

REQUEST FOR ENA

FISHERMAN'S WHARF

PORTIONS OF PIER 45 AND SEAWALL LOT 300/301

2/15/2023

I. EXECUTIVE SUMMARY

REQUEST FOR ENA

Fisherman's Wharf Revitalized, LLC ("FWR") is requesting that the Port enter into an exclusive negotiating agreement ("ENA") regarding the redevelopment of portions of Pier 45 and Seawall Lot 300/301. FWR is seeking a long term master lease of Sheds A and C at Pier 45, and Seawall Lot 300/301 (excepting therefrom the portion currently leased and occupied by Boudin Bakery) to facilitate the design, construction and operation of the project (as further described under the "Project Overview" and "Detailed Project Vision" sections below). The core leadership team of FWR is comprised of Lou Giraudo, Christopher McGarry, and Seth Hamalian (team bios are provided at the end of this document under the "Team" section).

An ENA is necessary to allow FWR to invest substantial time and financial resources in community and stakeholder engagement, to design and permit the project, to conduct the necessary environmental studies, and negotiate the terms of a development agreement and long term master lease with the Port and other regulatory bodies.

PROJECT OVERVIEW

FWR is proposing to build a dynamic mixed use waterfront project comprised of 1) an experiential museum and event center on the eastern half (Sheds A and C) of Pier 45 that returns the focus of Fisherman's Wharf to the commercial fishing/seafood industry and provides a new platform for visitors to experience that industry as well as the San Francisco Bay, and 2) a central public square flanked by food and beverage options on the Triangle / Seawall Lot 300/301, combined with the conversion of the adjoining section of Embarcadero right-of-way to an expanded non-vehicular promenade, adding new, resilient and vibrant public realm with great access to and views of the Bay.

Core elements of the experiential museum on Pier 45 would include a new fish and seafood processing facility where visitors can view the work as it's happening, a wholesale and retail market selling the freshest and best selection of fish and seafood in the region, and a food hall that would become a destination for exploring fish and seafood cuisine of the world, while creating business opportunities for restaurateurs of diverse backgrounds and resources. Interactive exhibits scattered throughout the museum grounds would provide education and celebrate the rich history of the fish and seafood industry. The experiential museum would be housed in a combination of existing space in Shed A, and a blend of new buildings and an open park-like setting on the site of the former Shed C. An iconic architectural building located at the northern-most point of the former Shed C, designed with care and respect for the adjoining sheds and historic district in which it sits, would provide an event center for rentals, concerts and performances of all different scales, with flexibility to spill out into the adjoining park-like setting for larger events.

Proposed
Events Center

Former
Shed C

Proposed Experiential Museum

- fish processing
- wholesale + retail market
- food hall, exhibits
- indoor / outdoor
- park-like setting

Shed A

Proposed
New Public
Square / Plaza

Proposed Winery /
Brewery / Distillery
with short-term
vacation rentals above

Proposed New
Pedestrian-Only
Promenade

Triangle West
SWL 300/301
Phase 2

Lorem ipsum

Taylor St

Jefferson St

Mason St

Triangle East
SWL 300/301
Phase 1

Powell St

Pier 41

The Embarcadero

One or more new buildings on the eastern portion of the Triangle adjoining the central public square and expanded promenade would include a visitor's center and a combination winery/brewery/distillery on the ground floor. The winery/brewery/distillery would emphasize accessibility and education to allow a larger audience to enjoy craft beverages, learn about the history of these industries in San Francisco, and provide connections with the broader region, especially wine country to the north. On the floor(s) above, purpose built short-term vacation rental units would provide accommodations for families and groups seeking apartment-like amenities and certainty of adjoining bedrooms. These units would be complimentary, not competitive with the surrounding hotel inventory, and by providing purpose-built short term inventory would be expected to relieve some of the stress on the existing apartment market created by the demand for short-term rentals.

The western portion of the Triangle would be reserved for a second phase of development. The second phase would house additions to one or more of the food and beverage, event space and short-term rental unit uses, with the exact mix to be informed by the performance of the first phase and evolving needs of Taylor Street and the surrounding neighborhood. It is important to note that the western side of Taylor Street is specifically not a part of this project or application.

The project would involve important investments in sea level rise resilience and seismic integrity for this portion of the northern waterfront, while also expanding and enhancing the public realm and enjoyment of the Bay. The central public square and non-vehicular promenade along the waterfront would complement and complete nearby infrastructure investments already made by the public sector, and finally bring Fisherman's Wharf fully into the continuous necklace of generous public spaces the Port and City have worked so hard to create all along the Embarcadero.

