

From: Jennifer Ott <jott@alamedaca.gov>
Sent: Tuesday, July 18, 2023 12:28 PM
To: Kylie Alsofrom <kyliea@science.xyz>
Cc: Krista Kim <krista@valencelaw.com>; Pooja Gill <poojag@science.xyz>; Andrew Thomas <athomas@alamedaca.gov>; CMAAdmin <cmadmin@alamedaca.gov>
Subject: RE: [EXTERNAL] Science Corporation and Building 11

Hello Kylie:

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I'd be happy to meet with you. I leave tomorrow on vacation, but could meet when I get back during the week of 8/7. I'd also bring Andrew Thomas, the Interim Base Reuse and Economic Development Director. I've cced our admin team so they can work with you to find a time to meet.

Looking forward to meeting and building a strong partnership with you as well!

Thanks,

Jen

From: Kylie Alsofrom <kyliea@science.xyz>
Sent: Tuesday, July 18, 2023 10:44 AM
To: Jennifer Ott <jott@alamedaca.gov>
Cc: Krista Kim <krista@valencelaw.com>; Pooja Gill <poojag@science.xyz>
Subject: [EXTERNAL] Science Corporation and Building 11

Hi Ms. Ott,

I hope you have been well. I am reaching out in hopes of setting up a conversation with you and our CEO, Max Hodak. We are very excited about the prospect of Building 11! We have sent our redlined version of the lease, but thought it would be a good idea to connect with you to discuss our high level plans to ensure we are in alignment with the future of Building 11. Along with ensuring lease negotiations progress smoothly, it is ultimately our goal to work with you to build a strong partnership with the city of Alameda.

Looking forward to connecting,

--

Kylie Alsofrom

Director of Operations

P: 510.871.2567 ext 105 **W:** Science.xyz



From: [Jennifer Ott](#) on behalf of [Jennifer Ott <jott@alamedaca.gov>](#)
To: [Andrew Thomas](#)
Subject: RE: [EXTERNAL] Science Corporation update
Date: Monday, August 7, 2023 4:37:06 PM
Attachments: [image001.png](#)

Is this getting resolved? Should we talk about when we meet with the leasing team?

From: Andrew Thomas <athomas@alamedaca.gov>
Sent: Tuesday, July 18, 2023 9:16 PM
To: Jennifer Ott <jott@alamedaca.gov>
Subject: Fwd: [EXTERNAL] Science Corporation update

Andrew Thomas,

REDACTED

Begin forwarded message:

From: John McManus/USA <John.McManus@cushwake.com>
Date: July 18, 2023 at 7:16:36 PM PDT
To: Andrew Thomas <athomas@alamedaca.gov>, Scott Watson <swatson@alamedaca.gov>, Simon Adams <sadams@nossaman.com>, Brenda Lin <blin@nossaman.com>
Cc: Ted Anderson/USA <Ted.Anderson@cushwake.com>, Andrew Schmieder/USA <Andrew.Schmieder@cushwake.com>
Subject: [EXTERNAL] Science Corporation update

Hello Team – when I read the Science Corp redline draft of the Lease, I identified three significant business point issues. In the interest of being as efficient as possible with our time, I reached out to their representatives for clarification. These are the issues:

1. Language around Prevailing Wage in section 26.4 and elsewhere. They have given me assurances that this issue was a misunderstanding on their part and they will comply, so I am comfortable we can resolve to everyone's satisfaction.
2. Section 10.5 as it relates to the escrow of funds intended for Capital Repair credits. They pushed back on this concept, which is a concern. In conversation, I feel comfortable now that this is an issue that we can reach agreement on in some form.
3. In Section 6.1 they added language asserting their right to keep animals on the Premises, which raised a number of questions for me. It turns out that they plan to build a vivarium, initially for mice and rabbits and later for a "colony of non-human primates," their words. This is part of their research, which includes an operating room for inserting their implants into animals. Science assures me that they comply with all FDA regulations and other conventions in this work,

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and I don't have any reason to doubt them. But I am also aware that a vivarium is something that may cause concern for the Council and the public, so I think it is something that needs to be socialized before we go too deep in this process, certainly well before any public hearing. The Science representative that I spoke with says that when the Mayor visited their current location, they explained the operation in full, including showing her the operating room. My understanding is that the Mayor continues to be a supporter of this tenant, so if they were indeed candid about the use, that is a positive. Nonetheless, I think we need to double check this so that the public discourse doesn't get ahead of us on what could be a sensitive topic.

