

February 4, 2020  
Community Development  
Planning Division

**TITLE: CONSIDER: (1) ADOPTION OF A RESOLUTION CERTIFYING THE REVISED FINAL SUPPLEMENTAL ENVIRONMENTAL IMPACT REPORT (RFSEIR); (2) ADOPTION OF A RESOLUTION APPROVING A GENERAL PLAN AMENDMENT TO CHANGE THE LAND USE DESIGNATION OF THE PROJECT SITE FROM BUSINESS PARK (INDUSTRIAL/COMMERCIAL AND OFFICE) AND GENERAL AND LIMITED INDUSTRIAL TO RETAIL/HIGHWAY/SERVICE COMMERCIAL; BUSINESS AND PROFESSIONAL OFFICES; AND (3) INTRODUCTION OF AN ORDINANCE TO APPROVE A PLANNED UNIT DEVELOPMENT (PUD) REZONING TO REZONE THE PROJECT SITE FROM PLANNED UNIT DEVELOPMENT-GENERAL AND LIGHT INDUSTRIAL (PUD-G&LI) DISTRICT, PLANNED UNIT DEVELOPMENT-INDUSTRIAL/COMMERCIAL-OFFICE (PUD-I/C-O) DISTRICT, AND GENERAL INDUSTRIAL (I-G-40,000) DISTRICT TO PLANNED UNIT DEVELOPMENT – COMMERCIAL (PUD-C) DISTRICT ON 40 ACRES AT 7106 THROUGH 7315 JOHNSON DRIVE AND 7035 AND 7080 COMMERCE CIRCLE, KNOWN AS JOHNSON DRIVE ECONOMIC DEVELOPMENT ZONE**

#### **SUMMARY**

The JDEDZ involves changing the existing General Plan land use designations and zoning to spur investment in approximately 40 acres of mostly underutilized land primarily fronting Johnson Drive near Interstate 680 (I-680) and Stoneridge Drive. Costco and brand name hotels have expressed interest in properties within the proposed JDEDZ; however, all development applications have been placed on hold pending final determination on the environmental documentation and proposed applications described in this report.

The JDEDZ has been subject to detailed evaluation of environmental, economic, and fiscal impacts, and many public meetings have been held on the project. Besides generating economic vitality in the JDEDZ area, the JDEDZ would result in positive fiscal benefits for the City, including a projected \$1.4 to \$1.7 million annual contribution to the City's General Fund (after a tax sharing payment to Costco) at the completion of the first phase (which includes Costco and hotel uses). This net revenue estimate increases to \$2.1 to \$2.3 million annually (after the tax sharing payment to Costco) upon full buildout of the JDEDZ. At full buildout these net fiscal revenues represent an annual contribution equivalent to approximately 1.7 percent to 1.9 percent of the City's General

Fund expenditures. In addition, a financing plan has been developed for the transportation improvements needed to support the JDEDZ that would utilize a sales tax sharing agreement. This agreement would allow the City to collect substantial sales taxes from Costco while undertaking major transportation improvements with area-wide benefits.

## **RECOMMENDATION**

Staff recommends that the City Council:

1. Adopt a resolution certifying the RFSEIR (Attachment 1).
2. Adopt a resolution approving P14-0852, a General Plan Amendment to change the land use designations of the project site from Business Park (Industrial/Commercial and Office) and General and Limited Industrial to Retail/Highway/Service Commercial; Business and Professional Offices (Attachment 3).
3. Introduce an ordinance approving PUD-105, a Planned Unit Development (PUD) Rezoning of the project site from Planned Unit Development-General and Light Industrial (PUD-G&LI) District, Planned Unit Development-Industrial/Commercial-Office (PUD-I/C-O) District, and General Industrial (I-G-40,000) District to Planned Unit Development – Commercial (PUD-C) District (Attachment 4), subject to the recommended conditions of approval, uses list and JDEDZ Development Standards and Design Guidelines dated March 2017.

## **FINANCIAL STATEMENT**

ALH Economics, an urban and regional economic consulting firm under contract to the City, prepared a fiscal impact analysis of the JDEDZ based upon the methodology and assumptions included in a fiscal impact study prepared for the JDEDZ in February 2015.

The complete fiscal analysis is part of the Economic Analysis, which was included as Appendix A of the March 21, 2016 Final Supplemental Environmental Impact Report (FSEIR) (see Attachment 2), recirculated again in July 2019, and is available using this link:

<http://www.cityofpleasantonca.gov/jdedz>

The fiscal impact analysis results indicate on a worst-case basis, assuming all diverted sales (i.e., sales accruing to Costco as opposed to existing retailers in the area) are diverted from Pleasanton retailers (as opposed to retailers outside of Pleasanton), the JDEDZ is anticipated to generate a projected \$1.4 to \$1.7 million annual contribution to the City's General Fund at the completion of the first phase (which includes Costco and hotel uses). This net revenue estimate increases to \$2.1 to \$2.3 million annually upon full buildout of the JDEDZ. At full buildout these net fiscal revenues represent an annual contribution equivalent to approximately 1.7 percent to 1.9 percent of the City's General Fund expenditures.

Please refer to the link above for a summary of the Annual Net Fiscal Impact Analysis. In addition to the revenue shown (which focuses on City revenues and expenditures), property taxes generated from the JDEDZ would provide approximately \$277,440 in annual revenue to the Pleasanton Unified School District (PUSD) and approximately \$30,440 in annual revenue to other schools. The JDEDZ would also generate one-time supplemental taxes of approximately \$42,725 to PUSD and \$4,690 to other schools.

## **BACKGROUND**

Following is a brief summary of the JDEDZ formulation and review process to-date:

- 2013 – Clorox vacates campus along Johnson Drive
- April 2014 – City initiates JDEDZ
- May 2014 to March 2016 – CEQA and Public Process
  - DSEIR released and public comment period
  - Neighborhood and community workshops
  - City releases first FSEIR
- April 2016 – Joint City Council/Planning Commission Workshop
- July 2016 through November 2016 – Initiative Process
  - City Council directs staff to stop work on the JDEDZ pending results of initiative to limit the size of buildings within the JDEDZ to 50,000 square feet or less
  - Initiative defeated by 63 percent of the voters
- January 2017 to September 18, 2017
  - City staff re-engages work on JDEDZ project activities
  - City Council policy discussion, introduction and direction on the required transportation mitigation improvements phasing and financing options
- September 19, 2017 through December 2017 – Public Review and Approval
  - Economic Vitality Committee
  - Planning Commission
  - City Council
- December 2017 – Citizen's group challenges adequacy of SEIR
- September 2018 – City rescinds SEIR certification and JDEDZ approvals
- October 2018 to November 2019 – City prepares supplemental environmental analyses, releases documents for public comment and prepares response to comments (RFSEIR)
- December 2019 – Planning Commission recommends approval of JDEDZ to City Council

The JDEDZ and associated documentation is now before the City Council for consideration.

## **PROJECT OBJECTIVES**

The objectives of the proposed JDEDZ and associated General Plan amendment and PUD Rezoning are to:

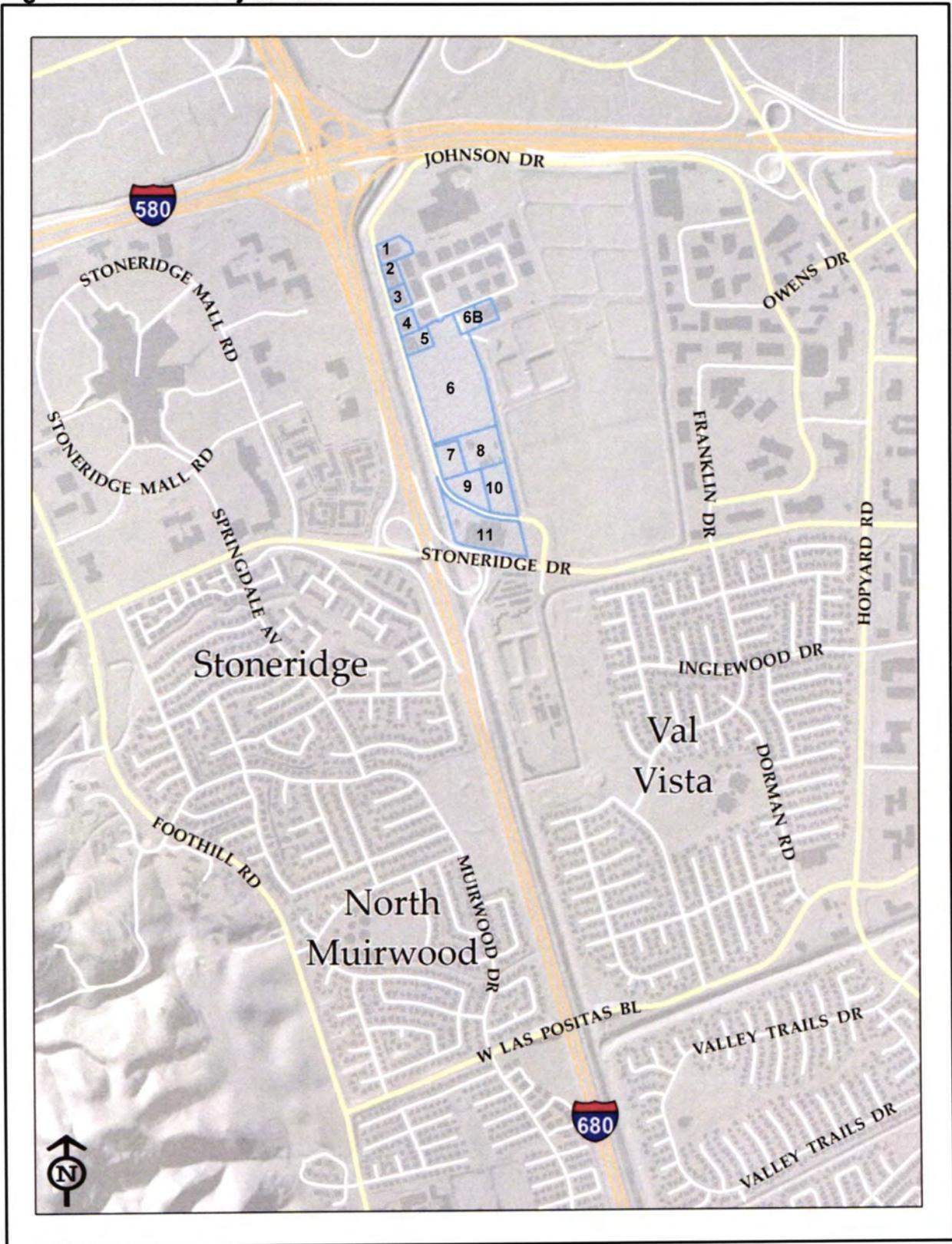
- Provide a consistent framework for the City's review and approval of new uses and projects in the JDEDZ area, encouraging investment in and adding value to these properties; and
- Maximize the benefits of the location of the JDEDZ project area as an infill site located along transportation corridors and near transit by encouraging the development of both locally and regionally accessible uses in the JDEDZ project area; and
- Encourage the development of a diverse mix of uses in the City that would promote long-term economic growth by generating substantial new revenues for the City.

## **PROJECT AREA DESCRIPTION**

The JDEDZ project area consists of 12 parcels located at 7106 through 7315 Johnson Drive and 7035 and 7080 Commerce Circle, comprising approximately 40 acres and currently containing a mixture of land uses, including some office, retail, and institutional uses (Figure 1). However, the predominant uses for the past several decades have been light industrial uses, and the economic potential of the area has not been realized due to aging infrastructure and restrictive zoning.

The area is bounded by a fitness center, hotel and parking uses on the north; industrial, wastewater treatment, and Park and Ride uses to the east; Stoneridge Drive and the I-680 interchange to the south; and Alamo Canal and I-680 to the west. The JDEDZ area currently contains 224,688 square feet of building space, not including the demolished former Clorox buildings. In 2014, Nearon Enterprises purchased six parcels (5, 6, 6B, 9, and 10 on Figure 1) within the project area, comprising approximately 27 of the 40 acres, which, at the time, housed Clorox campus buildings that were in poor condition. The City granted a demolition permit for the buildings, and work was completed in early 2015. Costco subsequently purchased five parcels from Nearon (Parcel 5 on Figure 1 excluded). Other existing uses within the proposed JDEDZ project area include FedEx, AT&T, Black Tie Transportation and Valley Bible Church.

Figure 1: JDEDZ Project Area



## **PROPOSED PROJECT**

The JDEDZ entails the implementation of rules, regulations/review processes, and design guidelines (Attachment 4) to facilitate future development and redevelopment within the JDEDZ project area. As part of the proposed JDEDZ, the City would also specify fees and fee credits for prospective uses and specify off-site improvements.

The mix of uses expected to occur within the JDEDZ project area with full buildout includes Costco, two hotels, recreational facilities, a drive-through coffee shop and general retail establishments. Existing uses within the JDEDZ project area would be "grandfathered" and operate and/or be permitted to expand until redevelopment activities are proposed for a specific parcel within the project area.

With development of the JDEDZ, the project area could contain up to 535,490 square feet of occupied building space, a net increase of 310,802 square feet over the existing occupied buildings within the JDEDZ project area. It is assumed development of the JDEDZ project area would occur in two or more phases, including an initial phase (Phase I) during which Parcels 6, 9 and 10 would be developed with Costco (148,000 sq. ft.), two hotels (totaling 231 rooms), and a drive-through coffee shop (2,000 sq. ft.).

The afore-mentioned design guidelines include both broad brush design policies, as well as very specific development criteria. For example, the Design Guidelines would:

- Establish site development standards such as setbacks, floor area ratio, and height
- Create site design and circulation standards
- Create architectural design standards specifying things such as materials, finishes, and colors
- Create landscape standards such as street buffers, parking lot shading, et cetera
- Require a master sign program for each new development

Please refer to the RFSEIR (Attachment 2A) for the current project description, which was amended from the project description included in the September 14, 2015 DSEIR and the March 21, 2016 FSEIR. Please refer to Attachment 4, for the recommended list of uses that would be permitted or conditionally permitted and regulations for the continuance and expansion of existing "grandfathered" uses. Please also refer to Attachment 4 for the recommended JDEDZ Development Standards and Design Guidelines within the JDEDZ project area.

## **DISCUSSION**

### General Plan

The project area currently has two General Plan land use designations: Business Park (Industrial/Commercial and Office) and General and Limited Industrial, which do not allow for the expanded range of retail, commercial, and hotel uses proposed by the JDEDZ. Therefore, a General Plan Amendment is proposed to change the project area's land use designation to Retail/Highway/Service Commercial; Business and Professional Offices.

Staff believes the JDEDZ is consistent with the General Plan Land Use Policies and Programs listed below, as the project would: (1) Transform the project area into a thriving commercial corridor with a diverse mix of uses, while retaining, and in some cases allowing for expansion of existing uses within the project area; (2) Create new land uses and services in the community that would promote long-term economic growth by generating substantial new revenues for the City; (3) Maximize the development potential on an infill project area located along transportation corridors and near transit by encouraging the development of both locally and regionally accessible uses; and (4) Streamline the development review process for new land uses through completed CEQA documentation and in most cases staff-level development review processes.

#### General Plan - Land Use Element

- Program 2.2: Encourage the reuse of vacant and underutilized parcels and buildings within existing urban areas.
- Policy 5: Evaluate land-use changes in the context of overall City welfare and goals, as well as the impacts on surrounding neighborhoods.
- Program 5.1: When evaluating development proposals or changes in land use consider General Plan policies, zoning ordinance standards, existing land uses, environmental impacts, safety, and resident, merchant, and property owner concerns.
- Program 5.2: Consider surrounding land uses and potential impacts when changing land-use designations.
- Policy 13: Ensure that neighborhood, community, and regional commercial centers provide goods and services needed by residents and businesses of Pleasanton and its market area.
- Policy 15: Encourage industrial, commercial, and office development which is compatible with environmental constraints in Pleasanton.
- Policy 26: Encourage the participation and collaboration of Pleasanton residents and businesses in land-use planning and decision making.