The project and neighborhood would benefit greatly from ensuring that the Port's goals of diversity, equity and inclusion permeate the project both during construction and after, including incorporation into long-term operations. The project would advance DEI operationally through the food hall element on Pier 45, proactively creating business opportunities for diverse and under-resourced individuals by lowering capital barriers to entry to the restaurant industry and opening access to a high volume prime location. In addition, FWR would infuse the project with a variety of best practices/DEI initiatives beyond the food hall, with those initiatives informed by precedent on other Port development projects, and anticipated to be developed in partnership with the community and the Port staff and commission.

The project would be implemented with the utmost care for the existing industry located on Pier 45, being especially mindful of the intensity and importance of existing operations. Our team would develop logistics plans with incumbent businesses, restaurants and attractions, both on Pier 45 and in the surrounding neighborhood, to ensure uninterrupted operations during and after construction. The project would be designed to minimize impacts on parking and traffic, leveraging existing foot traffic, adjoining alternate modes of transportation, and extending periods of visitor engagement to reduce vehicular activity. Our team is in conversations with parking operators in the neighborhood, and is very aware of the importance of making sure that this resource is managed to ensure that existing businesses

as well as our proposed additions can provide a positive experience for both customers and employees. Addressing traffic, parking, access to the site, logistics and the support and supply of businesses on the Pier and the triangle will all figure prominently in our planning and design of the project.

The project is described in greater detail under the “Detailed Project Vision” section below.

BASIS FOR APPROVING ENA

FWR is submitting this letter as the first step in the process outlined in the Port’s draft Waterfront Plan for responding to unsolicited proposals for Port property. In compliance with those procedures, this request for ENA includes: a) a description of the proposal (included both above in the summary and in the “Detailed Project Vision” section below), b) community outreach completed to date (summarized in the “Stakeholders as Collaborators” section at the end of this document), c) specific ways in which the project proposed will achieve Waterfront Plan and public trust goals and objectives (included throughout this “Executive Summary” section and “Detailed Project Vision” section below), and reasons that support waiving the competitive solicitation process (outlined in the paragraphs that follow below).

FWR respectfully asks that the Port and Board of Supervisors give special consideration to the following three factors when evaluating this request for an ENA on a sole-source, non-competitive bid basis:

The Urgency. There is an urgent need for fresh investment and new attractions in Fisherman’s Wharf. While the public sector has made several strategic investments in the neighborhood, (including the Port’s investment in Pier 45 Sheds B+D in the mid-1990’s, Hyde Street Harbor in 2001, Pier 43 rehabilitation in 2012, and the city’s Jefferson Street improvements in 2013 and 2021), other than Boudin’s construction in 2005, very little private sector investment of scale has occurred over the last three decades. The stress of under-investment is evident in the condition of buildings and businesses located throughout the neighborhood. The restaurants along Taylor Street, one of the most visible and identifiable elements of Fisherman’s Wharf, are a prime example. A decline in these restaurants started pre-pandemic, accelerated during the pandemic, and has resulted in most of the restaurants remaining closed or operating at significantly reduced capacity, with some owners even opting to buy out of their existing leases rather than investing in reestablishing their businesses. The neighborhood risks getting stuck in a downward spiral that will be very difficult and costly to reverse. While tourists may have felt compelled to visit in the past, the city can no longer afford to take for granted that they will continue to come without new investment and attractions added in the immediate future.

The Unique Profile and Caliber of the Project. The proposed project stands out in: 1) its responsiveness to the types of uses that have been identified as desirable and needed additions over the last several decades by both the Port and stakeholders throughout the Fisherman’s Wharf neighborhood, 2) the unique combination and complimentary nature of the project components, adding uses that are currently missing, and avoiding uses that compete or replicate other attractions within the northern waterfront; and 3) its ability to comply with the myriad challenging regulatory frameworks and restrictions on development on San Francisco’s waterfront (including fitting within the existing 40’

height limit). The project provides authentic and unique dining, shopping, cultural and recreational opportunities that will be a draw for local San Franciscans as well as visitors. The project will build greater awareness and support of the city's fishing and seafood industry, support local restaurateurs and promote equity with its food hall, and provide critical stabilization to a neighborhood at an inflection point. And as in other instances where the city has found a sole-source relationship to be appropriate, the unique proposed project will deliver special cultural and education benefits to the people of San Francisco.

