



ADDENDUM LOG

January, 2017

Manual created from FP files

January, 2017

Updated TC contact information

TABLE OF CONTENTS

GENERAL CENTER INFORMATION

Executive Summary	G4
Fashion Outlets Of San Francisco @ Candlestick	G5
Mission Statement	G6
Area Map	G7
Site Plan	G8
Renderings	G9-13
Contact Directory	G14
Building Type	G15
Building Code Information	G15
Glossary	G16
Tenant's Work Defined	G17
Landlord's Work Defined	G17
Working Environment	
G17	

EXECUTIVE SUMMARY

This document, together with the Design For Development (D4D), establishes an administrative review process to allow OCII staff review and approval of proposed exterior improvements or modifications at Fashion Outlets of San Francisco @ Candlestick as defined herein. This will result in a streamlined approval process.

This document establishes the design standards and requirements that will be used by OCII staff to review and approve proposed exterior improvements and modifications. The Landlord and Tenant will also use this document as a guide for generating the design of proposed exterior tenant storefronts.

The Landlord shall be required to review and approve all proposed modifications for consistency with this document prior to such modifications being submitted for staff review.

Submission to the Building Department for permit approval is still required via the City's established process.

The criteria herein are not intended to contradict any code requirements that may govern this project. It is the responsibility of Tenant architects, engineers and contractors to verify and comply with all applicable codes.

This document is an appendix to the Design For Development (D4D), and it is the responsibility of each tenant to familiarize themselves with the contents of the Design For Development (D4D).



FASHION OUTLETS OF SAN FRANCISCO @ CANDLESTICK

Fashion Outlets of San Francisco @ Candlestick is a local and international shopping destination celebrating the history of Candlestick Park and reinforcing the industrial heritage of the Bayview District. Located at the heart of Candlestick Point, it seamlessly integrates with the mixed-use neighborhood as a place that reflects the context and culture of the San Francisco Bay Area. Enlivened by the diversity of retail shops set among pedestrian pathways and landscaped gardens, Fashion Outlets of San Francisco @ Candlestick offers a memorable experience for visitors of all ages and nationalities.

Fashion Outlets of San Francisco @ Candlestick is comprised of 635,000 square feet of regional retail in a variety of forms ranging from small local commercial retail units to larger regional stores. The Center is organized on a grid of pedestrian-scaled streets and plazas extending from Ingerson Avenue to Harney Way. On the eastern edge, Ingerson Avenue has 2 travel lanes and 2 lanes of parking. On the southern edge, Harney Way is a boulevard with 2 vehicle travel lanes and parking on the south side, 2 BRT travel lanes and dedicated bike lanes. Arellous Walker Drive, an arterial street, borders the western edge of the site and provides access to the multi-level parking structure. Earl Street, lined with retail stores, bisects the site and provides service access. All streets, plazas and pedestrian walkways will be fully accessible to the public.



MISSION STATEMENT

The retail environment is primarily influenced by two factors: 1) Overall setting (Center common areas); and 2) Individual components (Tenant façades and storefronts). Both affect the perception of Fashion Outlets of San Francisco @ Candlestick as a prime retail establishment.

Generally, storefront design styles are the provenance of the Tenant. The Landlord provides input towards the full development of the design concept, promotes compatibility with adjacent Tenants and common areas and insures compliance with design criteria.

Criteria applicable to specific areas in the Center specify certain requirements such as the extent of vertical and horizontal projections, the use of three-dimensional form and proper material use. These criteria are intended to provide a basis for all storefronts to present merchandise in an exciting, promotional fashion.

All areas exposed to public view are subject to a thorough design review and approval process by the Landlord. Tenants must address storefront and interior design, materials, colors, signage and lighting. Additionally, specific architectural criteria, applicable to various locations in the Center, must be met.

These criteria act as a guide for the design of all work by Tenants in conjunction with the provisions of the Tenant's Lease with the Landlord. Furthermore, these criteria are subject to revision by the Landlord and the Landlord's interpretation of these criteria is final and governing. All Tenants should refer to the Technical Criteria for electrical, mechanical, plumbing and life safety information.

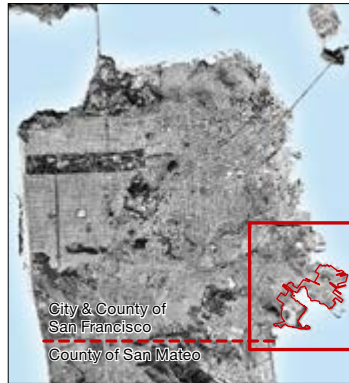
Tenants are encouraged to express their own unique design statement within the parameters of the design criteria as outlined in this manual. The design criteria calls for a three-dimensional storefront that carries into the store sales area and is expressive of the merchandise sold. National and regional "standard" storefront concepts are respected to the extent that they meet the design criteria. However, Tenants should be aware that some concept modifications might be necessary to comply with the Center criteria.

