

Request for Developer Qualifications for
Transit-Oriented Development
&
Notice of Funding Availability
North Berkeley BART Station



Image credit: City of Berkeley, Van Meter Williams Pollack





Contacts:

BART primary contact:

Shannon Dodge, Principal Property Development Officer
Planning & Development Department
2150 Webster St., 9th floor
Oakland, CA 94612
sdodge@bart.gov

BART secondary contact:

Deb Castles, Principal Property Development Officer
Planning & Development Department
2150 Webster St., 9th floor
Oakland, CA 94612
deb.castles@bart.gov

City contact (Land Use):

Alisa Shen, Principal Planner
Planning and Development Department
1947 Center Street, 2nd Floor
Berkeley, CA 94704
ashen@cityofberkeley.info

City contact (Affordable Housing):

Margot Ernst, Manager
Housing and Community Services
2180 Milvia Street
Berkeley, CA 94704
mernst@cityofberkeley.info

Project Website: <https://www.bart.gov/TODNorthBerkeley>

RFQ Schedule (subject to change)

RFQ Issuance	Wednesday, July 6, 2022
Respondent Registration Deadline (optional)	Friday, July 15, 5:00pm
Pre-Submittal Conference (optional)	Tuesday, July 19, 1:30pm
Final Questions & Requests for Clarification Due	Thursday, July 21
Networking Session	Monday, July 25
BART Response to RFQ Questions/Clarifications	Monday, August 1
Statements of Qualifications Due	Friday, August 26, 4:00pm
Shortlist announced	Monday, September 26
Townhall presentations	Tuesday, October 11
Interviews Conducted (approximate)	Week of November 7
BART Board Considers Authorization to Enter into ENA	Thursday, December 1, 2022



TABLE OF CONTENTS

- I. INTRODUCTION 5
- II. SUMMARY OF THE OFFERING 7
 - A. Property and Station Description 7
 - B. City - BART Collaboration to Date 11
 - C. City - BART Joint Vision & Priorities for TOD 12
 - D. Station Access 12
- III. TRANSACTIONAL TERMS AND MINIMUM PROJECT REQUIREMENTS 17
 - A. Predevelopment Process 17
 - B. Joint Development Process 17
 - C. Infrastructure 18
 - D. Development Parameters 18
 - E. Financing Sources 21
 - F. Potential Land Value Discount 21
- IV. RELEVANT BART POLICIES & PROCEDURES 22
 - A. BART Policies and Guidelines Affecting Transit-Oriented Development 22
 - B. Regional Requirement Affecting BART Properties 26
 - C. State Law Affecting BART Properties 26
- V. RELEVANT CITY PLANS AND POLICIES 27
 - A. City of Berkeley: Residential-BART Mixed Use (R-BMU) Zoning 27
 - B. Transportation Demand Management 28
 - C. Other Planning Documents 29
 - D. Berkeley Municipal Code – Zoning Ordinance 29
 - E. City Labor Requirements 29
- VI. CITY OF BERKELEY ENTITLEMENT PROCESS 30
 - A. City’s Role as Lead Agency and Land Use Entitlement Authority 30
 - B. Master Development Permit (“MDP”) Process 30
- VII. CITY OF BERKELEY AFFORDABLE HOUSING FUNDING 32
 - A. City Resources 32
 - B. Predevelopment Funding 33
 - C. City Affordable Housing Subsidy Process 33
- VIII. SUBMITTAL REQUIREMENTS 37
 - A. Transmittal Letter 37
 - B. Development Team Summary 37
 - C. Small Business Participation 38
 - D. Description of Relevant Experience 39
 - E. Preliminary Development Concept 39
 - F. Narrative 40
 - G. Demonstration of Financial Capacity and Related Information 41
 - H. Exclusive Negotiating Agreement (ENA) Comments 42
 - I. References 42
 - J. Optional Part 2 Submittal and Predevelopment Funding Application 43
- IX. SUBMITTAL AND EVALUATION PROCESS 45
 - A. Submittal of Statements of Qualifications 45
 - B. Submittal Confidentiality 45
 - C. Evaluation of Qualifications 46



D. Rights of BART 49

E. Rights of the City 49

X. PREDEVELOPMENT COSTS 50

 A. Exclusive Negotiating Agreement (ENA) Deposit..... 50

 B. Station-Specific Access Plan 50

XI. SCHEDULE OF ACTIVITIES 52

 A. Request for Qualifications Timeline..... 52

 B. Optional Registration for RFQ 52

 C. Pre-Submittal Web Conference 52

 D. Networking Session 52

 E. Submittal of Questions and Requests for Clarification 53

Attachment 1: Basis of Design Criteria..... 54

Attachment 2: Circulation Framework..... 59

Attachment 3: Memorandum of Agreement 70

Attachment 4: Project Team - Small Business Participation 113

Attachment 5: Qualifying Project Form..... 114



I. INTRODUCTION

The San Francisco Bay Area Rapid Transit District (“BART” or the “District”) and the City of Berkeley (“City”) jointly request submittals from qualified entities that will result in the construction of an equitable transit-oriented development (“TOD”) project at North Berkeley BART Station (“North Berkeley” or the “Station”). BART is soliciting qualifications to select a developer who will work jointly with BART, the City, and the community to establish, build, and manage a feasible development program at the Station. Concurrently, the City will consider applications from qualified entities for predevelopment funding for affordable housing at the Station through a Notice of Funding Availability (“NOFA”). BART and the City’s intent in this joint Request for Developer Qualifications and NOFA (“RFQ”) is to align the parallel solicitation and evaluation processes of BART and the City to allow for simplification and efficiency for both the agencies and for prospective developers.

Note that BART and the City intend to issue a second developer solicitation in early 2023 for a separate TOD project at the Ashby BART station (“Ashby Project”). The Ashby site consists of two separate areas: the west parking lot – between Adeline St. and Martin Luther King Jr. Way – is +/-4.4 acres, and the east parking lot – adjacent to Tremont St. and Woolsey St. – is +/-1.9 acres. Qualified developers may apply for consideration for the Ashby parking lots by submitting a response following release of the Ashby BART station developer solicitation.



Figure 1: Location of North Berkeley and Ashby BART Stations



The general location of North Berkeley is depicted in Figure 1. This property offering (the "North Berkeley Property" or "Property") consists of four parcels with a combined contiguous area of +/- 8.2 acres. The Property characteristics and context, and standards for development are described in the sections that follow.

Upon authorization from the BART Board of Directors, BART intends to enter into an Exclusive Negotiating Agreement ("ENA") with a developer or developer team ("Selected Developer"), for a mixed-use, mixed-income development at the Property (the "North Berkeley Project" or "Project"). If a proposed development concept and term sheet resulting from the ENA is approved by the BART Board of Directors, BART and the Selected Developer will seek to negotiate and enter into a long-term ground lease agreement. BART's Transit-Oriented Development Policy favors ground leases of no more than 66 years, rather than sale of property, as the standard disposition strategy for joint development projects, except in cases where alternative approaches are required to achieve specific development objectives.

In this RFQ, the North Berkeley Project and the Ashby Project are referred to together as the "Projects."

This RFQ also serves as notification to interested and eligible developers ("Respondents") that the City intends to accept applications for predevelopment funding for affordable rental housing in accordance with City Council Resolution 69,833–N.S. of April 27, 2021. The City Council's Resolution provisionally reserves \$53 million of City-controlled funds, to be divided between the Projects, as the subsidy needed to achieve a minimum of 35% on-site affordable housing at each of the Projects, and allows for a portion of the funding to be considered for predevelopment costs associated with affordable housing at each of the Projects. The City hereby announces the availability of initial predevelopment funding of up to \$500,000 for the North Berkeley Project. Eligible Respondents shall have the opportunity to apply for initial predevelopment funding as part of their submittal. Respondents are not, however, required to request such funding.

II. SUMMARY OF THE OFFERING

A. Property and Station Description

1. Property Characteristics

The Property is in the north portion of the City and is generally bounded by Virginia St. to the north, Delaware St. to the south, Sacramento St. to the east, and Acton St. to the west as shown in Fig. 2. The Property is currently utilized largely as parking, totaling approximately 620 parking spaces, for BART riders. The Station also includes two auxiliary parking lots that will be retained as parking and are not included in this offering. They are located to the northwest of the site between Virginia Gardens to the north and Virginia St. to the south and comprise approximately 80 additional parking spaces.



Figure 2: Aerial View of the Property. NOTE: Site acreage of A & B assumes Zone of Influence is entirely excluded. Building on ZOI would result in greater developable site area. (Image Credit: Van Meter William Pollack)

The Property includes the BART Station with its unique circular entrance building; underground station concourse and tracks; and, at the corner of Acton and Virginia Streets, a traction power substation with associated parking. BART does not intend to lease the areas containing its transit infrastructure or that are otherwise necessary for its transit operations. Those areas may include, but are not limited to, the



locations indicated in dark red in Fig. 2 as well as the Station elevator located near Sacramento St. The Selected Developer will be responsible for undertaking parcel subdivision(s) so that the North Berkeley Project is on separate legal parcels from the area to be retained by BART.

In order to avoid adverse effects on existing BART substructures, a portion of the site is designated a Zone of Influence (ZOI) as approximately indicated in Fig. 2. This area may be buildable, but buildings on the ZOI must meet BART's specific structural requirements. The actual extent of the ZOI shall be determined by the geotechnical engineer for the proposed structure(s), with review by BART structural engineers.

The Property has a combined contiguous area of +/- 8.2 acres. As indicated in Fig. 2, if the ZOI were to be entirely excluded, +/- 5.5 acres are estimated to be developable. The site slopes down 13'-18' from Sacramento to Acton/Delaware.

The Property includes bus and shuttle loading immediately adjacent to the Station, passenger pick up and drop off facilities, a taxi stand, carshare parking, and bicycle parking. Note that BART has developed Basis of Design Criteria (Attachment 1) and Circulation Framework (Attachment 2) for the Station that more comprehensively address BART's operational needs.

The Property is comprised of 4 parcels as depicted in Fig. 3 and described in Table 1. As noted above, parcels are expected to be reconfigured as part of the developer's entitlement process so that the Project is located on separate legal parcels from the property retained by BART.



Figure 3: North Berkeley Property Parcels

Table 1: North Berkeley Property Summary

Parcel	APN	Acreage (est.)
D	058-2146-016-05	2.59
E	058-2149-019-04	1.50
F	058-2148-017-04	1.62
G	058-2147-018-05	2.56

The streets surrounding the Property were widened when BART was constructed; the City and BART may explore the feasibility of restoring adjacent streets to their original widths in locations where there is not a functional need for wider streets.

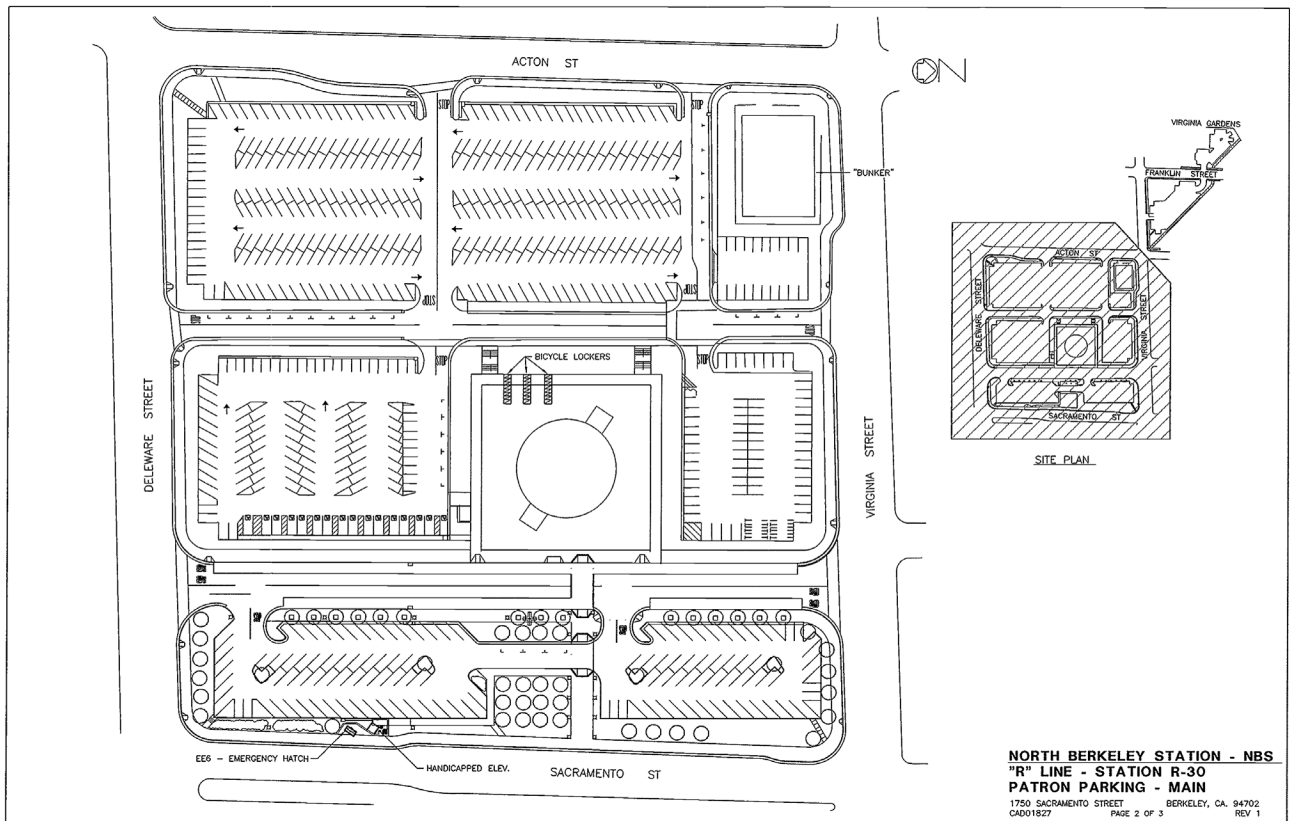


Figure 4: Schematic Plan View of the North Berkeley BART Property prior to implementation of access project that is currently under construction (see Section II.D.2.b.i, below)

2. Station Context

The Station is located along BART’s Richmond line (“R Line”) and is served by two BART lines serving the following terminus points: Richmond, Millbrae, and Berryessa/North San José (see Figure

4). These lines offer one-seat service to destinations including Oakland, San Francisco, San Francisco International Airport, and North San José. When the BART extension to the South Bay is completed (estimated 2030), the Station will also have one-seat service to new BART stations at 28th Street/Little Portugal in San José, Downtown San José, Diridon Station and Santa Clara.



Figure 5: Current BART System Map

BART trains typically serve the Station approximately every 7.5 minutes in both directions on weekdays from 5am-8pm; every 10 minutes in both directions on weekdays from 8pm-12:30am; and throughout the day and evening on Saturdays and Sundays. As of February 2022, BART fully restored pre-pandemic service levels. With BART’s planned fleet expansion, service expansion, a new train control system and other system upgrades, BART anticipates that by 2028:

- Approximately 25% more peak hour train cars will serve the Station
- Trains will serve the Station on average every 6 minutes during the morning and afternoon peak periods and every 8 minutes during the off-peak periods (evenings and weekends)

From the Station, the travel time by BART is 25 minutes to Embarcadero station in downtown San Francisco, 13 minutes to 19th Street/Oakland station, and 2 minutes to Downtown Berkeley station.



The Station is neighborhood-serving, located on the west side of Sacramento Street, a north-south residential arterial. Across Sacramento Street is Ohlone Park and a baseball field. The Ohlone Greenway, a 5.3-mile pedestrian/bicycle path of regional significance, runs to the site at both the northwest and southeast corners but currently does not connect through the site. Improvements to the bicycle network are currently under construction to address this (see Section II.F.3.d, below). The Station is centrally located to numerous shopping and dining areas (including three grocery stores and a Target):

- Three blocks north of the University Avenue commercial corridor;
- 0.5 miles from San Pablo Avenue shopping, dining, and services;
- 0.6 miles from the Hopkins Street (Northbrae) shopping area;
- 0.7 miles from the Gilman (Westbrae) shopping area.

The Station primarily serves residents of Berkeley as well as a lesser number from El Cerrito, Albany, and Richmond to the north. North Berkeley is an underground station and is largely surrounded by residential uses ranging from single family-dwellings to large multifamily apartment buildings, with a growing number of denser, 3- to 6-story housing developments along University Ave. The Station has a single fare gate array within the station building rotunda; an elevator with direct platform access is located along Sacramento St. at a distance from the rotunda. Average pre-pandemic weekday ridership for the Station as of February 2020 was around 4,000 entries, which was the 36th highest ridership out of the 48 BART stations then in service. Current weekday ridership (as of May 2022) for the Station averages 1,418 entries, the 35th highest ridership in the 50-station BART system.

B. City - BART Collaboration to Date

The City of Berkeley is strongly supportive of transit-oriented development at North Berkeley and Ashby stations. To advance TOD as well as to address the need for rezoning triggered by Assembly Bill 2923 (“AB 2923,” described in Section IV.C below), the Berkeley City Council and the BART Board of Directors both unanimously approved a *Memorandum of Understanding* (“MOU”). The MOU was executed in March 2020 and is provided with this RFQ as Exhibit A of Attachment 3. It set forth the framework and timeline for planning and rezoning efforts for the stations, called for a community advisory group to provide input into goals for development of TOD at the North Berkeley Property and Ashby Property, and outlined a general process and timeline for the selection of developers. This collaborative work of the BART and the City built on previous community input processes that the City conducted for the *Adeline Corridor Specific Plan* and for the North Berkeley BART, which are documented in MOU Attachments 1 and 2 respectively.

The MOU was amended in December 2020 to extend the original timeline in light of the COVID-19 pandemic. In June 2022 the City and BART executed a *Memorandum of Agreement* (“MOA”), provided as Attachment 3, to address additional topics related to City - BART collaboration. BART expects developer teams responding to this RFQ to have familiarized themselves with the MOU as amended, the MOA, and other documents created through the City - BART collaboration, all of which are available either as Attachments to this RFQ or online at the links provided in this RFQ.

Pursuant to the MOU, the City created a BART [Community Advisory Group](#) (“CAG”) made up of 15 Berkeley residents appointed by Mayor Jesse Arreguín, Councilmembers Ben Bartlett and Rashi Kesarwani, and a variety of City Boards and Commissions. The CAG met in 2020 and 2021 with the



support of City and BART staff and consultants to develop a vision for affordable housing, land use, station access, building form, and new public space. This vision, described in more detail below, is intended to shape TOD that would benefit the current and future residents as well as BART riders. The broader public also provided input at the eight public meetings of the CAG, three community workshops, two online open houses, surveys, and at many office hours sessions, all of which were conducted remotely due to COVID-19. The remote outreach was complemented by in-person outdoor tabling at the Berkeley Flea Market, the South Berkeley Farmers Market, and the Downtown Berkeley Farmers Market.

With the input of the CAG, the City drafted new zoning regulations applicable to the Station. On June 28, 2022, City Council adopted amendments to the City’s Zoning Ordinance which created a new Residential - BART Mixed Use (R-BMU) zoning district and amended the Zoning Map to apply the new R-BMU zoning district to the Ashby and North Berkeley BART sites, as further described in Section V.A.

BART received a grant from the Federal Transit Administration to support the development of Objective Design Standards (“ODS”); the City Council is expected to consider the North Berkeley ODS for adoption within 9 months following the execution of the ENA. The City and BART’s collaboration on ODS is motivated by AB 2923, which requires cities to provide streamlined, non-discretionary approvals for housing development projects that meet certain requirements. These requirements are likely to be met by future development arising from this RFQ. Potential ODS topics and the process for crafting and adopting them are described in Section III.D below.

C. City - BART Joint Vision & Priorities for TOD for Ashby and North Berkeley Stations

The CAG was instrumental in shaping the City - BART *Joint Vision and Priorities for Transit-Oriented Development for Ashby and North Berkeley Stations* or “JVP” provided with this RFQ as Exhibit B of Attachment 3. Respondents are directed to review this document, as well as Exhibit C of Attachment 3, *Minimum Project Requirements for the North Berkeley Project*, and to consider them in preparation of their preliminary development concept(s).

The JVP expresses the City’s and BART’s shared, high-level expectations for future development at these two stations. The JVP forms the basis for the *Minimum Project Requirements for the North Berkeley Project* set forth in Exhibit C of Attachment 3 that must be met as a condition of City funding. The other criteria in the JVP are not required but are intended to guide the TOD from solicitation through construction and operation, and will inform the City’s funding decisions. The JVP was reviewed by the City Planning Commission on November 3, 2021, and April 6, 2022; unanimously adopted by the City Council on June 2, 2022; and unanimously approved by BART’s Board of Directors on June 9, 2022.

D. Station Access

1. Background

BART sees TOD as a critical strategy for recovering ridership lost during the COVID-19 pandemic since TOD residents take BART more often for work, school, errands, and recreational trips as shown in recent [UC Berkeley research](#).



BART staff will work with the Selected Developer to ensure that the site design for the Project seamlessly accommodates pedestrian, bicycle, transit, and emerging mobility connectivity with the larger areas surrounding the Station, as well as parking management and passenger loading activity. This will include Station-specific Access Plan work required to be funded by the Selected Developer as part of any future ENA (discussed in Section IV.A.4).

BART's preliminary, high-level circulation needs and constraints are included in Attachment 2, *Circulation Framework*, which is provided as a guide to respondents in preparing their preliminary development concepts; it does not supplant the Station-specific Access Plan. Respondents' preliminary development concepts (see Section VIII.E) should address the performance standards described in the *Circulation Framework* as well as operational needs described in the *Basis of Design Criteria* (Attachment 1). Beyond meeting these needs, BART prefers to prioritize walking and biking and minimize vehicular circulation through the Property, in keeping with adopted policies and guidelines described below in Section III as well as the JVP described in Section II.C, above.

In 2020, BART was awarded a Sustainable Transportation Planning grant from Caltrans as well as funds from the Federal Transit Administration (FTA), as noted above. TODs will significantly reduce the parking for BART riders at three R-Line stations – North Berkeley, Ashby, and El Cerrito Plaza. Therefore, these grants are funding corridor-wide planning work to identify strategies by which users of the El Cerrito Plaza, North Berkeley, Downtown Berkeley, and Ashby BART stations can continue to access BART in light of the TODs. More information about the corridor access planning efforts can be found on the [Berkeley-El Cerrito Corridor Access Plan \(BECCAP\) website](#). The site includes links to all outreach materials and summaries as well as links to planning documents and projects.

2. Pre-Pandemic and Current Station Access

Pre-Pandemic. Prior to the pandemic, 75% of North Berkeley BART riders walked, biked, took the bus, or were dropped off to access the Station. The remaining 25% of riders drove and parked, a percentage that dropped from 41% over roughly a decade as walking, biking, and drop off increased. On average weekdays, the parking lots filled at North Berkeley at 9:30am, which was later than most BART station parking lots, indicating softer demand for parking. And, prior to the pandemic the auxiliary lots were not filling up.

Current trends. During May 2022, average weekday ridership for the system was approximately 33% of pre-pandemic levels, while ridership at North Berkeley Station was approximately 32%. Ridership at North Berkeley Station has lagged the systemwide percentage for much of the pandemic, but in recent months began to converge.

a. **Accessibility considerations**

BART is currently implementing accessibility improvements in the Station area as part of the North Berkeley Bicycle and Pedestrian Access Project (discussed in more detail below). The future development must prioritize universal accessibility as discussed in the JVP (Exhibit B of Attachment 3) with particular attention on better integrating the elevator into the Station, since it is currently located in the parking area and not connected to the Station entrance building.



b. Pedestrian and bike access

A continuous grid sidewalk network and variety of retail services in the immediate Station Area on University Avenue contribute to the area's WalkScore® of 93. The area around the Station has a nearly complete bike boulevard network (i.e., with few gaps in the continuation of bike facilities), although with some barriers as those streets cross major arterials. The BikeScore® is 91. People walk and bike from all directions to the Station, but the majority of trips come from the east side of the Station. The [North Berkeley Bicycle and Pedestrian Access Project website](#) provides more detail about walk and bike trip access points. As outlined in the JVP (Exhibit B of Attachment 3) the development must prioritize pedestrian and bike access to and throughout the site.

i. North Berkeley Bicycle and Pedestrian Access Project

BART has started construction on the pedestrian/bicycle access project that will make it safer and easier to walk and bike to North Berkeley BART Station. The improvements will encourage more people to choose modes other than driving and parking. The current improvements include dedicated bicycle lanes, a widened Ohlone Greenway northwest of the Station between Acton St. and Virginia Gardens, raised crosswalks and bulb-outs, improved pedestrian lighting and storm water management strategies. The project design minimizes the inclusion of elements that would likely be removed with the development of a project at the North Berkeley BART site. BART anticipates completing construction by Spring 2023. More information can be found [here](#).

ii. Ohlone Greenway

The Station abuts the Ohlone Greenway, a regionally significant 5.3-mile recreational path (Class I multi-use path) that runs along the BART tracks from the city of Richmond, through El Cerrito and Albany, terminating in Berkeley. The Ohlone Greenway serves as a low-stress, major bicycle and pedestrian circulation spine for commuting and recreation with dedicated pockets of open space that connects with existing and planned network of pedestrian and bicycle facilities. Since the Station presents a gap in the Ohlone Greenway, connecting the Ohlone Greenway through the site is a high priority for the community as discussed in the JVP. The City of Berkeley is planning for lighting, crossing safety enhancements, and path widening/repaving along the Ohlone Greenway between Virginia Gardens and the Berkeley border to the north.

iii. Bike Parking

There are currently 96 on-demand bicycle locker spaces and 230 bicycle parking spaces provided in racks at the North Berkeley BART Station. As part of the North Berkeley Bicycle and Pedestrian Access Project, BART will be adding 122 secure bicycle parking spaces, with some of them large enough to accommodate cargo bikes. There will be over 400 bike parking spaces after the project is completed. The public has provided feedback through the [CAG](#) and [BECCAP](#) outreach efforts that there is high demand for the secure bike parking, particularly for over-sized bikes, adaptive bikes and trikes. The lack of availability of adequate secure storage is a barrier to expanding the use of privately-owned bicycles as a mode to access the Station. BART staff will work with the Selected Developer to enhance opportunities for secure bike parking as part of the future development.



c. Micromobility

Bay Wheels bike share program has up to 27 bikes and docks available at the Station, located outside the east entrance. The City of Berkeley launched a new permit program for micromobility providers in early 2022. More information about the program can be found [here](#). While the demand for scooters, dockless bike share and other devices is unknown at this point, it presents significant potential to help overcome “first-mile/last-mile” access to the Station considering the reduced level of BART parking. The development will need to consider micromobility space and circulation needs.