#### General Plan – Economic and Fiscal Element

- Goal 2: Sustain the community's quality of life with a vigorous and diverse economy.
- Policy 1: Enhance Pleasanton's diversified economic base through an aggressive business retention and expansion program.
- Policy 3: Strengthen the retail sector.
- Goal 4: Maintain a diverse and stable revenue system.

- Policy 8: Undertake programs which will diversify and help to keep the City's revenue system stable from short-term fluctuations in any one revenue source.
- Program 8.1: Promote a varied mix of land uses to ensure a broad revenue base through proactive land use planning and zoning.
- Program 8.2: Continue to investigate and utilize potential new revenue sources, particularly those which will not add to the tax burden of residents and local businesses.
- Program 18.1: Promote a diverse economic base by implementing the Economic Development Strategic Plan.

The proposed General Plan amendment would reduce the total acreage of privately-owned, potentially developable sites in the City with the Business Park (Industrial/Commercial and Office) and General and Limited Industrial land use designations by approximately 40 acres. This change would effectively reduce the amount of land in the City available for light industrial uses. There are other properties in the City that have a General Plan land use designation of Business Park (Industrial/Commercial and Office) or General and Limited Industrial. Therefore, the proposed General Plan amendment to change the land use designation for the project area to Retail/Highway/Service Commercial; Business and Professional Offices would not eliminate new opportunities for industrial development. Based on the City's existing inventory of business park and industrial land, staff believes there would be adequate remaining land in the City to accommodate industrial development opportunities consistent with the existing General Plan land use designations; especially within the nearby areas to the north of the project area on Commerce Circle, east of the project area on Owens, Franklin, and Johnson Drives, and farther to the east within Hacienda.

As indicated above, the project would promote goals, policies, and programs related to encouraging appropriate infill development, allowing reuse of vacant and underutilized parcels, and promoting the Economic Development Strategic Plan.

#### Zoning and Uses

The parcels within the project area are zoned PUD-G&LI District, PUD-I/C-O District, and I-G-40,000 District. The 12 parcels in the JDEDZ would be rezoned to PUD-C District, which would establish a list of permitted and conditionally permitted uses that would allow a wide range of commercial uses. The proposed list of uses (Attachment 4) do not necessarily emulate any one existing commercial zoning district within the Pleasanton Municipal Code; rather, they were selected to allow for commercial diversity and to promote vitality within the project area. Each use was evaluated and selected to ensure a mix of uses with both local and regional market draw potential to capitalize on the project area location along both local arterial streets and regional transportation corridors. The proposed uses include, but are not limited to, club retail, hotels, restaurants, bars and brewpubs, microbreweries, food stores, department stores, gymnasiums, and offices. Staff believes these uses will achieve the desired commercial

character described in the project goals and objectives above and, is recommending approval of the proposed rezoning to PUD-C, subject to the proposed list of uses.

As stated above, one of the primary goals of the JDEDZ is to streamline the development review process for new land uses through both completed CEQA documentation and staff-level review processes. Staff is proposing the majority of the proposed uses within the JDEDZ be permitted (as opposed to conditionally permitted), with any new construction associated with those permitted uses subject to staff-level Design Review and verification of compliance with the recommended design guidelines (Attachment 4). Staff believes those uses identified as permitted do not represent uses the City would typically place operational controls on due to significant noise, objectionable odors, or activities that could be detrimental to the general health, safety, and welfare of the public and/or to surrounding uses. Moreover, the recommended design guidelines would ensure desirable and attractive buildings, adequate landscaping and site amenities, and signage criteria consistent with typical City development standards. By approving the majority of the proposed uses as permitted and, if necessary, subject to staff-level Design Review, the entitlement process for many types of projects would be shortened (with potential reductions of two to six months off the typical approval process). The streamlined approval is designed to incentivize the development of new businesses within the JDEDZ – a primary objective of the project.

As permitted uses, applicants would be required to obtain approval of a zoning certificate from the Planning Division (over the counter and typically subject to one-day processing), and, if necessary, submit a staff-level Design Review application which are processed in approximately two to three weeks after receipt of a complete application. Uses that would require a Conditional Use Permit require a public hearing and take approximately six to twelve weeks to process after receipt of a complete application.

## **ENVIRONMENTAL ASSESSMENT**

### **Environmental Review Background**

The DSEIR for the JDEDZ was completed and circulated for public comment on September 14, 2015. To allow adequate time for public review, staff extended the public comment period beyond the required 45 days required by State law. The comment period closed on November 23, 2015. Because the proposed JDEDZ would change land use policies and regulations, and does not entail a specific development plan, the DSEIR analyzed the physical effects of a reasonable development scenario based on the potential underlying land use changes. In this case, the reasonable development scenario includes club retail (148,000 square feet), hotel (132,000 square feet), and general retail (43,903 square feet) uses.

As indicated in the Background section above, the City held multiple community meetings, a Planning Commission workshop, and a joint Planning Commission/City Council workshop on the JDEDZ to foster public input. The City prepared the FSEIR, including responses to 94 written comments, in March of 2016. The City Council then directed the CEQA process be paused pending consideration of the voter initiative that had been placed on the November 8, 2016 ballot. The City then resumed the CEQA and planning process after the voters rejected the initiative measure by 63 percent (thereby signaling their support for the JDEDZ project). In October 2017, the Planning Commission unanimously recommended approval of the JDEDZ to the City Council, and the City Council certified the FSEIR and approved the JDEDZ in November 2017.

Following the City's certification of the FSEIR and approval of the JDEDZ, "an unincorporated association" of persons calling themselves Pleasanton Citizens for Responsible Growth (the "Petitioners") filed a lawsuit asking the court to rescind the City Council's JDEDZ approvals due to alleged violations of the California Environmental Quality Act (CEQA). Petitioners alleged the FSEIR had an incomplete air quality analysis related to the Stoneridge Apartment Community (located on the west side of I-680 near Stoneridge Mall at 6259 through 6450 Stoneridge Mall Road). In September 2018, the City and Costco agreed to rescind the JDEDZ approvals and FSEIR certification in order to perform supplemental air quality analysis for the JDEDZ. In return, Petitioners dismissed the lawsuit. At its meeting on September 18, 2018, the City Council voted to rescind the SEIR certification and JDEDZ approvals. The City Council also directed staff to conduct additional environmental review to address the concerns expressed with the proposed project in the lawsuit and to avoid further delays and costly litigation. This supplemental environmental work was completed throughout 2019 and was circulated for public comment for 45 days beginning on July 10, 2019 and ending on August 23, 2019. The following documents were prepared and circulated for public comment (the "Partial Recirculated Draft Supplemental Environmental Impact Report" [RDSEIR]):

- Supplemental Recirculation Memo (July 2019)
- Health Risk Assessment (January 2019)
- Updated Air Quality Analysis (July 2019)
- Greenhouse Gas Analysis (July 2019)
- Energy Resources Analysis (July 2019)

The Supplemental Recirculation Memo summarizes the methodology and findings of the other four documents that comprise the RDSEIR (See Attachment 2A). The Supplemental Recirculation Memo also included a summary of the findings of the Economic Impact Analysis from 2015.

The City received nearly 300 public comments during the period the RDSEIR was recirculated, though only 14 letters raised substantive comments on the adequacy of the RDSEIR, and most expressed support for or opposition to the project (with approximately 85 percent in favor and 14 percent in opposition). The City prepared responses to those comments in October and November 2019. Those responses, together with the DSEIR and the FSEIR (including all previous responses to comments prepared prior to the original approval of the JDEDZ), comprise the new Revised FSEIR ("RFSEIR") for the proposed project.

The JDEDZ and the RFSEIR is now before the City Council for review and final consideration and action.

#### *Draft Supplemental Environmental Impact Report (DSEIR) Conclusions*

Analysis of the impacts of the proposed JDEDZ indicated potentially significant and unavoidable impacts on air quality and transportation and traffic. The DSEIR found seven significant and unavoidable impacts (i.e., impacts that cannot be reduced to a less-than-significant level with mitigation).

