



SAN FRANCISCO PLANNING DEPARTMENT

Letter of Determination

October 26, 2016

John Kevlin
Reuben, Junius & Rose, LLP
One Bush Street, Suite 600
San Francisco, CA 94104

Name:	Hampton Creek, Inc.
Site Address:	No Address Specified
Staff Contact:	Corey Teague, (415) 575-9183 or corey.teague@sfgov.org
Record No.:	2016-010222ZAD

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Dear Mr. Kevlin:

This letter is in response to your request for a Letter of Determination regarding the proper use classification for Hampton Creek, Inc. ("Hampton Creek"). The request seeks a confirmation that the subject use is a combination of Laboratory, Light Manufacturing, and Wholesale uses, and does not seek a determination about whether the use would be allowed at a specific property.

Background

As noted in your letter (dated July 18, 2016), Hampton Creek develops "novel food products using plant-based ingredients...Using plant proteins in place of ingredients like butter and eggs...and...using its research to compile a library of edible plants that would easily show what plants are well suited for certain tastes and consistencies, and what plants may achieve those tastes and consistencies under the most environmentally sustainable and nutritious conditions." This is achieved, in part, by using advanced robotics machines to "screen materials in high throughput fashion in order to examine the protein composition of the plant materials," and analyzing and characterizing "the properties of the plant materials and their relevance to different food products." All resulting foods would be developed using "a combination of proprietary and commercial ingredients, all of which are approved for use in food by appropriate regulatory bodies, such as the FDA." This plant analysis would use open, collaborative spaces (including worktables), large robotics equipment, and industrial test kitchens.

Beyond the analysis of plant materials, Hampton Creek also processes specific food products. This processing would include a "food pilot plant, the milling pilot plant, and the protein separation pilot plant," which are used to "complete small scale production test runs of new products for sample distribution and scalability testing. Hampton Creek also needs space for shipping, receiving, and storage, as well as administrative offices.

Planning Code Definitions

As noted in your letter, the Planning Code contains definitions for Laboratory use that include various types of laboratories.

Planning Code Section 890.52 defines Laboratory as follows (Section 102 provides a nearly identical definition):

Laboratory shall mean space within any structure intended or primarily suitable for scientific research. The space requirements of uses within this category include specialized facilities and/or built accommodations that distinguish the space from office uses (as defined in Section 890.70), light manufacturing (as defined in Section 890.54(a)), or heavy manufacturing (including uses listed in 226(g) through 226(w)). Examples of laboratories include the following:

- (a) *Chemistry, biochemistry, or analytical laboratory;*
- (b) *Engineering laboratory;*
- (c) *Development laboratory;*
- (d) *Biological laboratories including those classified by the Centers for Disease Control (CDC) and National Institutes of Health (NIH) as Biosafety level 1, Biosafety level 2, or Biosafety level 3;*
- (e) *Animal facility or vivarium, including laboratories classified by the CDC/NIH as Animal Biosafety level 1, Animal Biosafety level 2, or Animal Biosafety level 3;*
- (f) *Support laboratory;*
- (g) *Quality assurance/Quality control laboratory;*
- (h) *Core laboratory.*

Planning Code Section 890.54 defines Light Manufacturing use, in part, as follows:

A commercial use, including light manufacturing, wholesale sales, and storage, as defined in Subsections (a), (b), (c), and (d) below.

(a) *Light Manufacturing. A nonretail use which provides for the fabrication or production of goods, by hand or machinery, for distribution to retailers or wholesalers for resale off the premises, primarily involving the assembly, packaging, repairing, or processing of previously prepared materials, when conducted in an enclosed building having no openings other than fixed windows or exits required by law located within 50 feet of any R District. Light manufacturing uses include production and custom activities usually involving individual or special design, or handiwork, such as the following fabrication or production activities defined by the Standard Industrial Classification Code Manual as light manufacturing uses:*

- (1) *Food processing, not including mechanized assembly line production of canned or bottled goods;*
- (2) *Apparel and other garment products;*
- (3) *Furniture and fixtures;*
- (4) *Printing and publishing of books or newspaper;*
- (5) *Leather products;*

- (6) Pottery;
- (7) Glass blowing;
- (8) Measuring, analyzing, and controlling instruments; photographic, medical and optical goods; watches and clocks.

It shall not include the chemical processing of materials or the use of any machine that has more than five horsepower capacity, nor shall the mechanical equipment required for the use, together with related floor space used primarily by the operators of such equipment, in aggregate occupy more than ¼ of the total gross floor area of the use.