Dockless micromobility providers are required to enter into a property use agreement with BART to deploy and collect mobility devices, such as shared bikes and scooters, at BART stations, including restrictions on where the devices may be ridden and parked. BART staff will work with the Selected Developer to incorporate emerging mobility opportunities into the future access strategy for the Project.

d. Passenger loading (transit, shuttle, ride-hail apps, taxi and private vehicles)

There are six AC Transit lines operating in or near the Station, including two local lines (51B and 52), one transbay route (J), one all-nighter (800), and two school routes (604 and 688). Line 604 is the only line that enters the Station. The City recently constructed a bus bulb on Sacramento to improve the passenger experience for those using line 52. Note that due to the pandemic, AC Transit service has been cut. However, as a short-term goal, AC Transit has been restoring service to its pre-pandemic levels. For example, AC Transit has restored Line 52 to pre-pandemic service levels. After market conditions become more apparent with new travel patterns, AC Transit will initiate a process to optimize its current route structure.

While BART does not have a complete list of shuttle operators, several shuttles pick up and drop off at the Station access road. These include the Golden Gate Fields shuttle, a Kaiser shuttle, a UC Berkeley shuttle that is temporarily out of service, and long-distance employer coaches.

The *Circulation Framework* (Attachment 2), JVP (Exhibit B of Attachment 3) and [BART’s Multimodal Access Design Guidelines](#) describe how the curb space will need to be prioritized. The future required number, configuration, and placement of bus loading will be confirmed as part of the Station-specific Access Plan (see Section IV.A.4) and developer negotiations. BART welcomes a redesign of the existing passenger loading and access roads to create a more seamless integration with the development.

e. On-site BART parking

The BART Board on June 9, 2022, approved a maximum of 120 on-site BART rider parking spaces once the Project is constructed. This does not include the 80 spaces at the two auxiliary lots which will not be developed at this time. Therefore, the total maximum amount of BART parking on BART property will be 200 spaces after the Project is complete. More information on the analysis used to establish these numbers can be found [here](#). BART intends to seek grant funding, with the support of the Selected Developer, for parking construction costs, and to provide a lease credit if full funding is not secured. BART is open to exploring the potential for shared parking arrangements between the North Berkeley Project and BART. However, given the significant reduction in BART parking, opportunities (if any) for shared parking may be limited.

f. On-street parking

Currently many streets within a 10-minute walk of the Station are regulated with residential preferential parking (RPP) permits; this regulation limits parking to two hours. More information can be found on the [City of Berkeley's website](#). Additionally, per City of Berkeley Municipal Code, residents of newly constructed residential units are not eligible for RPP permits; the Selected Developer will be expected to accept this condition regardless of any future changes in City code.

g. Casual Carpool

There are designated casual carpool pick up/drop off areas on southbound Sacramento as shown in Fig. 6. These casual carpool options have historically offered alternatives to BART for accessing downtown San Francisco during commute hours. The community has expressed the desire to maintain these locations.

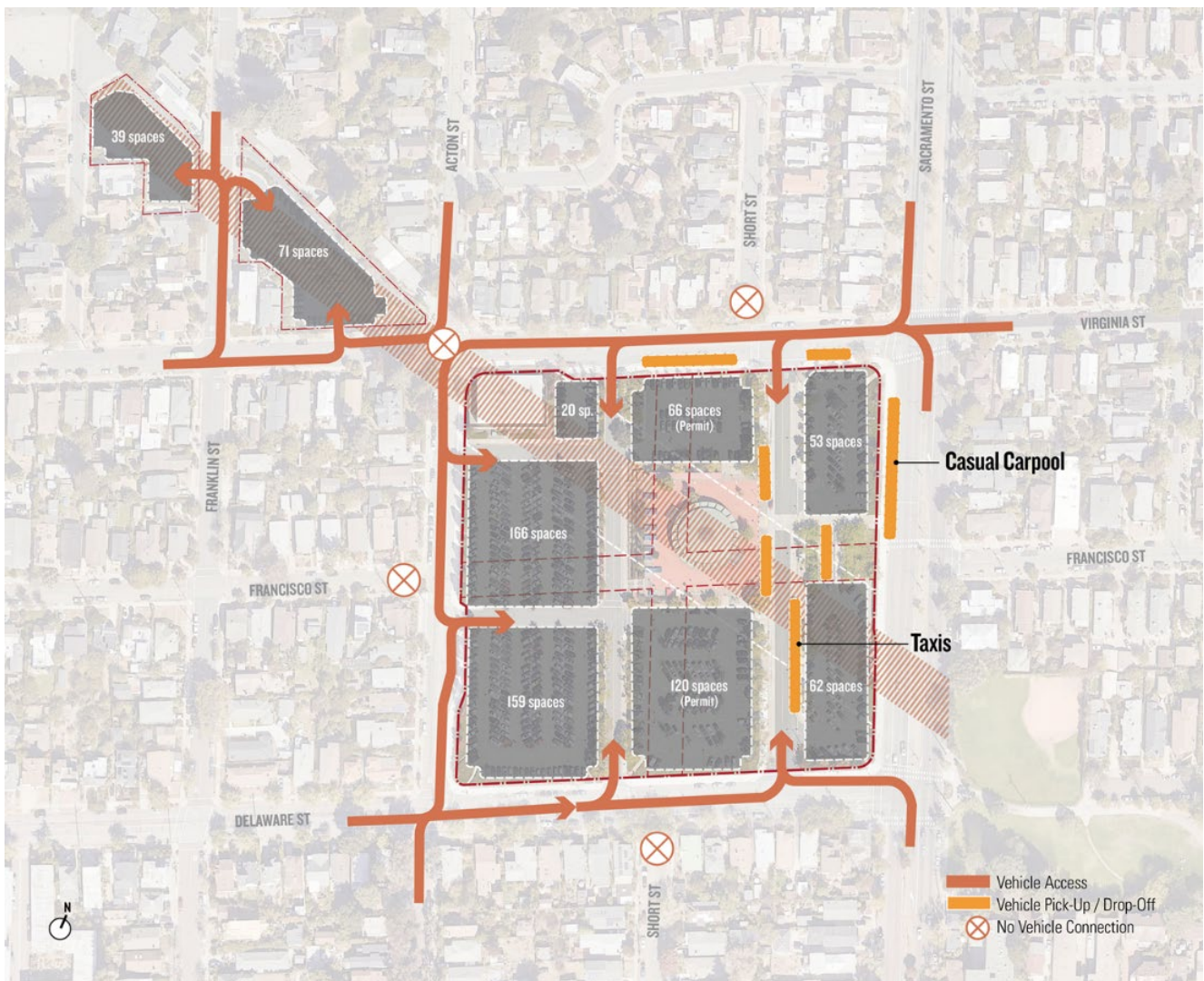


Figure 6: Schematic Plan View of Casual Carpool location and current vehicle circulation in and around the Property



III. TRANSACTIONAL TERMS AND MINIMUM PROJECT REQUIREMENTS

A. Predevelopment Process

The Selected Developer will lead the predevelopment process and will fund all predevelopment costs, including reimbursing BART for a Station-specific Access Plan as described in Section X.B. In addition, the Selected Developer will be responsible for undertaking parcel subdivision(s) to form legal parcels separate from the area(s) to be retained by BART.

B. Joint Development Process

1. Exclusive Negotiating Agreement

Subject to BART Board approval of a Selected Developer, BART and the Selected Developer will seek to negotiate and execute an Exclusive Negotiating Agreement (ENA) outlining the parties' roles and responsibilities during a 24-month period. To develop the Project, the Selected Developer is expected to entitle the Property through the City's entitlement process during the ENA phase, discussed in Section VI. BART's template ENA will be provided in an addendum to this RFQ.

2. Other Agreements between BART and Selected Developer

Subject to the successful negotiation of key terms between BART and the Selected Developer, BART staff will seek authorization from the BART Board of Directors to enter into a Ground Lease Option Agreement with the Developer. As BART service confers a range of benefits on surrounding property, and BART and the region's physical needs and interests change over time, BART's TOD Policy indicates a preference of ground leases for 66 years or less except in cases where alternative approaches are required to achieve specific development objectives (e.g., Low Income Housing Tax Credit-funded affordable housing, where the tax credit award requires a ground lease term of no less than 75 years).

The successful construction and operation of the Project will likely require additional agreements between BART and the Developer including maintenance agreements; easement agreements; shared facilities memoranda of understanding; and other agreements to be determined.

3. Entitlement/Design Review

The Project will be subject to the City's standard entitlement and design review procedures described in Sections V and VI of this RFQ, subject to any relevant state laws. In addition, to the extent that the Project impacts BART service and operations (e.g., general impact on Station facilities, structural impacts, Station access during and after construction, passenger safety, intermodal facilities, utility lines, long term facilities expansion needs), BART staff from relevant impacted departments will review the proposed design of the Project. BART's review will include, among other considerations, conformance of any Project work impacting transit infrastructure to BART Facilities Standards, and provision of adequate wayfinding signage within the Project. The Selected Developer is expected to reimburse BART for staff review time to address possible impacts. Review will occur at the conceptual design, final design, and construction stages of the project. To ensure expediency in the design review process and provide respondents a sense of BART's expectations for the site, BART's Basis of Design Criteria are attached to this RFQ as Attachment 1.



C. Infrastructure

Future transit-oriented development at the Station may require substantial public infrastructure investments including, but not limited to, replacement parking for BART patrons, plaza improvements, and new pedestrian, bicycle, transit, or vehicular access roads.

Throughout the development process, BART is committed to working closely with the Selected Developer to seek external funding to support BART-related infrastructure needs that may result in costs above and beyond those a developer would incur on similar privately-owned property. It is expected that BART and Selected Developer would collaborate on securing funding when needed, including, for example, coordination on the scope and requests for applications to state funding sources that support TOD such as the Affordable Housing & Sustainable Communities, Infill Infrastructure Grants, and Transit and Intercity Rail Capital programs.

D. Development Parameters

The residential program for the Project should include at least 1,000 bedrooms with a variety of unit sizes.

As detailed in the MOA, the City and BART have formed a process for the preparation of Objective Design Standards (“ODS”) that will apply to the Project. The Selected Developer will be required to participate in good faith in preparing the ODS in order to allow for a more accurate analysis of possible Project design options. ODS for the Property will build on the JVP and zoning standards and address the following topics:

- **Station Functionality:** Site circulation, location of passenger drop-off/pick-up, bus stops, bicycle parking, BART facility/infrastructure requirements, and replacement parking to serve BART riders.
- **Public Realm Standards:** Public streetscape such as sidewalks, street trees and street furniture, and public open space.
- **Building Form/Massing:** Additional detail (with visualizations) about specific amounts and locations of the following: building setbacks, upper floor step backs, upper floor mass reduction, maximum facade length, and massing breaks.
- **Building Facade Design:** Human-scaled architecture, building and unit entries, and loading/mechanical/utility screening.

With the leadership of a consultant team directed by the City, ODS for North Berkeley will be crafted in phases:

1. The project team will engage the community in summer/fall 2022 to gather input on the ODS priorities for the Property, concurrent with the developer selection process.
2. Following developer selection, in early 2023 the final ODS will be developed for North Berkeley with the participation of the Selected Developer. Respondents to this RFQ should



plan, if selected, to engage with the ODS process immediately upon selection by the BART Board; this engagement may start before the ENA is executed.

3. Finally, the City Planning Commission is expected to review the ODS, and City Council is expected to consider them for adoption no later than 9 months from execution of the ENA.

BART's ENA will require that the Selected Developer adhere to the ODS to the extent they are consistent with current law and if the ODS do not decrease residential square footage by more than 10% from what would be allowed under the minimum zoning requirements of AB 2923. The ENA will also require the Selected Developer to submit a development application to the City no sooner than 9 months from ENA execution in order to provide the City with adequate time to adopt ODS. Respondents are directed to review the MOA provided in Attachment 3 which addresses ODS in greater detail.

1. Affordability Levels and Targeting

The BART Board adopted an Affordable Housing Policy on January 28, 2016. This Policy requires at least 20% of all units on BART property at any given station to be affordable, with a priority for residential units affordable to very low- and low-income households. The policy further states: "the percentage of affordable units and/or depth of unit affordability based on Area Median Income (AMI) categories in any residential developments at its stations shall be a part of the District's assessment of RFQ/RFP responsiveness. There shall be a priority on residential units made available to very low (< 50% AMI) and low (51-80% AMI) income households." This priority is reflected in the evaluation criteria provided in Section VII.C.

The City and BART strive to maximize the number of permanently affordable, rent-restricted housing units on-site, within the funding that can be identified in a timely manner. As a minimum standard, BART will require at least 35% of the new housing units at the North Berkeley Project, inclusive of units built to satisfy the City's inclusionary requirement and any units that may be added as a result of a density bonus, to be rent-restricted as affordable for the duration of the ground lease(s), and any extensions thereon, in accordance with the income targets identified in the JVP as follows:

- a. At least 35% of new on-site housing must be affordable to households earning an average of up to 60% of Area Median Income ("AMI").¹
- b. At least 20% of the required 35% on-site affordable units must be affordable to Extremely Low-Income ("ELI") households, those earning up to 30% of AMI.
- c. Of the required 35% on-site affordable units, additional affordable units aside from the ELI units should prioritize Very Low Income (up to 50% of AMI) households and Low Income (up to 80%) households but may include some housing rent-restricted to households with moderate incomes (up to 120% of AMI), provided that the moderate-income units have rents that are consistent with Tax Credit Allocation

¹ BART anticipates based on the development parameters described above that any TOD Project ultimately constructed on the Property will meet or exceed the standards described in Government Code section 54221(f)(1)(F)(ii).



Committee (TCAC) [Adopted Guidelines](#) and [Market Study Guidelines](#) and shall not include City subsidy.

The scoring criteria for this RFQ provide an incentive for Respondents to propose affordable housing shares that significantly exceed this minimum requirement. It is anticipated that the Project could achieve higher levels of affordable housing, subject to the timely availability of financing. The City of Berkeley may place a ballot measure before the voters in November 2022 to generate funding for affordable housing, and is investigating other creative funding mechanisms to increase the affordability levels at the Projects.

Affordable units shall be constructed prior to or concurrently with any market-rate housing component. No market rate housing will receive its notice to proceed until an affordable housing project receives its notice to proceed. In the event there are multiple phases of market rate or affordable housing, the phasing plan shall be approved to ensure consistency with the JVP goal of affordable housing being built on pace with market rate housing.

Affordable units may be clustered into one or more 100% affordable housing buildings on the Property but must be designed in a way that integrates with the larger project and shares the comparable design standards and quality. The Selected Developer will be responsible for ongoing monitoring fees for the percentage of units that fulfill their affordable housing obligations. Information on the City's affordable housing monitoring fees is available on the City's Below Market Rate webpage.

2. Berkeley Affordable Housing Requirements

Berkeley currently has local Affordable Housing Requirements for housing development projects (Berkeley Municipal Code [BMC] Chapter 22.20, "MITIGATION AND FEES--CONDITIONS FOR APPROVAL OF DEVELOPMENT PROJECTS") which require new residential projects to either pay a fee or dedicate 20% of the onsite units as Below Market Rate (BMR) affordable units, with half affordable to households earning 50% or less of Area Median Income and half to households earning 80% or less. The City has been undertaking significant revisions to these requirements which are anticipated to be considered by Council in Summer/Fall 2022. Upcoming meetings and information will be available on the [City Council agenda webpage](#). It is expected that the required on-site affordable housing percentages will remain the same in the revised regulations, but the methodology for fee payment will change from a per unit mitigation fee to a per square-foot in-lieu fee. References herein to the City's Affordable Housing Requirements shall be inclusive of future, applicable amendments to Chapter 22.20 or to any portion of Title 23 ("Zoning") of the Municipal Code that impose requirements for the development of affordable housing as a condition of approval of housing development projects.

Regardless of the general requirements applicable to the project at the time of entitlement and construction, the City and BART will require a minimum of 35% on-site affordable housing at the Project and will consider 100% affordable projects in addition to affordable units reasonably dispersed throughout the project, in order to meet the broader North Berkeley affordable housing goals.



3. Occupancy Preferences

The City Council will also consider adopting occupancy preferences for new affordable units prior to development of the Project. This policy, if adopted, would be intended to provide residents at-risk of displacement and those who have already been displaced priority for new affordable housing units in the City. Staff are working to ensure policy proposals will be compliant with Fair Housing law.

E. Financing Sources

The Selected Developer is expected to utilize all standard sources of debt and equity commonly available for similar projects including the potential use of Low-Income Housing Tax credits for eligible affordable units as well as other funding sources offered by the State of California. The City or BART will work with the Selected Developer to seek public financing resources not obtainable without City or BART support.

In addition, the City has provisionally reserved \$53 million of City-controlled funds to facilitate a higher share of affordable housing units at the North Berkeley Project and the Ashby Project than would be financially feasible without local public support. The funds will be used to support the development of on-site affordable units in excess of the current requirement under the City's Affordable Housing Requirements of 20%. Up to \$26.5 million and no less than \$20 million of this total is available to be invested in the North Berkeley Project, which may be used for funding affordable housing units that exceed the local inclusionary requirements. Any commitment of City funds to the project shall comply with the City's [Housing Trust Fund Guidelines](#) (pdf) and the maximum per unit subsidy included below, unless otherwise amended.

The City subsidy will be available to buildings which are 100% affordable housing and to affordable units dispersed amongst mixed-income housing buildings which meet the Housing Trust Fund Guidelines (including an average income limit of 60% of AMI with at least 20% of units targeting households earning 30% of AMI or less). Respondents may include additional moderate-income units in their overall affordable housing mix but may not request city subsidy for those units. Additional information regarding the City affordable housing funding is provided in Section VII below.

For infrastructure funding, see Section III.C, above.

F. Potential Land Value Discount

To aid in achieving BART's portfolio-level 35% affordability goal, the District's TOD policy, as amended in 2020, provides for up to a 60% discount in ground rent for projects with at least 35% affordable housing (30% for projects with a high rise) rent-restricted to an average of 45% AMI or below. BART has established a [framework](#) for varying the eligible project discount based on the depth of affordability of the rent-restricted housing units, the demonstrated need for discounted ground rent, and efforts to benefit BART in other ways. BART's property will be offered at a greater discount if matched with regional-scale, external funding commitments for housing and homelessness. BART shall require the Selected Developer to utilize this land discount solely for the benefit of the affordable housing components of the North Berkeley Project. Respondents are directed to familiarize themselves with this framework, which, along with all other documents on BART's TOD website, should be part of Respondents' due diligence.



IV. RELEVANT BART POLICIES & PROCEDURES

BART operates approximately 110 miles of rapid rail service serving 50 stations in five counties of the Bay Area (Alameda, Contra Costa, San Francisco, San Mateo and Santa Clara Counties). BART owns over 250 acres of developable property and has completed 17 Transit-Oriented Development (TOD) projects. This section describes policies and procedures guiding BART's TOD program.

A. BART Policies and Guidelines Affecting Transit-Oriented Development

1. BART TOD Goals and Guidelines

BART is the steward of a large-scale public investment which includes important real property assets essential to BART's operation. These assets also contribute to the ongoing financial viability of the transit system. As such, a key criterion for TOD on BART-owned property, which will be included in any and all option agreements and ground leases that may ultimately be entered into, is that TOD developments may not negatively impact BART's transit operations, as determined in BART's sole discretion.

By promoting high quality, intensive development on and near BART-owned properties, the District can increase ridership in areas where BART has capacity, support long-term system sustainability, and generate new revenues for transit. BART's TOD goals, as contained in the District's [TOD Policy](#) adopted by the BART Board of Directors on June 9, 2016 and amended April 23, 2020, consist of:

1. *Complete Communities*. Partner to ensure BART contributes to neighborhood/district vitality, creating places offering a mix of uses and incomes.
2. *Sustainable Communities Strategy*. Lead in the delivery of the region's land use and transportation vision to achieve quality of life, economic, and greenhouse gas reduction goals.
3. *Ridership*. Increase BART ridership, particularly in locations and times when the system has capacity to grow.
4. *Value Creation and Value Capture*. Enhance the stability of BART's financial base by capturing the value of transit, and reinvesting in the program to maximize TOD goals.
5. *Transportation Choice*. Leverage land use and urban design to encourage non-auto transportation choices both on and off BART property, through enhanced walkability and bikeability, and seamless transit connectivity.
6. *Affordability*. Serve households of all income levels by linking housing affordability with access to opportunity.

Additionally, the BART Board adopted performance targets for the TOD Program in 2016. These targets can be found online at www.bart.gov/TOD. Most notably, BART aims to produce 20,000 housing units and 4.5 million square feet of office/commercial space on its properties by 2040, with a goal that 35% of housing built on BART properties, or 7,000 units, will be affordable. The targets establish a system-wide parking maximum of 0.9 spaces/unit and 1.6 spaces/1,000 square feet of office for BART properties. By 2040, the targets state that $\frac{3}{4}$ of BART TOD projects will incorporate Transportation Demand Management (TDM) programs to reduce vehicle trips.



A full summary of BART’s policies and expectations related to transit-oriented development on and beyond its property can be found on the [BART TOD Guidelines](#) website. Respondents should familiarize themselves with these guidelines and policies.

2. Project Stabilization Agreements, Small and Local Businesses, and Prevailing Wages

On November 17, 2011, the BART Board [adopted a policy](#) requiring a Project Stabilization Agreement (“PSA”) with local hire provisions to be utilized on TOD projects. Refer to [BART’s TOD website](#) to review all applicable policy documents.

BART is also committed to fostering opportunities for small and local businesses and will work with developers to facilitate connections with relevant, certified small businesses seeking to work on the Project; see Section VIII.C.

Lastly, any ground lease entered into as a result of this RFQ will require that the tenant may not pay less than prevailing wages for the construction of the development, with prevailing wages to be determined in accordance with the applicable wage determination rates pursuant to the California Labor Code, or pursuant to wage scales negotiated by the tenant in the above-referenced PSA.

3. BART Station Access Policy

In June 2016, the BART Board adopted a new [Station Access Policy \(PDF\)](#) to guide BART rider access practices and investments through 2025.

The Station Access Policy describes five station types on a scale from “urban” to “auto-dependent,” as well as the primary and secondary investments to be pursued for each type. Depending on the station type, investment priorities may variably emphasize improvements in biking, walking, passenger loading, or bus connection. Both Ashby and North Berkeley stations are classified as Urban with Parking station types where investments in walking, biking, and transit access are prioritized so that BART passengers are less reliant on driving and parking. Reducing the need for parking helps BART advance the access policy goals, as well as its TOD policy goals to maximize the amount of housing on BART property (given the high construction cost and limited funding sources for providing structured BART replacement parking).

The Policy identifies the following goals:

- a. **Safer, Healthier, Greener:** Advance the region’s safety, public health, and greenhouse gas (GHG) and pollution-reduction goals
- b. **More Riders:** Invest in station access to connect more riders cost effectively, especially where and when BART has available capacity.
- c. **More Productive and Efficient:** Manage access investments, programs, and current assets to achieve goals at the least cost
- d. **Better Experience:** Be a better neighbor, and strive for an excellent customer experience, including on the first and last mile of the trip to and from BART stations.



- e. **Equitable Services:** Invest in access choices for all riders, particularly those with the fewest choices.
- f. **Innovation and Partnerships:** Be an innovation leader, and establish durable partnerships with municipalities, access providers, and technology companies.

Following the Policy adoption, the BART Board adopted [Performance Measures \(PDF\)](#) with targets to help evaluate how BART is doing in implementing the Station Access Policy. A key performance measure is the home-based access mode share target, which seeks to increase active access (access by walking and bicycling) from 44% to 52%.

4. Station-Specific Access Plan

The Project will be built in an operating, high-capacity transit environment. Maintaining and enhancing BART customer access during and following construction is a high priority for BART. As noted above, BART's Station Access Policy calls for increasing the amount of people who travel to the system by modes other than a single-occupancy vehicle, so this study will focus in particular on infrastructure, program and policy improvements aimed at making it easier, safer, and faster to travel to BART by walking, biking, and taking transit. BART will lead an access plan for the Station, the costs of which will be reimbursed by the Selected Developer as described in Section X.B of this RFQ.

The purpose of this Station-specific Access Plan is to evaluate current and projected access needs to the Station (without the developments at the Station), assess how the proposed development will impact those needs, and propose solutions to ensure safe and efficient access to the Station area. Given that the development will replace significantly less BART rider parking than the current supply at the Station, a focus of the study will be to identify viable transportation options for customers who have historically parked at the Station.

Specifically, the Station-specific Access Plan will:

- a. Build on the analysis and recommendations of the Caltrans-funded Berkeley-El Cerrito Corridor Access Plan (BECCAP) work currently in progress (see Section II.D.1) and the JVP to identify existing and future Station access needs in the Station area by BART customers traveling by all modes and BART operations-related vehicles and personnel.
- b. Detail curb space management needs for passenger loading in a future with significantly reduced parking, including transit, shuttle, private vehicles, taxis and ride-app vehicles.
- c. Identify on-site pedestrian and bicycle circulation enhancements required to ensure long term functionality and capacity of the Station entrances.
- d. Building on the BECCAP recommendations, identify additional on-site and wider area (approx. 1 mile for bike and ½ mile for walk) multimodal transportation improvements/opportunities to ensure the Project maintains and enhances access from the community to the Station (with a focus on walk, bike, transit and emerging mobility access strategies).



- e. Assess potential transit benefits that could be leveraged from the Project to make it easier and/or faster to take transit to the Station.
- f. Identify transportation demand management plan to reduce project parking demand and minimize project-based vehicle miles traveled, to address spillover parking impacts to the surrounding areas.
- g. Prioritize among possible improvements to identify those to be provided by the Selected Developer in its project, and develop a funding strategy for remaining enhancements.

Once the Selected Developer has submitted a conceptual development plan to BART, a second phase of the Station-specific Access Plan will evaluate the ability of the plan to accommodate the access needs identified through the process outlined above, with consideration to financial feasibility of the project, potential grant and other subsidy sources, and accommodation of space for long term improvements that may not be made as part of the development itself.

5. Travel Demand Management Requirements

In August 2020, the BART Board adopted a set of development principles which state that “BART’s travel demand management (“TDM”) requirements will encourage reduction of drive-alone trips from TOD projects, in favor of walking, bicycling, transit and/or carpooling/vanpooling. TDM requirements will encourage developer participation in district-based strategies to support enhancements in the surrounding area such as transit connectivity to BART. Developers will regularly monitor compliance with BART’s TDM requirements and participate in travel behavior reporting.”

The Project will participate in BART’s TDM program, the full description of which may be found [here](#). Respondents are directed to familiarize themselves with its requirements, which include ongoing monitoring and reporting, and to consider incorporating TDM elements into their preliminary development concepts.

6. Multimodal Access Design Guidelines

BART’s [Multimodal Access Design Guidelines \(MADG\)](#) are focused on passenger experience, with the goal of prioritizing active modes and high-occupancy modes while making station areas contribute to the community fabric and encouraging BART ridership. By prioritizing human activity, the MADG guides design to:

- Reduce conflicts between modes
- Enable direct, efficient access and seamless connectivity between multiple modes
- Make station areas easy to navigate

Internal circulation within the project will be expected to comply with these guidelines and other best practices in pedestrian- and bicycle-centered street design.