#### *Air Quality*

The DSEIR found three significant and unavoidable impacts related to air quality:

- **Impact 4.B-2:** The JDEDZ would generate a considerable net increase of criteria pollutants and precursors for which the air basin is already in nonattainment status under the existing ambient air quality standards. Mitigation Measure 4.B-3 would slightly reduce total criteria pollutants but not reduce emissions to less-than-significant levels.
- **Impact 4.B-3:** Due to an increase of criteria pollutants and precursors, operation of uses within the proposed JDEDZ area would conflict with or obstruct implementation of the Bay Area Air Quality Management District's (BAAQMD) 2010 Clean Air Plan, and this impact would be significant and unavoidable.
- **Impact 4.B-6:** The JDEDZ would generate operational emissions that would result in cumulative criteria air pollutant air quality impacts, when combined with past, present and other reasonably foreseeable development in the vicinity.

As explained on page 14 of this report in the section entitled ("Partial Recirculated Draft Supplemental Environmental Impact Report Conclusions"), the RDSEIR later found the above significant and unavoidable air quality impacts identified in the DSEIR are less than significant.

#### *Transportation and Traffic*

The DSEIR also found five significant and unavoidable impacts related to transportation and traffic. To summarize, the DSEIR found the JDEDZ will generate increased traffic, affecting the levels of service for freeway ramps along I-680 and surface streets in and around the project area. It should be noted that proposed transportation mitigation improvements in the DSEIR would result in acceptable levels of service (i.e., duration of delay in traveling through an intersection), acceptable vehicle queue spillback (i.e.,

backed-up traffic potentially affecting operation of an upstream intersection), and acceptable freeway ramp operations. However, it is important to note most of these traffic impacts are characterized as significant and unavoidable only because some of the needed improvements require approval by Caltrans and thus are outside the immediate control of the City. As indicated in the December 11, 2019 supplemental memorandum to the Planning Commission from staff (Attachment 5), several of these improvements that would mitigate project traffic impacts to less than significant levels have already been designed and approved and are anticipated for construction and opening later this year. The graphics below (Figures 2 and 3) are intended to provide an overview of the required transportation mitigation improvements resulting from the implementation of the JDEDZ. For more detailed information, please refer to Chapter 4.D of the DSEIR (<http://www.cityofpleasantonca.gov/jdedz>).

#### *Other Impacts*

The DSEIR concluded that other impacts from the JDEDZ on aesthetics, air quality, biological resources, cultural resources, geology and soils, greenhouse gas emissions, hazards and hazardous materials, hydrology and water quality, land use and planning, noise, population and housing, public services and utilities systems, transportation and traffic, and recreation would be mitigated (when appropriate) to less than significant levels. The mitigation measures are generally typical of measures applied to development in Pleasanton, such as dust control during construction; pre-construction surveys to avoid impacts on birds, bats or burrowing owls; protection of waterways and riparian vegetation; archaeological monitoring for archaeologically sensitive sites; Phase 1 environmental assessments required to assess and remediate any hazardous materials on sites; a limitation on the hours of construction; and vibration and acoustical studies to determine appropriate construction techniques and sound mitigation for new buildings.

The DSEIR analyzed three alternatives (No Project, Reduced Retail, and Partial Buildout), which can be found in Chapter 5 of the DSEIR (<http://www.cityofpleasantonca.gov/jdedz>). The DSEIR found none of the alternatives completely achieve the desired project objectives nor do any of these alternatives completely reduce all significant but unavoidable impacts.

Figure 2: Required JDEDZ Transportation Mitigation Measures

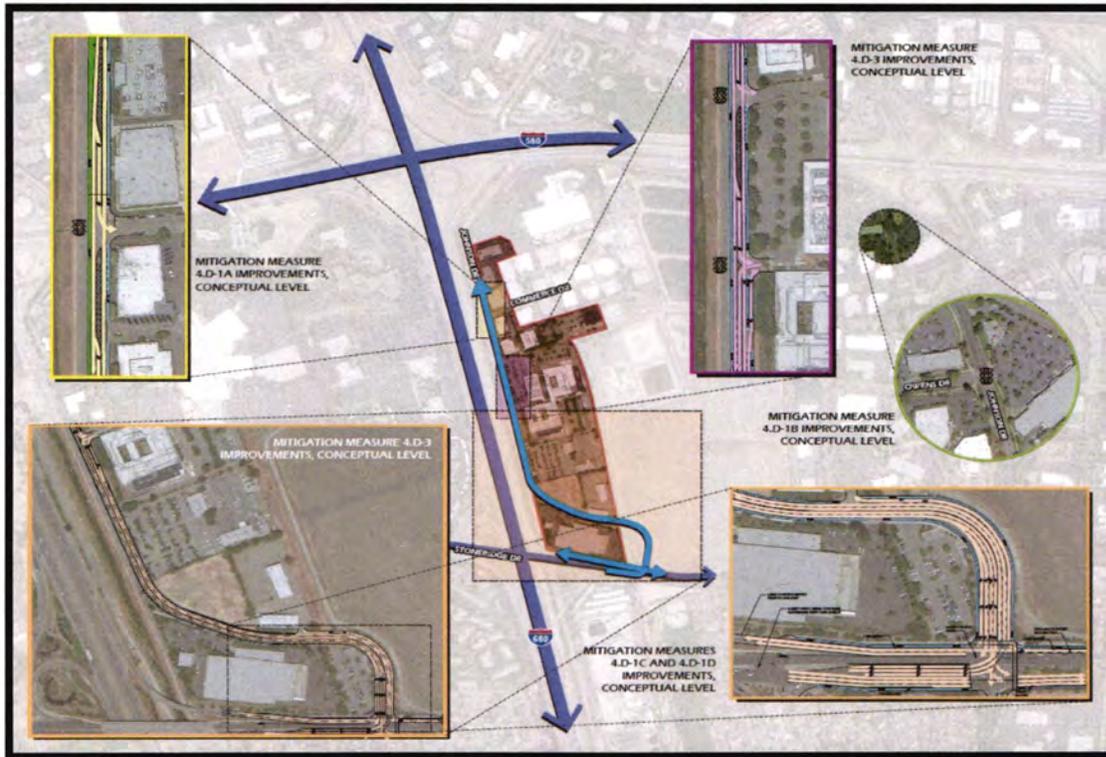
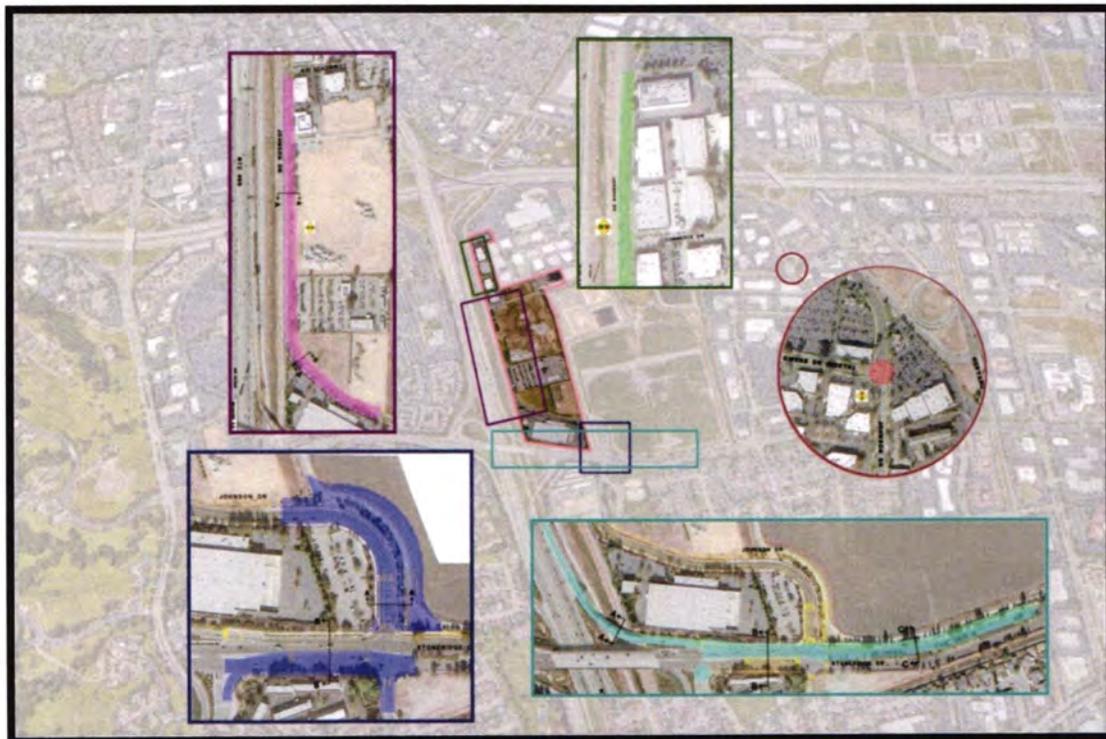


Figure 3: Conceptual Designs for the JDEDZ Transportation Mitigation Measures



Partial Recirculated Draft Supplemental Environmental Impact Report (RDSEIR)

Conclusions

As explained in the Environmental Review Background section above, the documents comprising the RDSEIR (<http://www.cityofpleasantonca.gov/jdedz>) were prepared to update and expand upon analysis in the DSEIR. During the time between publication of the DSEIR and preparation of the RDSEIR, the JDEDZ project description, project details and emissions modeling were refined. As also noted in the Environmental Review Background section, a lawsuit was filed alleging that the DSEIR air quality analysis was inadequate. Among the specific allegations in the lawsuit was a claim that the DSEIR was inadequate because it did not include a quantitative assessment of the proposed project's effects on human health from emissions of toxic air contaminants, particularly those associated with a gas station included in the project. As stated above, the City rescinded the JDEDZ approvals and agreed to undertake supplemental air quality analysis. The initial result of this supplemental analysis was the Health Risk Assessment that was published as part of the RDSEIR. Because a quantitative health risk assessment requires very detailed assumptions to be made concerning project operations and construction, the City and its consultant, along with Costco, thoroughly reviewed the assumptions that had been relied upon in preparation of the 2015 DSEIR. This process generated far more information concerning project operations and construction than had been available for the 2015 DSEIR analysis. Accordingly, following completion of the Health Risk Assessment, the City determined that it was necessary to completely revise the Air Quality Analysis (of criteria pollutants) and the Greenhouse Gas Analysis that were included in the 2015 DSEIR so that the Air Quality and Greenhouse Gas Analyses would be consistent with the new Health Risk Assessment. Finally, the City determined that a quantified Energy Analysis should be prepared that would be consistent with the other three new and revised analyses and would address the fact that the state CEQA Guidelines environmental checklist has been revised to incorporate questions on energy use since publication of the 2015 DSEIR. All of these analyses were presented in the Health Risk Assessment; the Updated Air Quality Analysis Technical Memorandum—Criteria Pollutant Emissions Analysis; the Greenhouse Gas Technical Analysis; and the Energy Analysis Technical Memorandum, collectively the RDSEIR (<http://www.cityofpleasantonca.gov/jdedz>).

In response to comments on the RDSEIR, the air quality modeling of criteria air pollutant was further revised in the RFSEIR. The updated modeling includes revisions to both Phase 2 construction and operational activities and affects the results presented in the Air Quality Analysis Technical Memorandum—Criteria Pollutant Emissions Analysis. These revised results were presented in the RFSEIR published in November 2019 (<http://www.cityofpleasantonca.gov/jdedz>), with the changes from the RDSEIR described in Chapter 4 of the RFSEIR. Differences in conclusions between the 2015 DSEIR and the 2019 RDSEIR and RFSEIR are discussed below.

The revised modeling undertaken for the RDSEIR and RFSEIR (together, the RSEIR) resulted in changes to the conclusions in the DSEIR related to air quality impacts only. The RSEIR found certain air quality impacts (i.e. construction-related criteria pollutant emissions) could be potentially significant, but they could be mitigated to less than significant levels with an identified, new mitigation measure (i.e. new Mitigation Measure M-AQ-1<sup>1</sup>). The RSEIR also found the three air quality impacts (i.e. Impacts 4.B-2, 4.B-3 and 4.B-6) the DSEIR previously identified as significant and unavoidable are actually *all less than significant*.

The new *less than significant* findings for these three air quality impacts are a result of the revised modeling, as discussed above. Specifically, regarding Impact 4.B-2 (the project's operational emissions of criteria pollutant emissions), the DSEIR found that maximum net new emissions of nitrous oxide (NO<sub>x</sub>) at full buildout in 2025 would be 102 lbs./day (129 lbs./day for the project and 27 lbs./day for existing conditions), while the RFSEIR found that maximum emissions of NO<sub>x</sub> at full buildout in 2031 would be 34.2 lbs./day with mitigation (70.1 lbs./day for the project and 35.9 lbs./day for existing conditions). These values compare to the threshold of significance of 54 lbs./day; the DSEIR emissions exceed the threshold while the RFSEIR emissions do not. The RFSEIR's lower emissions are due to a number of factors, primarily: a new full buildout year of 2031, resulting in much lower mobile source (traffic) and energy (natural gas) emission factors than the full buildout year of 2025 as analyzed in the DSEIR; an updated mix of land uses to more accurately reflect the project as compared to existing conditions; reduced annual gas station throughput of 24 million gallons; and new emission factors for on-road vehicles, area sources, and energy use, as embodied in the latest version of the emissions modeling software used for the analysis, CalEEMod version 2016.3.2 (the DSEIR used version 2013.3.2).

Regarding Impact 4.B-3 and Impact 4.B-6, the DSEIR found significant and unavoidable impacts because Impact 4.B-2 was significant and unavoidable (operational criteria pollutant emissions of NO<sub>x</sub> exceeded the thresholds of significance). Because the RFSEIR found that Impact 4.B-2 is less than significant with mitigation as discussed above (both mitigated Phase 1 construction and unmitigated full-buildout operational criteria pollutant emissions of NO<sub>x</sub> do not exceed the thresholds of significance), both Impact 4.B-3 and Impact 4.B-6 are also less than significant with mitigation.

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<sup>1</sup> Mitigation Measure M-AQ-1: Construction Emissions Minimization. The project sponsor or the project sponsor's contractor shall comply with the following: 1. All off-road equipment (including water construction equipment used onboard barges) greater than 50 horsepower shall have engines that meet Tier 3 off-road emission standards. 2. Diesel engines, whether for off-road or on-road equipment, shall not be left idling for more than two minutes, at any location, except as provided in exceptions to the applicable state regulations regarding idling for off-road and on-road equipment (e.g., traffic conditions, safe operating conditions). The contractor shall post legible and visible signs in English, Spanish, and Chinese, in designated queuing areas and at the construction site to remind operators of the two-minute idling limit. 3. The contractor shall instruct construction workers and equipment operators on the maintenance and tuning of construction equipment and require that such workers and operators properly maintain and tune equipment in accordance with manufacturer specifications.

The rest of the conclusions in the DSEIR and FSEIR remain the same. The Supplemental Recirculation Memo (Attachment 2A) explains and summarizes the RDSEIR conclusions as follows:

- The Health Risk Assessment found **less than significant** project-level and cumulative impacts due to exposure of sensitive receptors to toxic air contaminants.
- The Updated Air Quality Analysis found changes to the JDEDZ project details could increase construction-related criteria pollutant emissions, but as described above, those emissions could be reduced to a **less than significant** level with mitigation (i.e. new Mitigation Measure M-AQ-1).
- The Updated Air Quality Analysis found all three previously identified significant and unavoidable air quality impacts related to JDEDZ operations are **less than significant**.
- The Greenhouse Gas ("GHG") Analysis found the JDEDZ **would not have significant** GHG-related impacts.
- The Energy Resources Analysis found the JDEDZ **would not have significant** energy-related impacts.

In summary, the RDSEIR did not change any impact conclusions in the DSEIR or FSEIR except for impacts related to construction-related criteria pollutants and significant and unavoidable impacts due to JDEDZ operations. The only significant and unavoidable impacts for the JDEDZ project that remain are the transportation and traffic impacts identified in the DSEIR and summarized previously in this report. A Revised Mitigation Monitoring and Reporting Program (RMMRP) has been prepared and is included with the RFSEIR (<http://www.cityofpleasantonca.gov/jdedz>).