The Capabilities and Character of Our Team. Our team possesses an unusual depth and breadth of relevant relationships and skills, as well as a collaborative disposition and character that makes us uniquely qualified to implement this project in this location. Our core leadership is confident in their abilities thanks to notable track records in implementing complicated projects and operations, but humble from years of experience and recognition that projects of this caliber only succeed when stakeholders are engaged and treated as valued collaborators. The extent of each team member's commitment and involvement with the Fisherman's Wharf community, deep experience working with the Port of San Francisco and developing long term projects on the waterfront in San Francisco, unparalleled experience in delivering public open space and infrastructure in San Francisco, broad knowledge of public and private finance, capital markets, and the food and beverage industries, positions our team to succeed in this complex endeavor. Most importantly, our team is comprised of individuals who are at a point in their careers where their focus is on legacy and positive lasting impact; our team's mission-driven values ensure the City and Port would be gaining a long-term partner and steward committed to both delivering and maintaining an authentic and iconic addition to San Francisco's northern waterfront.

II. DETAILED PROJECT VISION*

The proposed project is designed to be an engine for enhancing the economic vitality of the Fisherman's Wharf neighborhood, highlighting and supporting local businesses and increasing foot traffic at a time when there is an increasing number of closed restaurants and empty storefronts in the neighborhood. The project is responding to a pressing need for new investment, and is purposefully comprised of regulatory compliant / less controversial development components befitting the urgency of the existing conditions. The authentic and complimentary nature of the proposed offerings are intended to interrupt the downward spiral and set Fisherman's Wharf on a new trajectory, one where the neighborhood is no longer seen as only belonging to the tourists, and yet leveraging the vibrancy that comes from locals and visitors all converging together in great numbers to enjoy the natural resources and beauty of the Bay.

The proposed project is comprised of three areas of redevelopment – Pier 45 Sheds A and C, Triangle East /Seawall Lot 300/301 Phase I, and The Triangle West /Seawall Lot 300/301 Phase II. The project DOES NOT include any of the restaurants or other improvements on the western side of Taylor Street. The following sections outline the contemplated uses for each of the three areas.

Pier 45 Sheds A and C

The vision for Pier 45 is a two-pronged approach to reinvigorating Fisherman's Wharf as a must-visit location for the region, both for visitors and residents alike: 1) reaffirmed and enhanced support to pre-existing fishing operations on the Pier and an experiential museum dedicated to the fishing and seafood industry that will return Fisherman's Wharf to its legacy and former prominence as the go-to location in the region for all things related to the fish and seafood industry, and 2) a flexible events center comprised of an iconic architectural building occupying a portion of the former Shed C space, and open air space adjoining the building, configured to allow for a variety of indoor, outdoor, and indoor/outdoor concerts, local performance art, school events, rentals and other experiences. All of this would be implemented with care to support and protect the heart of Fisherman's Wharf, the existing commercial fishing operations based on Pier 45 (primarily in Sheds B and D). Anything built as part of this project must enhance the commercial fishing operations' ability to thrive long-term and ensure that the project is true to the name; that this place is authentically a fisherman's wharf.

*Please note, this document provides our current vision of the project, types of uses and rough order of magnitude estimates of square footage. We are constantly adjusting and refining our plan based on ongoing design, research, market exploration with tenants and capital providers, and feedback from stakeholders and advisors. As much outreach as we have already conducted to date, we know there is an enormous amount of further discussions to be had with stakeholders, advisors and government bodies/regulatory agencies. We expect that the project will continue to be adjusted and refined based on this feedback and assessment of economic viability, and therefore the proposed uses and scale of those uses that we ultimately seek approval of may ultimately vary from what is contained in this Request for ENA.

Experiential Museum

The museum element would be experiential – this would not be a museum where you walk around reading small captions below glass-encased relics – the idea is to engage visitors in an immersive celebration of the fishing industry of San Francisco, and more broadly northern California. The museum would be anchored by three core elements: 1) a brand new fish and seafood processing facility providing opportunities to view the work of preparing fish and seafood for sale and consumption, 2) a world-class retail and wholesale market where the city and whole region will come to shop for fresh fish and seafood and related goods and sundries, and 3) a food hall containing stalls operated by a diverse mix of small businesses and local restaurateurs where visitors can taste a variety of prepared fish and seafood dishes from different ethnic and cultural backgrounds, both domestic and international. Exhibits would be scattered throughout these three core elements and the broader museum grounds, focusing on a mix of history, story-telling, and education regarding Fisherman’s Wharf and the fishing and seafood industry. Exhibits would utilize physicality, scale, technology (video, audio, augmented and virtual reality), the ability to immerse and tap into all our senses, all to help bring to life the stories of Fisherman’s Wharf and the industry.

The new fish and seafood processing facility would feature ample windows and viewing areas to allow visitors to view the processor’s work live, as well as exhibits providing explanations for what people are viewing, and videos to supplement periods of lower activity. The ability of visitors to see work happening in real time is modeled after the very successful viewing areas and configuration of the Boudin Bakery’s facilities located on the Triangle / Seawall 300/301 in Fisherman’s Wharf. The new processing facility would augment and increase the industry’s aggregate capacity located on Pier 45, and would be available for existing operators, if they so choose, to promote their business and showcase and celebrate their workers by providing a “stage” for their craft to be viewed and appreciated.