B. Regional Requirement Affecting BART Properties

The Project will be required to comply with the Regional Water Quality Control Board (RWQCB) requirements set forth for both storm water quality and 100% trash capture. BART maintains a permit for storm drain management through a modified MS4 (municipal separate storm sewer system) permit issued by the RWQCB. The Project will be required to comply with all aspects of this permit and to enter into a maintenance agreement for storm water management that will include submitting annual reports and water quality sampling results for the life of the Project.

C. State Law Affecting BART Properties

In 2018, Governor Jerry Brown signed [AB 2923](#) (Chiu/Grayson, 2018), state legislation that affects zoning requirements on certain existing BART-owned property within ½ mile of stations in Alameda, Contra Costa, and San Francisco counties. AB 2923 includes several components including, but not limited to:

1. *TOD Standards*: Affected local jurisdictions had until July 1, 2022, to rezone BART's property to align with or exceed BART-adopted TOD zoning standards. The BART Board opted not to adopt new standards by the law's deadline of July 1, 2020, so per AB 2923, Table 1 and Figure 1 of the [TOD Guidelines \(2017\)](#) become the zoning standards. At North Berkeley, these standards call for zoning allowing buildings with at least 75 dwelling units/acre, 7 stories, a 4.2 floor-area-ratio, no auto parking minimums, and auto parking maximums of 0.5 spaces/residential unit and 2.5 spaces/1,000 square feet of office space.
2. *Development Streamlining*: Developers in an exclusive negotiating agreement with BART to develop its property may apply for expedited approval from local cities and counties, as articulated in Senate Bill 35 (2017, Wiener), if:
 - a. the project is at least 50% residential;
 - b. a minimum of 20% of proposed housing is affordable to low- or very low- income households;
 - c. the height is within one story of the tallest approved height within a ½ mile; and
 - d. the construction plan meets required labor standards described in the bill.

The City adopted local zoning in June 2022 to comply with the requirements of AB 2923. In summer 2022, the BART Board will be making findings of local conformance with AB 2923 baseline zoning standards.



V. RELEVANT CITY PLANS AND POLICIES

The City of Berkeley comprises a total area of 17.7 square miles (10.5 square miles of land and 7.2 square miles of water) located on the eastern shore of the San Francisco Bay with a population of nearly 122,600. It is well served by regional transportation, being home to three BART stations, major bus lines, and with direct access to Interstate 80. Developing high quality transit-oriented mixed-use development that offers housing at all income levels, provides commercial and economic development uses and amenities, and reduces vehicle miles traveled and greenhouse gas emissions is a high priority for the City.

A. City of Berkeley: Residential-BART Mixed Use (R-BMU) Zoning

On June 28, 2022, the Berkeley City Council adopted the Residential-BART Mixed Use (“R-BMU”) zoning district, which applies to the entirety of the North Berkeley Property. Adoption of the R-BMU zoning district included an [Environmental Impact Report](#) (“EIR”). The EIR analyzed a buildout projection for the North Berkeley Property summarized in the table below²:

EIR Buildout Projections (North Berkeley BART)	
Lot Area	8.1 acres
Project Area ¹	6.4 acres
Building Gross Square Footage (sf)	950,000
Residential Units	1,200
Non-Residential (sf)	25,000
Height	7 stories
FAR	3.4
Density (du/acre)	188
Parking for Development (spaces)	375
Parking Spaces/Unit	0.3
Parking for BART Riders (spaces)	0
¹ Project Area does not include area used for BART facilities/infrastructure. For the purposes of the EIR, the reasonable maximum development projection includes the Zone of Influence (which is approximately one acre) as buildable area and does not include the auxiliary parking lots.	

The R-BMU zoning district includes regulations for allowed land uses, basic development standards, a selection of specific development and design standards, and the R-BMU District Master Development Permit (MDP) process described in Section VI below.

² The EIR also included analysis of a project Alternative (Alternative 3) that included up to 1,800 units, and a maximum height of 12 stories, at the North Berkeley BART station. The EIR found no additional significant impacts beyond those disclosed for the proposed project.



1. Allowed Land Uses

The initial establishment of land uses at the North Berkeley Property will be established through the MDP process. After the initial establishment of land uses through the MDP, subsequent allowed land uses in the R-BMU can be found in BMC Section 23.202.020 (Residential Districts—Allowed Land Uses). As a residential district, the R-BMU prohibits land uses that are not explicitly listed in BMC Section 23.202.020.

2. Development Standards

The basic development standards for the North Berkeley BART Property are summarized in the table below:

R-BMU Basic Development Standards	
Lot Area, Minimum	None
Private Usable Open Space, Minimum ^{1,2}	
Per Dwelling Unit	40 sf/du
Per Group Living Accommodation Resident	15 sf/resident
Public Open Space, Minimum	
Per Dwelling Unit	35 sf/du
Per Group Living Accommodation Resident	18 sf/resident
Floor Area Ratio (FAR) Maximum	4.2
Main Building Height, Maximum ³	80 ft and 7 stories
Residential Density, Minimum	75 du/acre
Residential Parking	None required; no more than 0.5 spaces per unit
Non-residential Parking	None required; no more than 1.5 parking spaces per 1,000 sf
¹ Private Usable Open Space may be provided as any combination of personal and common private space.	
² Additional public space may substitute for up to 50% of required Private Usable Open Space.	
³ Building Height Measurement: In the case of a roof with a parapet wall, building height shall be measured to the top of the roof and parapets may exceed the height limits by up to five feet by right.	

The R-BMU zoning district also includes specific development and design standards related to private/public open space design, rooftop open space, setbacks, upper-story setbacks, ground floor frontages, on-site pedestrian access, transparency, building entrances and parking design.

B. Transportation Demand Management

In addition to BART’s Travel Demand Management Requirements discussed in Section IV.A.5, the City of Berkeley has Transportation Demand Management (“City TDM”) requirements found in [Chapter 23.334 of the Berkeley Zoning Code](#). The purpose of the City TDM requirements is “to reduce vehicle trips, encourage public transit use and promote bicycle and pedestrian safety” and “to reduce private vehicle travel and promote mode shift to more sustainable transportation options.” The City TDM requirements are applicable to residential projects with ten or more units, including residential



portions of mixed-use projects. To the extent BART or the City’s TDM requirements overlap, the Selected Developer is only obligated to meet them once; to the extent there are conflicts or different expectations, the Selected Developer is obligated to meet the more stringent requirement.

C. Other Planning Documents

Other efforts undertaken by the City of Berkeley that are relevant to the development of the North Berkeley BART stations include:

- Ashby and North Berkeley BART Station FEIR Mitigation Monitoring and Reporting Program (available at City’s [BART Planning website](#) in Related Documents section)
- [North Berkeley BART Development Goals and Objectives](#) (2019)
- [Berkeley 2020 Pedestrian Plan](#) (2020)
- [Berkeley Bicycle Plan](#) (2017)
- [City of Berkeley Housing Element 2015-2023](#) (2015)
- [Sacramento Complete Streets Project](#) (2022)
- [Berkeley Climate Action Plan](#) (2009)

D. Berkeley Municipal Code – Zoning Ordinance

Other relevant sections of the Berkeley Municipal Code include:

- [Section 23.322 Parking and Loading](#)
- [Section 23.328 Inclusionary Housing](#)
- [Section 23.344 Transportation Demand Management](#)

E. City Labor Requirements

To the extent that a Respondent applies for City funding, applicants should be aware that the City requires that publicly funded construction projects over \$100,000, but less than \$500,000, except for contractors and bidders with fewer than five employees, comply with the First Source Ordinance ([BMC 13.26](#)), and give preference to the hiring of local jobseekers for new and replacement positions.

For publicly funded construction projects with an estimated value of \$500,000 or more, all contractors must abide by the Community Workforce Agreement (“CWA”). The CWA, most recently amended through Resolution No. 69,661-N.S., requires contractors and subcontractors to make good faith efforts to employ local Berkeley residents on applicable projects.

Additionally, all employers, regardless of where they are located, must pay the Berkeley minimum wage ([BMC 13.99](#)) to their employees who perform at least two hours of work within the geographic limits of the City of Berkeley, and certain entities may be subject to the City of Berkeley's Living Wage Ordinance ([BMC 13.27](#)).



VI. CITY OF BERKELEY ENTITLEMENT PROCESS

A. City's Role as Lead Agency and Land Use Entitlement Authority

The City will serve as lead agency pursuant to CEQA for the required environmental review. Proposed development on the North Berkeley properties will be evaluated for consistency with the analysis in the Ashby and North Berkeley BART Zoning Standards Environmental Impact Report ("EIR"). If the project is determined to be consistent with the EIR, no further environmental review will be required.

Any questions about City policies or processes should be directed to City of Berkeley - Planning and Development Department, at (510) 981-7400; planning@cityofberkeley.info; 1947 Center Street, Berkeley, CA 94704.

B. Master Development Permit ("MDP") Process

In order to allow for the predictable buildout of the North Berkeley BART Property and achieve a high standard of site and building design that fulfills the JVP relating to affordable housing, public and civic space, land use, building form and station access, the R-BMU zoning district includes an MDP process.

The MDP process requires the submission of a Preliminary Development Plan ("PDP"). A PDP includes a plan for the entire development with streets and throughways, the location and approximate dimensions of all structures, proposed activities for each structure, public uses, landscaping features and other relevant operational details. The PDP shall also include a table demonstrating that it meets the R-BMU development and design standards and compliance with any City-adopted Objective Design Standards, as well as a general phasing plan for development.

Unless the Project has invoked streamlining under AB 2923, the PDP shall be reviewed by the Zoning Adjustment Board ("ZAB") at a noticed public hearing. The ZAB shall find that 1) the PDP is consistent with General Plan, zoning, design guidelines or any other relevant ordinance adopted by the City Council; and 2) that the location, design, and size are consistent with the JVP. A decision of the ZAB on a PDP is appealable to the City Council. If streamlined approval is invoked by the Developer, then City staff will review the project for conformance with all application requirements and development standards as set forth in the Zoning Ordinance, Objective Design Standards, and other applicable regulations.

After a PDP is approved, an applicant may submit a Final Development Plan ("FDP") for one or more phases of the project identified in the PDP. The FDP shall be sufficiently detailed to indicate the ultimate operation and appearance of the development, including compliance with any City-adopted Objective Design Standards. Unless the Project has invoked streamlining under AB 2923, an FDP shall be reviewed by the ZAB. A decision of the ZAB on a FDP is appealable to the City Council. Upon approval of an FDP, a Master Development Permit shall be issued. If streamlined approval is invoked by the Developer, then City staff will review the project for conformance with all application



requirements and development standards as set forth in the Zoning Ordinance, Objective Design Standards, and other applicable regulations.



VII. CITY OF BERKELEY AFFORDABLE HOUSING FUNDING

The City of Berkeley’s Housing Trust Fund (“HTF”) program was established in 1990. The purpose of the HTF program is to support the creation and preservation of affordable housing in Berkeley. The City’s Housing Advisory Commission advises the City Council on HTF allocations.

The City has provisionally reserved a total of \$53 million in affordable housing subsidy funds to support providing HTF-eligible affordable on-site housing units at the Ashby and North Berkeley BART projects in addition to what would be required under City’s Affordable Housing Requirements for at least 20% on-site affordable units and BART’s ordinary requirement for at least 20% affordable units at TOD sites. Up to \$26.5 million and no less than \$20 million of this funding is available to be invested in the North Berkeley Project, in compliance with the City’s HTF Guidelines and maximum per unit subsidy included below, unless otherwise amended by HTF Guidelines or City Council.

The City Council’s funding reservation supports the community’s desire to maximize the provision of affordable housing at these sites as articulated in the JVP. The 35% threshold is a minimum expectation. Applicants for City funding are encouraged to demonstrate how they can leverage available funding to maximize total affordability on the site. The City intends to make funding available in a way that maximizes the Project’s affordability while also ensuring that scarce City subsidy funds are used to provide additional affordable housing units beyond what would be required under existing City Affordable Housing Requirements. See Section III.D.2 above for information regarding the status of Berkeley’s Affordable Housing Requirements.

The City hereby announces the availability of Phase I predevelopment loan funding of up to \$500,000 for the North Berkeley Project. Eligible respondents shall have the opportunity to apply for Phase I predevelopment loan funding as part of their submittal. Respondents are not, however, required to request such funding at this time.

Respondents opting to request predevelopment loan funding must submit the supplementary materials listed in Section VIII.J.

A. City Resources

Of the \$53 million reserved by City Council, \$40 million will be provided from the Measure O bond funds and \$13 million from reserved Affordable Housing Mitigation Fees or other local sources. Up to \$26.5 million and no less than \$20 million is provisionally available to the North Berkeley Project. The predevelopment funding available is included in this total.

Developers meeting the threshold requirements in the HTF Guidelines for experience may apply for development funding for HTF affordable units following the predevelopment period. Staff anticipates Measure O funds will be available after the third and fourth bond issuances, currently projected for 2025 and 2027.

All City-funded affordable projects are expected to comply with the City’s HTF Guidelines and the requirements outlined in this Section VII to receive the City subsidy. The HTF Guidelines establish instructions for the operation of the HTF program. They are not a comprehensive statement of laws and regulations that apply to affordable housing funding and development in Berkeley. In addition to these



guidelines, the operation of the HTF program must comply with City procurement and contracting requirements as well as state or federal requirements when state or federal funds are used. In case of a conflict, City, State, and Federal requirements will prevail over the HTF Guidelines. The City Manager may establish additional requirements to implement the HTF program. The City Council may consider waiving or modifying HTF program guidelines in the interest of meeting the specific needs of an affordable project.

B. Predevelopment Funding

1. Phase I Predevelopment Loan Funding Available through the RFQ

Up to \$500,000 in City predevelopment loan funds are available to a nonprofit applicant through this RFQ, subject to City Council approval. The Selected Developer must execute an ENA with BART prior to drawing upon predevelopment loan funds. Eligible predevelopment costs include: ENA deposit, fees related to the station access study, and other costs related to the development of the Property, to be approved by the City. City funds may only pay a prorated share of reasonable Property soft costs, in proportion to the amount of the site dedicated to stand alone affordable housing. Eligible respondents should reference the submittal requirements identified in Section VIII.J.

2. Phase II Predevelopment Loan Funding

Following developer selection, the Selected Developer may apply to the City for Phase II predevelopment loan funding. Qualified nonprofit developers may apply for up to \$1.5 million in additional City predevelopment loan funding, for a total of \$2 million at North Berkeley. This second phase of predevelopment funding is intended to fund predevelopment soft costs specific to 100% affordable housing projects.

In the event the developer team does not proceed with development of the Project, the City shall have the option to cause borrower to assign, transfer and deliver to the City, all third party written reports which borrower has commissioned with Phase I or Phase II loan proceeds with respect to the development and entitlement, including any architect or consulting agreements with any third parties providing design or development services with respect to the North Berkeley affordable units and all work product produced under any such agreements.

C. City Affordable Housing Subsidy Process

The final framework and process for the affordable housing subsidy is anticipated to be adopted by the Berkeley City Council in the fall of 2022. This section includes the proposed framework that will be presented to City Council, which is subject to change. Once a developer has been selected, and an FDP is under review by the City, the Selected Developer or Project sponsor(s) may apply for the City's HTF development subsidy (up to \$26.5 million inclusive of the predevelopment funding in compliance with the City's maximum per unit subsidy guideline included below, unless additional funds are available through a ballot measure or other mechanism). To apply, the developer must submit an application through the City's HTF program, which must include the items listed in Section VIII.J below if not already provided through a predevelopment application, and:



- Include an Affordable Housing Compliance Plan, as described below, covering the entire development site (including all market and affordable buildings), and describing the specific strategy that will be used to meet BART and the City’s Affordable Housing Requirements.
- Ensure that the market rate portions of the Project contribute financially to the provision of Affordable Housing in an amount at least equal to the Developer Minimum Contribution Standard (defined below)
- Ensure that the request for City Affordable Housing Subsidy complies with the City’s existing Housing Trust Fund Guidelines which may be found at [Housing-Trust-Fund-Guidelines.pdf \(berkeleyca.gov\)](https://www.berkeleyca.gov/Housing-Trust-Fund-Guidelines.pdf) and
- Ensure that the request for City Affordable Housing Subsidy does not exceed the Maximum Per Unit City Subsidy (defined below).
- Demonstrate compliance with the Minimum Project Requirements set forth in Exhibit C to Attachment 3.

Development subsidy funds will not be disbursed prior to complete project entitlement and execution of BART ground lease.

1. Affordable Housing Compliance Plan

Any commitment for City funding beyond the predevelopment stage will require an Affordable Housing Compliance Plan (“AHCP”) approved by the Berkeley City Council. The developer will be required to submit a revised plan for approval if project plans change after the AHCP is approved.

The AHCP shall include:

- a. A description of the proposed means of compliance with the City’s revised Affordable Housing Requirements, including any request for alternative means of compliance such as clustering of the inclusionary units.
- b. Site Plan identifying the location of the market rate and affordable housing units/developments.
- c. Unit and bedroom count for the market rate units and the affordable units, including the specific affordability restrictions (depth of affordability) for each set of units.
- d. Phasing Plan covering the entire site and demonstrating that the affordable units will be constructed in advance of or concurrent with the market rate units.
- e. A description of the proposed developer contribution to affordable housing accompanied by a comparison to the Expected Developer Contribution (as defined in Section VII.J) identified in the developer’s response to the RFQ. This description will identify specific in-kind and cash contributions as well at their likely timing. The land discount granted by BART cannot be included as an in-kind contribution for the purposes of the developer contribution. Further guidance on in-kind contributions will be provided at a later date.



- f. A report completed by a third-party economic analysis firm approved by the City of Berkeley which:
 - i. Compares the proposed level of affordability (number of units and depth of AMI affordability) to the level that would be provided by a hypothetical development project on the Property that complied with the City's Affordable Housing Requirements through the on-site compliance option,
 - ii. Provides a financial analysis estimating the developer capital contribution that would be required to provide the City's inclusionary units on-site and comparing that to the developer's proposed affordable housing capital contribution as part of their finance plan; and
 - iii. Reviews individual and combined project return metrics, economics, and annual cash flow to validate project feasibility and to ensure a customary market rate return.

2. Developer Contribution for Affordable Housing

The City Council and City staff shall review, evaluate, and approve a developer minimum contribution for affordable housing ("Developer Minimum Contribution Standard"); this is expected to be approved in 2022. This is the minimum amount of developer equity to be funded at North Berkeley towards the City's on-site affordable housing units inclusive of any future density bonus units, while preserving development feasibility. Subject to City Council approval, to ensure that City subsidy is increasing the commensurate level of on-site affordability that would otherwise be provided, any developer applying for City Affordable Housing Subsidy shall demonstrate a developer capital contribution equal to the greater of:

- a. The then-current City housing mitigation and/or inclusionary in-lieu housing fee amount per unrestricted market rate unit (or aggregate square footage of the market rate units) to be developed on the Property (including any bonus units available as a result of the density bonus), or
- b. \$200,000 per on-site affordable unit required by the City's affordable housing regulations (inclusionary unit).

The developer capital contribution may be provided by the developer of record towards the affordable housing units or in the form of one or more cash contributions to nonprofit sponsors developing affordable housing at North Berkeley or through documented in-kind expenditures approved by the City on behalf of the affordable housing projects. The value of any land discount (e.g., ground rent) provided by BART may not be counted toward the developer in-kind contribution. The City will provide guidance for identifying appropriate and reasonable in-kind expenditures and pro-rating project wide expenditures for this purpose; pro-rating will be validated with a future cost certification study.

3. Maximum Per Unit City Subsidy

The City will limit its subsidy to no more than an average of \$200,000 per rent-restricted lower income unit, counting only units provided beyond the 20% which would be required by the City's Affordable Housing Requirements.



The City subsidy will be available to buildings which are 100% affordable housing or HTF affordable units dispersed amongst mixed income housing buildings, which meet the Housing Trust Fund Guidelines (including an average income limit of 60% of AMI with at least 20% of units targeting households earning 30% of AMI or less), and any other requirements in this RFQ. Applicants may include additional moderate-income units in their overall affordable housing mix and for the purposes of counting the affordable housing share for the scoring criteria but may not request City subsidy for those units.



VIII. SUBMITTAL REQUIREMENTS

Submittals will be accepted in two phases:

1. First, by Friday, August 26 at 4:00pm, Respondents must submit the materials listed in Section VIII. A through I below (“Part 1 Submittal”).
2. Shortlisted respondents may, at their option, submit the additional materials under Section VIII.J (“Optional Part 2 Submittal”), which will be due 10 business days following the announcement of the shortlist, if they wish to apply for initial (Phase I) City of Berkeley predevelopment funding for affordable housing.

Please submit clear and concise responses with the information requested below, including a table of contents at the front of the response. With the exception of site plans, which may be as large as 11” x 17”, submittals should be on letter sized (8 ½” x 11”) paper, using a standard font and font size no smaller than 11 point. Statements of Qualifications should be organized as follows.

A. Transmittal Letter

The transmittal letter should include the following information:

1. Name, address, telephone and website address, etc. for the lead development entity.
2. Legal structure of lead development entity or anticipated entity (e.g., corporation, joint venture, limited partnership, etc.), jurisdiction where registered, and date of legal establishment.
3. Name, title, address, telephone number, and e-mail address of the person designated as the primary contact for the lead development entity.
4. Names and relationships of all entities included in the Statement of Qualifications submittal (e.g., nonprofit affordable housing developer, master planning architect/urban design firm, community engagement consultant, etc.).

B. Development Team Summary

BART does not require respondents to identify at this time all the professionals that might eventually be involved in the Project; only developer(s) and architect(s) are required to be identified at this time. Respondents must identify the firm names of any architects or other consultants or partners. To the extent that team members can be identified to ensure your team addresses the submittal requirements, evaluation criteria, and JVP, please do so by providing the following information for each member of your team. Respondents must notify BART of any changes to its team following RFQ submittal and once selected, BART must approve any changes or substitutions to key team members.

1. Team members (firms) as known and an organizational chart identifying roles and responsibilities, covering essential activities to be evaluated.
2. Identification of key individual team members and project manager or managers, including the team members and project manager for the market rate and affordable project/s, and up to a two-page resume for each of these individuals.



3. Description of core business activities of each team member, including specific experience with affordable housing development and operations.
4. Number of years in business for each team member.
5. Number of full-time employees for each team member.
6. Optional: supplemental materials such as company brochures, for each team member.
7. If more than one development entity is proposed, provide
 - a. an executed written agreement (such as a joint venture agreement) documenting the relationship between/among all entities,
 - b. A brief description of this working relationship, and
 - c. a description of the entities' prior working relationships.

C. Small Business Participation

BART strongly encourages Small Business (“SB”) participation in all phases of the Project. Respondents should take all steps necessary to provide an equal opportunity for SBs to participate, including, but not limited to performing the following during this solicitation phase and/or, if selected, throughout the development process as noted:

1. Outreach to Small Businesses (solicitation/development).
2. Advertise in publications anticipated to reach Small Businesses (development).
3. Participate in BART sponsored networking events (solicitation/development)

On Attachment 4 please indicate the SB participation commitment offered by your team, covering both predevelopment and construction of the Project, as well as the SB certification status of the development team members listed in VI.B above. While the teams may only be identifying predevelopment firms at this point, the SB participation commitment percentage reflected in Attachment 4 is based on the overall Project cost covering both predevelopment and construction. Submissions will be scored based on the SB participation commitment percentage reflected in Attachment 4. The Selected Developer will be required to submit quarterly SB utilization reports as part of the Exclusive Negotiation Agreement requirements.

SB firms include Small Businesses and Disabled Veteran Business Enterprises (DVBES) certified by the California Department of General Services (DGS), Local Small Businesses (LSBs) certified as SBs by DGS and whose principal place of business is located in one of Alameda, Contra Costa, or San Francisco County, and Lesbian, Gay, Bisexual and Transgender Business Enterprises (LGBTBES) certified by the California Public Utilities Commission or the National Gay and Lesbian Chamber of Commerce and certified as an SB by DGS. Additional information on SBs can be found at: www.bart.gov/about/business/ocr/programs.

BART will facilitate a Networking Session to help proposers identify firms with the experience requested at this stage. More information about the Pre-Submittal Web Conference and Networking Session can be found in Section XI of this RFQ.



D. Description of Relevant Experience

Each proposed development entity must have completed at least two relevant projects with at least one of the development partners completing a stand-alone nonprofit affordable housing project. Using Attachment 5, Qualifying Project Form, please provide a description of up to three relevant projects per development entity completed in the past 10 years by the development team (maximum four pages per project, inclusive of photos and site plan) reflective of this RFQ's goals. The lead member(s) of the proposed development team for the Project should have had a lead role in these past projects. BART is particularly interested in completed projects that address the criteria shown in Section IX.C, below.

E. Preliminary Development Concept

Please provide a brief narrative with supporting materials as needed (maximum six pages in total), of the mixed-use transit-oriented development concept being proposed for the BART Property. In keeping with the recent BART Board action (June 9, 2022), assume replacement of 120 BART patron parking spaces on site, not including those on the auxiliary lots to be retained. The actual number of replacement parking spaces will be finalized in the ENA stage; BART requests that respondents utilize this assumption to ensure consistency across all submittals and to understand respondents' approaches to BART rider parking in the design of the Project.

Please include the following information:

1. Development Program Matrix: Summary table showing the preliminary proposed development program for each building and in total, including approximate numbers for the following:
 - a. Total number of residential units and bedrooms
 - b. Total number of market rate units and bedrooms
 - c. Number and share of BMR and affordable units and bedrooms; breakdown of affordable units by income levels and by any special population(s) to be served
 - d. Square footage of retail, childcare, community service, office, café, and/or other commercial space
 - e. Amount and ratio of parking for each new use, as well as for BART riders, and any car share parking
 - f. Number of stories (or height) for each building
2. Site Plans, including:
 - a. The location and approximate amount of land that is being considered for the development
 - b. Mix of uses and their locations (including market rate and affordable units)
 - c. Preliminary ideas for site circulation and access that will enable successful integration of the Project with surrounding uses while providing clear and direct access to BART for all transportation modes
3. Project Schedule and Phasing:
 - a. Provide an estimated development schedule, including all major predevelopment and development activities, breaking out anticipated phases of development separately



- beginning from the time BART executes an Exclusive Negotiating Agreement and ending with construction completion of the final phase or building.
- b. Describe development phasing assumptions, and assumptions regarding real estate market / marketability of different uses that may influence or inform this phasing.
4. Concept Statement: A brief (two page maximum) narrative describing the site plan and development concept, including:
- a. Description of how this development concept aligns or does not align with the JVP, and reasons for any deviations from it.
 - b. Preliminary ideas for an urban design and public realm that demonstrate approach to successful placekeeping/placemaking.
 - c. Explanation of your approach to locating and screening parking for new residents/users and BART patrons, description of how your concept would differ if less than 120 BART parking spaces were replaced, and mitigating strategies to reduce the demand for residential parking.
 - d. Explanation of how your approach best meets the goals BART has articulated for accommodating circulation on and around the Property.
 - e. Any other proposed innovative or creative project elements that contribute to successful transit-oriented development.
 - f. Any notable public amenities.
 - g. Economic Fluctuations: Given pandemic-related disruptions to the national economy, and the recent climate of escalating construction costs, how might you propose to advance a project at the Station in a volatile economy?