#### Public Comments on RDSEIR

The City received nearly 300 comment letters during the RDSEIR comment period, the majority of which expressed support for (about 85 percent) or opposition to (about 14 percent) the JDEDZ. No public agencies submitted comments.

CEQA Guidelines section 15088 requires the City to respond to comments that address environmental issues or the substance of the RDSEIR. And CEQA Guidelines section 15088.5(f)(2) only requires the City to respond to comments concerning the *recirculated* portions of the Draft SEIR. Nonetheless, the City provided responses to other comments received during the comment period for informational purposes.

While the responses to comments on the RDSEIR resulted in some changes to the modeling and figures used in the Updated Air Quality Analysis and the Health Risk Assessment, the only change to a RDSEIR conclusion is noted in Chapter 3 (Responses to Comments), which notes new Mitigation Measure M-AQ-2 relating to requiring low-VOC architectural coatings is actually not required to reduce the potential operational air quality impact to a less than significant level.

### Revised Final Supplemental Environmental Impact Report (RFSEIR)

The complete RFSEIR includes:

- The DSEIR
- The FSEIR as previously certified (including all written responses to comments received during the DSEIR comment period, revisions to the DSEIR, and the Economic Impact Analysis)
- The RDSEIR
- All written comments and responses to comments received during the RDSEIR comment period and revisions to the RDSEIR
- A Revised Mitigation Monitoring and Reporting Program (RMMRP).

Conclusions of the RFSEIR are described in the Supplemental Recirculation Memorandum (Attachment 2A) and the Response to Comments document (Volumes I and II) using the following link: <http://www.cityofpleasantonca.gov/jdedz>.

### **NON-ENVIRONMENTAL TOPICS OF IMPORTANCE**

Several non-environmental topics have been prominent in the community's discussion of the JDEDZ, and the responses to these concerns are summarized below. More detailed responses can be found in Chapter 4 of the March 21, 2016 FSEIR document (<http://www.cityofpleasantonca.gov/jdedz>).

#### *Local Business Impacts*

The Economic Impact Analysis (Economic Analysis) prepared by ALH Economics, an urban and regional economic consulting firm under contract to the City, indicates impacts generated by the JDEDZ on the market area's<sup>2</sup> existing retail environment would be limited. The Economic Analysis projects Phase I sales in the JDEDZ (i.e., the sales resulting from a club retail use and a limited amount of general retail uses) could result in a decrease in annual sales by existing market retailers of approximately \$26.7 million, or 0.9 percent of the market area's existing \$3 billion in annual retail sales, which is a nominal impact.

The proposed JDEDZ's effect on the local economy is projected to be focused in three specific retail categories: gasoline stations, home furnishings and appliances, and food and beverages. In the first two categories (gasoline stations, and home furnishings and appliances), sales within the JDEDZ would amount to a combined 1.1 percent or less of existing market area sales, which would not be considered substantial when spread among the numerous gas stations and home furnishing and appliance stores in the market area. While food and beverage sales within the JDEDZ would amount to 7.4 percent of existing market sales, the new market demand alone generated between now and buildout of the JDEDZ would be sufficient to recompense existing businesses

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<sup>2</sup> The "market area" for this study comprises 18 full census tracts and three partial census tracts spanning the City of Pleasanton, the majority of the City of Dublin, and some unincorporated Alameda County areas south of the City of Pleasanton and northwest of the City of Dublin. The market area was determined through review of drive times to the project site and the locations of other nearby club retail stores, with consideration also given to natural and man-made features, such as topography and freeway access.

for these potentially diverted sales. Accounting for the fact that sales diverted from existing stores to a club retail use would be widely dispersed among numerous supermarkets, ethnic food stores, and other small food markets (rather than concentrated in a single store or small number of stores), there would be limited effects on existing food and beverage retailers.

The Economic Analysis also concludes the JDEDZ would have no adverse economic effects on downtown businesses, primarily because downtown offers a unique and different shopping environment than a club retailer, and most downtown businesses sell goods that are quite different from those sold at club retailers. On the positive side, the economic study also notes a Costco could generate enhanced visibility for existing businesses in the proposed JDEDZ, benefits associated with local availability of low-cost food and gas, and possible long-term increases in property values. Please refer to the Master Response to Comments in the FSEIR regarding Economic and Urban Decay impacts and the Economic Impact Analysis.

#### *Timing & Funding of Traffic Mitigation Measures*

The most recent estimated cost of the transportation mitigations required to support JDEDZ development (Project costs) is between \$23.1 million and \$25.3 million<sup>3</sup>, including design, construction and right-of-way (ROW) acquisition. The estimated cost to construct the improvements transportation mitigations is expressed as a range because the ROW appraisals have not yet been completed. The recent cost estimate is \$1.6 million to \$3.8 million greater than the cost estimate prepared in 2017. Actual Project costs will be known once the City has acquired all of the ROW and project has been bid and constructed.

Per the City's agreement with Costco, funding of the transportation improvements would be generally split into thirds between with the City, Costco, and future development in the JDEDZ. The increased Project costs would be similarly shared. The following is a description of the Project cost sharing based on 2017 Project cost estimates:

- **City TIF Funding.** The Stoneridge Drive and I-680 onramp project has been included in the City's Transportation Impact Fee (TIF) since 1998 and is eligible to receive approximately \$7.4 million in TIF revenues. The City's FY 2017/18 through 2020/21 Capital Improvement Program (CIP) allocated \$6,400,000 in TIF in Fiscal Year 2018/19 for the Stoneridge Drive and I-680 onramp project. Thus, there is an additional \$1 million in TIF funds that the City could allocate to the project. In addition, the City can utilize the Dublin Freeway Reimbursement Reserve and the Dougherty Valley Mitigation Reserve to fund the City's portion of increased project costs. Both of these reserves are City discretionary transportation funds.

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<sup>3</sup> The cost estimation for these mitigations identified in the DSEIR does not include the Tri Valley Transportation Fee payment, which is necessary to mitigate the impact to I-680.

- Sales Tax Sharing Agreement with Costco and JDEDZ Transportation Fee.** Costco would front \$6,785,000 and be repaid through a sales tax sharing agreement not to exceed 25 years with 1.5 percent interest where Costco receives 40 percent of the annual sales tax generated by the Costco store and the City would receive 60 percent. The Sales Tax Sharing allocation could increase proportionately to cover increased Project costs<sup>4</sup>. If repayment doesn't occur in 25 years due to lower-than-anticipated sales tax revenues, or if Costco goes out of business within 25 years, the City would not be responsible for repayment. As described in more detail below, staff is proposing a JDEDZ Transportation Fee that would be levied on future JDEDZ development that will be used to repay Costco instead of sales tax revenues. If there are parcels in the JDEDZ that do not redevelop during the 25-year agreement with Costco, the City's General Fund will receive those JDEDZ Transportation fees as repayment for fronting future development's share of the Project costs.
- Costco Cash Contribution.** Costco would make a \$6,785,000 cash contribution towards the needed transportation improvements. Costco's cash contribution would increase to fund its portion of the project cost increases.
- Right of Way Contributions.** Costco would dedicate the right-of-way from land that it owns; the City will seek right of way contributions from other properties subject to redevelopment as part of the JDEDZ, with any remaining right of way acquisitions shared equally between the City and Costco. The right-of-way cost estimate is currently between \$600,000 to \$2.8 million. The original estimate was \$1.5 million. Thus, it is currently unclear whether ROW costs will be greater or lesser than the original estimate.

As previously noted, the City intends to adopt a JDEDZ Transportation Fee that would be charged to future JDEDZ development applicants at the time they pull permits with the City to develop their property with uses authorized in the JDEDZ. This fee is described in more detail under "JDEDZ Transportation Fee," section below.