Happy to discuss this in more detail if that will be helpful. Thanks.

John H. McManus, MCR, CCIM
Vice Chairman
Brokerage Services
CA License 01129064

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From: Kylie Alsofrom <kyliea@science.xyz> on behalf of Kylie Alsofrom <kyliea@science.xyz>
To: Andrew Thomas
Sent: 8/25/2023 2:45:52 PM
Subject: Re: ScienceCorp Staff Report 7 August 2023

Hi Andrew,

Thank you so much for sending this along. We had a chance to review and overall everything looks good. The only thought I have is that you may not need the sentence "We understand these to include mice, rabbits and non-ape primates and are typical for research uses such as this." I would recommend sharing this information if asked, but perhaps don't need it in report. This is completely up to you and your discretion, that is the only thing that stood out to me.

Have a great weekend,

Kylie

On Thu, Aug 24, 2023 at 4:35 PM Andrew Thomas <athomas@alamedaca.gov> wrote:

Kylie: This is not complete or public. I would appreciate your review and comment. Please feel free to suggest additional or changes in Track Changes.

- Andrew

--

Kylie Alsofrom
Director of Operations
P: 510.871.2567 ext 105 W: Science.xyz

On Wed, Oct 11, 2023 at 5:46 PM Kylie Alsofrom <kyliea@science.xyz> wrote:
Hi Abby,

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Thanks for chatting. Here are some times we are available for tours:

- Monday: 1pm or 3pm
- Tuesday 4pm or 5pm

Kylie

On Tue, Oct 10, 2023 at 10:28 PM Kylie Alsofrom <kyliea@science.xyz> wrote:
Hi Abby,

I am happy to coordinate a tour. Let me know how you would like me to coordinate. Can you share more about the ask for photos of the vivarium so I can understand the purpose of the images. We don't currently have pictures of the space.

Kylie

On Tue, Oct 10, 2023 at 12:02 PM Abby Thorne-Lyman <athornelyman@alamedaca.gov> wrote:

Hi Pooja and Kylie, please see request below and let us know who would be point of contact for CM Spencer (as well as the vivarium request)

Abby Thorne-Lyman (she/her)

Director

Base Reuse and Economic Development

City of Alameda

athornelyman@alamedaca.gov

REDACTED



From: Jennifer Ott <jott@alamedaca.gov>
Sent: Tuesday, October 10, 2023 11:23 AM
To: Abby Thorne-Lyman <athornelyman@alamedaca.gov>
Cc: Andrew Thomas <athomas@alamedaca.gov>
Subject: Science Corp Agenda Item - CM Spencer

Hello Abby:

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CM Spencer would like to tour existing Science Corp facility? Can you check to see if they are willing to tour her and if so, who should she contact? Also, she would like pictures of the vivarium added to agenda? Would they be willing to provide those?

Thanks,

Jen



On Oct 16, 2023 8:25 PM, Max Hodak <maxh@science.xyz> wrote:

Dear Alameda
City Council,

At

Science, we are developing advanced medical devices for serious unmet medical needs. Our first program is the Science Eye retinal prosthesis for patients who suffer from profound blindness due to rod-cone dystrophies such as retinitis pigmentosa and dry macular degeneration. These patients watch their vision dwindle over years until only spots of light are left, which today is completely irreversible.

There

have been prior commercial attempts at visual prostheses, but none with the potential to achieve single-neuron resolution, which is necessary to restore high-resolution vision to the brain. We hope to offer patients who have spent many years in darkness the ability to see their children's faces again, or the independence to walk across town on their own to buy coffee.

Our

therapies, alongside every other medical device and drug from pacemakers to paxlovid, require animal research as mandated by the FDA and regulated by the USDA. While recent legislation allows the FDA to consider evidence other than animal studies, FDA reviewers

and consultants have significant discretion in what they ask for, and they have told us through formal feedback that they require animal studies in order to seek approval for a first-in-human clinical trial in the US.