The retail and wholesale fish market would help re-establish Fisherman’s Wharf as the regional center for buying the best and freshest fish and seafood. The market would be staffed with salespeople knowledgeable in the products being offered, helping retail and wholesale buyers to navigate the large variety of offerings, and would be designed and operated in a dynamic and thoroughly entertaining way so as to further enhance the visitor’s experience at the wharf. The businesses already located on Pier 45 and in and around Fisherman’s Wharf would have the opportunity to sell their products at a public-facing market operated at a scale difficult to achieve as multiple smaller businesses acting independently. Branding and visibility within the market would be available to local businesses of all scales, allowing the market to either serve as their primary point of sale, or help raise awareness and deliver increased foot-traffic to those businesses that wish to maintain their own direct sales from their locations.

The food hall would become a destination for exploring fish and seafood cuisine of the world, while creating business opportunities for restaurateurs of diverse backgrounds and resources. The food hall would be comprised of anywhere from 10-20 stalls featuring fish and seafood prepared in a wide variety of methods, from different ethnic and cultural backgrounds, both domestic and international. The food hall will provide takeaway dining, with visitors enjoying a variety of casual common seating and tables

throughout the museum. Daily visitors to the experiential museum would be the core source of business for the food stalls, but the food hall would also provide food for concerts and events at the events center, providing an additional stream of revenue for these small businesses. The compact scale of each stall, combined with shared technology, infrastructure, common kitchens and back of house facilities, and shared seating and tables will reduce start-up capital requirements, lowering barriers to entry and increasing participation by minority-owned, women-owned and economically disadvantaged businesses.

The three core elements and various exhibits of the experiential museum would be housed partially in the existing Shed A, and partially on the site of the former Shed C, set in a mix of both indoor and open air spaces. The museum would have a park-like feel in the aesthetic, quality, scale and amount of outdoor spaces, and these areas would feature seating for enjoying cuisine from the food hall, views of the Bay and city skyline, and regular performances by local musicians and performing artists, ranging from professionals to those just starting out (i.e. local school bands and drama programs). Spaces for children to play and people of all ages to engage in low-impact recreation would round out the offering, making the museum more versatile, engaging and family-friendly.

Event Center

The event center would enliven Pier 45, add an iconic architectural element on San Francisco's waterfront, create an additional draw to Fishman's Wharf, and attract a wide range of local and regional users year-round. The event center would be a multi-purpose venue that can host concerts and other performances, banquets, parties, weddings, conferences, speakers and meetings. The event center would contain a wide variety of types and sizes of spaces available for rental and performances, all highlighting the expansive breathtaking views, both out to the Bay and a unique perspective back towards the shore and northern city skyline.

The event center would be located on the site of the former Shed C, housed partially in a new, architecturally iconic building built towards the outer point of Pier 45, and partially open air adjoining this new building. The event center would be designed with care for the surrounding sheds and respectful of the larger Embarcadero Historic district in which Pier 45 sits. The line between where the experiential museum ends and the event center begins would be blurred, maximizing the ability to hold events of all different types and scales, some remaining confined to the new building, some spilling outdoors, and some occupying parts of the museum grounds as well. This blurring of lines will also help the food hall to play a large role in providing food and beverage for events held at the center, and increase the interest in visiting the experiential museum (i.e. the opportunity to view the iconic architecture of the event center as part of a visit to the museum).

Physical Improvements

Pier 45 is comprised of four sheds, one of which, Shed C, burned down in 2020. Each shed is approximately 60,000 to 70,000 square feet in size. Shed B and Shed D are heavily utilized by the commercial fishing industry and other existing tenants and are not anticipated to be touched as part of the project.

Portions of our project would be housed in Shed A, where we anticipate using techniques like open plans / partial-height dividers, raised floors and other “light-touch” methods to subdivide the space and route utilities/infrastructure so that the shed structure itself is subjected to less substantial renovation and retains much of its existing character. Portions of the project will involve building one or more new buildings where Shed C once was, but the plan is to leave other areas open-air to create a variety of indoor and outdoor spaces both within the experiential museum and the event center, and for the borders between these two spaces to blur allowing for a wide variety of configuration for events and performances.