*Nonconforming Uses & Grandfathering of Existing Uses within the JDEDZ*

All existing uses within the JDEDZ project area are currently legal uses under the existing zoning. Once the JDEDZ project area is rezoned, some of the existing uses would become legal nonconforming uses. All legal nonconforming uses within the proposed JDEDZ, including the Valley Bible Church, as well as the FedEx property and the AT&T property would be protected as permitted industrial uses, consistent with the uses permitted and conditionally permitted in the I-P and I-G zoning districts as of January 1, 2020, and would be allowed on parcels a minimum of five gross acres in area where existing light industrial uses already exist. As proposed, the allowed land uses in the area would be greatly expanded to include a wider range of commercial uses. All existing uses, including those made legal nonconforming by the proposed rezoning, would be permitted, conditionally permitted, or otherwise protected by

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<sup>4</sup> The City could use the Dublin Freeway Reimbursement Reserve and the Dougherty Valley Mitigation Reserve to cover the cost increases rather than increase the amount fronted by Costco to be repaid through the sales tax sharing agreement.

“grandfather” provisions, meaning existing businesses in the JDEDZ will be allowed to operate, undertake modest expansions, and potentially relocate within the JDEDZ. Please refer to the Attachment 2 and the Master Response to Comments in the March 21, 2016 FSEIR regarding the Impacts of the Proposed EDZ on existing and/or nonconforming uses.

### **JDEDZ TRANSPORTATION FEE**

During the presentations of the JDEDZ transportation projects financing plan in August and September of 2017, City Council directed staff to develop a methodology for a JDEDZ Transportation Fee that the City would assess on new development within the JDEDZ (excluding Costco) to recoup the transportation infrastructure costs borne by the City. City staff developed a JDEDZ Transportation Fee methodology for Council's consideration.

On May 15, 2018, the City Council adopted the Johnson Drive Economic Development Zone Transportation Fee (“JDEDZ Transportation Fee”) (Ordinance No. 2178). The JDEDZ Transportation Fee was rescinded on October 2, 2018 along with the JDEDZ approvals in order for the City to perform additional environmental review of the project (Ordinance No. 2184).

Costco represents approximately 44 percent of the total estimated trips generated by the JDEDZ at build-out. The other hotel and drive-through coffee shop/retail land uses included in the JDEDZ comprise the remaining 56 percent of the total trips. However, because Costco would be the first development to occur in the JDEDZ and the transportation improvements have to be completed before Costco can become operational, the City and Costco are covering 100 percent of the non-TIF portion of the transportation improvements project costs.

The proposed JDEDZ Transportation Fee would be charged to future JDEDZ development applicants at the time they pull permits with the City to develop their property with uses authorized in the JDEDZ. The City will use the proceeds from the JDEDZ Transportation Fee to reduce the amount owed to Costco through the proposed sales tax sharing agreement which, in turn, will reduce the years in which the City would be required to share the sales tax generated from the Costco store with Costco.

Staff has developed a proposal to allocate costs not contributed by Costco to the future developments based on the percent of total trips at build-out by land use (based on building square footage that would be allowed under JDEDZ zoning). The methodology results in building square foot fees. Staff plan to bring the proposed JDEDZ Transportation Fee for Council's consideration at the February 18, 2020 City Council meeting.

### **ECONOMIC VITALITY COMMITTEE ACTION**

The Economic Vitality Committee (EVC) met on October 5, 2017, to review and provide a recommendation to the Council for the JDEDZ. Two members of the public spoke on the project, and all comments were supportive of the project. The Committee focused its debate on the proposed uses list and ensuring those uses met the intent of the Economic Development Strategic Plan as outlined in the agenda report (Attachment 5). After listening to public testimony and discussing the project, the Committee unanimously voted to recommend approval of the project to the City Council. Please see Attachment 6 for more details related to public testimony and EVC discussion.

### **PLANNING COMMISSION ACTION**

The Planning Commission held a public hearing on December 11, 2019 to review and provide a recommendation to the Council on the JDEDZ. Four members of the public spoke on the project. Three of the speakers were supportive of the project and one was not. In addition, staff received four emails subsequent to the publishing of the agenda report for the hearing (Attachment 8). Two of the emails were supportive of the project while two emails expressed concerns related to cumulative impacts on traffic, air quality the local economy and health risks. The Planning Commission focused its debate on the following issues: confirmation that all public comments received during the RFSEIR recirculation period were adequately addressed; what new impacts, if any, were discovered during the preparation of the supplemental analysis; whether all traffic improvements were still necessary; and the impacts on the local economy. For staff's responses to and the Commission's discussion on these topics, please see the Planning Commission meeting minutes (Attachment 7). After listening to public testimony and discussing the project, the Commission, on a 5-0 vote, voted to recommend certification of the RFSEIR and approval of the proposed General Plan Amendment and PUD Rezoning, subject to the recommended conditions of approval, uses list and JDEDZ Development Standards and Design Guidelines to the City Council.

### **PREVIOUS CITY COUNCIL ACTION**

The City Council held public hearings on August 29 and September 18, 2017, to discuss, and ultimately support a tax-sharing agreement with Costco to finance the necessary transportation network improvements for the JDEDZ. Additionally, the Council unanimously supported flexible development phasing for the JDEDZ in which Costco could build their facility but not open until all traffic improvements are in place and the potential hotels would be permitted to build and open immediately without any of the traffic mitigations in place.

On September 18, 2018, the City Council decertified the FSEIR and rescinded the General Plan Amendment and PUD Rezoning approvals for the project. The City Council directed staff to undertake supplemental Air Quality analysis and bring the project with a revised recommendation back to the City Council following conclusion of that exercise. Please see the Background section above for a complete overview of the project's history to date.

## PUBLIC NOTICE AND COMMENTS

Notice of this meeting and public hearing was sent to surrounding property owners and tenants within a 1,000-foot radius of the site, all property owners and tenants within the Val Vista, Stoneridge, and North Muirwood neighborhoods, and to all interested parties that have contacted staff directly at the various community meetings/public hearings and/or by email/phone. Staff has provided the location and noticing maps as Attachment 9 for reference. At the time this report was published, staff had not received any new public comments regarding the project.

## SUMMARY/CONCLUSION

The JDEDZ involves changing the General Plan land use designations and zoning designed to spur investment in 40 acres of mostly underutilized land. The JDEDZ is consistent with several General Plan policies listed in this report that promote economic development in the City and diversifying the City's commercial sector. In addition, the JDEDZ has undergone substantial public vetting, resulting in the project presented in this report. As proposed, staff believes the stated goals and objectives within this report will be achieved and believes the expanded range of proposed uses will enhance the development potential and economic vitality for the parcels within the project area, while also adequately protecting existing uses that wish to remain and continue to operate unchanged. Staff believes adequate CEQA analysis has been conducted to identify and mitigate any potentially significant impacts. Additionally, the Economic Vitality Committee and Planning Commission have indicated their support for the project as proposed. Therefore, staff believes the RFSEIR should be certified and the General Plan Amendment and PUD Rezoning merit a favorable determination from the City Council.

Submitted by:



Brian Dolan  
Assistant City Manager

Fiscal Review:



for Tina Olson  
Director of Finance

Approved by:



Nelson Fialho  
City Manager

Attachments:

1. Draft Resolution certifying the Revised Final Supplemental Environmental Impact Report (RFSEIR) dated November 20, 2019, with Exhibit A, the Findings of Fact and Statement of Statement of Overriding Considerations.
2. A. Project description excerpt from RFSEIR, RFSEIR Supplemental Recirculation Memo (July 2019).  
B. The following documents were previously distributed and/or can be found using the following link: <http://www.cityofpleasantonca.gov/jdedz>
  - Draft Supplemental Environmental Impact Report (DSEIR) dated September 14, 2015
  - FSEIR dated March 21, 2016
  - RFSEIR dated November 20, 2019