The same is true for proposed designs that are overly similar to a neighboring Tenant's storefront design. We wish to make the Center as diverse and interesting as possible and enable each Tenant to make a singular statement with their design.

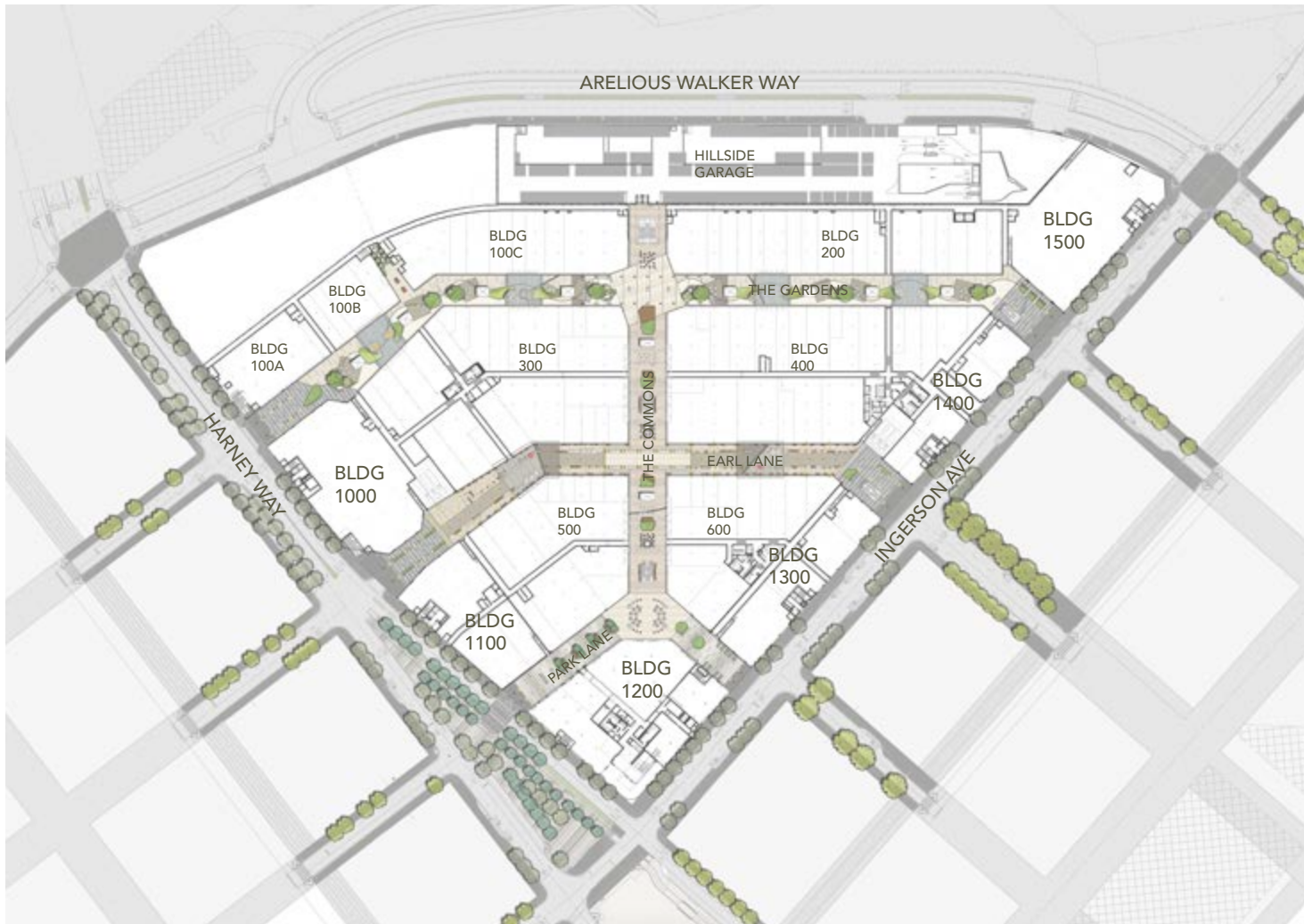
Storefront elements shall de-emphasize linear or boxy forms by the use of recesses, angles, curves, gables and material changes in both vertical and horizontal views.