F. Narrative

Please provide responses to the following questions related to the team's experience and approach. (maximum 4 pages).

1. **Affordable Housing:** The City of Berkeley may place a ballot measure before the voters in November 2022 to generate funding for affordable housing, and is investigating other creative funding mechanisms to increase the affordability levels at the Project. Consider the possibility that additional funding becomes available in 2023 to support a higher percentage of affordability than you currently anticipate. In that scenario, would your team accommodate a revised development program in which significantly more of the housing were rent-restricted as affordable housing? Or is a substantial amount of market rate housing necessary for your concept to be feasible? Please discuss your considerations and conclusions.
2. **Community Engagement:** Please describe your experience, if any, with community outreach and participation in highly engaged localities, especially on complex design projects. What lessons from your prior work will you apply in gaining community acceptance for your development program while adhering to the project schedule? In particular, how have you handled discussions around the potential tradeoffs between different amenities in a project?



3. **Design:** Some North Berkeley stakeholders have expressed concern that the densities allowed under both AB 2923 and the new zoning will result in a design that is not sensitive to the surrounding low-rise residential fabric. How will you meet the JVP’s call for maximizing the number of new homes, especially affordable homes, while also providing a contextual design? What experiences or design strategies from your past projects – as developer or designer – have you implemented to address this issue? How specifically does your development concept for this site address this issue?
4. **Structural Needs:** The Zone of Influence represents a large diagonal through the site. If your concept shows buildings encroaching on the ZOI, please describe how you involved a structural engineer in developing your approach, and identify that engineer. For any area(s) of the ZOI to be maintained as public open space, how would your development program address and activate this area? Describe the synergies between adjacent ground floor uses and the public and/or private open space. Also, discuss your assumptions regarding use of the ZOI to fulfill entitlement obligations, as well as assumptions regarding responsibility for maintenance of open space(s).
5. **Open Space Maintenance:** As stated in the JVP, neither BART nor the City are able to take responsibility for the operating and maintenance costs of new civic and open space. Given this, what are your assumptions about funding the ongoing costs associated with operations and maintenance (e.g. development pro forma, CFD, BID)?
6. **Local Housing Priorities:** Describe how the preliminary development concept addresses local needs and priorities referenced in City plans and policies including the Housing Element and the Consolidated Plan. In particular, describe how the project addresses the following priorities:
 - a. Reduction in chronic homelessness
 - b. Units for extremely-low income households (<30% AMI)
 - c. Universal design
 - d. Promotion of diversity in the City’s affordable housing inventory in terms of unit size, population served, tenure, etc.

G. Demonstration of Financial Capacity and Related Information

Please provide the following information to demonstrate your capacity to undertake and complete the proposed development.

1. Financial Statements for the previous three fiscal years for the lead developer and any team members that expect to be involved financially in the project, including guarantors and nonprofit development partners. Certified statements are preferred. *Financial statements must be provided in a separate, sealed envelope labeled “Financial Statements” and should be provided solely on portable digital media such as a thumb drive; paper copies of financial statements are discouraged.*
2. Most recent annual report(s) for each of the team members that expect to be involved financially in the project.



3. List five most recent projects and related financing structure and project value from inception to completion (i.e. construction financing & permanent financing, sources of debt and sources of equity for each)
4. List of any current non-performing loans as well as loan defaults in the past 10 years for each of the team members.
5. Description of instances in which the lead development company or any key team member has been involved in litigation or other legal dispute regarding a real estate venture during the past 10 years. Include information regarding the outcome of the litigation or dispute.
6. Information about instances in which any member of the development team has ever filed bankruptcy or had projects that have been lost to foreclosure.

Any submittals that do not provide this information by the deadline will be considered nonresponsive and ineligible. Any concern regarding disclosure of this information to BART should be communicated in advance of the deadline, so that alternative arrangements may be made to ensure required information can be evaluated.

Note that BART requires that neither the Selected Developer nor any of its principals, members or partners has been convicted of or admitted or assumed (including any plea of no contest) criminal or civil liability for any felony or fraud, or any act of moral turpitude; nor has a history of significant and material building code violations concerning the construction of similar projects; nor has been a party adverse to BART or the City in any lawsuits, claims or other actions within the preceding five (5) years; and has disclosed in writing any lawsuits or other actions as to which the proposed developer or any of its principals, members or partners has been adverse to BART or the City during any prior period.

H. Exclusive Negotiating Agreement (ENA) Comments

After reviewing BART's form of ENA, which will be distributed as an addendum to this RFQ, please provide any proposed revisions that would be needed in order to accept and execute the ENA. If none, provide a signed statement to that effect.

I. References

Provide references with sufficient information to ensure easy contact – and ensure your contacts can be reached for reference checks. This should include company/organization names, titles, telephone numbers, and e-mail addresses for individuals who can provide information related to the following items:

1. Financial contacts – Identify at least 3 contacts that have provided members of the development team with debt or equity financing of at least the magnitude likely to be required for the proposed Project.
2. Public or Government - Identify 3 public officials of a government agency, county, city or other public agency who have been involved with a project completed by members of the development team (e.g., city managers, redevelopment staff, planning directors, economic



development directors, etc.), specifying the role the agency or locality played in the development (e.g. funder, lessor, etc.).

J. Optional Part 2 Submittal and Predevelopment Funding Application

As stated in Section VI, the City is offering up to \$500,000 per Project in Phase I predevelopment loan funding to support the development of at least 35% on-site affordable housing at North Berkeley Station.

Shortlisted Respondents wishing to access this funding must provide the following materials and information as part of an Optional Part 2 Submittal packet no later than 10 days after the announcement of the short list.

Only nonprofit developers are eligible to apply for predevelopment loan funding from the City to support activities solely related to stand-alone nonprofit affordable housing development. This funding is intended to support a pro-rated ENA deposit and Station-specific Access Study reflective of the affordable housing's share.

Please provide the following information to demonstrate the feasibility of the proposed affordable housing units.

1. An overview of the financing plan and strategy for the affordable project/s, as well as any affordable units dispersed amongst mixed income parcels, including:
 - a. Total development cost including a breakdown of ground rent, vertical building costs, and infrastructure cost.
 - b. Expected Developer Contribution to affordable housing that meets or exceeds the Developer Minimum Contribution Standard outlined above.
 - c. Expected City subsidy request that meets the requirements of the City's HTF Guidelines and the standards for Maximum City Subsidy outlined above.
 - d. Other anticipated affordable housing subsidy sources itemized with amounts
2. Development schedule for the affordable units, including schedule for financing the project and backup plan if key funding awards are not achieved.
3. Signed acknowledgement of HTF Guidelines and threshold eligibility criteria for Respondents interested in HTF predevelopment and development financing. This form will be provided to shortlisted Respondents.
4. A Predevelopment application (available on request from the City's affordable housing contact), including but not limited to:
 - a. Project description/concept for the affordable housing development(s)
 - b. Sources and uses for predevelopment activities
 - c. Predevelopment Certification Form
 - d. Audited financials for the past three years, if not provided in response to item VIII.G.1.



- e. Staffing plan including personnel that will be assigned to the project, their percentage of time (capacity) assigned to the project and biography.
- f. Strategies for ensuring that residents have an opportunity to access new jobs that are created through the development of affordable housing.



IX. SUBMITTAL AND EVALUATION PROCESS

A. Submittal of Statements of Qualifications

Respondents must provide 7 copies (one unbound original and 6 bound copies) and one digital copy of their qualifications (Part 1 Submittal); however, financial statements must be provided in a separate, sealed envelope labeled Financial Statements and should be provided solely on portable digital media such as a thumb drive; paper copies of financial statements are discouraged. All materials and the required submittal deposit must be submitted to:

San Francisco Bay Area Rapid Transit District
Attn: Shannon Dodge
Principal Property Development Officer
Real Estate and Property Development Department
2150 Webster St., 9th floor
Oakland, CA 94612
sdodge@bart.gov

Submittals should include a deposit check of Twenty-Five Thousand Dollars (\$25,000) payable to “San Francisco Bay Area Rapid Transit District” to secure the team’s position as an eligible Respondent. The deposit check will be securely retained by the Real Estate and Property Development Department, and the check of the Selected Developer, if any, will be deposited while the other checks will be voided and returned. If the Selected Developer decides to forego the opportunity to develop, the deposit will be retained by BART as liquidated damages to cover expenses of BART staff time associated with this solicitation.

If BART decides to forego the opportunity to develop this Property prior to execution of the Exclusive Negotiating Agreement, the deposit will be returned in full to the Selected Developer. Otherwise the deposit will be put towards the \$100,000 Exclusive Negotiating Agreement deposit described in Section VIII.A.

All Part 1 Submittals must be received by BART at the above address no later than 4:00 P.M, local time, on Friday, August 26. Material received after this time may not be accepted.

Shortlisted respondents may, at their option, submit the additional materials listed in Section VIII.J., which will be due 10 business days following the announcement of the shortlist, if they wish to apply for City of Berkeley predevelopment funding for affordable housing.

B. Submittal Confidentiality

The California Public Records Act (California Government Code Sections 6250 et seq.) mandates public access to government records. Therefore, unless the information is exempt from disclosure by law, the material submitted may be made available to the public.



C. Evaluation of Qualifications

An Evaluation Committee (“Committee”) will be created to evaluate and assess the submitted Statements of Qualifications. The Committee will consist of an equal number of representatives from BART and the City. The Committee will review and score written submittals in accordance with the following criteria. Following the initial written evaluation, the Committee will create a “shortlist” of the top-scoring teams.

Shortlisted teams will be invited to present their qualifications and experience at a public townhall meeting. If needed they may be invited to interview so that the Committee can further understand their qualifications and responsiveness to the goals of this RFQ, following which the Committee will score the presentations and interviews and will recommend the highest qualified Respondent to BART’s Board of Directors.

Separately, the City will evaluate the Optional Part 2 Submittals; if one was submitted by the recommended Respondent, the City will determine if that Respondent will be considered by City Council for an award of predevelopment funding for affordable housing.



NORTH BERKELEY Developer Selection Criteria		page 1 of 2
SCORING CRITERIA		Total Possible Score
<p>1. Quality of Development Team's Experience with Directly Relevant Projects*</p>	<p>A. Master Planned, Mid-Rise Development. Developer and architect have successfully completed comparable, mixed-use projects at similar scale delivering on goals similar to those articulated in the <i>Joint Vision and Priorities (JVP)</i>. For full points, team experience <u>must</u> include new construction of (1) master planned projects with multiple buildings; (2) mid-rise housing of 6+ floors; (3) public/civic space, such as plazas.</p>	10
<p>*References will be considered in scoring. BART may also consider past experience with team.</p>	<p>B. Transit-Oriented Development/Public Agency Partnerships: Developer and architect experienced with projects integrating enhanced pedestrian, bicycle, and/or transit connectivity, as well as other best practices in TOD. Experience with joint development on public land deals, Redevelopment deals, or similar work, especially ground lease deals; transit agency partnership experience will be awarded more points.</p>	10
45 points	<p>C. Design. Completed projects have features such as variation in height, architectural variety, regular breaks in building form, and horizontal and vertical details that respond to the surrounding built environment.</p>	10
	<p>D. Ground floor Activation. Completed projects exhibit neighborhood-serving, pedestrian-oriented ground floor activation which contributes positively to public space, providing a sense of place, interest, and character to the surrounding neighborhood. Projects with multiple, complementary ground floor uses will be awarded more points.</p>	10
	<p>E. Community Engagement: Demonstrated success in working in challenging urban jurisdictions to garner support/entitlements for projects with greater density and height than surrounding built environment. Experience leading effective community dialogue about design and programming of sites, and possible tradeoffs. Experience addressing concerns related to development impact from neighboring residents, business, and property owners.</p>	5
<p>2. Preliminary Development Concept and Proposed Project Approach</p>	<p>A. Concept meets JVP for site. Proposed approach maximizes new housing (number of bedrooms), provides variation in height, includes civic spaces, connects the Ohlone Greenway, and projects completion by 2031. Any nonresidential uses will help reduce the need for driving (e.g. childcare).</p>	15
35 points	<p>B. Approach to affordable housing. Approach meets or exceeds JVP minimum requirement that 35% of residential units must be affordable at or below <60% AMI, favoring highest number of affordable bedrooms. More points shall be awarded for lower average affordability level. Approach reflects feasibility in local funding environment, as well as flexibility should additional subsidy become available.</p>	10
	<p>C. Feasibility. Concept demonstrates deep understanding of financing of each proposed product type (e.g., affordable housing, market rate housing, middle income housing, retail/services/nonprofit space). Responses reflect viable approach to balancing market feasibility, financial/schedule feasibility, community goals, and BART needs.</p>	5
	<p>D. Demonstration of overall innovation and creativity. Proposed approach and past experience demonstrate developer(s)' commitment to pushing innovation in the field: e.g. introducing new product types to a submarket (higher densities, lower parking ratios, new construction technologies); middle income housing (80% - 120% AMI); integrating public or civic amenities in new ways; synergistic combinations of ground floor uses; financing innovation.</p>	5



NORTH BERKELEY Developer Selection Criteria		<i>page 2 of 2</i>
3. Capability/Fit of Development Team, Including Lender References	A. Financial Capability/Lender References. Demonstrated ability to secure funding and financing for a long term, multi-phase project, based on past projects, team members with financing capabilities. For full points, demonstrated success meeting public infrastructure needs, and with securing external grant or other funding sources.	15
30 points	B. Nonprofit/Community-Based Organization Participation. Development team: (i) Includes a nonprofit master developer, OR (ii) Is a partnership between a for-profit developer and one or more community-based nonprofit organizations that have experience showing accountability towards equity goals in the City of Berkeley or similar jurisdictions. More points will be awarded to partnerships with a nonprofit as senior partner, and with nonprofit(s) in a development role, as exhibited by JV agreement or similar.	10
	C. Acceptance of ENA Template. Willingness to execute ENA in substantially the same form provided.	5
4. Roles and Responsibilities	A. Roles. Firms identified offer strong overall qualifications for key short-term predevelopment needs. Project manager experience is highly relevant to this Project. If a team, relationship between parties is clearly defined, as exhibited by JV agreement or similar.	4
10 points	B. Small Business Participation. Small business participation commitment percentage as reflected in Attachment 4, Project Team.	6
Written Submittal Total Points:		120
Town Hall: 10 points		
Ability to represent development and BART in a public setting, as demonstrated by the communication skills of the presenters.	2 = poor 4 = fair 6 = good 8 = very good 10 = excellent	10
Interview: 20 points		
1. CONTENT Team's understanding of the issues, and ability to balance needs of multiple stakeholders and deliver a viable project.	2 = poor 4 = fair 6 = good 7 = very good 8 = excellent	8
2. TEAM Team experience and day-to-day project managers demonstrate: - capability to address the critical issues facing this site; - the investment and commitment to delivering a successful development; - ability to think strategically and creatively about issues; - (if more than one development partner proposed) the collaborative nature needed to maintain a positive working relationship with City and BART.	2 = poor 3 = fair 4 = good 5 = very good 6 = excellent	6
3. PRESENTATION Ability to represent development and BART in a public setting, as demonstrated by the communication skills of the presenters.	2 = poor 3 = fair 4 = good 5 = very good 6 = excellent	6
Interview Total		20
Cumulative Total Points		140



D. Rights of BART

This RFQ does not obligate BART to select a development team for the Property, nor does it commit BART to enter into an Exclusive Negotiating Agreement, nor does it commit the City to awarding affordable housing funding. Costs incurred in preparation and submittal of responses are the sole responsibility of the proposers.

BART may require additional evidence of qualifications to perform the services described in this RFQ. BART may choose to issue a Request for Proposals to the most qualified teams responding to this RFQ, in order to secure further information about each team and its development concepts.

BART reserves the right to, in its sole discretion:

1. Reject any or all proposals or advertise for new proposals
2. Modify the RFQ process including, but not limited to, modifying the timeline set forth in Section IX – Schedule of Activities (with appropriate notice to respondents)
3. Postpone interviews or the evaluation process
4. Remedy technical errors in this Request for Qualifications
5. Approve or disapprove of the use of particular partners/subcontractors
6. Waive weaknesses, informalities and minor irregularities in proposals, permit corrections, and seek and receive clarifications to a proposal
7. Conduct interviews at its discretion or bypass oral interview phase
8. Hold meetings, conduct discussions, and communicate with the teams responding to this RFQ to seek an improved understanding and evaluation of the responses
9. Negotiate with any, all, or none of the respondents

E. Rights of the City

This RFQ does not obligate the City to approve an award of predevelopment or development funding for affordable housing, nor does it constrain the City's discretion under applicable laws to approve, disapprove, or condition any development application or other request for City approval, or to adopt land use or other regulations that may affect the Project.

This RFQ does not create any contractual or property right as against the City in the Selected Developer or any team responding to the RFQ. Respondents are solely responsible for the costs of submitting Statements of Qualifications or otherwise responding to this RFQ, and understand that this RFQ does not guarantee that a Respondent will be selected, that funding will be awarded, or that a proposed Project will be approved.

The City reserves the right, in its sole discretion, to modify the process for awarding funding, adopting design standards, or taking other actions reserved by law to the City's discretion. The City may request additional information from the Selected Developer as the City may deem necessary or appropriate to its consideration of providing project funding, and may impose additional conditions on any such funding in its sole discretion. Selected Developer understands and agrees that the project requirements set forth in this RFQ may exceed the minimum requirements for development under applicable law, and that the City, in consideration for providing project funding, may require the Selected Developer to waive or limit rights or remedies it may have as against the City as they relate to development of the Property.



X. PREDEVELOPMENT COSTS

There are certain predevelopment costs that are associated with the Project. In addition to the submittal deposit referred to in Section IX.A, they are as follows:

A. Exclusive Negotiating Agreement (ENA) Deposit

The ENA provides the Selected Developer an initial period during which it may exclusively negotiate the terms of the development with BART. Throughout the joint development effort between BART and the Selected Developer, the Selected Developer will be asked to fund BART's North Berkeley BART Transit-Oriented Development working account for the purposes of covering BART staff time, direct costs, and outside consultant expenses, including design review, community outreach, term sheet negotiation, drafting and negotiation of option agreements and leases, and outside counsel expenses connected with the foregoing.

BART will provide an estimated budget for expenses associated with the ENA term. The developer will be expected to fully cover BART expenses related to the project, for the purposes described in the preceding paragraph. The actual expenses incurred, and payable to BART, may vary from the estimated budget.

To fund this account, BART will require the Selected Developer to take the following actions:

- The initial Twenty-Five Thousand Dollar (\$25,000) deposit provided upon submittal of the statement of qualifications from the Selected Developer will be deposited by BART upon selection of developer by the BART Board of Directors.
- Upon execution of the ENA the Selected Developer must make an additional deposit by submitting a check to BART totaling Seventy-Five Thousand Dollars (\$75,000), for a total ENA deposit of One Hundred Thousand Dollars (\$100,000).
- The Selected Developer must make all checks payable to the San Francisco Bay Area Rapid Transit District with the following note in the memo: "North Berkeley Station ENA Deposit".

The above-mentioned deposit will be placed in an account controlled by BART to fund BART's predevelopment expenditures associated with the Project, including but not limited to: legal fees, staff time for review of design, structural engineering, civil engineering, BART operations, maintenance, and safety needs in areas interfacing with the Station, Station access and transit hub design, reimbursement of outside consultant costs, and direct costs and staff time for organizing and participating in community outreach. When the project account is depleted below \$25,000 due to project-related expenses, the Selected Developer will be obligated to deposit additional money into this account to assure sufficient funding for BART predevelopment and construction expenditures for the Project.

B. Station-Specific Access Plan

The Selected Developer will be required to fund an Access Plan that will be managed by BART and prepared by one of BART's on-call consultants, addressing issues described in Section IV.A.4 of this RFQ. The estimated cost of the Access Plan is \$175,000 - \$200,000. The Selected Developer will be



required to reimburse BART for its full cost regardless of whether it is within this range. The first phase of the Access Plan must be completed prior to submittal of a development proposal to the City.



XI. SCHEDULE OF ACTIVITIES

The timeline on page 2 and the information below is provided for your scheduling information, but is subject to change at the discretion of BART and the City.

A. Request for Qualifications Timeline

EVENT	DATE
RFQ Issuance	Wednesday, July 6, 2022
Respondent Registration Deadline (optional)	Friday, July 15, 5:00pm
Pre-Submittal Conference (optional)	Tuesday, July 19, 1:30pm
Final Questions & Requests for Clarification Due	Thursday, July 21
Networking Session	Monday, July 25
BART Response to RFQ Questions/Clarifications	Monday, August 1
Statements of Qualifications Due	Friday, August 26, 4:00pm
Shortlist announced	Monday, September 26
Townhall presentations	Tuesday, October 11
Interviews Conducted (approximate)	Week of November 7
BART Board Considers Authorization to Enter into ENA	Thursday, December 1, 2022

B. Optional Registration for RFQ

Registration is for parties interested in responding to the RFQ. Interested parties are not required to register in order to respond. However, in order to submit questions about this RFQ, access the Pre-Submittal Web Conference described in the next section, and receive other information regarding this opportunity, developers and potential Respondent team members must submit a completed RFQ Registration Form at <https://tinyurl.com/mvsrjfc3> by Friday, July 15 at 5:00pm.

C. Pre-Submittal Web Conference

An optional Pre-Submittal Web Conference will be held via web conference at 1:30pm on Tuesday, July 19. This Conference will offer potential Respondents the chance to ask clarifying questions. The link for joining the web conference will be distributed to registered potential respondents at least 24 hours ahead. The time and date are subject to change; please confirm them on the project website at the URL stated on page 2. All questions will be recorded, and responses to questions from registered potential Respondent team members will be included in a response document for distribution.

D. Networking Session

The District’s Office of Civil Rights will facilitate a web conference Networking Session for interested firms to meet with potential developers for subcontracting opportunities. The Networking Session is tentatively scheduled for Monday, July 25 and will occur over an 8-hour window during which firms interested in subcontracting will be given 5-minute time slots to introduce themselves to the participating developers. The confirmed date of the Networking Session and participating developers’ RSVP contact information will be posted on BART’s North Berkeley TOD webpage at the URL stated on page 2.



Developers interested in participating in the Networking Session as a potential prime are advised to contact Dalmar Ismail, Office of Civil Rights, via email at dalmar.ismail@bart.gov no later than July 18.

Firms interested in subcontracting opportunities are requested to RSVP directly with participating developers. Additionally, each participating developer will present a Networking Session RSVP schedule to the District for confirmation prior to the Networking Session.

E. Submittal of Questions and Requests for Clarification

Registered parties should submit their questions or requests for clarification regarding this solicitation in writing, emailed to Shannon Dodge at sdodge@bart.gov using the subject header “NB RFQ Questions”. All questions must be received by the date stated above in order to ensure their timely response well in advance of the RFQ deadline. Responses to questions from registered potential Respondent team members will be included in a response document for distribution.



Attachment 1: Basis of Design Criteria

San Francisco Bay Area Rapid Transit

MEMORANDUM

To: North Berkeley Transit Oriented Development Team
Date: May 10, 2022
Re: N. Berkeley Station Transit Oriented Development Basis of Design

Attached is a summary of criteria to be incorporated into the North Berkeley Transit Oriented Development (TOD) Basis of Design. These criteria are intended to provide the Developer's Design Team with information to develop a comprehensive project specific Basis of Design that will be submitted and reviewed by BART to communicate how the development intends to address the operational and design needs of the District. This initial statement of criteria is not intended to replace future criteria that will result from site specific field and technical investigations. The development team is responsible for verification of actual field conditions and addressing code compliance requirements as they apply to this development both from local agencies and BART.

Should additional information be required, a request should be made through Shannon Dodge in Real Estate and Property Development. Some information will require Security Sensitive Information (SSI) clearance and some files may be required to view on BART property only.

BART Permits:

- 1) Permits for development on BART property are required. Permits will be required for:
 - a. Site Investigation (drilling, monitoring, surveying of BART facilities)
 - b. All construction and staging.
 - c. Operation of facilities in and under the BART Operating Envelope and station.
- 2) BART Permit conditions will include limitations to minimize passenger impacts, emergency access, maintain the security of the station, and mitigate any impacts on the maintenance and station operations.

Design Considerations for Basis of Design:

The development team should prepare a Basis of Design (BOD) submittal that addresses the operational requirements and constraints included herein. The submittal should also include a list of assumptions detailing which entity would be responsible for maintaining the proposed infrastructure. (For example: BART is assumed to maintain lighting in the station and substation areas, but the Developer should maintain lighting in public spaces near the proposed development). Lighting on BART property shall comply with the foot-candle requirements of the BART Facility Standard (BFS) Design Criteria Section 31 (Design Criteria 31). Lighting on leased parcels shall comply with the foot-candle requirements of the local permitting jurisdiction. Lights not maintained by BART shall be connected to a new power source from PG&E and metered to the Development; separate metering



may be necessary for lighting that might impact BART patrons. The following is a table template recommended to ensure BART understands the design assumptions for the project:

Owner	List of Assets	Maintenance Provider	Additional Permitting Agencies	Design Criteria	Design Criteria Exception Request
BART				BFS	
Developer or Third-Party					
City or other agency					

After BART receives the BOD submittal, it will review and provide comments to help ensure the project design is compliant with all applicable codes and requirements, and maintenance responsibilities are clearly identified.

Basis of Design Considerations:

Based on the initial case study presented in the TOD Feasibility Study for North Berkeley BART stations, the following criteria have been developed. Relevant Sections of the BART Facilities Standards (BFS) can be provided for reference, if needed. The Developer team shall address the following in the Basis of Design Criteria:

A) Utilities:

- a. Any new water line connections serving the District are to be clear and away from the private structural developments. All the requirements of National Fire Protect Association 13 (NFPA 13) and BFS are applied.
- b. Irrigation: No underground irrigation lines are permitted above the cut and cover tunnel
- c. Gas: No gas lines will be permitted above the BART cut and cover tunnel.
- d. Sewer and Water connections to existing BART facilities shall not be disrupted during operation hours
- e. The development shall be required to install new utility services for all infrastructure associated with the development.
- f. Services/Mainlines: Utility services to proposed buildings should be made from the existing streets to the proposed buildings. No mains or services should be designed to run through BART plazas.
- g. Storm Water Design: Design shall be compliant with BART’s MS4 permit and shall address 100% full trash capture. A storm water maintenance agreement between the developer and BART will be required for long term maintenance and reporting of the storm water system.
- h. Lighting for BART entries shall meet the BART Facilities Standards (BFS).