It shall be not include a trade shop, as defined in Section 890.124 of this Code, or a heavy industrial use subject to Section 226(e) through (w) of this Code. It shall not include general or heavy manufacturing uses, not described in this Subsection (a).

(b) Wholesale Sales. A nonretail use which exclusively provides goods or commodities for resale or business use, including accessory storage. It shall not include a nonaccessory storage warehouse.

Planning Code Section 102 defines Food, Fiber and Beverage Processing 1 as follows:

Food, Fiber and Beverage Processing 1. An Industrial use that involves the processing of food-stuffs, agricultural fibers, and beverages with a low potential for noxious fumes, noise and nuisance to the surrounding area including but not limited to bottling plants, breweries, dairy products plant, malt manufacturing or processing plant, fish curing, smoking, or drying, cereal manufacturing, liquor distillery, manufacturing of felt or shoddy, processing of hair or products derived from hair, pickles, sauerkraut, vinegar, yeast, soda or soda compounds, meat products, and fish oil. This use does not include the processing of wood pulp, and is subject to the operating conditions outlined in Section 202.2(d).

Determination

Based upon the information provided in your request letter, it is my determination that Hampton Creek may be a combination of several uses, depending on the size and relationship of each use within any particular project or property. These uses include Laboratory (Sections 102 and 890.52), Light Manufacturing (Section 890.53), Food, Fiber and Beverage Processing 1 (Section 102), General Office or Office Use (Sections 102 and 890.70). Specifically, the Laboratory determination is due to the focus on analytical work and the means and methods of research as described in your request.

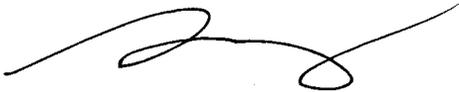
Please note that a Letter of Determination is a determination regarding the classification of uses and interpretation and applicability of the provisions of the Planning Code. This Letter of Determination is not a permit to commence any work or change occupancy. Permits from appropriate Departments must be secured before work is started or occupancy is changed.

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October 26, 2016
Letter of Determination
Hampton Creek, Inc.

APPEAL: If you believe this determination represents an error in interpretation of the Planning Code or abuse in discretion by the Zoning Administrator, an appeal may be filed with the Board of Appeals within 15 days of the date of this letter. For information regarding the appeals process, please contact the Board of Appeals located at 1650 Mission Street, Room 304, San Francisco, or call (415) 575-6880.

Sincerely,



Scott F. Sanchez
Zoning Administrator

cc: Citywide Mailing List

REUBEN, JUNIUS & ROSE, LLP

July 18, 2016

Via Hand Delivery

Mr. Scott Sanchez, Zoning Administrator
San Francisco Planning Department
1650 Mission Street, 4th Floor
San Francisco, CA 94103

R # 2016-010222 ZAD
CK # 26985 \$ 649 -
C. TEAGUE

Re: Request for Written Determination
Subject: Hampton Creek Use Determination
Our File No.: 10360.01

Dear Mr. Sanchez:

This office represents Hampton Creek, Inc., a food technology company that is working to find new ways to utilize plants in food products in order to make healthier, more affordable food that has less impact on the environment. The company expects to outgrow its current location within the next year, and is looking to find a larger space elsewhere in San Francisco. In order to better understand its relocation options, we are seeking a written determination confirming that Hampton Creek is a combination of laboratory use, light manufacturing use, and wholesale shipping, receiving and storage use, pursuant to Planning Code Section 102.

I. Background

Hampton Creek's mission is to develop novel food products using plant-based ingredients. The company's product line currently includes mayonnaise, dressings, cookie dough, cookies, and bakery mixes—all of which are made without butter or eggs. (Nutrition information is attached as **Exhibit A**). Using plant proteins in place of ingredients like butter and eggs makes Hampton Creek foods more affordable and lower in cholesterol and sodium than their traditionally produced counterparts, it also lowers production costs and cuts down on the carbon emissions typically associated with food production. In addition to developing and producing new plant-based food products, the company is also using its research to compile a library of edible plants that would easily show what plants are well suited for certain tastes and consistencies, and what plants may achieve those tastes and consistencies under the most environmentally sustainable and nutritious conditions.

Hampton Creek's research and development process proceeds as follows:

- The company begins by processing plant materials such as beans, peas, seeds, roots, leaves and grasses into flour or mash by hulling, milling or pressing.