Total square footage of the experiential museum and event center has yet to be determined, but will likely be in the range of 150,000 to 175,000 square feet (inclusive of both built and open-air square footage). And because of the desire to preserve some open-air spaces within the former footprint of Shed C, new building construction on the Shed C site is unlikely to substantially exceed the square footage that was lost in the fire, although some portions of the new construction will likely be multi-story. All new construction is anticipated to fit within existing height limits of 40’, and will be designed in a manner that acknowledges and respects Pier 45’s place in the Embarcadero Historic district.

Existing Tenants

The happiness and wellbeing of the existing tenants at Pier 45 is of the utmost importance to this project. We are committed to designing and implementing our project in a manner that does not negatively impact operations within Shed B and D. We also recognize that portions of Shed A and former Shed C are / have been used as storage and parking for the commercial fishing industry – we will work with these existing tenants to make sure that their needs are understood and addressed as part of our project. Likewise, we value the contribution to the Fisherman’s Wharf visitor experience of existing Shed A tenants like Musee Mecanique and the USS Pampanito and the San Francisco Maritime National Park Association. We will work with these existing tenants to configure our additions so the combined outcome creates a great visitor experience where both existing and new destinations thrive.

Triangle East /Seawall Lot 300/301 Phase I

The vision for the Triangle / Seawall Lot 300/301 is to create an upgraded and expanded public realm, highlighted by a central public square for the Fisherman’s Wharf neighborhood, flanked on all sides by food and beverage establishments, with visitor centers on the eastern and western edges available to welcome and guide visitors towards the various attractions of Fisherman’s Wharf.

The first phase of development would run from the western edge of the existing Boudin Bakery to the eastern-most point of the Triangle / Seawall Lot 300/301, and would be comprised of 1) creation of a central public square and the conversion of the adjoining portion of the Embarcadero to a non-vehicular promenade, 2) a new building housing a winery, brewery and distillery on the ground floor, and short-term rental units on the floor(s) above, and 3) a visitor’s center at the eastern point of the Triangle / Seawall Lot 300/301.

Public Realm

Public realm improvements would include the creation of a central public square on the center portion of the Triangle / Seawall Lot 300/301, just north of Boudin Bakery, and the conversion of the Embarcadero along the northern edge of the property to a non-vehicular promenade.

The public square would be defined at its edges by Boudin to the south, The Franciscan to the north, a newly built building to the east housing the winery/brewery/distillery (described further below), and the Chowder Hut to the west.

The conversion of this section of the Embarcadero into a non-vehicular promenade would be done in close consultation and coordination with The Franciscan, Red and White Fleet and other operations along the waterfront to ensure that ongoing delivery, ingress and egress and other logistics are properly incorporated in the design of the improvements. The conversion to a non-vehicular promenade would create a wider, more inviting pathway along the water's edge, would better match the volume of foot traffic the area already experiences today, and create increased capacity for the future and enhanced access to the Bay. The new promenade would more closely align with the scale of promenade directly to the east heading towards and past Pier 39, creating a more seamless transition between the two visitor attractions. The width of the existing right of way provides the opportunity for the promenade to have different tiers / stepped areas, enhancing views and providing places to sit and enjoy the expansive views of the Bay. The new promenade would also build resilience against future sea-level rise, providing the opportunity to gradually ramp up in elevation. The new promenade would connect to new buildings at an elevation that accommodates future sea-level rise, and provide the ability to transition / retreat from the older existing promenade usage if necessitated by future sea-level rise without losing public access along the bay front.

Winery/Brewery/ Distillery

A new building would be constructed to the east of the central public square described above, set at the narrow end of the Triangle between the eastern end of Boudin and Powell Street to the east. This building would house a combined winery, brewery and distillery, appealing to a variety of tastes and interests, and celebrating the history of San Francisco and its port in these industries. There would also be suggested routes and coordination between the winery, adjoining ferry service, the wine train in Napa and SMART in Sonoma to provide a safe avenue for visitors to travel from San Francisco to wine country and back where the journey is a key part of the experience, and with less reliance on cars and corresponding congestion. The goal is to tie together regional tourism draws to San Francisco and visitors to Napa and Sonoma, and encourage Fisherman's Wharf to serve as a launching point for exploring the wine country while staying in San Francisco (and vice versa).

All three of the operations – winery, brewery, and distillery – would be authentic operations where visitors gain insight into how the beverages are crafted, how they are connected to the local geographies and their histories, and would continue the experience of being able to view work while it is being performed, as is the case with the fish processing at the experiential museum and bakery at Boudin. Since the making and tasting of refined alcohol beverages, especially wine, is often presented

as complex and difficult to access for all but the avid fan, this operation would emphasize education using various interactive exhibits to simplify and de-mystify both the production and enjoyment of the craft.

