



MEMORANDUM

November 14, 2025

TO: MEMBERS, PORT COMMISSION
Hon. Gail Gilman, President
Hon. Stephen Engblom, Vice President
Hon. Willie Adams
Hon. Steven Lee
Hon. Ken McNeely

FROM: Elaine Forbes 
Executive Director

SUBJECT: Informational presentation to consider and possible action to approve License No. 17283 between Port and the Institute of Contemporary Art for a two-year license agreement to use the Pier 24 Annex as a free public art exhibition space, and to facilitate public and private events on the premises.

DIRECTOR'S RECOMMENDATION: Approve the Attached Resolution No. 25-77

EXECUTIVE SUMMARY

In August 2025, the Port received a letter of interest in the Pier 24 Annex from the Institute of Contemporary Art San Francisco (ICA). ICA was formed in 2022 as a non-profit arts institution that operates a “pop-up” free-to-the-public art exhibition space supported by private donors and offers rotating exhibitions, public events, and education. ICA offers artists from around the world an opportunity to experiment with new ideas while making contemporary art relevant, meaningful, and accessible to a broader audience.

ICA is seeking a new temporary location as it has been displaced from its current location at “the cube” adjacent to 555 California, at 345 Montgomery Street, by a long-term lease with a large educational institution. ICA is now intentionally pursuing a nomadic model where the exhibitions move to new location “opportunities” over time, cooperating with landlords to generate interest and help market space for future uses. ICA recently announced new public art collaborations at the Transamerica Pyramid and

the Potrero Power Station, which it intends to implement concurrently with its proposed program at the Pier 24 Annex.

After initial discussions with Port staff, ICA submitted a formal letter of interest outlining its intended use and program at the Pier 24 Annex, which will further its mission of free access to art and art education with artist talks, curated tours, and family events, and a mix of public and private events. ICA's program will include operation and free admission 5 days a week, expected Wednesday to Sunday, 11 AM to 5 PM. ICA currently has plans for a site-specific joint exhibition by artists Dominique Fung and Heidi Lau that will run from May 2026 through October 2026. The newly commissioned exhibit will include sculptural and immersive works exploring memory, mythology, and material culture.

The License for the Pier 24 Annex will generate fee income to the Port of at minimum \$10,000 per month and will include a split and share of net event revenues generated at the licensed premises, which ICA will curate and manage. ICA's approach will involve only very minor building improvements and draw on philanthropic fundraising and event/exhibition-based revenue for near-term activation

ICA's proposed use aligns with Port goals to manage and facilitate events at the Pier 24 Annex while Port staff explore longer-term uses of the Pier 24 Annex. ICA's proposal will:

- Activate a now-vacant building with a new attraction on the waterfront.
- Augment the arts experience along the Central waterfront, complementing the CAST activation of Pier 29 and the Big Art Loop – Portside temporary art installations.
- Leverage a temporary occupancy that will help maintain the integrity of the unique space.
- Allow the Port to collect a base fee, while still making the space available for private events and potentially to receive additional revenue.
- Allow Port time to evaluate viability and market for more complex permanent use options for the Pier 24 Annex, such as office, maintaining flexibility to recapture the space for future occupancy.

Port staff recommend proceeding with the License, with an expected Commencement of January 1, 2026, with initial programming starting in the Spring of 2026.

BACKGROUND

The Pier 24 Annex is a roughly 27,000 SF space that sits directly under the Bay Bridge, adjacent to the SF Fire Station and Pier 26 shed. While nondescript from the exterior, the interior of the facility is arguably the highest quality direct-leased space within the Port portfolio. The space was designed and built by the Pilara Foundation and opened in 2010 as "Pier 24 Photography", which housed the Pilara private collection and was dedicated to collecting, preserving, and exhibiting world-renowned photography. After

winding down and donating much of the collection, Pier 24 Photography closed in early 2025, and the Port took possession of the space in June of this year.