B) Structural Design for Buildings:

- a. A minimum horizontal setback of 7.5' from all BART underground structures (station, cut & cover tunnel, ventilation shafts, etc.) must be verified and maintained for all phases of construction. BART will review and permit all buildings within the Zone of Influence. Prior to acceptance of the Basis of Design, a field verification survey locating the BART infrastructure must be completed and submitted to BART for review.
- b. Design shall meet the requirements of the BFS for working over and/or near the BART cut and cover facilities. In addition, the project must meet the requirements of the CBC (including the provision for Fixed Rail Transit) and City of Berkeley Building Department.
- c. Buildings exceeding the height limits specified on Table 12.2-1, Design Coefficients and Factors for Seismic Force-Resisting Systems of ASCE 7, Minimum Design Load for Buildings and Other Structures must comply with the Performance-Based Procedure specified in ASCE 7. The seismic design and review process shall be conducted in accordance with Tall Buildings Initiative Guidelines for Performance-Based Seismic Design of Tall Buildings (most current version) developed by the Pacific Earthquake Engineering Center.
- d. All improvements must be designed to minimize structural impact to BART infrastructure in accordance with the BFS Structural Design Criteria for Design and Construction Near Existing BART structures.
- e. Impacts to Ground Water must be taken into consideration during the concept design and all phases of construction. Should a ground water impact of more than 2 feet be anticipated, a ground water recharge plan will be required.
- f. No additional structural or live loads may be imposed on the station in any phase of construction.
- g. The BFS geotechnical and structural design criteria may be referenced for BART analysis and design requirements for structures it is maintaining. Local building codes shall be consulted for the analysis and design requirements for buildings maintained by third parties.

C) Station Maintenance and Accessibility:

- a. Existing Station Entrances shall remain operational at all times.
- b. A clearance of at least 10' shall be maintained around the perimeter of all BART structures (elevator, substation and PG&E vaults).
- c. Parking for BART maintenance trucks must be provided close to the substation areas.
- d. Roadway access to substation is recommended to be designed for the closest possible route to the substation area without having to maneuver through private developments.
- e. Maintain a minimum of 30' wide access thoroughfare, along BART substation to accommodate the need for BART to perform substation repairs and emergency access vehicles.
- f. Construction staging area near BART substation is needed for substation improvements and repairs, such as the surface parking lot east of the existing substation, approximately 4,500 sq. ft to 5,000 sq. ft. of area.
- g. Construction shall not commence without a phasing and staging plan detailing how patrons, bicyclists, autos, and emergency vehicles will access the station throughout all phases of construction. The plan shall detail ADA-compliant modes of ingress and egress.



- h. ADA access to all BART entrances from public rights of way must be provided for in the design.
- i. An overland release plan depicting the flow of storm water in the event all piping fails must be provided. The overland release plan must demonstrate that storm water will flow away from all station entrances.
- j. Waterproofing is needed over BART tunnel for landscaping proposed above the BART tunnel.
- k. Trees on BART property, or landscaping that will be maintained by BART, shall comply with the landscaping requirements of the BFS.
- l. Planting over BART tunnel is limited to contained planters and to be review and approved by BART

D) Safety and Security:

- a. Emergency access shall be identified and designed in compliance with Fire Department, City and BART standards and regulations.
- b. Areas reserved exclusively for emergency vehicles or BART maintenance vehicles shall be protected by bollards, striping, signage, or other means to prevent public access.
- c. BART will impose restrictions on window operability, outdoor balconies, and roof top use area where BART infrastructure such as BART substation, entrances and tracks could be impacted by projectiles coming from these areas. Security assessments are required and to be review and approved by BART PD.
- d. Access for BART PD to park at any station entrance must be provided; minimum of 2 but can be more per BART PD request. This access shall be 24/7.

E) Fire Protection

- a. These standards apply to all planned buildings on BART property.
 - BART Facility Standards (BFS)
 - NFPA (1, 10, 14, 70E, 72, 101, etc.)
 - NFPA 130
 - California Building Code
 - California Fire Code
 - City of Berkeley Building Code/Fire Department
 - Industry Standards (ASME, ANSI, IEEE, IBC, IFC, etc.). These standards apply to all planned buildings on BART property.

Submittal Requirements:

Each submittal shall include a completed checklist as were in the previous phases. The initial submittal shall be for the Basis of Design and shall include the following plans/information:

- A) A Conceptual Development Plan shall include the following:
 - a. Building locations and extents, utility connections, proposed landscaping and stormwater management concept.
 - b. An access plan for vehicles, bicycles and pedestrians.
 - c. A plan to comply stormwater improvement with the BART MS4 permit.
 - d. Identification of areas for BART maintenance access including dedicated parking for BART maintenance trucks (2-4 stalls and need to be accessible 24/7)
- B) A Staging Plan shall include:



- a. Including possible locations of all equipment that could impact BART facilities, i.e. cranes, vehicles in excess of H-20 loading, material storage locations
 - b. Shoring Plan/Excavation support system including design assumptions
 - c. Ground Water Management Plan
- C) A Structural Design Plan shall include:
- a. Proposed building footprint(s), heights, vertical and lateral force resisting systems, and foundation types.
 - b. A list of building codes with which the design will comply.
- D) Safety and Security Plan:
- a. Identify operable windows.
 - b. Identify balconies & roof top outdoor areas.
 - c. Identify plan for vehicular access protection to station entrances and ventilation structures.
 - d. Identify access for Fire (Fire Access Map to include Development Building accesses) and Police Services including dedicated parking at all BART station access points.



Attachment 2: Circulation Framework

June 16, 2022

The following document outlines circulation requirements for RFQ submittals for North Berkeley BART. The circulation framework sets minimum standards. Preliminary Objective Design Standards and the Station Access Plan developed during the Exclusive Negotiating Agreement phase may provide further guidance and set standards for internal circulation and design of surrounding streets. A guiding principle for this circulation framework is that site planning for North Berkeley BART development should minimize vehicle access to the extent possible, while also meeting BART's access and operational needs.

BART's [Multimodal Access Design Guidelines](#) (2017) (MADG) establish system-wide requirements for all BART facilities, including standards for pedestrian, bicycle, transit, and vehicle access within station areas. Where appropriate, standards from the MADG are referenced directly in this framework. Designs for all streets shall meet all requirements of the MADG except where more restrictive or specific requirements are provided below.

Primary Vehicular Access

1. **Primary Internal Street Design.** Designs shall provide a Primary Internal Street that meets the standards below. The Primary Internal Street shall serve as the main station access for vehicles.
 - a. Minimum Street Width:
 - i. One-way Street:
 1. Drive Lane: 11 feet (*MADG 3.01*)
 2. Cycle Track: see Bicycle Access under Multi-Modal Access, below
 3. EVA Access: 26-foot clear (May include bike facilities, uses where drivers remain with their vehicle, and/or flexible posts)
 4. Loading Lane: 8-11 feet (*3.01, 3.10, 5.09*)
 5. Sidewalks: 18 feet on each side with minimum 6-foot clear pedestrian path of travel (*1.04*)
 - ii. Two-way Street:
 1. Drive Lanes: 22 feet (*3.01*)
 2. EVA Access: 26-foot curb-to-curb clear (May include bike facilities, uses where drivers remain with their vehicle, and/or flexible posts)(*California Fire Code Appendix D*)
 3. Loading Lanes: 8-11 feet (*3.01, 3.10, 5.09*)
 4. Sidewalks: 18 feet on each side with minimum 6-foot clear pedestrian path of travel (*1.04*)
 - b. Curb Space/Loading Zone (Length)
 - i. Plan shall identify all spaces identified in Curb Space Loading Requirements
 - ii. Curb length may be broken into multiple sections
 - c. Distance from Station Entrance
 - i. Loading area curb shall be a minimum 20 feet from BART station building



- d. Grading
 - i. Internal Drive shall not exceed 3% slope for any portion of the drive with loading areas. Slopes less than 2% are preferred
 - ii. Internal Drive shall maximize amount of curb length at same grade as station entrance with a cross slope of less than 2%
- e. Raised Crosswalk
 - i. If primary pedestrian circulation from Sacramento Street is transected by an Internal Drive the crosswalk shall be raised to plaza height (1.29, 1.30)
 - ii. Raised crosswalk shall be a different material than the street.
- f. Turning Radius
 - i. Internal drive shall be designed to meet the required turning radius for the following design vehicles: WB-50, 45-foot bus
 - 1. *Refer to MADG 3.02 for additional requirements regarding effective turning radius for transit vehicles.*



2. Curb Space/Loading Requirements

Use	Minimum Spaces	Minimum Curb Length per 1 Space	Location	Minimum Total Curb Length	MADG Standard
Internal Drive					
BART Police	2	20	Curb; closest to main entrance	40 feet	-
Station Agent	2	20	Curb; Internal Drive <u>or</u> Structured Parking	40 feet unless in garage	-
ADA Drop-off	1	20	Curb; closest to main entrance, and on same side of street as main entrance	20 feet	5.09
Bus/Shuttle Bay	2	80	Internal Drive	160 feet	3.09
Taxi Zone	2	20	Internal Drive	40 feet	5.05
Ride App Zone	2	20	Internal Drive, does not need to be contiguous with Passenger Loading	40 feet	5.06
Passenger Loading	5	20	1. Internal Drive, does not need to be contiguous with Ride App zone. 2. In direction of travel, passenger loading shall be located up to the station entrance and not beyond the station entrance	100 feet <i>(150 feet preferred)</i>	5.06
Internal Drive Sum	16	-	-	440 feet <i>(500 feet preferred)</i>	-
External Drive					
ADA Drop-off	1		On Sacramento St: adjacent to elevator	20 feet	5.09



Multi-modal Access

1. Bicycle Facilities

a. Bicycle Access

- i. Design shall include a bikeway, which may be a dedicated bike lane, cycletracks or a multi-use path, that connects to the Ohlone Greenway both northbound and southbound as directly as possible
- ii. Dedicated bikeway or multi-use path shall not be interrupted for more than two vehicle crossings internal to the site (Primary Internal Drive + access to Service Vehicle Parking Area)³

b. Bicycle Parking

- i. Station area shall include minimum **230** Class 1 bicycle lockers of which 24 are cargo bike-sized spaces. (2.23, 2.24)
- ii. Class 1 Bicycle parking shall be located between BART Station Building and corner of Acton and Virginia Streets or within a building directly adjacent to BART Station Building. (2.21)
- iii. Station area shall include minimum **208** Class 2 bicycle spaces (2.25)
- iv. Additional standards and information can be found in the *BART Bicycle Program Capital Plan (2017)*

2. Service Vehicle Parking Lot

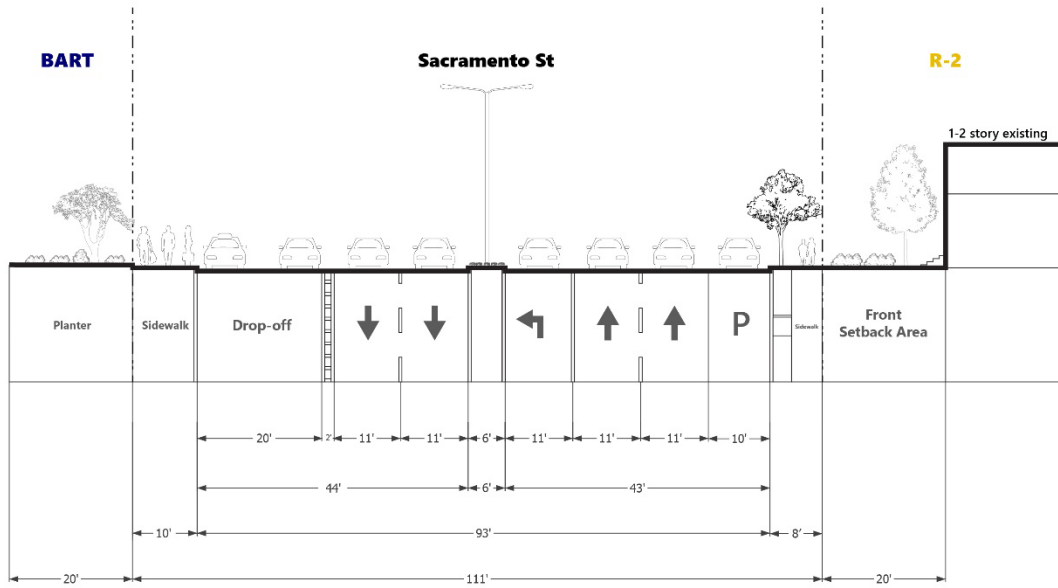
- a. Surface parking lot located adjacent to substation building at Acton and Virginia Streets may be maintained for BART's construction staging use at substation. Alternatively, a hardscaped area, such as a plaza, may be designated for BART construction staging if an area at least as large as the existing lot can be provided adjacent to substation.

³ Caltrans Class IV Bikeway Guidance Design Information Bulletin Number 89, Section 3.2

Street Design: Surrounding Streets

1. Sacramento Street

- a. Existing Condition. *Actual dimensions may vary.* Note that recently implemented bus bulb is to remain.



b. Sidewalk

- i. Minimum Width: 16 feet, including:
 1. Clear path of travel: 10 feet (1.04)
- ii. Street Trees:
 1. Minimum of 1 tree per 25 linear feet excluding area where station design prohibits trees (adjacent to elevator)
 2. Street trees shall be located in tree grates with a minimum dimension of 5 feet.
 3. Street trees shall be located a minimum 4 feet from face of curb to maintain area for casual carpool loading.

c. Casual Carpool

- i. Casual Carpool loading area shall be maintained as currently configured.

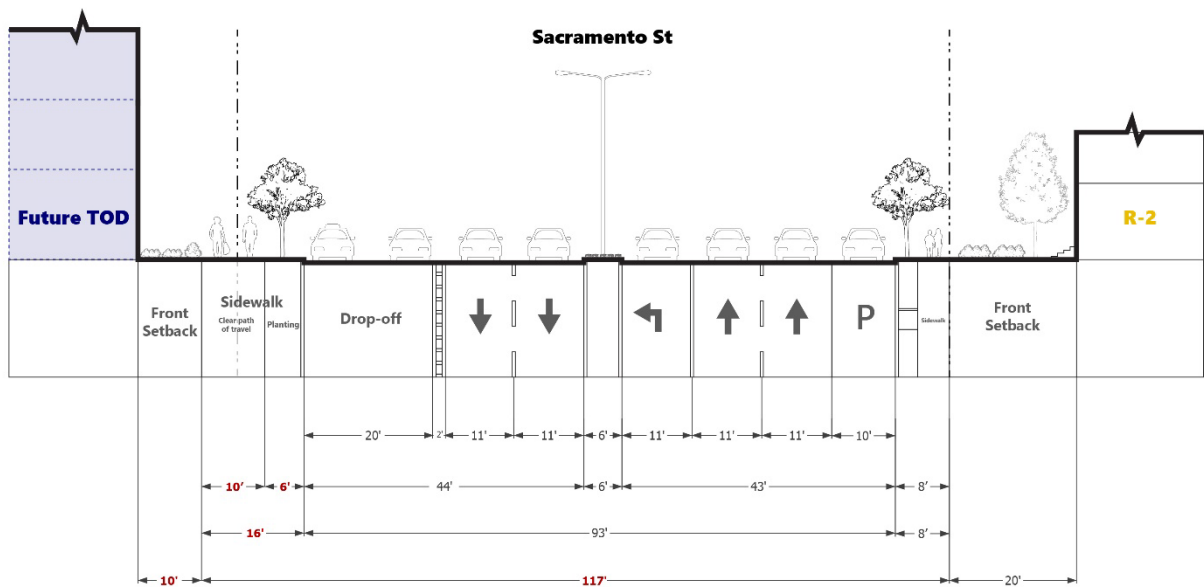
d. Elevator Access Drop-off

- i. A minimum loading area of 20 feet in length shall be maintained adjacent to the elevator (5.09)
- ii. This shall be designed as an ADA accessible loading zone.

e. Potential Future Signalized Intersection at Francisco Street

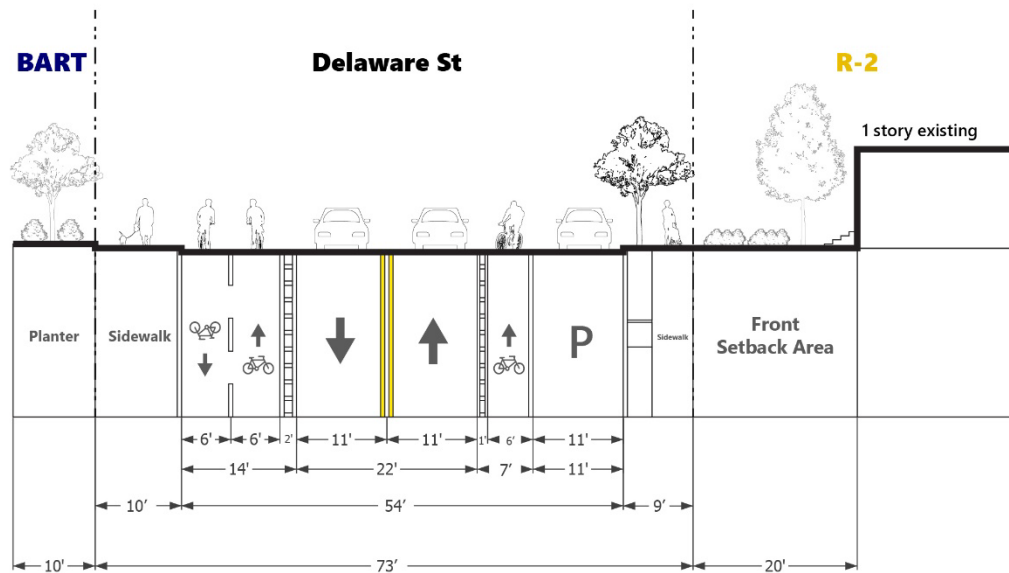
- i. If design proposes a new intersection at Francisco Street, the intersection shall prohibit vehicles exiting BART property from entering Francisco Street and shall prohibit left turns from Francisco Street onto Sacramento Street

ii. Intersection design shall accommodate or relocate casual carpool area



2. Delaware Street

a. Existing Condition. *Actual dimensions may vary.*



b. Sidewalk

i. Minimum Width: 15 feet

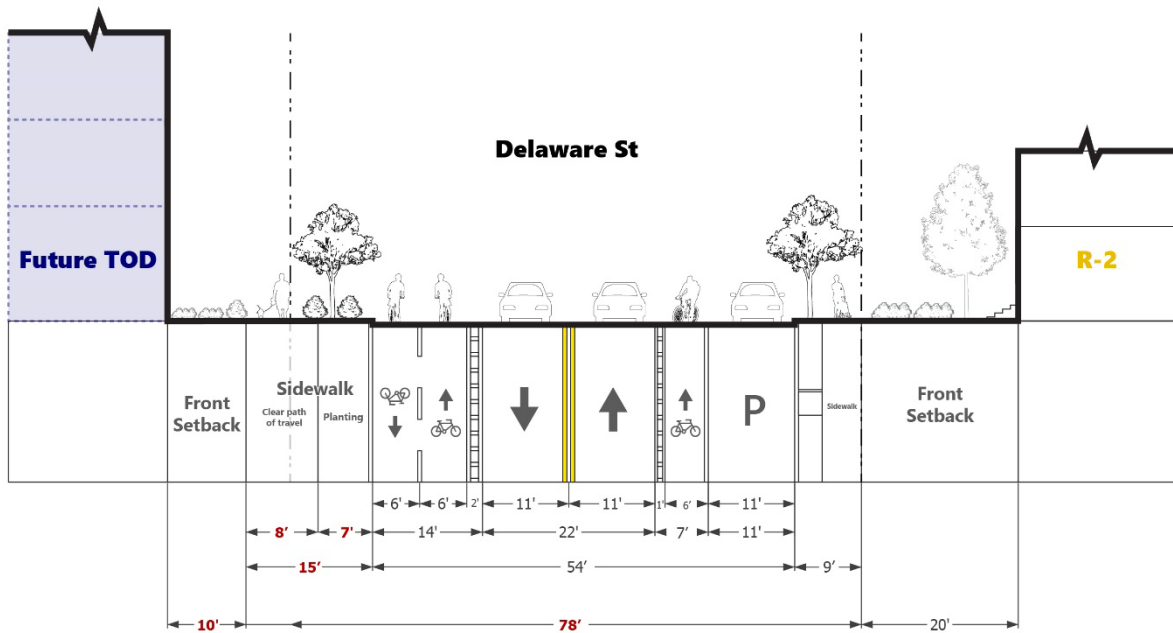
1. Clear path of travel: 8 feet

ii. Street Trees:

1. Minimum of 1 tree per 25 linear feet

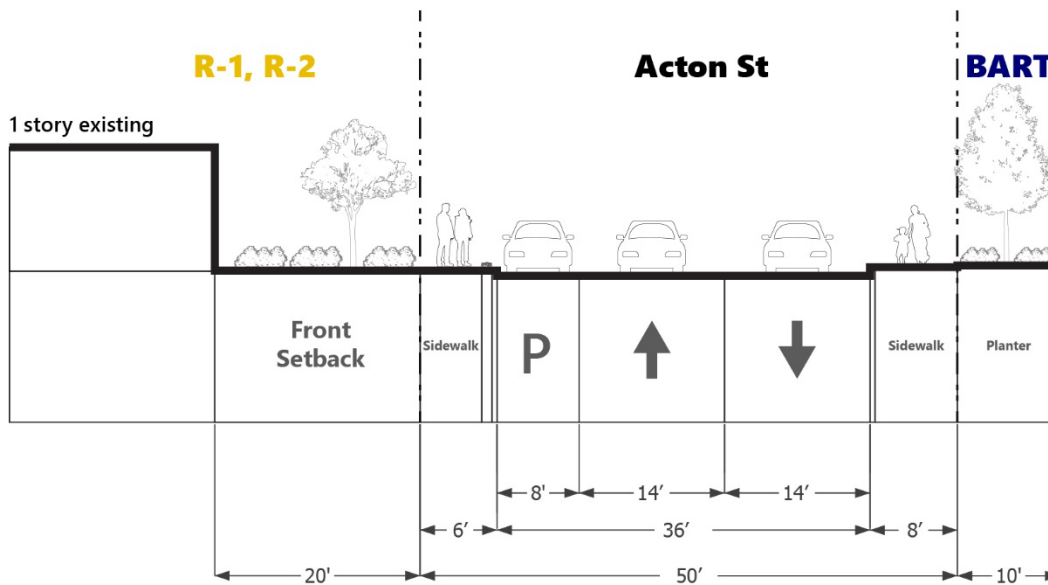
2. Street trees shall be located in tree grates or a planting strip with a minimum dimension of 5 feet

- c. Bicycle Facilities
 - i. Two-way buffered cycletrack on north side of the street shall be maintained
 - ii. Bike lane on south side of the street shall be maintained
- d. Access
 - i. No more than two access streets or vehicle entries shall be located on Delaware Street



3. Acton Street

a. Existing Condition. *Actual dimensions may vary.*



b. Sidewalk

i. Minimum Width: 15 feet

1. Clear path of travel: 8 feet

ii. Street Trees:

1. Minimum of 1 tree per 25 linear feet

2. Street trees shall be located in tree grates or a planting strip with a minimum dimension of 5 feet

c. Street Design

i. Street parking on west side of the street shall be maintained

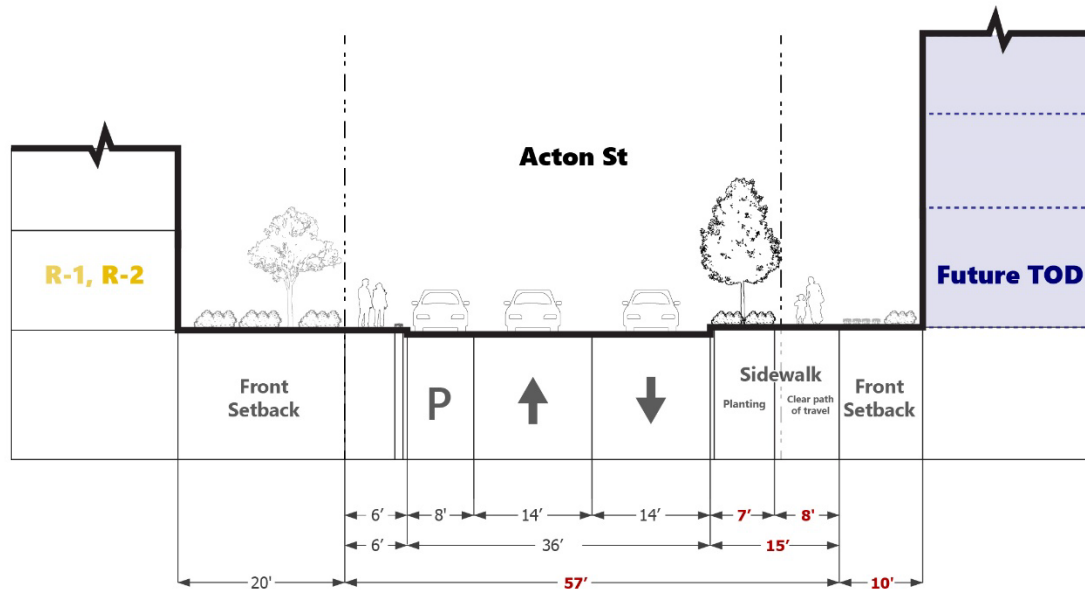
ii. 26 feet clear shall be maintained for emergency vehicle access

d. Access

i. No more than two streets or vehicle entrances shall be accessed from the street (excluding access to Service Vehicle Parking Lot)

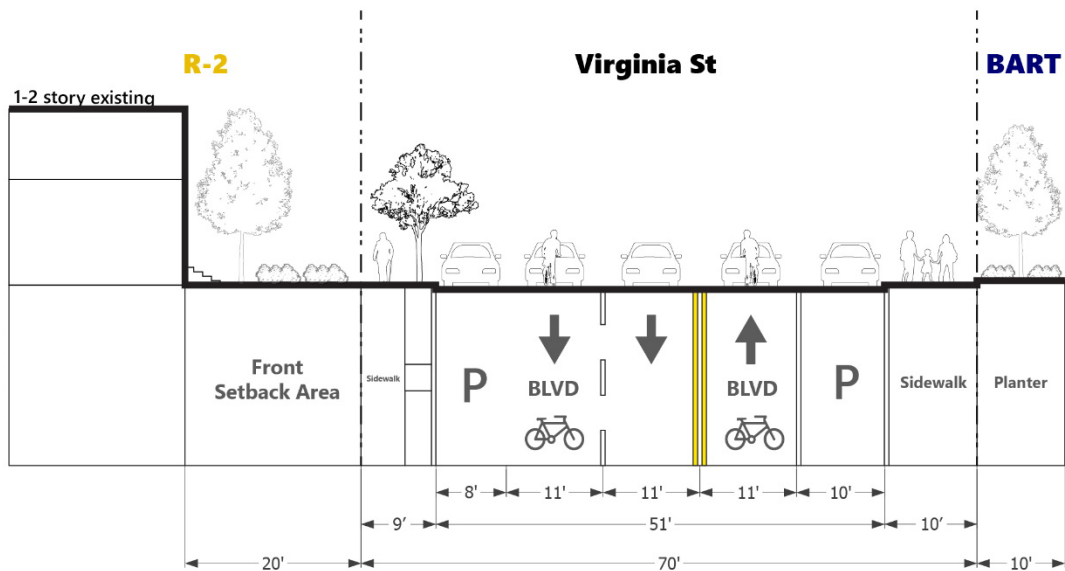
e. Bicycle Facilities

i. None Required

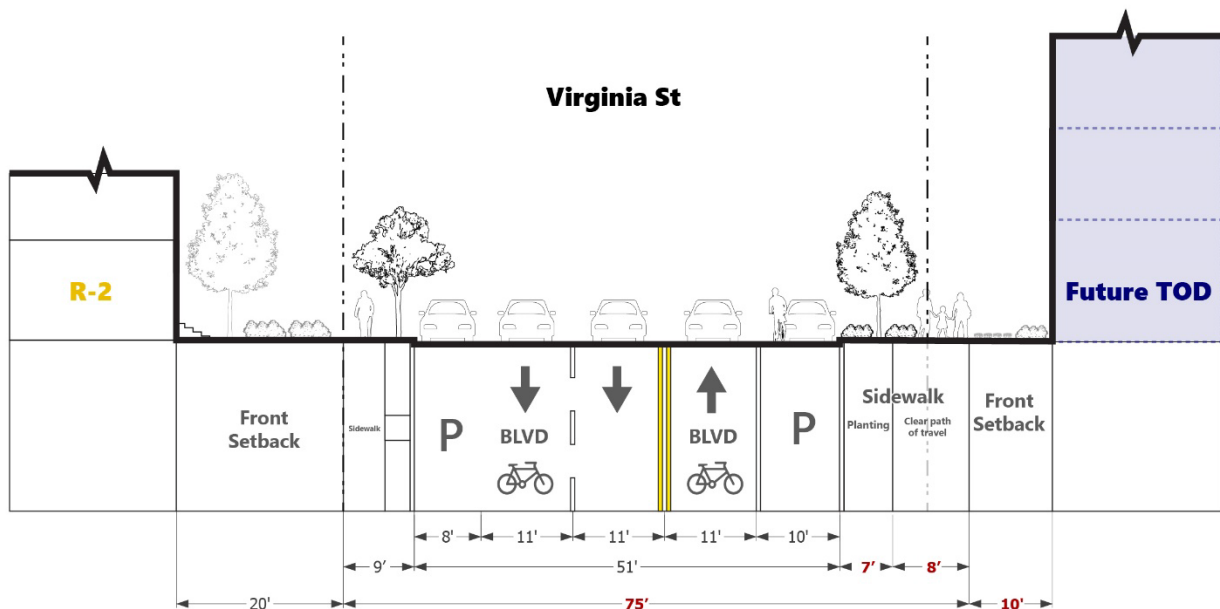


4. Virginia Street

a. Existing Condition. *Actual dimensions may vary.*



- b. Sidewalk
 - i. Minimum Width: 15 feet
 - 1. Clear path of travel: 8 feet
 - ii. Street Trees:
 - 1. Minimum of 1 tree per 25 linear feet
 - 2. Street trees shall be located in tree grates or a planting strip with a minimum dimension of 5 feet
- c. Street Design
 - i. Street parking on west side of the street shall be maintained
 - ii. 26 feet clear shall be maintained for emergency vehicle access
- d. Access
 - i. No more than two streets or vehicle entrances shall be accessed from the street (excluding access to Service Vehicle Parking Lot)
- e. Bicycle Facilities
 - i. Virginia shall be maintained as a shared bicycle facility or be designed with a two-way cycle track.