Short-Term Rental Units

Short-term rental units would be built above the winery/brewery/distillery, with a small lobby for these units at ground level. This would not be a traditional hotel operation (no daily housekeeping, bellhop, concierge, room service, etc...), but instead a sort of purpose-built Airbnb. These units would be designed to be complimentary, not competitive, with the inventory of hotels in the surrounding area, and would be expected to contribute some relief to the pressure that use of general apartment inventory for short-term rentals can place on the housing market. The short-term rentals would consist of multi-bedroom units geared towards groups and families traveling together that want the amenities (kitchenette, common living space) of a typical apartment and want to avoid the uncertainty and cost of securing adjoining rooms in a hotel. The short-term rental units would be located on one or two floors above the ground level, depending upon the final design of the building.

Visitor's Center

The visitor's center would either be housed in a small standalone building or integrated into the ground floor of the same building that houses the winery/brewery/distillery and short-term rentals above. The visitor's center would sit at the eastern most point of the Triangle / Seawall Lot 300/301 and include identifying signage so that visitors making their way east to west from Pier 39 and beyond have an identifiable moment at which Fisherman's Wharf is entered from the east (right now the only identifier for the neighborhood is located at the northeast corner of Taylor and Jefferson). The visitor's center would help orient visitors to all the different places to visit within Fisherman's Wharf, allow for ticket and tour sales, and would especially promote the experiential museum and events center located on Pier 45.

Physical Improvements

The public realm improvements represent over an acre of new central public square and expanded promenade. The new construction located on the eastern portion of the Triangle / Seawall Lot 300/301 housing the winery/brewery/distillery and visitor's center on the ground level, and short-term rentals on the upper floor(s), is estimated to be in the range of 50,000 to 75,000 square feet (depending on whether it ends up being two or three stories). All new construction is anticipated to fit within the existing 40' height limit.

Existing Tenants

Existing tenants of the Triangle / Seawall Lot 300/301 include Boudin Bakery, the Chowder Hut (operated by Boudin), and the parking lot operator. Boudin was founded by Lou Giraudo, but has since been sold to his son, Dan Giraudo, and Lou is no longer involved in its ownership or operations. As the most recent private sector entity to make a substantial capital investment and commitment to

Fisherman's Wharf, Boudin is an important tenant for the Port and for the neighborhood. Our project is designed in consultation with, and will be complimentary to, Boudin's operations.

We anticipate that the Port would not enter into any long-term leases/licenses or extensions of the parking lot lease/license and that we would begin leasing the parking lot at the time of project approvals (as all of it will be redeveloped as part of the project).

Additional nearby tenants of the Port – the Franciscan, the Red and White Fleet, the restaurants along Taylor Street and beyond, while not tenants of the Triangle / Seawall Lot 300/301, are all important stakeholders in our project, and we've been in communication, and will continue these conversations as the project proceeds, to make sure that what we are proposing is truly complimentary and beneficial to Fisherman's Wharf.

Triangle West / Seawall Lot 300/301 Phase II

The second phase of development on the Triangle / Seawall Lot 300/301 is limited to the western portion of the lot fronting Taylor between Jefferson and existing Embarcadero, sitting between Taylor Street and the western edge of Boudin Bakery. The second phase of development is anticipated to be 7-10 years after the first phase, providing time for greater clarity on what transitions may take place along the western edge of Taylor Street, as well as to assess what additional unmet needs exist in terms of food and beverage, event space and short-term rentals based on the performance of the first phase.

The vision for this second phase is to plan for flexibility, and ultimately deliver more space of whatever types prove to be of the greatest need for the viability of Fisherman's Wharf. Prioritizing and selecting final uses for the second phase will be based on the performance of improvements to Pier 45 and the first phase of the Triangle / Seawall Lot 300/301, as well as accounting for changes that are happening on the western side of Taylor Street. If more food and beverage space is needed, the second phase can be a potential home to, or provide replacements for, food and beverage establishments that are no longer able to operate along the western side of Taylor as the Port works with those tenants to figure out the viability of those existing restaurant spaces and operations (many of which closed or reduced operations during the pandemic and have not fully reopened).

Any additional food and beverage included in the second phase would be subject to assessing how deficient or saturated the food and beverage options are as Fisherman's Wharf finds a "new normal" post pandemic in terms of visitors and spending. Likewise, we will track the performance of the event center on Pier 45, and the visitor's center and short-term rental units built in the first phase, and determine whether Phase II should include some or all of these elements as well.

The public realm improvements included in the second phase would involve right-sizing and upgrading the existing plaza at the northeast corner of Jefferson and Taylor to better connect and feed into the central public square built as part of the first phase. As the Port develops a better understanding of how the existing restaurants, seawall and resilience concerns will be addressed on the western side of Taylor,

any necessary adjustments to Taylor Street's right-of-way can be accommodated as part of this second phase as well.