James A. Reuben | Andrew J. Junius | Kevin H. Rose | Daniel A. Frattin | John Kevlin
Jay F. Drake | Lindsay M. Petrone | Sheryl Reuben¹ | Tuija I. Catalano | Thomas Tunny
David Silverman | Melinda A. Sarjapur | Mark H. Loper | Jody Knight | Stephanie L. Haughey
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1. Also admitted in New York 2. Of Counsel 3. Also admitted in Massachusetts

- Next, advanced robotics machines screen the materials in high throughput fashion in order to examine the protein composition of the plant materials.
- Scientists then analyze and characterize the properties of the plant materials and their relevance to different food products. (For instance, will a particular protein produce foam or bind with water when used in a beverage application?)
- When proteins are found that have potential to be used as ingredients, process chemists evaluate whether the particular protein can be separated from the plant material and produced on a large scale for development into food products.
- A culinary innovation team that includes commercial chefs and food scientists then integrates the materials into new food products by formulating high-potential proteins along with more traditional ingredients.

All of Hampton Creek's foods are developed and made using a combination of proprietary and commercial ingredients, all of which are approved for use in food by appropriate regulatory bodies, such as the FDA. (Representative ingredient list attached as **Exhibit B**.)

II. Planning Code Analysis

Planning Code Sections 102 and 890.52 set forth two nearly identical definitions for laboratory. The Section 102 definition reads as follows:¹

A Non-Retail Sales and Services Use intended or primarily suitable for scientific research. The space requirements of uses within this category include specialized facilities and/or built accommodations that distinguish the space from Office uses, Light Manufacturing, or Heavy Manufacturing. Examples of laboratories include the following:

- (a) Chemistry, biochemistry, or analytical laboratory;
- (b) Engineering laboratory;
- (c) Development laboratory;
- (d) Biological laboratories including those classified by the Centers for Disease Control (CDC) and National Institutes of Health (NIH) as Biosafety level 1, Biosafety level 2, or Biosafety level 3;
- (e) Animal facility or vivarium, including laboratories classified by the CDC/NIH as Animal Biosafety level 1, Animal Biosafety level 2, or Animal Biosafety level 3;

¹ The only substantive difference in the Section 890.52 definition is that it does not specify that a laboratory use is a non-retail sales and services use.

- (f) Support laboratory;
- (g) Quality assurance/Quality control laboratory;
- (h) Core laboratory.

As outlined above, Hampton Creek scientists analyze hundreds of thousands of plants and seeds to find those with proteins that can be used as ingredients in the company's innovative food products. Once a plant material is identified that has the desired protein properties, the proteins are separated out and turned into a usable ingredient. From there, Hampton Creek's culinary team uses the plant-based material to develop and test new food products.

This work requires open, collaborative spaces, large robotics equipment, open worktables, and industrial test kitchen stations. (Photos of Hampton Creek's current research and development and kitchen laboratory spaces are attached as **Exhibit C.**) On-site pilot plants are used for production test runs, which allow Hampton Creek to determine whether a new product is scalable for mass production and distribution.

The Planning Code does not define the "development laboratory," "chemistry, biochemistry, or analytical laboratory," and "engineering laboratory" laboratory categories in subsections (a) through (c) of Planning Code Sections 102 or 890.52. However, based on the first two sentences of both sections, it is reasonable to conclude that a development laboratory is one in which scientific research is used to develop new products in a space with specialized facilities that distinguish the space from office uses, light manufacturing, or heavy manufacturing uses. Accordingly, as a company using scientific research to develop new plant-based materials to make innovative food products, in a space that accommodates large robotics equipment, open worktables, and industrial kitchen equipment, Hampton Creek fits squarely within the development laboratory category of Planning Code Sections 102 and 890.52.

III. Hampton Creek Use of Space

Hampton Creek divides the space at its current location into three primary areas, and expects to employ a similar usage of space at its next facility.

- **Development Laboratory.** The bulk of the space is occupied by the development laboratory facilities. As mentioned in Section II, the laboratory space consists of large robotics and high-precision machines that analyze and characterize plant materials for properties relevant to food products. The development laboratory space also includes large open work tables and culinary research and development kitchens. (Photos of the development laboratory and test kitchens are attached at **Exhibit C.**) Per the discussion in the previous section, this should be categorized as a **laboratory** use.