The

FDA Modernization Act cites a range of new tools, including induced pluripotent stem cells, artificial intelligence, and organoid technologies as alternatives to animal studies. We use all of these, but unfortunately they are only a partial substitute. This

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is fundamentally a scientific technical limitation: in an ideal world no animal testing would be required, but today there is no other source of the critical safety and efficacy data used to justify risking a human patient, requirements imposed by federal regulators. Personally, I believe there are often opportunities that make sense to go into human patients earlier than we do today, and would love to discuss FDA reform with anyone who will hear me, but on our path to reaching patients today this is not our call to make.

The

species we use and the number of each is based on a dialog with those regulators. For example, whether we can use only rabbits or if some primate studies will be required is an active topic of discussion between our regulatory team and the FDA. If primate studies are required, it is possible we could do them elsewhere than Alameda Point.

With

the complexity of our studies, it is not feasible to outsource them. Our vertical integration, where our electrical engineers are only a few steps from our surgeons and our stem cell biologists, is a key element of why we have been able to move as fast as we have in our two years of existence. Dividing the company would result in higher costs and longer timelines to reach patients, potentially even lowering the chance it reaches them at all.

The

medicines we develop involve gene and cell therapies, and if they reach patients will be among the most complex pieces of biotechnology to ever reach the clinic. The assertions by PCRM that there are alternatives which don't require testing, such as focused ultrasound or non-invasive electrical stimulation are not rooted in reality. If there were a non-invasive, wearable device that could be built to restore vision to patients, believe me, we would be building that instead. I have a family history of retinitis pigmentosa and grew up around it. It is hurtful for these groups to simply hand-wave away potential progress citing other technologies they do not understand which do not in fact work in the way they are suggesting.

As

for the Neuralink allegations, I really cannot speak for them, as I am still under NDA from my time there. But I will say the recent pressure campaign coverage is a heavy mischaracterization of the facts. I know the Neuralink animal care team cares deeply about animal welfare and follows standards far in excess of traditional guidelines. Not many companies try to retire animals to sanctuary, but Neuralink has invested in doing just that when appropriate. In response to PCRM's campaign, they have written a handful

of articles providing more context on PCRM's claims. You can find those articles here:

- <https://neuralink.com/blog/neuralink-s-commitment-to-animal-welfare/>
- <https://neuralink.com/blog/championing-the-3-rs/>
- <https://neuralink.com/blog/husbandry-refinement/>
- <https://neuralink.com/blog/environmental-enrichment/>
- <https://neuralink.com/blog/the-role-of-the-institutional-animal-care-and-use-committee/>

Further,

per public information, all of the records cited by PCRM are from the California National Primate Research Center at UC Davis under protocols approved by their Institutional Animal Care and Use Committee. All of that work was reviewed and monitored by a panel

of UC Davis faculty per

field standards. Further, the 2021 pig study they reference happened

after I had left the company, and I had no part in its design or implementation; all I know about it is from news articles.

At

Science we are developing very different technology than Neuralink, and accordingly the species we have to use are different. Regardless, we commit to following the same high standards as evidenced in those blog posts, and doing what we can to give our

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research

animals exceptional housing conditions and empower our vet med staff to provide the best possible care. All of this is regulated by the US Department of Agriculture, whose reports are public records, and who make unannounced inspections at least once a year in addition to responding to complaints.

The

Science Eye is the first in a range of devices we plan to announce over the coming years, each focused on a different critical unmet medical need. More is possible than many believe today, and I am confident that the coming years are going to be surprising. We feel a deep moral obligation to bring these innovations to patients who can benefit from them the most.

Due

to the nature of our operations, it is difficult to keep moving the company every few years as we outgrow facilities. Animal research is only a small part of what we do: the rest of the company needs highly-rated cleanrooms and extensive technical infrastructure.

Moving all of this is extremely disruptive and complex. Our goal is to put down roots and spend the next several decades investing in our community and growing to be valuable members of the Alameda Point community. I have spent several years searching the Bay Area for this home, and we have no runner up. I am convinced that Alameda Point will be a highlight of the whole Bay Area by the end of this decade. We would love to be part of that as we work towards bringing these important therapies to patients.

If

you have any questions, I can be flexible at your convenience to discuss further.

Thank

you for your consideration,

Max

Hodak

Science

Corporation

From: "Max Hodak" <maxh@science.xyz>
Sent: 10/16/2023 10:09:01 PM (-07:00)
To: "Jennifer Ott" <jott@alamedaca.gov>; "Abby Thorne-Lyman" <athornelyman@alamedaca.gov>
Subject: [EXTERNAL] Fwd: A letter from Science Corp

I would like to be as helpful as possible but I am also anxious about how some of this would be used tomorrow. If the City was serious about having biotech and felt that fully answering Councilmember Herrera Spencer's questions below was a condition of that, you could require transparency at the IACUC protocol level, which contains all of this information. I worry that would simply cause more activists to spend more time with us, but there are many levers the city could pull to effect a granular level of transparency if the people so demanded.

I'm trying to carefully think through my reply before I send something, but if you have any advice for me I would appreciate it!

Forwarded message

Sent from my iPhone

On Oct 16, 2023, at 10:25 PM, Max Hodak <maxh@science.xyz> wrote:

I'm sorry for the misunderstanding. We currently use rodent caging from Innovive and rabbit caging from Allentown. Over time, I want to shift to building animal housing ourselves, so we can build larger modular spaces that give much more volume for a full range of naturalistic behaviors compared to what you see in traditional facilities. We collaborate with zoo designers to develop these enclosures, and our goal is to create large social play spaces that can be instrumented such that our scientific tasks can be largely phrased as naturalistic behavior.

You can find USDA facility inspection records here: <https://aphis.my.site.com/PublicSearchTool/s/inspection-reports>

The form doesn't change the URL so I can't easily share the results, but if you put "Science Corporation" (or "Neuralink") into the "Customer/Organization Name" field, click Search, and then click the "View Inspection Reports" tab, you can see the list of prior inspection with summary results and a downloadable report. You can see that neither Neuralink nor Science have any records of citations of any kind, including Teachable Moments.

As for my comments about Jurassic Park, while I'm a strong supporter of conservation efforts, that was not meant to be a serious proposal.

On Mon, Oct 16, 2023 at 9:50 PM Trish Spencer <tspencer@alamedaca.gov> wrote:
Dear Mr. Hodak,

Thank you for this email.

I also want to take this opportunity to thank you for the tour of part of your facility at 1010 Atlantic this afternoon. I requested the tour because I'm interested in how the animals are cared for, housed, procedures and anticipated procedures that they are/will be used for, etc. I apologize if that was not communicated to you by staff prior to our tour.

None/minimal of that information was available today. As we were not allowed to see any animals, how/where they're housed, I reiterated my request for pictures, illustrations, etc.

I reviewed the videos you attached from Neuralink, the company you were previously involved with. While I appreciate seeing the animals interacting with employees playfully, I didn't see videos of how the animals are housed, of any surgeries, etc.

As you're seeking to lease public property, I believe that the public and Councilmembers have a right to know

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what will happen on their/public property if leased to your company.

I would also be interested in reviewing any public documents that you may be able to share that could bring transparency to what your company does currently and plans to do with the animals (e.g., what are the conditions of where they will reside, what type of animals, what scientific procedures will be performed on them, what happens to them after the procedures, etc.). You reference U.S. Department of Agriculture reports. Do you have any of those for review?

It is my understanding that your company seeks a 10 year lease, with two 5 year extensions for a maximum of 20 years. What is the maximum number of animals and types thereof that would be housed on the City property during that time? What would their cages/housing look like? What types of procedures will be conducted on them? What happens to the animals after the experiments?

Also, there are statements online attributed to you regarding Jurassic Park, species diversity, etc. Would you like to respond to those?

<https://www.cnet.com/science/no-elon-musks-neuralink-doesnt-have-tech-to-build-jurassic-park/>

Thank you for any information that you can provide to assist with this important decision.

Sincerely,

Trish Herrera Spencer
Councilmember
510-552-0555

< Abby Texts (2)



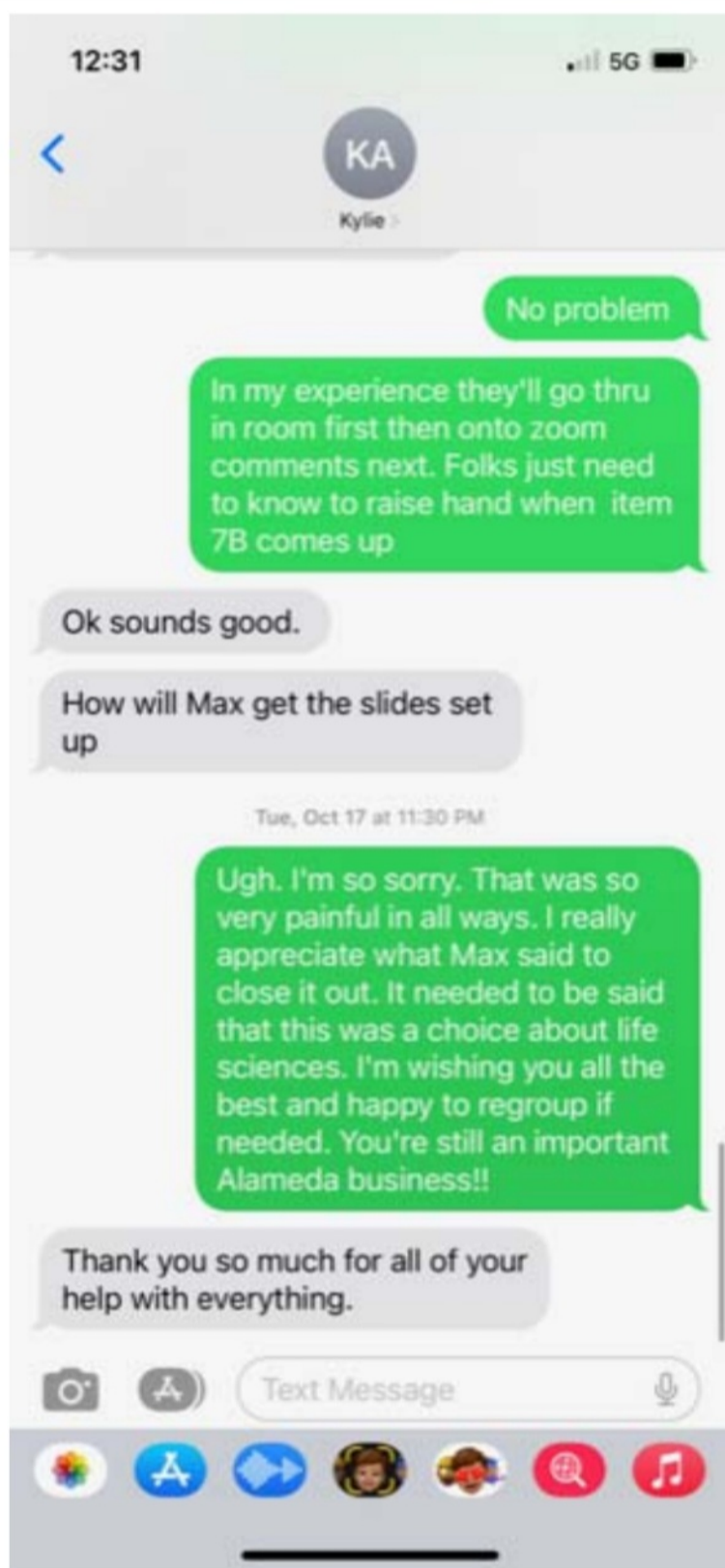
Lisa Cooper

From: Abby Thorne-Lyman
Sent: Monday, November 20, 2023 12:33 PM
To: Lisa Cooper; Alexis Krieg
Subject: Re: PRA 23-526

My texts are attached



< Abby Texts (2)