Other Design Criteria

1. All projects shall meet the N. Berkeley Station TOD Basis of Design Criteria Memo (May 10, 2022)
2. Design Criteria for Landscape Design over BART Station and Zone of Influence (ZOI).
 - a. Irrigation: No underground irrigation is allowed over the cut & cover tunnel (*N. Berkeley Station TOD Basis of Design Criteria Memo, May 10, 2022*)



- b. Surcharge Loads (ref. *BART Facilities Standards Design Criteria – Structural – Design and Construction Near Existing BART Structures – current as of commencement of design*)
 Sect. 4.1 Surcharge Load for Existing Underground Structures:

“In general, cut-and-cover underground structures were designed with an area surcharge applied at the ground surface both over and adjacent to the structures. The area surcharge was considered static uniform load with the following value:”

D (ft)	Average Vertical Surcharge Loading (psf)
D>20	0
5<D<20	800-40D
D<5	600

where D is the vertical distance from the top of the subway roof to the ground surface.

“In general, steel-lined tunnels were designed to support the weight of 35 feet of earth above the roof of the tunnel. Whenever the actual depth of cover is less than this amount, construction may be added imposing an additional average vertical loading of 120 lbs per square foot for each foot of depth of reduced cover.”

Section 4.3 Minimum Soil Cover

“Minimum soil cover of 8 feet on underground structures shall be maintained wherever possible.”

Appendix

1. *N. Berkeley Station TOD Basis of Design Criteria Memo, May 10, 2022*
2. *BART Facilities Standards Design Criteria – Structural – Design and Construction Near Existing BART Structures –*
3. [Multimodal Access Design Guidelines, 2017](#)



Attachment 3: Memorandum of Agreement

MEMORANDUM OF AGREEMENT RE NORTH BERKELEY AND ASHBY TRANSIT-ORIENTED DEVELOPMENTS

This Memorandum of Agreement (“**MOA**”) is entered into on this 30th day of June, 2022, by and between the San Francisco Bay Area Rapid Transit District (“**BART**”) and the City of Berkeley (“**City**”) (collectively the “**Parties**”) to cooperatively pursue transit-oriented development (“**TOD**” or “**the Projects**”) at the North Berkeley and Ashby BART stations. This MOA is made in furtherance of the Memorandum of Understanding between BART and City, signed on March 3, 2020 (“**MOU**”, attached hereto as Exhibit A), and the Joint Vision and Priorities Document approved by the City on June 2, 2022 and by BART on June 9, 2022 (“**JVP**,” attached hereto as Exhibit B), which addressed TOD projects at the North Berkeley and Ashby BART Stations. These projects are individually referred to respectively as the “**North Berkeley Project**” and “**Ashby Project**,” and collectively as the “**Projects**.” This MOA primarily addresses the North Berkeley Project. The Parties anticipate amending this MOA to address additional issues specific to the Ashby BART Project.

This MOA is not intended to cover all issues that may arise between BART and the City with respect to the Projects, but is intended to provide the Parties and potential developers a basic understanding as to how the Project negotiation and entitlement processes will proceed; the objectives and minimum requirements for the Projects in terms of design, affordability, and infrastructure; and the anticipated City and BART contributions to the Projects.

RECITALS

- A. In 2020, the Parties entered into the MOU to identify their shared vision and priorities for development of TODs at the North Berkeley and Ashby BART stations, to provide clarity on the process and timelines for pursuing development, and to begin to identify the roles and responsibilities of the City and BART in that process. Among other things, the MOU called on the City to establish a Community Advisory Group, reserve funding to support affordable housing development at the sites, and to adopt zoning for the sites consistent with AB 2923.
- B. On April 27, 2021, the Berkeley City Council unanimously adopted Resolution 69,833-N.S. which, in part, provisionally reserves \$53 million of City-controlled funds as the subsidy needed to achieve 35% affordable housing at the Ashby and North Berkeley BART sites, allows for a portion of the funding to be considered for predevelopment, and directs the Berkeley City Manager (“**City Manager**”)

MOA - 1



to investigate a new bond measure that could fund housing and/or housing related infrastructure needs at the two BART Stations and in the Adeline Corridor, or in the City as a whole, and to establish a timeline and community process for said bond measure, with a goal of maximizing affordable housing (up to 100%) at either or both sites.

- C. On June 28th, 2022 the Berkeley City Council adopted a new Chapter 23.202.150 in its Zoning Ordinance, as part of the City of Berkeley Municipal Code, adding a “Residential - BART Mixed Use (R-BMU)” zoning district, as well as additional conforming amendments to the General Plan and other sections of the Municipal Code in order to ensure that the provisions are comprehensively and consistently incorporated into its Zoning Ordinance, to govern development at the North Berkeley and Ashby BART stations.
- D. On June 2, 2022, the Berkeley City Council approved the JVP, and on June 9, 2022, the BART Board approved the JVP. The JVP expresses the City and BART’s shared, high-level expectations for future development of both the Ashby and North Berkeley BART Stations. This document will be incorporated into BART’s future Requests for Qualifications (“RFQs”) for development of the Ashby and North Berkeley Station development, and will help guide the process from developer selection through project construction. Further negotiations will occur pertaining to the potential solicitation at the Ashby BART Station.
- E. With the above milestones completed, the purpose of this MOA is to clarify the processes that BART and/or the City will pursue from this date forward in seeking to realize construction of the North Berkeley Project, as well as to set out certain agreements with respect to the Ashby Project.
- F. As part of the work funded by a San Francisco Foundation Breakthrough Grant (“Equitable Black Berkeley”), the City of Berkeley is contracting with Creative Development Partners to support an innovative reparative approach to financing with a goal of increasing affordable housing, and supporting BART and the City to meet the goals of the JVP developed with input from the City’s Community Advisory Group (CAG).
- G. Outstanding issues remain to be addressed prior to advancing development of the Ashby Project, including, but not limited to, ensuring a new permanent location for the Berkeley Flea Market can be provided, the City’s option to acquire air rights for the Western Parking Lot, the potential reconfiguration of Adeline



Street, the design and funding of station infrastructure, and the role of BART and the City in the developer solicitation process. It is anticipated that an amendment to this MOA, as well as completion of related agreements and documentation, will be needed in order to advance solicitation of a developer for the Ashby Project.

MUTUAL AGREEMENT OF THE PARTIES

I. Relationship to MOU

- A. This MOA amends and expands upon the MOU (Exhibit A) between the Parties to reflect changes in the anticipated project schedule and encompass topics not addressed in the MOU. The MOU remains in effect and its terms are only changed to the extent specifically noted in this MOA, or where provisions of this MOA are in direct conflict with provisions in the MOU, in which case the provisions of this MOA shall prevail. Terms of the MOU that are not in conflict with this MOA shall remain in effect.

II. Timeline for the Projects

- A. The Summary Table below reflects activities for the Projects anticipated to take place after the date of this MOA. It supersedes the Activities and Timelines Summary Table in section III of the MOU. BART and the City agree that the milestones and associated dates may be revised upon mutual written agreement of the City Manager or her designee and of the BART General Manager ("**General Manager**") or his designee. If the Parties do not complete an activity or a milestone by the date provided for said activity or milestone, and if the parties cannot identify a mutually acceptable later date for completion of the activity or milestone, then either Party may, upon 30 days' written notice to the other Party, terminate this agreement as it applies to the Station to which the activity or milestone relates.

B. Activities and Timelines Summary Table

Activity	Lead Party	Milestone	Outside Date
1. Developer(s) Solicitation – North Berkeley Project	BART	RFQ Release for North Berkeley Project and Notice of Funding Availability for City Predevelopment Funding	July 1, 2022



2. Developer(s) Selection – North Berkeley Project	BART Board of Directors	Identified development team (selected by a panel with equal City and BART representation), with demonstrated capacity (as outlined in the RFQ), to complete affordable housing projects representing at least 35% of anticipated housing for the entire site. If the milestone is not met, the City may rescind the \$500k in predevelopment funding available through the RFQ.	June 30, 2023
3. Execution of an Exclusive Negotiating Agreement (“ENA”) – North Berkeley Project	BART	ENA signed with Developer	No later than 9 months after Developer selection
4. City Affordable Housing Funding - Predevelopment Funding – Both Projects	City	Council award of predevelopment funds (if requested) to Developer	No later than 60 days after Developer Selection for each respective Station
5. Adoption of Objective Design Standards – Both Projects	City	Objective Design Standards adopted by City Council	No later than 9 months after ENA execution for each respective Station assuming both parties meet the terms outlined in Section IV.F below
6. Affordable Housing Strategy – Both Projects	City	Identify additional funding streams, if any and finalize City affordable housing funding plan	June 30, 2023



7. City Application - Both Projects	Development team	Development team must submit a complete application for a Master Development Permit, or for at least one affordable housing building's entitlements/permit	No sooner than 9 months and no later than 3 years from execution of ENA for each respective Station
8. Project Financing	Development team	For each affordable housing project, development team must secure complete project financing. If this milestone is not met, the City may rescind the development funding reservation for that project.	December 31, 2031

III. Phasing and Funding for Affordable Housing for the North Berkeley Project

The Parties will strive to deliver new housing within 10 years to reflect the urgency of the climate and housing crises, acknowledging that housing, including affordable housing, may be developed in multiple phases over a number of years.

The Parties have committed to working together proactively to maximize the number of permanently affordable, deed-restricted housing units at the North Berkeley site, dependent on timely identification of sufficient funding and balanced with other JVP goals and BART infrastructure needs. The RFQ, ENA and other transaction documents will reflect the following agreement as a requirement: At a minimum, the North Berkeley Project shall include regulated affordable units comprising at least 35% of the new housing units to be developed at the site, inclusive of any bonus units granted as part of a density bonus application, at the affordability levels in the JVP, as described below. Affordability restrictions shall run for the duration of the ground lease(s) for all affordable housing components of the Project, which leases shall have a minimum duration of 65 years, and for any extensions thereto. In addition to the terms of said ground leases, the affordability restrictions will be enforceable by the City pursuant to regulatory agreements between the City and the developer(s).

Affordability Levels in the JVP:

- 1) At least 35% of new housing must be affordable to households earning an average of up to 60% of Area Median Income (“AMI”).
- 2) At least 20% of the required 35% affordable units must be affordable to households earning no more than 30% of AMI (“Extremely Low Income” or “ELI”, and



- 3) Additional affordable units aside from the ELI units should prioritize low income (80% of AMI) and very low income (50% of AMI) households but may include some housing restricted to households with moderate incomes (up to 120% of AMI), provided that the moderate-income units have rents that are still below market and shall not include City subsidy.

While the aforementioned goals are established in the JVP and the City and BART have policies regarding affordable housing requirements, any project receiving the City's Housing Trust Fund ("HTF") funding must meet the HTF Guidelines, which require that 40% of any City subsidized units be affordable to households earning up to 60% of AMI, and an additional 20% of City subsidized units to be affordable to households earning up to 30% of AMI. BART's TOD policy also provides a priority for affordable units that serve very low income (<50% AMI), low income (51-80% AMI) and/or transit-dependent populations.

A. BART Land Discount

In order to facilitate the provision of deeply affordable housing, BART will provide the selected developer with a discount on land costs. In keeping with BART's *Framework for Financial Return from Affordable Housing*, higher levels of discount will be available to projects that provide more units at lower income levels. BART shall require the selected developer for the North Berkeley Project to utilize this land discount solely for the benefit of the affordable components of this Project. For the avoidance of doubt, the Parties acknowledge that this Section III.A applies to the North Berkeley Project only. The City and BART will address the BART discount on land costs for the Ashby Project at a later time.

B. City Funding

The City will make available a total of \$53 million in affordable housing funds, including up to \$4 million in predevelopment funds, for the Projects, and allocate funding to the Projects subject to each project's compliance with the Objective Design Standards (consistent with conditions in Section IV below), affordability requirements, project milestones (including without limitation the milestones noted in Section II.B above), and other requirements to be set forth in the funding agreements between the City and developer.

City will work to ensure an equitable distribution of City subsidy funding. It is anticipated that up to 50% of the City subsidy funds will be invested at the North Berkeley Project. However, if differences in timing of the Projects, the availability of outside subsidy, planned affordability levels or other factors result in a greater need for funding at one site than the other, the City may, in consultation with BART, choose to allocate the funding differently. A minimum of \$20 million in City subsidy funds will be available to be invested at the North Berkeley Project, subject to Council approval of an



HTF Program application. City acknowledges that the Minimum Requirements for housing affordability may not be achievable without this allocation.

The anticipated sources of City funding are as follows:

- 1) **Measure O Funding:** The City has reserved \$40 million in Measure O funding. It is the City's intention to invest up to \$20 million of these funds in the North Berkeley Project unless a different funding allocation is determined as noted above.
- 2) **Affordable Housing Mitigation Fees:** In addition, the City has reserved \$13 million in additional funding for the North Berkeley and Ashby sites from future Affordable Housing Mitigation Fee revenue, or from an alternative source of funding to be identified by the City by June 30, 2023, inclusive of any funds invested in predevelopment. It is the City's intention to invest up to 50% of this total (\$6.5 million) at the North Berkeley site.
- 3) **Potential Future Bond Measure:** The City Manager is investigating a new bond measure, as described above in Recital B, which if passed by the voters could provide additional City funds to increase the provision of affordable housing within the projects.

C. Predevelopment Funding

As authorized by City Council, the City will reserve up to \$2 million in predevelopment funding for the North Berkeley site from its HTF to enable nonprofit affordable housing developers to undertake predevelopment expenses. The predevelopment funding described in this Section III.C will only be available to nonprofit affordable housing developers, but shall be available whether the nonprofit is the lead developer or a member of a development team. In the event that there is a joint venture, the City will review the joint venture operating agreement and organization chart for the sole purpose of confirming the roles and relationship of the venture partners and the period of time the joint venture will be in force. The predevelopment funding will be made available in two phases:

1. **Phase 1 predevelopment funding** is available during the RFQ process to support a non-profit developer to fund early predevelopment costs. The RFQ will jointly serve as an application for this Phase I predevelopment funding from the City. Following developer selection by the BART Board of Directors, the City will consider approval of up to \$500,000 total for eligible non-profit developers requesting this funding. Disbursement of the Phase 1 predevelopment funding will be conditioned upon execution of an ENA, the terms of which are consistent with the requirements of this MOA.
2. **Phase 2 project-specific predevelopment funding** consistent with the HTF Guidelines and implementing procedures, including site planning, infrastructure



planning, access planning, engineering, architecture and financing expenses (but excluding land acquisition costs). Following the submittal of an affordable housing proposal and financing plan (including a project pro forma), an eligible developer may then request the remaining predevelopment funds (up to \$1.5 million), which the City will recommend the Council approve if it determines the developer's proposal and financing plan are feasible and meet funding agreement conditions. Disbursement of the Phase 2 predevelopment funding will be conditioned upon execution of an ENA, the terms of which are consistent with the requirements of this MOA.

City predevelopment funding will, via the mechanism of the Predevelopment Loan Agreement between the City and the developer, be secured by the work products created by the developer, which shall become the property of the City if the developer defaults. As to other shared costs, predevelopment funding may be used to pay for no more than the pro-rata share attributable to the portion of the project restricted to serving tenants with incomes up to 120% of AMI plus any associated manager's units based on net rentable square footage. For Phase 1, the pro rata share will be determined based on the percentage of housing up to 120% AMI per the selected developer's preliminary development concept. Phase 2 can only fund predevelopment costs that are directly tied to a standalone 100% affordable development.

The Parties will work together to ensure that the submittal requirements and selection process provide an opportunity for the City to evaluate potential applications for eligibility for predevelopment and development subsidy from the City's HTF and Measure O bond proceeds prior to selection. The City agrees to accept the executed ENA as proof of site control for purposes of committing predevelopment funds. The terms and conditions for disbursement of City predevelopment funds will be established in a Predevelopment Loan Agreement between the City and the developer/borrower.

The Predevelopment Loan Agreement may require that developer reimburse the City for disbursed predevelopment loan funds if entitlement milestones are not met per Section II Table B., or if the proposed project is inconsistent with any Objective Design Standards then in force, or other terms and conditions of the Predevelopment Loan Agreement.

D. Development Funding for the Projects

The Parties expect funding for affordable housing development to come from City subsidies (Measure O and HTF), a developer contribution associated with any market rate development, and other sources. The affordable housing developer will be responsible for



identifying and leveraging available funding sources, including state and federal funding programs.

BART and the City require that development submittals in response to the developer solicitations include a preliminary development concept. This shall include a preliminary phased development timeline, the desired dates for receiving and drawing on funding commitments from the City, and the anticipated completion of affordable housing. The phased development timeline will include concurrency requirements to ensure that affordable units are constructed prior to or concurrently with any market-rate housing component. No market rate housing will receive its notice to proceed until an affordable housing project receives its notice to proceed. In the event there are multiple phases of market rate or affordable housing, the phasing plan shall be approved to ensure consistency with the JVP goal of affordable housing being built along with market rate housing.

The City will award development subsidy loan funds remaining after the award of any predevelopment funding based on detailed proposals provided by the selected affordable housing developer. The final commitment of development funding reserved for the North Berkeley site will be awarded based on compliance with the Objective Design Standards – Provided the Objective Design Standards satisfy the requirements in Section IV - and the City's HTF Guidelines and the terms and conditions of the funding agreement described below.

The City's development funds shall be subject to the terms of a funding agreement with the affordable housing project developer and shall be contingent on compliance with the Minimum Requirements, attached hereto as Exhibit C, as well as the requirements set forth in the funding agreement, including the following:

- 1) The project must comply with EIR mitigation measures and relevant City of Berkeley standard conditions of approval.
- 2) The project must abide by any applicable requirements to give preference for residents of Berkeley who are facing displacement (or who have been displaced from Berkeley in the past due to economic or discriminatory reasons).
- 3) The development team must comply with project-labor provisions required of City of Berkeley projects.
- 4) The development team must comply with the City's local hire policies (Community Workforce Agreement, First Source), and submit a plan for compliance that is acceptable to the City, including additional measures the team will include to increase local hire outcomes.



The award of City development funds will be conditioned upon entitlement and construction milestones established in the reservation resolution and funding agreement adopted by City Council, consistent with the approved application for funding. The City Council may grant the City Manager authority to extend timelines within established parameters.

The City's contribution of affordable housing funding cannot be used to fund the units required by the City's inclusionary requirements and shall be applied towards any affordable housing units in excess of the City's inclusionary requirements at the time of entitlement. The developer of any market rate component of the project must comply with the inclusionary requirement without City subsidy and will be expected to demonstrate how they are satisfying the City's inclusionary requirements.

E. Performance Milestones

The City's commitment to the use of funds for North Berkeley site is conditioned on the milestones shown in Section II. Table B. If either BART or the development team fails to meet the milestones in Table B, as may be extended as provided herein, the City would then have the option to release the site's portion of the reserved funds for use in other affordable housing projects elsewhere in the city.

F. Revised Affordable Housing Strategy for the Projects

The City of Berkeley will pursue its best efforts to secure additional local affordable housing subsidy to increase the proportion of affordable housing provided at the Projects, whether through the issuance of another voter-approved affordable housing bond and/or other financing mechanisms.

As referenced above in Table II. B, Activity 6, the City reserves the right to, by June 30, 2023, identify additional funding streams to increase the total affordable housing proportion for the Projects to be higher than 35% of units.

IV. AB 2923 Streamlining, Objective Design Standards and JVP for the Projects

A. Entitlement Streamlining

Public Utilities Code section 29010.7(b), codified by the adoption of AB 2923, establishes that TOD projects at BART stations that meet certain minimum requirements will be eligible for streamlining pursuant to Government Code section 65913.4., codified by the adoption of Senate Bill 35 ("SB 35"). To minimize entitlement risk, reduce project



costs and accelerate the entitlement phase of development, the Parties intend that the developers of the Projects shall have the ability to utilize any state laws providing for entitlement streamlining mechanisms included but not limited to AB 2923 and SB 35, to the extent a Project qualifies for streamlined review, such that project entitlements are ministerial and not subject to discretionary review.

B. Community Input and Objective Design Standards

In recognition of the City’s significant contribution of funding for the Projects’ affordable housing component, the Parties desire to maintain the ability for the City and community to provide effective input as to the character of development proposed at the Projects. The Parties agree that the primary vehicles for City and community input have been the newly adopted section 23.202.150 of the City’s Zoning Code and the newly adopted JVP, and additional community input will occur in developing the Objective Design Standards (“ODS”), as addressed in Section V.C, below. The Parties understand and agree that under AB 2923 and SB 35, a development application that qualifies for streamlined review is subject to ODS that have been duly adopted by the City prior to the submittal of the development application consistent with the timeline shown in section II.B, and that such ODS are enforceable as permit conditions by the City, provided the ODS are compliant with conditions in this Section IV.

C. Development of Objective Design Standards

BART will fund, and has retained, a consultant, to be directed by the City, to work with both Parties and community stakeholders to create a set of ODS and bring them to the City Council for adoption. ODS will be created separately for the North Berkeley and Ashby stations, and the process will be generally timed to coincide with developer selection of each Station as referenced in Section II.B above. The Berkeley community, BART, and the selected Developer will be given the opportunity to provide input into the Objective Design Standards to ensure the resulting document is consistent with what can feasibly be developed at each station and aligned with the intent of the JVP.

D. Objective Design Standards Review and Approval

Once a complete draft of Objective Design Standards has been prepared for each site, City staff will bring the draft to the Planning Commission for recommendation and to the City Council for adoption by ordinance. Prior to Planning Commission review, the City will provide BART an opportunity for final review and comment on the final draft of the Objective Design Standards.



E. Requirements for Objective Design Standards

The Parties agree that the intent of the Objective Design Standards is to allow the City, the community, BART, and the developer to have a strong voice in the design quality of the development at both stations. The Parties further agree that the Objective Design Standards shall be consistent with the Zoning and with state law, including but not limited to SB 35, and that they shall be consistent with the sections of the JVP addressing the physical form of the Projects to the extent feasible.

The Objective Design Standards process will include 1) a circulation/access framework, prepared with input from the City and BART; 2) a preliminary set of objective design standards, prepared with input from the City and BART; and 3) a final set of objective design standards completed with additional input from community stakeholders and the selected developer. Main topics in the Objective Design Standards may include but are not limited to:

- Station functionality
- Public realm improvements
- Building form and massing
- Building façade design
- Building placement (i.e. transitions in height/scale)
- Open space and landscape

F. Requirement to Comply

BART's AB 2923 Development Principles, adopted by the BART Board of Directors in August 2020, states that *"if a jurisdiction shares BART's commitment to regional climate, housing, and equity goals – as evidenced by zoning BART property for the highest feasible density, use and height – BART commits to encouraging consistency with that jurisdiction's objective design standards in its development agreements."*

Consistent with the Development Principles, BART agrees that a zoning of a minimum of 75 units per acre and at least 7 stories in height satisfies the Development Principles of this policy. BART agrees to enforce the City's Objective Design Standards through its ENA and other real estate agreements, provided that the resulting ODS are consistent with applicable state law, including but not limited to SB 35, and with all other requirements for the ODS established by this MOA, and so long as they do not diminish the zoning envelope by more than ten percent (10%) below what AB 2923 heights and floor-area-ratio would allow, as calculated based on the maximum square footage that could be built with a reasonable circulation framework and open space provided, utilizing the methodology attached hereto as Exhibit D.