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- **Food Preparation.** Light manufacturing uses occupy the next largest bulk of space. These areas include the food pilot plant, the milling pilot plant, and the protein separation pilot plant, and are used to complete small scale production test runs of new products for sample distribution and scalability testing. Since the definition expressly lists "food processing" as a sub-category, this should be categorized as a **light manufacturing** use.
- **Shipping, Receiving, Storage.** A third block of area at the current facility is used for storage and distribution—including the receiving and storage of research and development inventory, and the packing and shipping of outgoing product requests and VIP samples, as well as test samples to large scale production laboratories. (Photos of the storage and distribution area are also attached at **Exhibit C.**) This should be categorized as a **wholesale shipping, receiving and storage** use.
- **Administrative Office Space.** Hampton Creek's operations also include space for administrative staff, including marketing, creative, human relations and executive positions. This is an office use and would be limited to one-third or less of any space Hampton Creek establishes in a zoning district that does not permit office use.

IV. Hampton Creek Employment

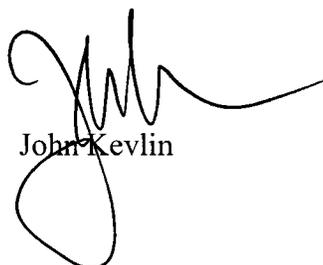
Hampton Creek currently employs 156 people at its San Francisco facility. Approximately 35 percent of those employees operate in production based positions that do not require a college degree—these positions include culinary development staff, kitchen and laboratory support staff, and shipping, receiving, and inventory employees. The remaining staff positions include laboratory scientists and creative/administrative functions.

V. Written Determination Request

Based on the foregoing, we respectfully request a written determination that Hampton Creek's operations are defined by the Planning Code as discussed in section III. Enclosed is a check in the amount of \$645 made payable to the San Francisco Planning Department. Please feel free to contact me should you have any questions.

Very truly yours,

REUBEN, JUNIUS & ROSE, LLP



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Mr. Scott Sanchez
Zoning Administrator
July 18, 2016
Page 5

Enclosures

EXHIBIT A

Cookie Dough

Nutrition Information and Ingredients

Nutrition Facts

Serving Size 1 Cookie / 1 Tablespoon (24g)

Amount Per Serving

Calories 100 Calories from Fat 45

% Daily Value

Total Fat 5g 8%

Saturated Fat 2.5g 13%

Trans Fat 0g

Cholesterol 0mg 0%

Sodium 70mg 3%

Total Carbohydrate 15g 5%

Dietary Fiber 1g 4%

Sugars 8g

Protein 1g

Vitamin A 0% Vitamin C 0%

Calcium 0% Iron 6%

INGREDIENTS: Wheat Flour, Evaporated Condensed Milk, Sugar, Semi-Sweet Chocolate Chips (Sugar, Unsweetened Chocolate, Cocoa Butter, Dextrose, Soy Lecithin, Natural Vanilla Extract), Palm Oil, Water, Molasses, Canola Oil. Contains 2% or less: Whole Spelt Flour, Invert Sugar, Natural Flavors, Salt, Baking Soda, Oat Bran, Soy Lecithin, Oat Fiber, Xanthan Gum, Alginate.

Contains: Wheat, Soy.



nongmoproject.org

Chocolate Chip Cookie

Nutrition Information and Ingredients

Chocolate Chip

Serving Size (43g)	
Amount Per Serving	
Calories 190	Calories from Fat 80
%Daily Value	
Total Fat 9g	14%
Saturated Fat 4.5g	23%
Trans Fat 0g	
Cholesterol 0mg	0%
Sodium 70g	3%
Potassium 60g	2%
Total Carbohydrate 26g	9%
Dietary Fiber 1g	4%
Sugars 15g	
Protein 2g	
Vitamin A 0%	Vitamin C 0%
Calcium 0%	Iron 10%

INGREDIENT STATEMENT

Enriched Wheat Flour (Malted Barley Flour, Niacin, Reduced Iron, Thiamine Mononitrate, Riboflavin, Folic Acid), Chocolate Chips (Sugar, Unsweetened Chocolate, Cocoa Butter, Dextrose, Soy Lecithin, Natural Vanilla), Sugar, Palm Oil, Brown Sugar, Water, Whole Sorghum Flour, Invert Sugar, Natural Flavor, Salt, Baking Soda, Oat Fiber, Oat Bran, Xanthan Gum, Algin.

Contains: Wheat, Soy.