Sent from my iPhone

On Nov 20, 2023, at 12:27 PM, Lisa Cooper <lcooper@alamedacityattorney.org>

Hello,

We received a PRA for: all emails, texts, letter, documents from January 1, 2023 from Max Hodak and/or Science Corp (including his/their representatives, consultants, City staff (including City's agents to lease or sell City property) and/or City Council. I have already produced emails. Please forward me any texts from Max Hodak

Thank you, Lisa

Lisa K. Cooper

Administrative Services Coordinator

City of Alameda

Details
File #: 2023-3408
Type: Regular Agenda Item
Body: [City Council](#)

On agenda: 10/17/2023
Title: Introduction of Ordinance Authorizing the City Manager to Execute a Lease for Building 11 with Science Corp., Located at 1190 West Tower Avenue, at Alameda Point, Alameda California, for a Term of 10 Years with Two Extension Options (for Five Years Each). In accordance with California Environmental Quality Act (CEQA), this action is categorically exempt from further environmental review pursuant to CEQA Guidelines Section 15301 (Existing Facilities). (Base Reuse and Economic Development 29061822)

Attachments: [1. Exhibit 1 - Lease](#), [2. Ordinance](#), [3. Correspondence - Updated 10/16](#), [4. Presentation](#), [5. Correspondence from City Manager - Updated 10/17](#), [6. Correspondence - Updated 10/17](#), [7. Correspondence - Updated 10/18](#)

Text

Introduction of Ordinance Authorizing the City Manager to Execute a Lease for Building 11 with Science Corp., Located at 1190 West Tower Avenue, at Alameda Point, Alameda California, for a Term of 10 Years with Two Extension Options (for Five Years Each). In accordance with California Environmental Quality Act (CEQA), this action is categorically exempt from further environmental review pursuant to CEQA Guidelines Section 15301 (Existing Facilities). (Base Reuse and Economic Development 29061822)

To: Honorable Mayor and Members of the City Council

From: Jennifer Ott, City Manager

EXECUTIVE SUMMARY

Staff recommends that the City Council authorize the City Manager to execute a lease with Science Corporation (Science Corp) for Building 11 at Alameda Point for a term of ten years with two, five-year extension options. Science Corp is currently located in a smaller building on Atlantic Avenue in the Marina Village Business Park. The recommended lease will allow the growing company to expand its workforce and research and development activities to develop an implantable brain-machine interface that targets treating extreme disabilities, most notably blindness.

BACKGROUND

The City of Alameda (City) owns a former US Navy structure (Building 11) at Alameda Point. Building 11 is approximately 110,500 square feet in size and is located at 1190 West Tower Avenue. It was formerly occupied by Google and Makani. The building is now vacant.

In 2022, the City issued a Request for Proposals for potential tenants to re-occupy the vacant building. The City received six proposals for the building, including Science Corp's proposal. Based upon a review of the proposals and the City's leasing and economic development objectives for Alameda Point, staff initiated negotiations for a lease for the building with Science Corp.

Science Corp is a bio-technology company dedicated to solving some of medicine's most difficult and persistent problems. The company is currently focused on developing treatments for many forms of currently untreatable blindness by combining an optogenetic gene therapy with a small implant in the eye. In 2015, approximately 1.02 million people were blind, and 8.2 million people had vision impairment, however these numbers are anticipated to double by 2050 with 2.01 million people being blind and 16.4 million people being vision impaired in the United States. The company hopes to adapt their treatment to combat other neurological diseases such as ALS, spinal cord injury, and stroke.

DISCUSSION

The recommended lease (Exhibit 1) will allow Science Corp to continue and expand its research, design and development of a brain-machine interface technology at Alameda Point. Science Corp will use Building 11 for medical device research and development, clean manufacturing and production, administration, assembly, machining, and warehousing. The company's work requires use of a vivarium for live animals used in the research and development of the products, including mice, rabbits and non-ape primates, which are required for this type of research. The proposed uses for the building are consistent with General Plan policies for Alameda Point and the Adaptive Reuse subdistrict and consistent with the Alameda Municipal Code zoning requirements for the property.