Recognizing the quality and potential value of the premises, Port staff have been exploring possible use options and marketing strategies since learning of Pilara's intent to vacate in 2024. This included looking at an office conversion scenario, which would demand high rents (~\$90 PSF). However, given the premises' previous use as a gallery, the space is designated as "storage" occupancy (S-2), and with egress limitations, the occupant load is limited to 93 persons. The configuration of the space with little natural light and many partition walls limits "as-is" uses. Further, the space is subject to an existing BCDC permit that requires public access. A change in use, particularly to office, will require time to permit and significant investment to properly configure the space to increase occupancy, including structural upgrades to code (estimated at a minimum of \$5 million or ~\$200 PSF in costs).

Given these facts, staff have recently focused on the use of the space for events. With events, limited improvements to the premises will be required for larger gatherings where occupancy might exceed the 93-person limit with a Temporary Use Permit meeting SFFD conditions. Port staff had engaged in discussions with event managers to understand the feasibility and marketability of events, particularly with the Super Bowl in 2026. Events have the potential to drive significant revenue. When ICA approached the Port, Port staff had planned to prepare a more formal RFP to solicit an event manager who would market and manage events at Pier 24 Annex, taking on the responsibility to care for the vacant facility. The proposal considered here effectively inserts ICA as a comparable facilitator of events, but one with day-to-day activation and guaranteed fees to the Port.

RATIONALE

ICA's proposal will accomplish the Port's interim goals for the premises, which include quick re-tenancy, a means to facilitate use of the facility for events and associated revenue potential, and care for a vacant space to ensure the facility condition is maintained, if not further improved. This activation of a dormant space with a new public art exhibition, one that is free for visitors and adds to the education, access, and public offerings on the waterfront, is compelling. This will be a significant addition to the experience in the central waterfront and in the local neighborhood – a stretch that currently is a gap in activity from Pier 24 to Pier 40 and South Beach Harbor.

At expiration, Pilara was paying the Port \$5,889 in monthly rent, after credits for unamortized capital improvements (~\$93,000 - \$87,000 in credits). The proposed \$10,000 in license fees more than re-establishes the Port's net revenue for the interim period of ICA occupancy. The license fee considers the free public programming, the short-term and non-exclusive occupancy, and the potential ICA-funded investments in the premises, such as the removal of fixed wall partitions that currently break up the space and are a hindrance to viability for larger events and more flexible uses.

Considering the premises are now vacant, the risks and costs to Port for its deterioration are significant. The ICA structure provides a license fee quickly and transfers management responsibility (and liabilities) and associated costs to a third party, while still allowing for potential event revenue at special event parameter rates. Port staff consider this a successful temporary use of space where a longer-term strategy can still be established.

TEAM

Alison Gass is ICA’s Founding Executive Director. Her leadership in museums has reflected a sustained commitment to building globally-minded and community-engaged exhibition programs and diversifying museums’ collections, exhibition programs, staff, and visitorship. Gass was appointed the Dana Feitler Director of the Smart Museum of Art at the University of Chicago, where she launched the Feitler Center for Academic Engagement. Previously, she was the Chief Curator at the Cantor Arts Center at Stanford University and Assistant Curator at the San Francisco Museum of Modern Art.

LEASE TERMS

License Term	24 months starting January 2026, subject to Port termination after 12 months with a 6-month prior notice. The earliest date for termination would be January 1, 2027.
Licensee	Institute for Contemporary Art San Francisco, a California nonprofit corporation
License Fee	\$10,000 per month, totaling a minimum of \$240,000 over the full term. Port will credit Port’s share of net event revenue towards the License Fee, beyond which Port will collect 50% of the net event revenues from the premises. License fee, and additional event revenue, shall be paid in semi-annual installments (i.e., at minimum \$60,000 every six months), with an initial security deposit of \$20,000 paid upon execution of the License.
Port Flexibility of Use	ICA will be allowed to produce its own free public and private events at its discretion; as the License allows “non-exclusive” use, the Port will have the opportunity to utilize the premises for small public or community events in coordination with ICA (e.g., community meetings). ICA will also actively market and accommodate private events in the premises and secure Port parameter rents for such “special events” according to the parameter schedule. Port may refer event inquiries to ICA to hold at Pier 24. ICA will schedule and manage such events, and Port will support with permitting, as required. Port will retain fifty percent of net revenue from private or ticketed public events after ICA’s direct costs; there will be no additional revenue to Port for free public ICA events.