Mayo

Nutrition Information and Ingredients

Serving Size 1 Tablespoon (14g)	
Amount Per Serving	
Calories 90	Calories from Fat 90
%Daily Value	
Total Fat 10g	15%
Saturated Fat 1g	5%
Trans Fat 0g	
Cholesterol 0mg	0%
Sodium 80mg	3%
Total Carbohydrate 0g	0%
Dietary Fiber 0g	0%
Sugars 0g	
Protein 0g	
Vitamin A 0%	Vitamin C 0%
Calcium 0%	Iron 0%

INGREDIENT STATEMENT

Canola Oil, Water, White Vinegar, 2% or less of the following: Organic Sugar, Salt, Pea Protein, Spices, Modified Food Starch, Lemon Juice Concentrate, Fruit and Vegetable Juice (color), Calcium Disodium EDTA (to preserve freshness).



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EXHIBIT B

Hampton Creek – Ingredients List

All Purpose Flour	Maltodextrin
Apple Cider Vinegar	Molasses
Baking Powder	Mustard
Baking Soda	Oats
Balsamic Vinegar	Olive Oil
Beet Syrup	Onion
Black Pepper	Orange Juice Concentrate
Bread Flour	Oregano
Brown Sugar	Palm Shortening
Cake Flour	Paprika
Calcium Chloride	Pastry Flour
Calcium Disodium EDTA	Peanut Butter
Canola Oil	Phosphoric Acid
Capers	Potassium Sorbate
Chili Pepper	Raisins
Chipotle	Raspberry Puree
Chives	Red Bell Pepper
Chocolate Chips	Rice Wine Vinegar
Cinnamon	Salt
Citric Acid	Shiitake Mushroom
Cocoa Powder	Sodium Benzoate
Cumin	Soy Lecithin
Dill Relish	Soy Sauce
Garlic	Sriracha Sauce
Ginger	Sugar
Hemp Seeds	Toasted Sesame Seeds
Horseradish	Tomato Paste
Invert Sugar	Vanilla
Lactic Acid	White Distilled Vinegar
Lemon Juice Concentrate	White Wine Vinegar
Lime Juice Concentrate	Worcestershire Sauce
Macadamia Nuts	Xanthan Gum

EXHIBIT C

Development Laboratory — Robotics Machines:



Development Laboratory — Research and Development:



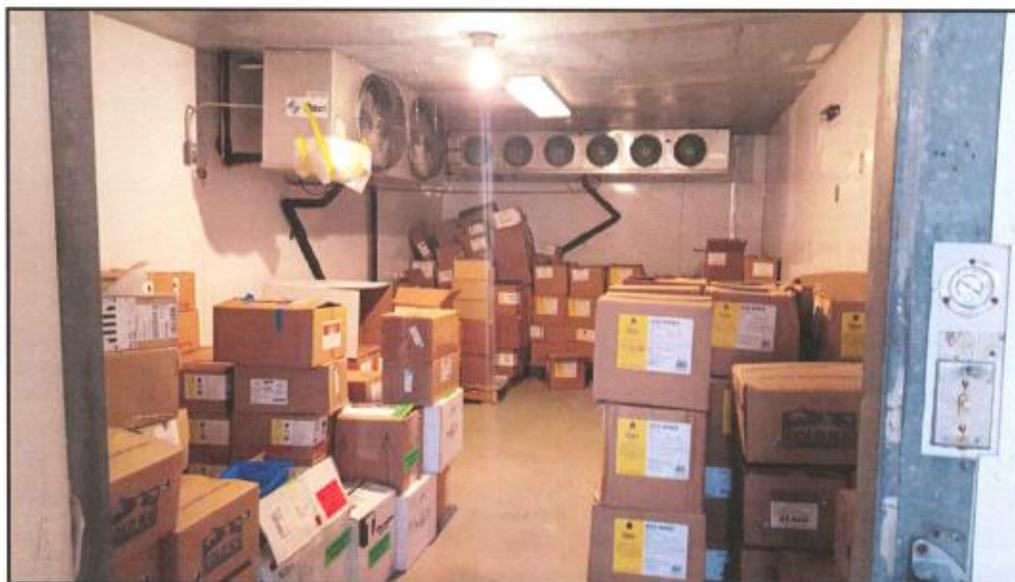
Development Laboratory — Culinary Research and Development:



Development Laboratory — Test Kitchen:



Inventory Receiving Area:



Fulfillment, Storage, and Distribution:

