paul Warren, Whole Foods Market Global Office, 512.542.3768, jay.warren@wholefoods.com
Zoning:	NC-3 (Moderate-Scale Neighborhood Commercial) Use District 40-X and 80-X Height and Bulk Districts	*Lead Agency:*	San Francisco Planning Department
		Staff Contact:	Rachel Schuett, 628.652.7546, rachel.schuett@sfgov.org

The table below indicates when compliance with each mitigation measure must occur. Some mitigation measures span multiple phases. Substantive descriptions of each mitigation measure's requirements are provided on the following pages in the Mitigation Monitoring and Reporting Program.

Adopted Mitigation Measure	Period of Compliance: Prior to the Start of Construction*	Period of Compliance: During Construction**	Period of Compliance: Post-construction or Operational	Compliance with Mitigation Measure Completed?
Mitigation Measure M-NO-3, Mechanical Equipment Noise Control	X		X	

NOTES:

* Prior to any ground disturbing activities at the project site.

** Construction is broadly defined to include any physical activities associated with construction of a development project, including but not limited to site preparation, clearing, demolition, excavation, shoring, foundation installation, and building construction.

_____ I agree to implement the attached mitigation measure(s) as a condition of project approval.

_____ _____

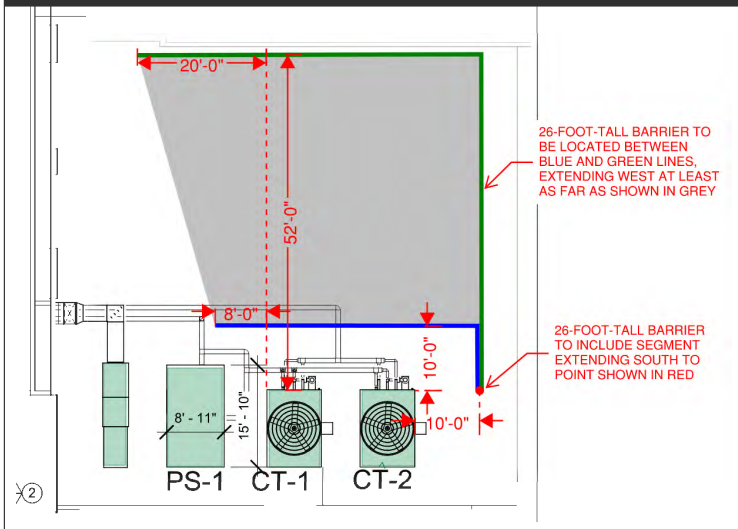
Property Owner or Legal Agent Signature Date

Note to sponsor: Please contact CPC.EnvironmentalMonitoring@sfgov.org to begin the environmental monitoring process prior to the submittal of your building permits to the San Francisco Department Building Inspection.

MITIGATION MONITORING AND REPORTING PROGRAM

Adopted Mitigation Measure	Monitoring and Reporting Program[a] Implementation Responsibility	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/ Completion Criteria
MITIGATION MEASURES AGREED TO BY PROJECT SPONSOR				
NOISE				
Mitigation Measure M-NO-3: Mechanical Equipment Noise Control. In order to reduce mechanical equipment noise, the project sponsor shall install a noise barrier to attenuate noise at the north property plane. The noise barrier shall primarily be positioned to the north of the cooling towers and will also need to wrap around the east side of the cooling towers; as specified below. In addition, noise attenuation for the OSA units shall be included in the project design. The following provides minimum specifications for both: • Noise Barrier North of the Cooling Towers: – A total height at least as tall as the top of the cooling towers (approximately 26 feet tall). As shown below, there is some flexibility in the horizontal distance between the mechanical equipment and the north barrier wall which could be constructed as close as 10 feet (blue line) or as far as 52 feet (green line) from the northern edge of the cooling towers. The overall length and design of the north barrier wall may vary, depending on where it is constructed. The length of the east barrier wall will similarly vary, depending on the location of construction. – All acoustical barrier walls shall meet the following specifications: – A barrier with a weight of at least 3 pounds per square foot (psf) and solid without any gaps; and – Sound absorptive material on the side facing the mechanical equipment.	Project sponsor	Noise barrier or alternative noise control measures shall be included on the plan set prior to building permit issuance. Noise measurements demonstrating compliance with the mechanical equipment performance standards shall be submitted prior to receiving a certificate of occupancy	Planning Department	Considered complete upon installation of mechanical equipment with noise control features that have been tested and demonstrated to comply with EIR noise standards.