AREA MAP

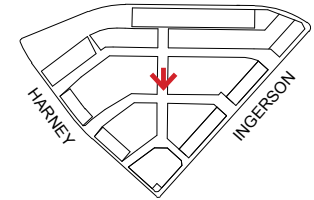


SITE PLAN



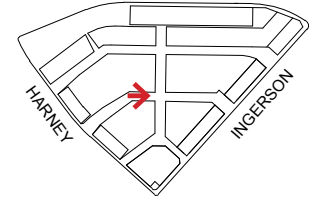
RENDERING

VIEW DOWN CANDLESTICK COMMONS AT EARL LANE



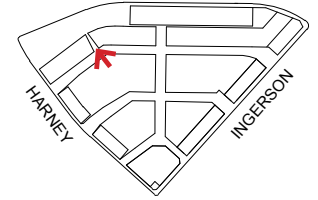
RENDERING

VIEW DOWN EARL LANE TOWARDS COMMONS



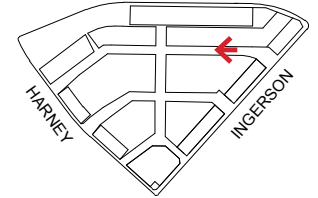
RENDERINGS

VIEW OF JAMESTOWN LANE



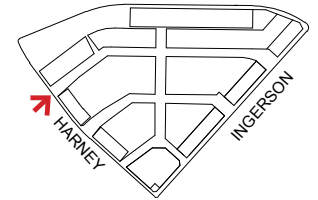
RENDERINGS

VIEW OF GARDEN ROOMS IN THE GARDENS



RENDERINGS

VIEW OF 9TH STREET PLAZA AND GARDENS ENTRANCE



CONTACT DIRECTORY

OWNER/DEVELOPER

Macerich
401 Wilshire Blvd # 700,
Santa Monica, CA 90401

Five Point
One Sansome Street, Suite 3200
San Francisco, CA 94104

TENANT COORDINATOR

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Macerich
11411 N Tatum Blvd
Phoenix, AZ 85028
602.953.6259

CITY AGENCIES

COUNTY AGENCIES

MASTER ARCHITECT

SmithGroupJJR
301 Battery Street, 7th Floor
San Francisco, CA 94111

RETAIL ARCHITECTS

Field Paoli
150 California Street, 7th Floor
San Francisco, CA 94111

Robin Chiang & Co.
381 Tehama Street
San Francisco, CA 94103

CIVIL ENGINEERS

Langen Treadwell Rollo
555 Montgomery St., Suite 1300
San Francisco, CA 94111

Benjamini Associates Inc.
720 York Street, Suite 114
San Francisco, CA 94110

LANDSCAPE ARCHITECTS

StudioOutside
824 Exposition Avenue
Dallas, TX 75226

CREO
58 Maiden Lane, 3rd Floor
San Francisco, CA 94108

MEP ENGINEER

AEI Engineers
123 Mission Street, 7th Floor
San Francisco, CA 94105

Meyers+Engineers
150 Spear Street, Suite 700
San Francisco, CA 94105

Bay Area Consulting Engineers
311 California Street, Suite 720
San Francisco, CA 94104

SUSTAINABLE DESIGN

Atelier 10
450 Geary Street, Suite 200
San Francisco, CA 94102

CODE/FIRE CONSULTING

The Fire Consultants Inc.
1981 N. Broadway, Suite 400
Walnut Creek, CA 94596

ADA CONSULTING

Kim R. Blackseth Interests Inc.
1040 Main St.
Napa, CA 94559

ACOUSTICAL CONSULTING

Mei Wu Acoustics
3 Twin Dolphin Drive, Suite 190
Redwood City, CA 94065

SIGNAGE/GRAPHIC DESIGN

RSM Design
160 Avenida Cabrillo
San Clemente, CA 92672

Kate Keating Associates Inc.
1045 Sansome St., Suite 202
San Francisco, CA 94111

BUILDING TYPE

Multi-level mixed-use regional shopping center of approximately 635,000 square feet of Gross Building Area.

Classification:

Type II-B construction, unless noted otherwise, with mercantile, business, assembly, and storage occupancies.

Classification by building:

- 100 - Type II B
- 200 - Type II B
- 300 - Type II B
- 400 - Type II B
- 500 - Type II B
- 600 - Type II B
- 1000 Retail - Type I
- 1100 Retail - Type I
- 1200 Retail - Type I A
- 1300 Retail - Type I
- 1400 Retail - Type I
- 1500 Retail - Type I

BUILDING CODE INFORMATION

The following is a general reference list of applicable codes. It is the sole responsibility of the Tenant's Architect, Engineer(s) and Contractor(s) to comply with all applicable federal, state, local codes and ordinances for their occupancy type.

Applicable Codes:

Currently adopted edition of the California Building Code as amended and adopted by City of San Francisco.

Note: Prior to the commencement of construction, building and other permits shall be obtained by Tenant and posted in a prominent place within the Premises. All Tenant improvements must comply with governing building codes in effect at the time the application for the building permit is submitted. The Tenant is required to determine the jurisdiction and comply with all applicable code requirements. The Tenant shall secure their own building permits. All Tenants involved in food sales or service shall submit plans for review and approval by the local health department.