In addition, BART shall, in its ENA, require the developer to make good faith efforts to cooperate with the City in the development of Objective Design Standards so that they can be brought forward for review and approval. In the event the City cannot adopt the ODS within 9 months of execution of the ENA due to occurrences or circumstances beyond the City's reasonable control, including but not limited to, acts of God, fire, strikes or other labor disturbances, riots, civil commotion, war, sabotage, pandemic, failure of the developer to make good faith efforts to cooperate with the City in the development of the Objective Design Standards, or any other cause similar to those herein specified which cannot be controlled by the City, then the City Manager and General Manager may agree to extend the deadline for adoption of the ODS to a mutually agreeable, later date.

V. Developer Selection Process for North Berkeley Project

A. General

To solicit developers or developer teams for the North Berkeley site, BART will issue an RFQ. BART will work closely with the City to draft the RFQ and to evaluate respondents (as outlined in the sections below) and make the developer selection. The City will work with BART to incorporate the eligibility criteria outlined in the HTF Guidelines into the RFQ, to ensure the selected developer team is qualified to deliver on the goal of providing at least 35% affordable housing at the site. The RFQ will also describe the Minimum Project Requirements defined in Exhibit C.

The RFQs will be intended to solicit interested developers or developer teams and to evaluate their experience, ability to successfully deliver a project, general project concept and financial wherewithal. Respondents requesting City funding will be required to provide additional information on the affordable housing projects including a financing plan and pro forma.

B. Selection Committee

A selection committee will be formed by BART staff, consisting of six or eight members, divided equally between City and BART representatives as identified by each respective party.



C. Evaluation Process

Initial responses will be evaluated by the selection committee and a shortlist of up to four teams will be created. Shortlisted teams will be asked to present at a community townhall and may be asked to submit supplemental materials. After the townhall (referenced below in section F) has taken place, shortlisted firms will be interviewed by the selection committee and then the committee will score the teams and present a recommended selection to the General Manager and City Manager. If the General Manager and City Manager are not both in agreement with the recommendation of the selection committee, the Parties agree to meet and confer in good faith to reach agreement, but the General Manager retains sole discretion to make a recommendation to the BART Board of Directors. The City Manager retains sole discretion to make a recommendation to the full Berkeley City Council on the City's predevelopment and development funding award.

D. Predevelopment Funding

The submittals received in response to the RFQ will also serve as applications for affordable housing predevelopment funds from the City, although developer teams comprised solely of one or more for-profit development companies shall not be eligible for such funding, in keeping with City policy. Following developer selection by BART Board of Directors, City staff will bring the selected team's application for predevelopment funding of up to \$500k to the City Council for approval. The selected developer team may apply for an additional \$1.5 million in City predevelopment funds for specific affordable housing projects proposed at the North Berkeley BART site.

E. Selection Criteria

The selection criteria have been derived from the JVP, as well as applicable policies of BART, the City of Berkeley's HTF Guidelines and affordable housing funding policies. Proposals will be evaluated based on depth and quantity of affordable units, among other criteria. The selected development team's responses must demonstrate a commitment to affordable housing, and feasible plans to produce it at these sites. The selected team must have a track record in the production of affordable housing and will need to demonstrate their capacity to deliver on the goal to develop at least 35% affordable housing at the North Berkeley site. The RFQ will emphasize that the development team will be held accountable for making affordability the first priority.



F. Public Involvement in Selection Process

Shortlisted firms will be asked to present their qualifications at an online or in-person townhall hosted jointly by the City and BART, open to the general public. Community members who attend will be offered the opportunity to give structured feedback on a number of aspects of the presentations, but will not be asked to rank or score the respondents overall. This feedback will be assembled by BART and City staff or consultants and transmitted to the selection committee.

VI. BART/City Cooperation on the Projects

A. Commitment to Cooperate

BART and the City agree that the development of the Projects is both a shared opportunity and a shared responsibility, and commit to working collaboratively throughout the development process.

B. Project Funding

BART and City will proactively work with developers to secure grants (state, federal) and financing for the Projects, which is necessary to realize the public benefits described in this MOA. BART will take priority on use of Infrastructure Infill Grant Program (“IIG”) funding for station access infrastructure. Any available IIG funding not needed for station access costs will be made available for affordable housing infrastructure. BART will source funding for BART ridership replacement parking, and City will support a joint application for IIG funding for this purpose if no other funding sources are available.

C. Parking Strategy

The City will take the lead, working with BART, to identify ways to mitigate impacts of spillover parking, including possible developer requirements. The City will determine its new on-street parking strategy surrounding the Projects by November 1, 2022, The City will implement this plan no later than execution of BART’s first ground lease with developer.

VII. Timeline for Ashby Project and Related Agreements

Development of a TOD project at the Ashby Station will require resolution of a number of items specific to that site, including, without limitation, the City’s option to acquire air



rights for the Western Parking Lot, identification of a new location for Berkeley Community Flea Market, the potential reconfiguration of Adeline Street, the design and funding of station infrastructure, affordable housing requirements, and the role of the City in the RFQ, potential RFP and ENA process. The Parties have been working to resolve these items and will make a good faith effort to complete the aforementioned items by the dates provided below. BART and the City agree that the milestones and associated dates may be revised upon mutual written agreement of the City Manager or her designee and of the BART General Manager ("**General Manager**") or his designee.

The Parties will incorporate the dates below as part of an amended MOA to be negotiated by the Parties. It is understood that if the Parties are unable to reach resolution on the aforementioned items, and these dates are not met, BART reserves its right to reprioritize its transit-oriented development work plan and advance a different developer solicitation elsewhere in its system in early 2023.

Notwithstanding the foregoing or anything to the contrary contained herein, if the Parties are unable to reach resolution on the aforementioned items or to agree to an amended MOA as contemplated in the first paragraph of this Section VII, this MOA shall continue in full force with respect to those provisions that relate to the North Berkeley Project.

Milestone	Date
Agreement on nature of solicitation and its content for Ashby TOD Project	September 30, 2022
Agreement on process for issuance of Ashby solicitation including schedule, City's role in evaluation, evaluation criteria	
Clear milestones for Equitable Black Berkeley process and agreement on its relationship to RFQ	
Amended MOA for Ashby project to be Approved by City Council and BART Board	November 1, 2022
Resolution of City option for air rights at Ashby BART West lot, and City Council action.	
Agreement on new Flea Market location by City Council which may include some portion of the Adeline right of way to be used for a Flea Market; City Council agreement on roadway reconfiguration for Adeline Street	
Execution of agreements related to air rights	November 30, 2022



Release of Ashby Solicitation (contingent on meeting above milestones)	March 31, 2023
Finalize City affordable housing funding plan including % and level of affordable housing at Ashby	June 30, 2023
City Council adoption of Objective Design Standards for Ashby TOD	No later than 9 months after ENA assuming both parties meet the terms outlined in Section IV.F above
Development Team for Ashby must submit a complete application for a Master Development Permit, or for at least one affordable housing building's entitlements	No later than three years of execution of the ENA
Development team for Ashby must secure complete project financing for affordable housing components	December 31, 2031

VIII. Continuing Community Participation

After its final meeting on December 6, 2021, the Community Advisory Group (“CAG”) has completed its intended function. The Parties agree to continue community participation in the development of the BART stations in a mutually agreed upon framework.

IX. Miscellaneous

Notwithstanding any provision herein to the contrary, nothing in this MOA shall be construed as limiting the discretionary decision-making authority of the City or BART. No party shall be liable for, or shall be entitled to, any monetary damages for breach of this MOA, and each party expressly waives its rights to damages. There are no intended third-party beneficiaries of this MOA, and no third party shall have any enforcement or other rights under this MOA against City or BART.



CITY OF BERKELEY

DEE WILLIAMS-RIDLEY
CITY MANAGER

JESSE ARREGUÍN
MAYOR

APPROVED AS TO FORM

FARIMAH FAIZ BROWN
CITY ATTORNEY

SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT

ROBERT M. POWERS
GENERAL MANAGER



EXHIBIT A

MEMORANDUM OF UNDERSTANDING

This Memorandum of Understanding (“MOU”) is entered into on this 3rd day of March, 2020, by and between the San Francisco Bay Area Rapid Transit District (“BART”) and the City of Berkeley (“City”) to cooperatively pursue transit oriented development (“TOD”) and the implementation of Assembly Bill 2923 (“AB 2923”) at the Ashby and North Berkeley BART Stations.

RECITALS

- A. BART and the City both acknowledge that the region faces a shortage of affordable homes and a climate crisis that requires a significant reduction in vehicle miles traveled; and
- B. BART and the City have adopted District- and City-wide policies that prioritize creating affordable homes and reducing greenhouse gas emissions; and
- C. Publicly-owned land at the Ashby and North Berkeley BART stations provides a rare opportunity to create more homes, including below-market-rate affordable homes, in a manner that reduces residents’ reliance on driving; and
- D. State law AB 2923 (AB 2923, Stats. 2018, Chp. 1000) requires BART to adopt TOD zoning standards for BART-owned property surrounding its stations and requires that the City’s local zoning conform with TOD zoning standards by July 1, 2022; and
- E. BART and the City are committed to enabling multiple opportunities for community input and engagement that inform site master planning and zoning; and
- F. The purpose of this agreement is to:
 1. Identify a shared vision and priorities for development for BART and the City, and set forth steps needed to pursue this vision and priorities;
 2. Clarify the processes that BART and/or the City will pursue to address the activities and timelines outlined below in Section III; and
 3. Provide greater clarity for all parties, including BART, the City, and members of the public, on the currently-planned steps, timelines, and the Parties’ roles and responsibilities needed in seeking to commence construction of TOD on BART-owned property at both the Ashby and North Berkeley BART Stations.

Exhibit A - 1



MUTUAL UNDERSTANDING OF THE PARTIES

I. Framework for Development at Ashby and North Berkeley BART Stations

- A. Goals and objectives for TOD have been established for Ashby and North Berkeley BART stations by the City through two separate processes. Similarly, BART has adopted policies and performance targets guiding its TOD program as a whole. These documents will inform the Parties' respective goals and objectives with regard to TOD at the Ashby Station and North Berkeley Station.
- B. The Draft Adeline Corridor Specific Plan (published in May 2019) sets forth a vision, policies and objectives for the Ashby BART Station area. Specifically, Policy 3.7 of the Plan, shown in Exhibit 1, includes seven objectives relating to affordable housing, public space, development parameters, public art, pedestrian and bicycle connections, transportation and demand management and community engagement. The final adopted plan objectives shall be incorporated into this exhibit when available.
- C. On May 9, 2019, the Berkeley City Council unanimously approved the City's goals and objectives for North Berkeley BART development, which are shown in Exhibit 2. The City's goals focus on community input, station access, affordability, livability and environmental sustainability.
- D. The City of Berkeley's General Plan Policy LU-32 — Ashby BART Station states:

Encourage affordable housing or mixed-use development including housing on the air rights above the Ashby BART station and parking lot west of Adeline Street.

- A. Consider a joint City/BART development plan for the Ashby BART site to encourage and ensure appropriate development design, density, and parking to accommodate the BART station and transit-oriented development. Development at the Ashby BART station should include multi-family, transit-oriented housing and ground-floor commercial space. If feasible, at least 50% of the housing units should be affordable to low- and very-low-income households. *(Also see Housing Policy T-18.)*
- B. Consider revising the zoning for the site to reduce the on-site parking requirements for new housing above the BART station. *(Also see Transportation Policy T-16.)*
- E. In 2016, the BART Board adopted three policies which set overall goals for BART's transit-oriented development (TOD) program:
 - 1. A TOD Policy (Exhibit 3), setting the goals of creating complete communities, advancing sustainable communities, increasing ridership, capturing the value of transit,

Exhibit A - 2



enhancing transportation choice, and increasing affordability with a district-wide affordability target of 35%.

2. An Affordable Housing Policy, which requires a 20% affordable housing minimum for its projects, and favors projects with the greatest depth and quantity of affordable housing (Exhibit 4).
 3. A Station Access Policy (Exhibit 5) to guide access practices and investments through 2025. The policy is designed to support the broader livability goals of the Bay Area, reinforce sustainable communities, increase the share of BART passengers walking and biking to the stations, and enable riders to get to and from stations safely, comfortably, affordably, and cost-effectively.
- F. Together these documents, as well as further engagement of community stakeholders and additional collaboration and activities as set forth in this MOU, lay the groundwork for future development at the Ashby and North Berkeley BART Stations.



II. Scope of Agreement

A. This MOU applies to development of the following properties, henceforth known as the “BART Properties”:

1. Ashby BART Western Parking Lot: Bounded by Ashby Ave, Adeline St, and Martin Luther King Jr Way. Site is owned by BART, with an option to the City to retain the air rights above 10 feet;
2. Ashby BART Eastern Parking Lot: Located on the east side of the station, behind the Ed Roberts campus, which is owned by BART; and
3. North Berkeley BART Main Parking Lot: Bounded by Sacramento, Delaware, Acton and Virginia Streets. Site is owned by BART.

B. In order to ensure that development of the BART Properties is, to the extent possible, consistent with the vision and priorities established by the City and BART, during the TOD planning process outlined in this MOU there will be an opportunity to consider infrastructure enhancements to other areas that are owned by BART or the City. These may include the following (henceforth known as “Surrounding Areas”):

1. North Berkeley BART: auxiliary parking lots owned by BART, and areas owned by the City that abut the Ohlone Greenway;
2. Other public infrastructure (e.g., streets, crosswalks, bicycle paths, on-street parking, stormwater and sewer infrastructure) within a one-mile radius of the BART Properties; and
3. Proposed changes to access and circulation at each Station would be identified through the Station Access Study described in Section III.F of this MOU, as well as through the development master plan or entitlement process. Any such changes would therefore be subject to public review and comment, and to approval by the Parties.



III. Activities and Timelines

Activities and Timelines – Summary Table

Activity	Lead Party	Milestone	Date
1. Community Advisory Process and other community engagement activities	City	Establish a Community Advisory Group to inform site zoning and to facilitate community input on site master planning and zoning	Initiate December 2019
2. Zoning for Ashby and North Berkeley BART Stations	City	<ul style="list-style-type: none"> a. Zoning alternatives proposed b. Draft CEQA document released c. Planning Commission and community review d. Planning Commission approval e. Council zoning approval 	Complete by June 2021
3. BART AB 2923 Guidance Document	BART	<ul style="list-style-type: none"> a. Draft Guidance b. Final Guidance 	<ul style="list-style-type: none"> a. February 2020 b. July 2020
4. City Affordable Housing Funding	City	Decision on set-aside of City funding for affordable housing to Ashby and North Berkeley Stations	December 2020 (pending further definition of zoning and site capacity)
5. Developer Solicitation(s)	BART	Decision on timeline to initiate solicitation of developer(s) (as part of BART's 10-Year TOD Work Plan)	July 1, 2020
6. Station Access Studies	BART	Station Access Studies Completed	Timeline dependent upon Developer solicitation(s) for each station



A. Community Advisory Process and other Community Engagement Activities

1. Pursuant to the Draft Adeline Corridor Specific Plan (Policy 3.7) and the North Berkeley BART Development Goals and Objectives adopted by the City Council on May 9, 2019, an advisory group consisting of members of the community will be created for the purposes of providing input:
 - a. To the City Planning Commission as it considers zoning standards that will be consistent with the City's obligations under AB 2923 for the Ashby and North Berkeley BART station areas; and
 - b. To the City and BART as the Parties establish a joint vision and priorities document ("Joint Vision and Priorities") that will be incorporated in eventual Requests for Proposal/Requests for Qualifications for potential developers of the BART Properties.
2. The City will be responsible for the selection and all logistics and funding for the Community Advisory Process.
3. Contingent on availability of funding, the City will also organize public participation design charrettes that inform predictable form-based design standards that BART will incorporate into guidelines for future development of the BART properties.
4. BART will support the City's efforts by participating in meetings, presenting information, as necessary, and considering input arising from the Community Advisory Process as part of its larger community engagement for AB 2923, TOD and station access studies in the City.

B. Zoning Ashby and North Berkeley BART Stations. As required by AB 2923, the City will pursue rezoning of developable, BART-owned property within ½-mile of the Ashby and North Berkeley Stations. The City will be responsible for all logistics and funding required for these rezoning efforts. As the agency responsible for local zoning regulations, the City will work in good faith with BART to coordinate the City's rezoning efforts with BART's development of AB 2923 guidance.

C. BART AB 2923 Guidance. BART and the City understand that AB 2923 requires further clarification related to height, floor-area-ratio, density, bicycle parking minimums, automobile parking minimums and maximums. To address these points of clarification, BART will publish a guidance document offering all affected local jurisdictions information on AB 2923. As the



agency responsible for determining whether local zoning conforms to state law, BART will be responsible for all logistics and funding required for the AB 2923 guidance document. The guidance document will provide guidance on TOD zoning standards for all local jurisdictions as those jurisdictions seek to comply with their obligations under AB 2923.

D. City Affordable Housing Funding Decision

1. The voters of Berkeley recently established three important new sources of funding to support the creation and preservation of affordable housing, keep vulnerable people housed, and rehouse the homeless:
 - a. Measure O provides for issuance of \$135 million in bonds to fund capital expenditures for a variety of types of affordable housing;
 - b. Measure P established a real estate transfer tax on the most expensive one-third of real estate sales with a stated intent to rehouse the homeless and fund the services they need to remain housed; and
 - c. Measure U1 increased the gross receipts tax on most residential rental properties with a stated intent to fund affordable housing and protect Berkeley residents from homelessness.
2. The above measures establish advisory panels which advise the City Council as it makes determinations regarding the allocation of these and other affordable housing monies (such as City Housing Trust Fund resources) and related resources such as public land and inclusionary units.
3. The City will set-aside appropriate funding, including development fees and other above-mentioned sources, to support deed-restricted affordable housing at a range of income levels to meet BART and the City's affordable housing goals at the Ashby and North Berkeley BART Stations (as referenced in Section I).

E. Developer Solicitation(s)

1. Consistent with its standard practice, BART will issue Requests for Qualifications ("RFQ"), Requests for Proposals ("RFP") or both to initiate the process of identifying and recommending potential developers of the BART Properties to the BART Board of Directors. The committee(s) established to evaluate RFQ/RFP submissions will include City Representatives and BART staff as well as an independent financial consultant, who

Exhibit A - 7



will evaluate the capabilities of each proposer to deliver the project. The criteria used to select the developer(s) with whom to negotiate will be based on the BART Station Development Joint Vision and Priorities that will take into account community input as outlined in Section III.A.

2. For the Ashby BART Western Parking Lot, which is owned by BART with an option to the City to retain the air rights above 10 feet, and assuming that the City exercises said option, the City and BART will enter into a separate agreement detailing how they will share decision-making authority in the developer solicitation processes.
3. The evaluation committee's role is to make a recommendation to the BART Board of Directors regarding the developer(s) with whom BART will negotiate for the development of TOD. The BART Board of Directors has the sole discretion and authority to determine whether, and with whom, BART will enter into an exclusive negotiating agreement ("ENA") relating to potential TOD development on the BART Properties. It is anticipated that, among other things, the ENA will require the developer to advance the proposed project through the City's entitlement process, lead or participate in a community engagement process, fund a Station Access Study for BART (see below), pay BART an option fee in exchange for exclusive negotiating rights, and reimburse BART for its expenses, including engineering review, outside legal fees, and outside consultant expenses.

F. Station Access Study

1. Per the draft policies in the Adeline Corridor Plan, Council-adopted goals and objectives for development of the North Berkeley BART property, BART's TOD Policy, and the requirements of AB 2923, a Station Access Study must be prepared prior to development of the BART Properties that identifies sustainable access options for both the Ashby and North Berkeley BART Stations in light of potential changes to the BART Properties and surrounding areas resulting from TOD. AB 2923 added Section 29010.6(h) to the California Public Utility Code, which requires BART—with respect to any station where BART commuter parking is reduced as a result of a TOD project on land where TOD zoning standards apply—to develop and fund an access plan that maintains station access for at least the number of customers affected by the reduced number of commuter parking spaces, with specific consideration for customers who live further than one-half mile from the station.
2. The Station Access Studies will evaluate a range of access options that support BART's goals to increase the share of BART patrons who access the stations via modes other than the private automobile, and that maximize the potential number of homes



(including homes restricted to low, very low, and extremely low-income households) on site. In exploring alternatives to parking, the Studies will evaluate whether and how to offer viable, multimodal access to BART for the station catchment areas, and how to ensure that TOD and associated improvements result in an overall increase in the number of people who use the BART Stations. The Studies will identify infrastructure needs on and near BART's property to improve access for riders using all modes, including pedestrians, bicyclists, community members with access and functional needs, shared mobility users, and patrons using public and private transportation.

3. BART will be responsible for all logistics required for the Station Access Studies. BART will fund these Studies in advance, but may require reimbursement for the Studies from a developer or developers pursuant to an ENA with said developer(s). Findings from the Ashby and North Berkeley BART station access studies will be presented to the community.

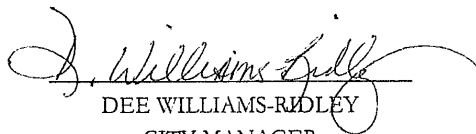
IV. Zoning and Solicitation Process; Retention of Decision-making Authority by City and BART


- A. To demonstrate its commitment to advancing development at BART property, and in consideration for its inclusion as a high priority in BART's 10-year work plan for development, the City will: 1) complete rezoning of the properties by June 2021, and 2) make a decision by the end of December 2020 to set-aside funding sufficient to assure BART, in its sole discretion, that at least 35% of the housing units proposed to be constructed at the BART Properties would be deed-restricted to low, very low and/or extremely low affordable housing. The City recognizes that meeting this level of affordability will require significant local, state, and federal subsidy. The Planning Commission has a target date of December 2020 to review zoning alternatives as a show of progress towards completion of zoning by June 2021.
- B. To support the City's zoning process, BART agrees to provide guidance that will be applicable to North Berkeley Station and all other stations in the BART system to which AB 2923 applies. BART will work with the City of Berkeley to explore possible approaches to conformance with AB 2923 zoning standards in the context of the built form characteristics of a surrounding lower density neighborhood. The City will consult with BART regarding zoning alternatives for the North Berkeley Station that conform with AB 2923 zoning standards.
- C. It is understood that both BART and the City desire for more work to be completed in support of zoning, such as site master planning or objective design guidelines. At the time of this MOU, the City and BART are actively working to identify additional resources to accelerate this work.



- D. The City and BART will meet in December 2020 to review the City's efforts undertaken pursuant to Section III.B and III.D, in order to:
1. Determine whether the City has approved a set-aside of sufficient funding to meet the 35% affordable housing minimum for each station as described in Section IV.A;
 2. Negotiate possible additional City participation in the solicitation processes; and
 3. Agree upon the timing of the developer solicitations for the BART Properties in December 2020.
- E. If the zoning for the Ashby and North Berkeley Stations and the set-aside of City affordable housing funds occurs after the dates indicated for those actions in the timeline in Section IV.A above, BART may re-evaluate the inclusion of these stations in its 10-year work plan. Likewise, if BART does not proceed with developer solicitations for the BART Properties as determined in Section III.D, the City may reallocate affordable housing funding to other projects.
- F. Notwithstanding any other provision in this MOU, nothing herein shall be construed to limit or restrict the discretionary decision-making authority of the City or of BART. The Parties acknowledge that any reference to a project or proposed project in this MOU or in any document that may be created in connection with this MOU does not constitute a Project or Project approval by either Party as those terms are defined in CEQA and discussed in *Save Tara v. City of West Hollywood*, 45 Cal. 4th 116 (2008).

CITY OF BERKELEY


 DEE WILLIAMS-RIDLEY
 CITY MANAGER


 JESSE ARREGUÍN
 MAYOR

SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT

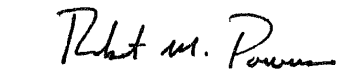

 ROBERT POWERS
 GENERAL MANAGER



Exhibit B: Joint Vision & Priorities for Transit-Oriented Development for Ashby and North Berkeley BART Stations

Background

The December 10, 2019 Memorandum of Understanding (MOU) between BART and the City of Berkeley calls for the City and BART, with input from the City’s Community Advisory Group (CAG) to establish a “joint vision and priorities” document. The goal of this document is to provide a concise statement of the City and BART’s shared, high-level expectations for future development of both the Ashby and North Berkeley BART properties.

Per the MOU, this “joint vision and priorities” document will be incorporated into future Request(s) for Qualifications (RFQs) for development of both the Ashby and North Berkeley Station development, and will help guide the process from developer selection through project construction. This City-BART Joint Vision and Priorities document was one of three key outcomes of the CAG process for both North Berkeley and Ashby BART development (along with updated zoning consistent with AB 2923, and the RFQs for developers). This once-in-a-generation opportunity to create vibrant new neighborhoods for Berkeley merits elevated, world-class design for built and landscaped elements, including affordable housing.

Affordable Housing

VISION

New housing at a variety of income levels at both the Ashby and North Berkeley BART Stations will address the City’s housing crisis, stem the displacement of residents—especially of the African American community in Berkeley—and support more equitable access to housing for lower-income families and individuals. New housing must also be created quickly to reflect the urgency of the climate and affordability crises, capturing the inherent environmental and equity benefits of walkable, affordable transit-oriented housing in Berkeley’s most transit-rich areas. North Berkeley and Ashby will provide a new model for delivering affordable housing in neighborhoods that are rich in infrastructure and strategically located to make regional transit, economic opportunity, and community amenities more broadly and equitably accessible.

Shared Priorities

- A. **Housing Priorities.** Maximize the number of new homes, and especially permanently affordable, deed-restricted homes. We anticipate a range of 500-1200 units at each station with a variety of unit sizes, including units appropriate for multi-generational families/households.
- B. **Urgency.** Deliver new housing, including affordable units, within 10 years, by 2031, to reflect the urgency of the climate, affordability, and housing crises.