Physical Improvements

The new construction located on the western portion of the Triangle / Seawall Lot 300/301 is estimated to be in the range of 36,000 to 54,000 square feet (depending on whether it is comprised of two or three stories). All new construction is anticipated to fit within the existing 40' height limit.

Existing Tenants

The existing tenants on the Phase II portion of the Triangle are the Chowder Hut and a part of the parking lot operations (although by the time Phase II commences, the parking lot operations will have already ceased as part of Phase I). As with earlier phases of the project, the second phase will involve working closely with the existing onsite tenant(s) and surrounding tenants to arrive at a configuration that maximizes the benefit to the entire neighborhood. The second phase will be especially sensitive to how tenants in and around the project are performing – the goal being to deliver complimentary uses and address gaps in the market.

III. THE TEAM

The following is FWR's core leadership team. A project of this scale will involve many hands, and FWR will engage a whole host of best-in-class architects, engineers, designers, consultants, contractors, operators and tenants to create a truly amazing and iconic destination on San Francisco's waterfront.

Lou Giraudo

It is difficult to summarize the vast contributions Lou Giraudo has made to the companies he has led, to the civic organizations he has guided and, more broadly, to the San Francisco community of which Lou and his family have been an integral part for over 75 years. A supremely accomplished business executive, Lou has transformed and grown companies as diverse as Pabst Brewing Company, Andre Boudin Bakeries, Inc., The Save Mart Companies, Inc. and Asentia Winery Group. Lou's model for the success of these companies has always focused on reinvigorating historic brands in organic, thoughtful and authentic ways. Lou also presently serves on the Executive Committee of the Golden State Warriors NBA basketball team, where he was part of the leadership group that guided the relocation of the team to its current venue in Mission Bay.

Lou's heart and soul have always been in his civic and charitable activities. He has served as Chairman of the Board of Trustees of the University of San Francisco and as a trustee of the Kalmanovitz Public Charitable Trust. He has served as President of the San Francisco Police Commission, President of the Public Utilities Commission and President of the San Francisco Board of Permit Appeals. Over the course of a long career, Lou has on many occasions volunteered his time in public service to mediate a broad array of public sector contract, labor and political disputes, including the mediation of a political stalemate that led to the approval of two new hospitals in San Francisco in 2013.

For the past 20 years, Lou and his wife Suzanne have been major supporters of an institution that truly reflects Lou's values. He and Suzanne were founders of De Marillac Academy, an independent, tuition-free Catholic school for the underserved children, youth and families of the Tenderloin and surrounding communities. De Marillac helps to set young people on a path to success in life that they might otherwise never have imagined. Lou has predicated his life's work on the importance of giving back to the city and the communities that have sustained him and his family.

As a lifelong denizen and devotee of San Francisco, Lou's affinity for Fisherman's Wharf derives from enduring memories and a practiced sense of the critical importance it holds for the future vitality of the greater city. Lou's long-standing commitment to the wharf is no better evidenced than by his complete renovation of the Boudin bakery on Jefferson Street – the largest private sector investment in the wharf in the past twenty-five years. Lou developed the vision for creating a bakery production facility "on display" that would capture the interest of all visitors, a bustling Bakers Mall and Market, and an upstairs bistro. The facility is the heart of Fisherman's Wharf today, and it is the team's ambition to activate similar concepts and strategies for the benefit of the entire wharf.

Chris McGarry

A successful corporate, real estate and land use legal practice unwittingly led Chris McGarry to what became a lifelong passion for the food business. Eschewing the law in favor of a more than 25-year executive leadership career in the food, food retailing and supply chain industries, Chris acquired a profound and abiding respect for the power of people and community, the significance of food as a platform for social congress and community, and the importance of meeting the needs of local neighborhoods through access to food and an alluring, authentic and entertaining food experience. These principles guided Chris in building a successful career in transforming supermarkets and other organizations, most recently as Chief Executive Officer of Save Mart Supermarkets, Northern California's largest regional grocery chain featuring such diverse banners as Save Mart, Lucky California and FoodMaxx.

Seizing upon Save Mart's rich history, Chris demonstrated that a company could be successful by playing to its strengths, by being true to itself, and by approaching its work with humility and with an unfailing respect for its workers, its local vendors and all members of the communities it served. Chris showed that the goodwill and success of the company could be leveraged to provide all shoppers access to healthy food options through Save Mart's value-focused FoodMaxx banner and through rigorous engagement with food banks throughout the State including the Bay Area. Chris accomplished all of this while promoting a diverse executive and operational culture, as evidenced by the company's first-ever inclusion among the Forbes "Best Employers for Women" recognition in 2020.