This type of biotech research is highly regulated. To conduct their research, Science Corp holds permits and licenses from, and is annually inspected and reviewed by:

- United States Center for Disease Control and Prevention,
- United States National Institute of Health and Institutional Animal Care and Use Committee,
- United States Department of Agriculture,
- California Department of Public Health,
- California Department of Transportation,
- Alameda County Department of Environmental Health, and
- Alameda County Department of Toxic Substance Control.

The recommended lease commences January 1, 2024, for an initial term of 120 months (10-year), with an option for two, five-year extensions given that Science Corp provides a minimum of nine (9) months' notice of its desire to extend and that no more than 25% of the property is sub-leased to nonaffiliated use.

The base rent is set at \$1.10 per square foot per month (\$121,617.10 per month), which then increases by three and a half percent (3.5%) annually for duration of the lease term. In the first year, the lease provides that Science Corp will receive a rent credit for up to \$1,459,405.20 for expenses to improve the City owned building. All work on the property is subject to Prevailing Wage Law and requirements, and the City's Project Labor/Stabilization Agreement Resolution. Science Corp will utilize union general contractors, recognizing prevailing wage requirements, to provide bids for the premises shell and tenant improvement work.

The lease establishes a lease premise and an allowable area on the West and South sides of the building (shown in Exhibit A-2 of the lease) that may be fenced and screened to provide a secure area for the temporary storage of materials and containers. The lease premise and fencing provisions are designed to ensure that outdoor storage of materials or containers is screened from public view and that significant view corridors, identified in the Waterfront Town Center Specific Plan are preserved on the west side of the building, from West Tower Avenue to the Seaplane Lagoon. All fences will be subject to review by the City for consistency with Design Review regulations and standards.

In conclusion, staff believes that Science Corp. will continue to provide high quality employment opportunities in Alameda and complement the growing community of advanced technology businesses at Alameda Point, such as Saldrone, Pyka, and others. The Science Corp lease will also facilitate significant improvements to a City-owned real estate asset and provide important lease revenue to the City, which may be used for a variety of much needed activities at Alameda Point to improve infrastructure and maintain the existing historic building stock and cultural resources.

ALTERNATIVES

After opening the public hearing and considering all of the documents and testimony, City Council may consider three alternative courses of action, including:

- Approving the first reading of the ordinance authorizing the City Manager to execute a lease with Science Corp on the terms described in this staff report.
- Choosing not to approve the first reading and direct the City Manager to terminate negotiations with Science Corp. In this scenario, City Council should identify why Science Corp is not a suitable tenant for Alameda Point so that staff directs its pursuit of a new tenant that is suitable to the City Council.
- Choosing not to approve the first reading and direct the City Manager to continue negotiations with Science Corp. In this scenario, the Council should identify the specific lease terms or conditions that require further negotiation.

FINANCIAL IMPACT

The lease will contribute significant annual revenues (approximately \$1.5 million annually) starting in year two and increasing by three and a half percent (3.5%) each year. These funds will be deposited into the Alameda Point Fund (Fund 290) and will assist with the operating expenses for City-owned Alameda Point properties and may also be allocated in part to funding the infrastructure requirements in the Alameda Point Master Infrastructure Plan.

MUNICIPAL CODE/POLICY DOCUMENT CROSS REFERENCE

The proposed uses for the building are consistent with General Plan policies for Alameda Point and the Adaptive Reuse subdistrict and consistent with the Alameda Municipal Code zoning requirements for the property. The recommended lease is also consistent with the 2023 Keyser Marston Property Disposition Framework Analysis.

ENVIRONMENTAL REVIEW

In accordance with CEQA, this action is categorically exempt from further environmental review pursuant to CEQA Guidelines Section 15301 (Existing Facilities).

CLIMATE IMPACT

There are no identifiable climate impacts or climate action opportunities associated with the subject of this report.

RECOMMENDATION

Hold a public hearing and approve the first reading of the ordinance authorizing the City Manager to execute a lease with Science Corp at 1190 West Tower Avenue, Building 11, at Alameda Point for a term of ten years with two, five-year extension options.

Respectfully submitted,
Abby Thorne-Lyman, Base Reuse and Economic Development Director

Financial Impact section reviewed,
Margaret O'Brien, Finance Director