Exhibit B - 1



- C. **Affordable Housing Goal.** The City and BART will strive to maximize the number of permanently affordable, deed-restricted housing units within the funding that can be identified.
1. Affordable housing may be developed in multiple phases over a number of years.
 2. The amount of affordable housing which can be provided at each site within the 10-year time frame will depend on many outside factors including the availability of state and federal housing resources.
 3. At a minimum, at least 35% of the new units at each site will be restricted affordable housing. It is anticipated that each site could achieve at least 50% affordable housing, subject to the timely availability of financing.
 4. The City and BART will work together to support selected developers in proactively assembling affordable housing subsidies in order to exceed the 35% minimum.
 5. If both sites are able to provide at least 50% affordable housing in a way that is financially feasible, and if additional funding becomes available, the priority for that additional funding would be to maximize the number of affordable units at Ashby station in recognition of the ongoing threat of displacement to the historic community of South Berkeley.
- D. **Income Targets:** At least 35% of new housing at each site must be affordable to households earning an average of up to 60% of Area Median Income (AMI). Of that, at least 20% (or 7% of total units at each site) must be affordable to Extremely Low-income households, those earning up to 30% of AMI. Additional affordable units should prioritize Very Low Income (up to 50% of AMI) households and Low Income (up to 80%) households but may include some housing restricted with households with incomes up to 120% of AMI, consistent with the more specific direction provided in the City-BART Memorandum of Agreement.
- E. **Sequencing.** Affordable housing should be built prior to, or along with, any market rate housing.
- F. **Displacement Prevention.** Affordable housing should provide a preference for residents of Berkeley who are facing displacement, or who have been displaced from Berkeley in the past due to economic or discriminatory reasons.
- G. **Developer Selection.** In the developer selection process, prioritize a nonprofit master developer or a partnership between a private developer and one or more community-based organizations who have experience showing accountability towards equity goals in the City of Berkeley.
- H. **Developer Accountability.** The selected developers must have a demonstrated commitment and feasible plans to produce affordable housing and be willing to be held accountable for making affordability the first priority. Selecting a developer who merely pledges a best effort to provide affordable units would not be sufficient.

Exhibit B - 2



- I. **Funding.** BART and the City of Berkeley should proactively seek new, innovative funding solutions to help achieve two truly visionary, equitable, and sustainable projects.
- J. **Clustering and Integration.** Affordable units may be clustered into one or more 100% affordable housing buildings on the BART sites but must be designed in a way that integrates with the larger project and shares comparable design standards and quality.
- K. **Inclusive Housing Design.** The selected developer will prioritize affordable housing for renters with various needs, including but not limited to families, people with physical or mental disabilities, and formerly homeless people.

Priorities for Ashby

- A. **Adeline Corridor Affordable Housing Goal.** Consistent with the Adeline Corridor Specific Plan, the City and BART should strive for a goal of 100% deed-restricted affordable housing, prioritizing extremely low, very-low and low-income affordable housing.
- B. **Residents with Disabilities.** Ashby BART should be developed in a way that prioritizes the inclusion of residents with disabilities, who are likely to benefit from proximity to the Ed Roberts Campus, specifically as part of the development of the East Parking Lot at Ashby Station.
- C. **South Berkeley Preference.** To address past and current displacement, the development should provide a preference to applicants who either currently live in South Berkeley or have been displaced from the community. This preference must be implemented in a way which is consistent with the City's Fair Housing goals and federal law.

Public and Civic Space

VISION

New public and civic space at both Ashby and North Berkeley BART will provide a community anchor, open space amenity, and memorable neighborhood gathering space that is accessible to all. It will be available for programmed community uses and activities, as well as for informal, unprogrammed public use by residents, visitors, and transit riders alike. New public space will maximize greenery (to the extent feasible) and enhance the ability of all community members to walk, roll, and take transit, supporting better station access and healthy, climate-friendly active transportation. North Berkeley will be a nexus of active transportation centered along a major new connection of the Ohlone Greenway. Ashby will be anchored by a market and oriented along a street built for people and multiple modes of transportation.



Shared Priorities

- A. **Maintenance Costs.** New civic space should be maintained by the developer and/or lessee to minimize the ongoing cost of operations and maintenance to BART and the City.
- B. **New Public Space.** Pursue new public space design in a way that delivers on the vision while maximizing the number of on-site affordable housing units.
- C. **Station Access.** Design the public realm to support priorities in the Access section of this document.

Priorities for Ashby

- A. **Hub for African American Life.** Reinforce South Berkeley's historic role as a hub for African American culture and life in the Bay Area.
- B. **Flea Market.** Provide a permanent, viable home for the Berkeley Community Flea Market – offering supportive amenities such as public restrooms, limited office/storage space, electrical and water access and weather protection - in a prominent location.
- C. **Stakeholder Input.** Public space will be designed with input from the Flea Market, Lorin Business Association, neighborhood residents, representatives from the disability community, and other neighborhood stakeholders. Facilities for the Flea Market will be designed in collaboration with the vendors and Community Services United.
- D. **Adeline Design.** Reconfigure Adeline Street to transform a four-lane arterial into a safer space for all modes of transportation, creating a more walkable, vibrant place. Flea Market and/or other public activities may occur on some or all of this portion of Adeline Street.
- E. **Green Space.** Expand the availability of green space for the neighborhood.

Priorities for North Berkeley

- A. **Ohlone Greenway Connection.** The development should include a landscaped (as feasible given BART operational needs) protected bikeway that connects the disjointed ends of the Ohlone Greenway to each other and to BART, providing a primary access route and orientation of the development that enables a prioritized pedestrian and bicycle connection from approximately the southeast corner of the site to the northwest corner of the site and across the streets.
- B. **Public Space Use.** Public space should provide opportunities for both active and passive public use, with strong connections to the station entrance, the Ohlone Greenway, or other public spaces and pedestrian facilities.

Exhibit B - 4



- C. **Street Design.** The design of surrounding streets should be considered as a strategy to accommodate public space needs, increase the tree canopy, and improve safety for pedestrians and bicycles. Explore the feasibility of reducing the width and number of traffic lanes in adjacent streets to their original (pre-BART) condition, aligning curbs with adjacent blocks in a manner that builds upon and is consistent with the City and BART's recent Complete Streets and roadway improvement projects in the area. Streets may retain their current width where there is some functional use for the extra space, such as bike lanes and cycle tracks that previously did not exist, and there may be bulb-outs at intersections. Perimeter sidewalks should consider generous pedestrian space and tree canopy.

Land Use

VISION

Land uses at Ashby and North Berkeley Stations will serve community needs; provide significant amounts of new housing; complement neighborhood businesses, services, and institutions; create a welcoming environment for all; support BART ridership; and improve quality of life for current and future residents. Ground-floor residential and non-residential uses should be pedestrian-oriented and contribute positively to public space and the pedestrian experience.

Shared Priorities

- A. **Overall Mix of Uses.** At both stations, the predominant use will be transit-oriented housing and transit uses, complemented by fully accessible public, green, and recreational space (including for all ages and abilities) and appropriate non-residential uses. Additional priorities for these uses are found in the Affordable Housing, Public and Civic Space, and Station Access and Parking Management sections of this document.
- B. **Non-residential Spaces.** Curate and program any non-residential spaces to provide interest and character, encourage community gathering, support social interactions, and provide unique neighborhood activities and services. Any non-residential uses should be customized to meet the unique needs of each station and neighborhood.

Priorities for Ashby

- A. **Role of Non-residential Uses.** Non-residential uses at Ashby should reinforce the area's historic role as a center of neighborhood commerce, cultural expression, social connection, and economic empowerment.
- B. **Non-Residential Active Frontages.** Non-residential uses should have active frontages oriented towards Adeline Street, Ashby Avenue, and the future Flea Market public space. Ground-floor uses should activate public space and complement the Flea Market, while promoting everyday activities when the Flea Market isn't occurring.



- C. **Prioritized Non-residential Uses.** The following types of potential non-residential uses should be prioritized, though not all are anticipated to be present in any one development project¹:
1. The Berkeley Flea Market, and indoor or outdoor spaces related to the Flea Market
 2. Businesses and organizations that reinforce the neighborhood's historic role as a center of Black culture and identity
 3. Businesses, organizations, or services that are oriented towards, or provide economic opportunity for people in the neighborhood or their descendants who were involuntarily displaced, interned, or historically disenfranchised on the basis of race
 4. New uses that expand and complement the role and mission of the Ed Roberts Campus and empower those living with disabilities
 5. Spaces for cultural activities, performance, display, community activities, or other uses and amenities that support the area's role as an arts and culture district.

Priorities for North Berkeley

- A. **Role of Non-residential Uses.** Non-residential uses such as retail, services, or indoor community spaces are anticipated to have a limited role at North Berkeley.
- B. **Non-residential Active Frontages.** Non-residential uses that do occur should be oriented with active frontages towards the station entry or other interior areas and/or Sacramento Street.
- C. **Respect Neighborhood Needs.** Non-residential uses that do occur should be focused towards meeting neighborhood needs and complementing the existing range of businesses and services already available nearby.
- D. **Potential Non-Residential Uses.** Non-residential uses may include the following²:
1. Uses that help reduce the need for driving in North Berkeley, such as commuter-focused amenities, childcare, community services, or satellite locations for existing community businesses or organizations
 2. Small-scale walkable retail or café type uses
 3. Space for activities, gatherings, or events.

¹ Specific permitted and prohibited uses for Ashby Station will be identified in the zoning code.

² Specific permitted and prohibited uses for North Berkeley Station will be identified in the zoning code.



Building Form

VISION

New buildings at Ashby and North Berkeley Stations will be beautiful, creatively designed, well-proportioned, create visual and physical connections with the neighborhood through its architectural design and contribute positively to the physical fabric and long-term quality of life of the neighborhood. They will provide elements that neighborhood residents currently enjoy – such as natural light, air, direct outdoor access, variety, quiriness, walkability, and sociability – in a denser, transit-oriented format that supports BART ridership. Buildings should exhibit a level of architectural diversity that expresses the social, racial, economic, and design diversity that is desired at both stations. Ground-floor spaces and building frontages should activate public space, while providing a sense of place and character to the stations and the surrounding neighborhood.

Shared Priorities

- A. **Height Variation.** AB 2923 does not permit the City’s zoning controls to restrict building height below seven stories on the station sites. The City and BART will support variations in building height and form at both stations. It is anticipated that some buildings and some portions of buildings will be shorter than the maximum height in keeping with good urban design practice.
- B. **Context.** Building design should consider the scale and character of the surrounding built environment.
- C. **Location and Orientation.** Locate and design new buildings to enhance public spaces while mitigating impacts on existing neighbors through site orientation, setbacks, lines of sight between buildings, landscape and topography.
- D. **Equitable Design Quality.** Design affordable housing units in a way that integrates with the larger project and shares comparable design standards and quality.
- E. **Small Blocks.** Prioritize site designs with smaller blocks and building footprints instead of larger blocks.
- F. **Architectural Variety.** Design buildings to provide visual interest with variation in height, scale, massing, rooflines, materials, and architectural elements.
- G. **Building Scale.** Provide regular breaks in building forms, as well as both horizontal and vertical detail to respond to the existing neighborhood context and character, particularly at the edges of the site. Provide adequate perimeter space for pedestrian volume and tree canopy/vegetation
- H. **Unit Diversity.** Encourage building forms that allow a diversity of unit sizes, types, and configurations.

Exhibit B - 7



- I. **Sunlight.** Seek to configure buildings and include design strategies that allow sunlight to reach public spaces, and design outdoor spaces, outdoor seating and active retail frontages, if provided, to maximize southern, western, and/or eastern exposure.
- J. **Outward-facing Entrances.** For ground-floor housing units, encourage outward-facing entrances with a range of design treatments and access strategies. These could include stoops, front doors, courtyard and forecourt entrances, ramped or at-grade universally accessible entries, outward-facing and visually permeable lobby entrances, and transition spaces from private frontages to public spaces.
- K. **Ground-floor Non-residential Frontages.** For ground-floor non-residential uses, provide frequent windows and doors, visual connection between indoors and outdoors, frontage onto public space, direct access to the pedestrian circulation network, and activation strategies such as outdoor seating, dining, display spaces, public art, and architectural detailing.
- L. **Universal Accessibility.** Preference for building designs with universally accessible units and elevator redundancy to promote accessibility for seniors and those with disabilities.
- M. **BART Entrances.** Ensure that BART entrances are featured prominently and integrated into the overall site plan.
- N. **Integrated Green Space.** Integrate gardens, courtyards, roof terraces, trees, native landscaping, and other green spaces into building architecture and site design.

Priorities for Ashby

- A. **Massing and Height Focus.** Focus density, larger building forms and height towards Adeline Street and Ashby Avenue on the west parking lot parcel, and towards the rear of the Ed Roberts Campus on the east parking lot parcel.
- B. **Active Frontages.** Connect new buildings to Adeline Street and Ashby Avenue with direct pedestrian access, minimal setbacks, and active frontages to complement the existing active uses across the street.
- C. **Site Design.** Ensure that building form, scale, and the overall site plan provide sufficient space for the Flea Market and other civic and community uses.

Priorities for North Berkeley

- A. **Massing and Height Focus.** Focus density, larger building forms and height towards the Ohlone Greenway and the center of the site, as well as towards Sacramento Street.



- B. **Massing Breaks and Step-downs.** Provide massing breaks, step-downs in height, and frequent pedestrian building entrances along Delaware Street, Acton Street, and Virginia Street, with building forms and frontages that create a residential character and scale.
- C. **Active Frontages.** Prioritize active frontages, public space programming, and car-free activities along the Ohlone Greenway.

Station Access

Vision

Station access investments in and around the stations will enhance community vibrancy, safety, equity, and health while improving the quality of the public space and pedestrian experience, both within and beyond the station areas. Priority access investments are those that encourage people to walk, bike, roll, ride transit, and use shared micro-mobility options, while still providing flexibility for changing technologies and trends. Access investments will be distributed equitably to improve the experience for people of all ages, all abilities, and all income levels getting to and moving through the stations.

Shared Priorities

- A. **Housing and Community Benefits.** Favor affordable housing and other community benefits over BART rider parking and TOD resident parking in any physical or financial decision-making.
- B. **Non-Automobile Access.** Increase the share of BART riders who access the stations via modes other than driving alone and parking. Prioritize access improvements in the surrounding neighborhoods and within the station areas that offer safe, comfortable, affordable, cost-effective alternatives for all BART customers, particularly those with mobility challenges. Future access planning should consider the rapid evolution for mobility trends and technologies and consider the adaptability of the station access plans to future foreseeable and unforeseeable mobility patterns and their ability to handle ridership growth without running into capacity constraints.
- C. **Equitable Access.** Provide safe and secure station access options for people of all ages, abilities, races and ethnicities, genders, and income levels.
- D. **Parking Options.** Minimize the need for new structured on-site BART customer parking by maximizing the use of available parking capacity along the corridor (such as Center Street parking garage, shared parking with the TOD or with other sites, and on-street parking management around site perimeters).
- E. **Transportation Demand Management.** Any future development must include aggressive and innovative Transportation Demand Management strategies to reduce the vehicle miles traveled (VMT) and greenhouse gas (GHG)

Exhibit B - 9



emissions by residents, visitors, and employees by 20% by complying with BART's Transportation Demand Management program.

- F. **Parking and Traffic Impacts.** Limit the impacts of parking and driving on residents of the developments and surrounding neighborhoods (such as noise, air quality, GHG, and collisions) through transportation demand management, multi-modal circulation and access planning, infrastructure improvements, parking management, and other best practices.
- G. **Market Rate Pricing for Parking.** Explore parking pricing that is better aligned with market demand as a possible strategy to promote BART rider and on-street parking availability, with consideration of the impacts of parking pricing on low-income residents and BART riders.
- H. **Prioritize Curb Space.** Buses and shuttles will be located to prioritize people with disabilities, active loading of passengers (over waiting vehicles), services available to the public, and the number of people transferring to BART. Different types of passenger loading zones will be incorporated for quick pick-ups and drop-offs, those that need to wait for their passenger, accessible loading areas, ride apps and taxis.
- I. **Wayfinding and Signage.** Provide clear, accessible, adaptable station access signage and wayfinding to facilitate how people get to/from and through the station area consistent with the Metropolitan Transportation Commission's standards.
- J. **BART-related drop-off zones.** Strive to locate BART-related drop-off zones on-site and connections to transit on-site or on 4-lane corridors.

Priorities for Ashby

- A. **Pedestrian & Bicycle Connections.** Provide high-quality, safe pedestrian and bicycle connections to and through the site, including an off-street protected bicycle facility extending along Adeline Street, at least between Ashby Avenue and the intersection with MLK Way, with the potential to extend further through related Adeline improvement efforts.
- B. **Adeline Design.** Reconfigure Adeline Street to transform a four-lane arterial into a safer space for all modes of transportation, creating a more walkable, vibrant place.



Priorities for North Berkeley

- A. **Adjacent Streets.** Consider the role and design of adjacent streets – including Sacramento Street, Delaware Street, Virginia Street, and Acton Street – in multi-modal access planning for the North Berkeley Station.
- B. **Commuter Parking Priority.** Where parking would be provided, maximize parking for commuters over parking for residential and/or potential community, non-profit, or retail uses.



Exhibit C: Minimum Project Requirements for the North Berkeley Project

Housing

- The residential program for the Project should include at least 1,000 bedrooms with a variety of unit sizes.
- At least 35% of the new housing units to be developed at the North Berkeley Project, inclusive of units built to satisfy the City's inclusionary requirement and any units that may be added as a result of a density bonus, shall be affordable or Below Market Rate (BMR) for the duration of BART's ground lease(s) for all affordable housing components of the Project, which leases shall have a minimum duration of 65 years, and for any extensions thereto. In addition to the terms of said ground leases, the affordability restrictions will be enforceable by the City pursuant to regulatory agreements between the City and the developer(s), in accordance with the income targets identified in the JVP as follows:
 - At least 35% of new housing must be affordable to households earning an average of up to 60% of Area Median Income ("AMI").
 - At least 20% of the required 35% affordable units must be affordable to Extremely Low-Income ("ELI") households, those earning up to 30% of AMI.
 - Of the required 35% affordable units, additional affordable units aside from the ELI units should prioritize Very Low Income (up to 50% of AMI) households and Low Income (up to 80%) households but may include some housing restricted to households with moderate incomes (up to 120% of AMI), provided that the moderate-income units have rents that are still below market and shall not include City subsidy.
 - While the aforementioned goals are established in the JVP and the City and BART have policies regarding affordable housing requirements, any project receiving the City's Housing Trust Fund ("HTF") funding must meet the HTF Guidelines, which require that 40% of any City subsidized units be affordable to households earning up to 60% of AMI, and an additional 20% of City subsidized units to be affordable to households earning up to 30% of AMI. BART's TOD policy also provides a priority for affordable units that serve very low income (<50% AMI), low income (51-80% AMI) and/or transit-dependent populations.
- Affordable units shall be constructed prior to or concurrently with any market-rate housing component. No market rate housing will receive its notice to proceed until an affordable housing project gets its notice to proceed. In the event there are multiple phases of market rate or affordable housing, the phasing plan shall be approved to ensure consistency with the JVP goal of affordable housing being built along with market rate housing.
- Affordable units may be clustered into one or more 100% affordable housing buildings on the Property but must be designed in a way that integrates with the larger project and shares the comparable design standards and quality.

Exhibit C - 1



Public & Civic Space

- The cost, if any, to BART and the City of operating and maintaining the new civic space must be minimized.
- The project must provide a connection to the Ohlone Greenway.
- Station access improvements must provide options for people of all ages, abilities, races and ethnicities, genders and income levels.
- Neither the City nor BART will be responsible for maintenance of roads and pathways created on the parcels to facilitate the project.

Station Access & Parking

- Affordable housing and other community benefits will be prioritized over on-site BART rider parking and TOD resident parking. The BART Board will establish a maximum amount of on-site BART rider parking for each station.
- Consistent with current Berkeley Municipal Code, project residents will not be able to secure residential parking permits (“RPP”) for City streets, to prioritize new residents utilizing more sustainable transportation options and address concerns from nearby residents about parking spillover.

Additional Minimum Requirements

- The project must comply with all relevant applicable BART and City policies and ordinances to the extent allowable by law. BART’s relevant policies can be found at www.bart.gov/TOD and currently include its Transit-Oriented Development Policy, Affordable Housing Policy, AB 2923 Development Principles, Project Stabilization Agreement Policy for Transit-Oriented Development, and Labor Peace Agreement Policy for Transit-Oriented Development Hotel Operations.
- Developers must show a feasible path to obtaining entitlements by January 1, 2025, and to completion of construction by 2031, and must make best efforts to meet those deadlines.

Exhibit C - 2



Exhibit D: Methodology for Establishing Developer Requirement to Comply with Objective Design Standards

BART will require the developer to comply with City's future Objective Design Standards ("ODS") for the North Berkeley BART site utilizing its real estate agreements, provided:

1. The City's adopted zoning for the Project, as it relates to AB 2923, allows a minimum of 75 units per acre, at least 80 feet, and at least 7 stories in height;
2. The ODS will be adopted by the City of Berkeley for the BART property within 9 months of ENA execution as provided for in the MOA
3. The ODS are consistent with the City's Zoning Ordinance;
4. The ODS are consistent with state law including but not limited to SB 35 and, as it relates to parking standards, AB 2923; and
5. The gross square footage allowable under the ODS ("ODS Capacity") is not less than 90% of the baseline square footage allowable under AB 2923 floor to area ratio (FAR) ("AB 2923 Baseline Capacity"), as specified below.

Net Developable Area

Both the ODS Capacity and AB 2923 Baseline Capacity will utilize the same net developable area in their calculations. This is defined as the gross site area of the North Berkeley BART Project, exclusive of the auxiliary lots, and exclusive of surface areas utilized for public site circulation, public civic space, and BART infrastructure. The Net Developable Area will be determined based on the following methodology:

- The Selected Developer's preliminary development concept shall establish the initial concept for the net developable area.
- Within 30 calendar days of ENA execution, both BART and City staff shall provide comments to one another on changes required to ensure the net developable area is compatible with BART and City operational and fire/life safety needs.
- Within 45 calendar days of ENA execution, BART and City staff shall meet to combine their respective comments into a single set of changes to be submitted to the developer. If BART and City staff cannot resolve any conflicts between their comments within this time, the City's Planning Director and BART's Chief Planning & Development Officer shall confer to address any disputes.
- The Selected Developer shall have 30 additional calendar days after receipt of the combined BART and City comments to incorporate them into the final net developable area. Both BART and the City must mutually agree that the Selected Developer has addressed all comments. If the Selected Developer believes that comments would result in an inability to deliver a feasible development, the Selected Developer must notify BART and the City within 15 calendar days of receiving the combined BART and City comments so that the City and BART can confer to resolve any issues.
- The final Net Developable Area shall be used solely for the purposes of calculating AB 2923 Baseline Capacity and ODS Capacity, and shall not bind BART, the City or the Selected Developer in any way to this concept for their final project.

Exhibit D - 1



AB 2923 Baseline Capacity

The AB 2923 Baseline Capacity shall be calculated by multiplying the net developable area by 4.2, which is the minimum floor area ratio for Urban Neighborhood/City Center projects required by AB 2923.

ODS Capacity

The ODS Capacity shall be determined by calculating the gross square footage that is allowable on the Net Developable Area under the R-BMU zoning and under the ODS, accounting for square footage that is lost due to required setbacks, stepbacks, massing breaks, or other required features (e.g. fire and life safety requirements). This determination shall be made by a design professional such as a member of the American Institute of Certified Planners (AICP) or licensed architect, to be selected by mutual agreement of BART and the City.

Timing for Determining ODS Capacity

The ODS Capacity must be calculated prior to public release of the final draft ODS, to ensure that there will be transparency to the community about whether BART will require the developer to comply with the ODS.

Other Conditions

BART will not require developer compliance with any increase in parking requirements above the 0.5 spaces per unit required in AB 2923, but will require compliance related to height and massing provided above conditions are met. Square footage for parking will not count towards the ODS Capacity or Baseline Capacity Calculations.

Both Baseline and ODS Capacity will be calculated for the entirety of the Project, and not individual buildings or blocks.



Attachment 4: Project Team

(To Be Completed By Proposer Only – use multiple pages as needed)

Name, Address, Point of Contact, Email, and Phone Nos. of All Firms Participating on the Agreement (Including Prime and Subconsultants)	Check if SB	Nature of Participation
Name of Firm: _____ Address: _____ _____ _____ Point of Contact: _____ Email: _____ Phone Number: _____		
Name of Firm: _____ Address: _____ _____ _____ Point of Contact: _____ Email: _____ Phone Number: _____		

The SB participation commitment offered by Proposer will be _____%.

Name of Authorized Officer of Proposer (Print or Type)

Signature of Authorized Officer of Proposer



Attachment 5: Qualifying Project Form

(available in MS Word on project website)

1. Project name and address																																																									
2. Type of real estate product																																																									
3. Lead developer entity & project manager name																																																									
4. Role(s) of RFQ Respondent(s) <i>(i.e. managing partner, limited partner, consultant, etc; identify if joint venture)</i>																																																									
5. General contractor																																																									
6. Architect																																																									
7. Construction dates (month/year of construction start & completion)																																																									
8. Construction type(s) (indicate material, <i>i.e.</i> wood, steel, etc)																																																									
9. Unit mix (<i>i.e.</i> # of studios, 1-Bdrms, etc; <u>most restricted</u> Area Median Income breakdown, average affordability level)	<table border="1"> <thead> <tr> <th>Unit Type</th> <th>< 30% AMI</th> <th>40% AMI</th> <th>50% AMI</th> <th>60% AMI</th> <th>80% AMI</th> <th>120% AMI</th> <th>Market rate</th> </tr> </thead> <tbody> <tr> <td>Studio</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>1-br</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>2-br</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>3-br</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>Total</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>%</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table> <p>Total Number of Units (including any manager units): _____ Average Affordability Level: _____</p>	Unit Type	< 30% AMI	40% AMI	50% AMI	60% AMI	80% AMI	120% AMI	Market rate	Studio								1-br								2-br								3-br								Total								%							
Unit Type	< 30% AMI	40% AMI	50% AMI	60% AMI	80% AMI	120% AMI	Market rate																																																		
Studio																																																									
1-br																																																									
2-br																																																									
3-br																																																									
Total																																																									
%																																																									
10. Population breakdown (<i>i.e.</i> Family Rental, Senior Rental, Supportive Housing, Student, etc.)																																																									
11. Private amenities Included (<i>i.e.</i> community room, front desk, laundry, resident courtyards)																																																									
12. Public amenities Included (if any, <i>i.e.</i> placemaking/placekeeping elements, civic facilities, or other community benefits)																																																									



13. For any public amenities, describe how were they funded, including operations & maintenance	
14. Total residential square footage	
15. Total square footage of non-residential or commercial Area (if any leasable non-residential area)	
16. Non-residential space: describe approach to ground floor activation and pedestrian orientation	
17. Off-street parking amount and breakdown (residential/other)	
18. How does residential parking provided compare with local parking ratio requirements? (i.e., equal to, greater than, or less than due to a waiver or variance)	
19. Is parking cost bundled with rent, or is it separately priced?	
20. Summary of financing sources (indicate construction and permanent financing sources and amounts, as well as equity sources)	
21. Total development cost (include per unit and per square foot cost)	
22. Government affordable housing program involvement (briefly describe)	
23. Contact Information for lenders (current)	
24. Is project on a ground lease?	
25. Does project involve a business relationship with a public agency? If so, please describe.	
26. Community engagement (describe any unique approaches)	
27. Awards received by project	
28. Brief project narrative (optional)	