In addition to leading a company to responsible and productive corporate citizenship, Chris has devoted his spare time supporting the education and development of underserved children and families through Board leadership on such organizations as New York City's St. James school (a Catholic school that provides tuition-free education to lower-income families) and The Jersey City Child Development Centers, Inc. (commonly known as the "Head Start" family development program that provides basic needs of individual children and families).

Chris and the rest of the team have been drawn to this project because of its promise to reinvigorate the commercial fishing industry at the wharf, to celebrate and promote the history of this vital part of the city, and to provide San Franciscans an authentic, local, inclusive and distinctively entertaining reason to come back to the wharf.

Seth Hamalian

As a young man, Seth Hamalian acquired an affinity for architecture and design, as well as an acute sense of the relationship between place and community that ultimately spurred him to pursue a degree in urban studies from the University of Pennsylvania. Recognizing that ideals within urban planning and neighborhood development are answerable to the complexities of economics, he pursued a further degree in real estate and finance. Over the next 27 years, Seth undertook a series of executive leadership roles in real estate acquisitions, finance, development, planning, and park open space design and activation that have uniquely positioned him to drive a revival of Fisherman's Wharf.

Seth's first half of his career in real estate was on the investment and financing side of the business, working for firms like Starwood Capital Group, iStar Financial and Farallon Capital Management. The common theme at each of these firms was a specialization in high-risk, high-return lending and investments in real estate undergoing major repositioning and transition, creating an excellent foundation for Seth's future shift to development.

Seth's second half of his career began when he started overseeing the conversion of the Mission Bay neighborhood in San Francisco from abandoned railyard to vibrant neighborhood. For the last 18 years, Seth has overseen all aspects of the master development of the 303 acre neighborhood, founding and leading two organizations to facilitate this work: Mission Bay Development Group, a company with extensive experience in complex, multi-phased infill development and delivery of infrastructure in San Francisco, and Parklab, an organization specializing in all aspects of parks and open space design, construction, operations, programming and activation. Seth's deep understanding of both the capital markets and development, as well as the sheer duration of his involvement with a project of the scale of Mission Bay, uniquely positions him to find the often elusive balance in development projects between vision and financial viability.

While Seth's career has revolved around the power of investment in transforming neighborhoods, investing in underserved youth at all stages of their development is the common theme in his work with non-profits. Seth serves on the board of: Oakland Promise, an organization focused on providing cradle-to-career support of under resourced youth in Oakland with a focus on building financial education, savings accounts, college access, scholarships, mentoring support, and developing a college-going expectation and culture among all of Oakland's students; YMCA of the East Bay, which focuses on healthy living, youth empowerment and providing early childhood education and services to under resourced communities, and; Wellspring Educational Services, a school founded to provide relationship-based educational support to children with autism and other special needs.

Stakeholders as Collaborators

The core leadership team outlined above is committed to working with stakeholders as an integral and essential part of their team, making FWR uniquely suited to implementing the project at Fisherman's Wharf. Much of the vision outlined in this request for ENA has been shaped and informed by detailed discussions with myriad stakeholders in the Fisherman's Wharf neighborhood over the last decade, and more intensely over the last three years. This outreach has connected us and our project with a wide swath of interested stakeholders, including: business owners and operators involved in the fishing and seafood industries, both on Pier 45 and in the surrounding neighborhood; restaurateurs and other business leaders located throughout Fisherman's Wharf; representatives from the local CBD and Pier 39; individuals involved in the events and performance venue industry in San Francisco, and; individuals involved in promoting tourism and convention business in San Francisco. We have approached each of these meetings as an opportunity to learn from and collaborate with our neighbors to shape the best possible project for Fisherman's Wharf.

A perfect example of this collaboration are the contributions of Dante Serafini of the Franciscan. Our leadership team has spent many hours debating the merits and viability of potential project components, benefiting from Dante's deep knowledge of the restaurant industry and his longstanding relationship with the Fisherman's Wharf neighborhood. Dante's insights have helped our team arrive at the current project vision, and his introductions have expanded our team of stakeholder collaborators.

FWR will continue and expand these discussions with stakeholders as collaborators to ensure that what is built at Pier 45 and the Triangle highlights and prioritizes the needs and long term viability of the fishing and seafood industry at Pier 45, is truly authentic and additive to the northern waterfront by complimenting instead of replicating or competing with existing uses, honors the surrounding historic district and sheds, creates new and exciting enhancements to the public realm and public enjoyment of the Bay, and serves as an economic engine to support local businesses, tourism, and arts and entertainment, breaking the cycle of private sector disinvestment and neglect in Fisherman's Wharf.