Adopted Mitigation Measure	Monitoring and Reporting Program[a]			
	Implementation Responsibility	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/ Completion Criteria



- The outside air (OSA) units shall include:
  - 5 feet of internally lined duct with 1-inch-thick glass fiber duct lining between each of the OSA units and the outside air openings; or
  - As an alternative to an internally lined duct, duct silencers may be provided at the same duct segments described above. Each of the silencers shall meet the minimum insertion loss as shown below.

	63 Hertz (Hz)	125 Hz	250 Hz	500 Hz	1 kilohertz (kHz)	2 kHz	4 kHz
Silencer Minimum Insertion Loss (dB)	—	—	6	6	12	10	6

In lieu of the above, the project sponsor may install alternative HVAC and mechanical equipment at the proposed location or at a different location on the site and/or alternative noise control measures provided the sponsor submits documentation to the planning department demonstrating that noise from the alternative measures would not exceed 55 dBA at the north property plane of City Center or other mechanical equipment noise standards listed in the EIR including: an increase in the ambient noise level of 8 dBA or more along any property plane (Police Code section 2909(b)), 45 dBA during the nighttime and 55 dBA during daytime hours at

Adopted Mitigation Measure	Monitoring and Reporting Program[a]			
	Implementation Responsibility	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/ Completion Criteria
residential interiors (Police Code section 2909(d)), and 62.5 dBA at the Bright Horizons daycare facility's outdoor playground. Upon installation of the proposed project's mechanical equipment and required noise control measures, the project sponsor shall take noise measurements at the north property plane to confirm that noise levels do not exceed 55 dBA or any other mechanical equipment noise standard listed in the EIR (see above). Noise measurements shall be provided to the planning department prior to receipt of a certificate of occupancy. Should noise measurements indicate that the project's mechanical equipment noise exceeds 55 dBA at the north property plane or exceed any other mechanical equipment noise standard listed in the EIR (see above), the project sponsor, with an acoustical consultant, shall install additional noise attenuation measures necessary to ensure that noise levels do not exceed applicable EIR noise standards. Any additional noise attenuation measures shall be approved by the planning department, installed, and verified as not exceeding 55 dBA at the north property plane or other applicable EIR noise standards, prior to receiving a certificate of occupancy.				

NOTES:

[a] Definitions of MMRP Column Headings:

- *Adopted Mitigation Measures:* Full text of the mitigation measure(s) copied verbatim from the final CEQA document.
- *Implementation Responsibility:* Entity who is responsible for implementing the mitigation measure. In most cases this is the project sponsor and/or project's sponsor's contractor/consultant and at times under the direction of the planning department.
- *Mitigation Schedule:* Identifies milestones for when the actions in the mitigation measure need to be implemented.
- *Monitoring/Reporting Responsibility:* Identifies who is responsible for monitoring compliance with the mitigation measure and any reporting responsibilities. In most cases it is the Planning Department who is responsible for monitoring compliance with the mitigation measure. If a department or agency other than the planning department is identified as responsible for monitoring, there should be an expressed agreement between the planning department and that other department/agency. In most cases the project sponsor, their contractor, or consultant are responsible for any reporting requirements.
- *Monitoring Actions/Completion Criteria:* Identifies the milestone at which the mitigation measure is considered complete. This may also identify requirements for verifying compliance.