Building Investment	ICA, at its discretion, will make its own direct investments to improve the premises for its use, which may include the removal of fixed partitions in the space to improve the premises' flexibility for events and future uses. Any work within the space will require a Port building permit. There is NO Port capital investment required.
Permitting	Prior building occupancy was permitted as S-2 with an occupancy limit of 93 people. ICA's proposal does not require additional permitting for its planned day-to-day use, which is the same. Any temporary use of the building beyond 93 occupants will require a standalone Temporary Use Permit issued by Port and Fire under a separate building permit application. ICA will not be responsible for base building code upgrades to the premises that may be triggered by re-occupancy.
Regulatory Approvals	The proposed use of Pier 24 is the same as the prior use and is considered "not a project" under the California Environmental Quality Act. The existing San Francisco Bay Conservation and Development Commission (BCDC) permit will require a permit amendment for ICA's use, changing the co-permittee to ICA and recognizing the public access benefits. Upon approval, the Port will be applying for a BCDC permit amendment.
Site Security and Maintenance	ICA will assume day-to-day control of the premises and will be responsible for managing a baseline of security, janitorial, maintenance, and repair of mechanical, electrical, and plumbing (MEP) systems to maintain the premises in good condition. ICA will secure a third-party report from a qualified engineering firm that outlines the base level of operation and necessary utilization of the existing building systems to support their own uses. ICA is not required to use or maintain systems that are not required for operation of their facility and above a typical standard. ICA is not responsible for capital repairs and replacements within the facility.

NEXT STEPS

The economic terms of the proposed License reflect limited risk for Port and significant public benefit due to the activation it will create on the waterfront, supporting the Port's goals of recovery, growth, equity, and engagement; and further provide both near-term revenue and long-term flexibility to the Port to explore long-term tenancy of the Premises. Port staff recommend that the Port Commission approve the attached resolution authorizing the Executive Director to enter into proposed License No. 17383 between the Port and ICA and authorize the Executive Director or her designee to execute the License.

Prepared by: Amy Cohen, Business Generation Manager
Real Estate and Development

For: Scott Landsittel, Deputy Director
Real Estate and Development

**PORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO**

RESOLUTION NO. 25-77

- WHEREAS, Charter Section B3.581 empowers the Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate, and control the Port area of the City and County of San Francisco; and
- WHEREAS, At its meeting on April 11, 2023, after a public planning process that maximized public participation in public discussions about existing waterfront activities, regulations, challenges, public desires, and needs to incorporate diverse viewpoints and perspectives to develop policy recommendations, the Port Commission adopted an updated Waterfront Plan (the “Waterfront Plan”); and
- WHEREAS, Institute for Contemporary Art San Francisco (“ICA”) is a recently created non-profit arts institution that operates a free-to-the-public art exhibition space supported by private donors and offers rotating exhibitions, public events, and education and has interest in activating vacant buildings on a temporary basis with free public art activities, which is uniquely suited to activate the vacant gallery space at the Pier 24 Annex; and
- WHEREAS, The proposed terms for License No. 17383 at the Pier 24 Annex with ICA are described in the staff report accompanying this Resolution and set forth in the License, a copy of which is on file with the Port Commission Secretary; now, therefore be it
- RESOLVED, In consideration of the public-serving purpose of the proposed activation, which will include free activities open to the public, the Port Commission approves a rent structure that does not reflect the parameter per square foot rental rate for this location but instead reflects the unique operating profile and operational benefits of the proposed License, all as summarized in the staff report accompanying this Resolution; and be it further
- RESOLVED, The Port Commission hereby approves the terms of the License at the Pier 24 Annex with ICA as described in the staff report accompanying this Resolution and set forth in the License; and be it further
- RESOLVED, That the Port Commission authorizes the Executive Director or her designee, to enter into any additions, amendments or other modifications to the License that the Executive Director, in consultation with the City Attorney, determines are in the best interest of the Port, do

not materially increase the obligations or liabilities of the Port or materially decrease the public benefits accruing to the Port, and are necessary and advisable to complete the transaction and effectuate the purpose and intent of this Resolution, such determination to be conclusively evidenced by the execution and delivery by the Executive Director of any such documents.

I hereby certify that the foregoing resolution was adopted by the Port Commission at its meeting of November 18, 2025.

Secretary