GLOSSARY

Common Area

Any and all areas within the Mall, which are not leasable to a Tenant including public areas, service corridors, etc.

Demising Walls

Common wall between individual Tenant spaces. The wall shall extend from the floor slab to the underside of the second floor or roof deck (This does not apply in every case). The demising walls are to maintain a one (1) or two (2) hour fire rating dependent upon the Tenant use and the governing codes.

Design Control Area “DCA”/Display Area

The DCA (Design Control Area) is all areas within the neutral frame and Lease Lines and areas designated or Tenant’s storefront and sign locations. The DCA is measured from the Lease Line to a specific distance beyond the innermost Point of Closure “POC” of the Premises and extends the full width and height of the Tenant’s Premises. The Tenant is responsible for the design, construction and all costs for work within the DCA. This area has been defined more explicitly in the Architectural Design portion of the Tenant Criteria.

Hazardous Materials

Any substance that by virtue of its composition or capabilities, is likely to be harmful, injurious or lethal. For example: asbestos, flammables, PCB’s, radioactive materials, paints, cleaning supplies, etc.

Lease Line

Line establishing the limit of the leasable space. The Premises with all the Floor Area (GLA) provided in the Lease. Dimensions of the Tenant Premises are determined in the following manner:

1. Between Tenants: center line of demising wall.
2. At exterior wall: to outside face of exterior wall.
3. At corridor(s), stairwells, etc.: to corridor or stairwell side of wall.
4. At service or equipment rooms: to service or equipment room side of wall.
5. Neutral pier(s) are NOT subtracted from floor area.
6. No deduction to the GLA shall be made for any ducts, shafts, conduits, columns or the like within the lease space unless such items exceed one percent (1%) of the GLA in which case the Premises shall be subject to a remeasure at the Tenant’s sole cost.

Lease Outline Diagram “LOD”

At the Landlord’s sole discretion, a Lease Outline Diagram (LOD) may be provided. The LOD shall show the legal extent of the Tenant Premises as defined the Tenant Lease. The Landlord makes no warranty as to the accuracy of anything shown or represented on the LOD and such information whether shown or not is the responsibility of the Tenant to field verify.

Neutral Piers/Neutral Strip

A uniform frame separating the Tenant’s storefront, which may or may not be provided by the Landlord.

Point of Closure “POC”

A real or imaginary demarcation such as the center line of the Glass or any Entry Door(s) in their fully closed position.

Recessed Storefront

Any portion of the storefront located behind the Lease Line, the area between the Lease Line, the Point of Closure (POC) and the storefront shall be considered part of the design control area.

Service Corridors

A part of the common area used primarily for deliveries, employee entrance and fire exits for the Tenant space and generally not used by the public.

TENANT'S WORK DEFINED

"Tenant's Work" means all work of improvement to be undertaken upon the Premises (excluding Landlord's Work, if any), including, without limitation, all related documents, permits, licenses, fees and costs, all of which shall be at the sole cost and expense of Tenant. Tenant's Work shall include, without limitation, the purchase, installation and performance of the following:

Engaging the services of a licensed architect ("Tenant's Architect") to prepare the Preliminary Documents, Construction Documents and the As-Built Documents.

1. Preparation of originals and copies of the Preliminary Documents, Construction Documents and As-Built Documents.
2. Fees for plan review by Landlord and local governmental authorities.
3. Such other improvements as Landlord shall require per the Lease to bring the Premises into first-class condition based upon Landlord's reasonable standards of appearance, materials, specifications, design criteria and Landlord Approved Final Plans for the Center, as well as that part of the Center in which the Premises are located.

Working Environment:

Tenant, at Tenants sole cost and expense, must ensure the following:

1. All tradespersons entering the job site must be current members of a local building trades union and must, at all times, carry on their person such evidence of proof of their membership.
2. All transportation of ready-mix, asphalt, aggregate, sand, other fill material or debris must be performed by current local building trade union.
3. All Tenant contractors must be willing to sign an "Agreement to be Bound" prior to commencement of construction.

LANDLORD'S WORK DEFINED

General

Landlord's Work Defined. "Landlord's Work" means the work, if any, which Landlord is expressly obligated to undertake in accordance with the Lease. Landlord shall have no obligation to improve, remodel, alter or otherwise modify or prepare the Premises for Tenant's occupancy.

Center

Landlord or its predecessor-in-interest has constructed the Center, and the Building and other improvements upon the Center (exclusive of improvements constructed by or on behalf of each present and prior Occupant of the Center). For the purpose of all Tenant Criteria Manuals, all references to Preliminary/Construction "Plans" are considered the same as Preliminary/Construction "Documents".