- Comparative Analysis dated August 2016
  - Supplemental recirculated environmental documents prepared / recirculated in 2019 including:
    - Supplemental Recirculation Memo (July 2019)
    - Health Risk Assessment (January 2019)
    - Updated Air Quality Analysis (July 2019)
    - Greenhouse Gas Analysis (July 2019)
    - Energy Resources Analysis (July 2019)
    - Economic Impact Analysis (March 2016/July 2019)
3. Draft Resolution approving the JDEDZ General Plan Amendment with land use designation map
  4. Draft Ordinance approving the JDEDZ PUD Rezone with Draft PUD Rezoning land use designation map, Conditions of Approval, uses list and JDEDZ Development Standards and Design Guidelines dated March 2017
  5. A. December 11, 2019 supplemental memorandum to the Planning Commission  
 B. Previously distributed JDEDZ-related agenda reports from 2014 through 2019 using the following link: <http://www.cityofpleasantonca.gov/jdedz>
  6. Economic Vitality Committee meeting minutes from October 5, 2017
  7. Planning Commission meeting minutes from December 11, 2019
  8. Public comments received after publication of the December 11, 2019 Planning Commission agenda report
  9. Location and Notification Map

**RESOLUTION NO. 20-\_\_\_\_**

**A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF PLEASANTON, CERTIFYING A REVISED FINAL SUPPLEMENTAL ENVIRONMENTAL IMPACT REPORT (RFSEIR) FOR THE APPLICATION OF THE CITY OF PLEASANTON FOR THE JOHNSON DRIVE ECONOMIC DEVELOPMENT ZONE (JDEDZ) AS FILED UNDER CASES P14 0852 AND PUD-105**

**WHEREAS**, the City of Pleasanton has applied for applications on 12 parcels at 7106 through 7315 Johnson Drive and 7035 and 7080 Commerce Circle, comprising approximately 40 acres known as the Johnson Drive Economic Development Zone (JDEDZ) for: (1) approval of a General Plan Amendment to change the land use designation of the project site from Business Park (Industrial/Commercial and Office) and General and Limited Industrial to Retail/Highway/ Service Commercial; Business and Professional Offices; and (2) approval of a Planned Unit Development (PUD) Rezoning to rezone the project site from Planned Unit Development-General and Light Industrial (PUD-G&LI) District, Planned Unit Development-Industrial/Commercial-Office (PUD-I/C-O) District, and General Industrial (I-G-40,000) District to PUD-C District (the "Project"); and

**WHEREAS**, pursuant to the California Environmental Quality Act (CEQA), a RFSEIR was prepared for the Project; and

**WHEREAS**, at its duly noticed public meeting of December 11, 2019, the Planning Commission considered all public testimony, relevant exhibits, and recommendations of City staff concerning the proposed RFSEIR for the Project; and

**WHEREAS**, the Planning Commission at its regular meeting on December 11, 2019, reviewed the potential Project impacts in accordance with the applicable state and local guidelines governing the preparation of the SEIR, determined that the RFSEIR is appropriate for the Project, and adopted Resolution PC-2019-29, determining that the RFSEIR is appropriate for the Project, and recommending to the City Council that the RFSEIR for the Project be certified; and

**WHEREAS**, at its duly noticed public meeting of February 4, 2020, the City Council considered all public testimony, relevant exhibits, and recommendations of City staff concerning the proposed RFSEIR; and

**WHEREAS**, the City Council at its regular meeting on February 4, 2020, reviewed the potential Project impacts in accordance with the applicable state and local guidelines governing the preparation of the RFSEIR and determined that the RFSEIR is appropriate for the Project; and

**NOW, THEREFORE BE IT RESOLVED THAT THE CITY COUNCIL OF THE CITY OF PLEASANTON DOES RESOLVE, DECLARE, DETERMINE AND ORDER THE FOLLOWING:**

**SECTION 1.** The RFSEIR was prepared for the development project located on 12 parcels at 7106 through 7315 Johnson Drive and 7035 and 7080 Commerce Circle, comprising approximately 40 acres known as the Johnson Drive Economic Development Zone (JDEDZ or Project). The Project includes the following: (1) approval of a General Plan Amendment to change the land use designation of the project site from Business Park (Industrial/Commercial and Office) and General and Limited Industrial to Retail/Highway/ Service Commercial;

Business and Professional Offices; and (2) approval of a Planned Unit Development (PUD) Rezoning to rezone the project site from Planned Unit Development-General and Light Industrial (PUD-G&LI) District, Planned Unit Development-Industrial/Commercial-Office (PUD-I/C-O) District, and General Industrial (I-G-40,000) District to PUD-C District. The RFSEIR for the Project is certified pursuant to the attached Exhibit A, the Findings of Fact and Statement of Statement of Overriding Considerations and Exhibit B, the Revised Mitigation Monitoring and Reporting Program (RMMRP) (revised January 2019).

**SECTION 2.** The City staff is directed to cause a Notice of Determination to be filed pursuant to Section 5.4(g) of Resolution No. 77-66.

**SECTION 3.** City Clerk shall certify to the passage of this resolution and enter it into the book of original resolutions.

**PASSED, APPROVED AND ADOPTED** by the City Council of the City of Pleasanton at a regular meeting held on February 4, 2020.

I, Karen Diaz, City Clerk of the City of Pleasanton, California, certify that the foregoing resolution was adopted by the City Council at a regular meeting held on the 4<sup>th</sup> day of February, 2020, by the following vote:

Ayes:  
Noes:  
Absent:  
Abstain:

\_\_\_\_\_  
Karen Diaz, City Clerk

Dated: \_\_\_\_\_

APPROVED AS TO FORM:

\_\_\_\_\_  
Daniel G. Sodergren, City Attorney

**FINDINGS OF FACT AND STATEMENT OF OVERRIDING CONSIDERATIONS  
RELATED TO THE CERTIFICATION OF THE REVISED FINAL SUPPLEMENTAL  
ENVIRONMENTAL IMPACT REPORT FOR THE CITY OF PLEASANTON'S  
JOHNSON DRIVE ECONOMIC DEVELOPMENT ZONE (AND RELATED GENERAL  
PLAN LAND USE AMENDMENTS AND REZONINGS)**

**I. INTRODUCTION AND BACKGROUND**

The Johnson Drive Economic Development Zone Project (the "Project") is a proposal to spur investment in 40-acres of mostly under-utilized or vacant land situated along Johnson Drive near I-680 and Stoneridge Drive. The goals of the Project include maximizing the benefits of the Project location as an infill site located along transportation corridors and encouraging the development of a diverse mix of uses that would promote long-term economic growth by generating substantial new revenues for the City.

***a. 2009 General Plan EIR and Project's 2016 Supplemental EIR***

In 2009, the City approved an update to its General Plan, including an Economic and Fiscal Element that contained an aggressive program of business retention and expansion. The Project is part of this program. In 2012, the City approved an amended Housing Element, Climate Action Plan, and associated General Plan amendment(s) and re-zonings. Neither the EIR prepared for the 2009 General Plan (State Clearinghouse No. 2005122139; the "General Plan EIR") nor the supplemental EIR prepared for the 2012 amendments (State Clearinghouse No. 2011052002; the "2012 SEIR") evaluated impacts associated with re-zoning the parcels within the Project to a commercial Planned Unit Development zone, nor did those documents evaluate a program of likely development of the parcels if re-zoned.

Sections 15162 and 15163 of the California Environmental Quality Act ("CEQA") Guidelines require that a supplement to a previously certified environmental impact report be prepared when changes are proposed to a project such that minor additions or changes are necessary to make the previous environmental impact report adequately apply to the project in the changed situation. In that instance, the supplemental environmental impact report need only contain the information necessary to make the previous environmental impact report adequate for the revised project. Given the previous environmental review completed for the Project area (i.e. the General Plan EIR and the 2012 SEIR), the City complied with CEQA and prepared and circulated a Draft Supplemental Environmental Impact Report for the Project (the "Draft SEIR") in September 2015. In March 2016, the City responded to written comments on the Draft SEIR and released a Final Supplemental Environmental Impact Report for the Project which included those responses and additional economic analysis of the Project ("Final SEIR").

***b. 2016 Citizens' Initiative***

The City delayed its consideration of the Project and the Final SEIR while the City's voters considered an initiative that would have limited the size of new uses in the Project area.

After the initiative was defeated by 63 percent of the electorate in November 2016, the City resumed processing the Project. The City held public hearings on the Project in late 2017.

***c. Original 2017 Project Approval***

The City released a Recirculation Memorandum dated June 5, 2017, which found recirculation of the Final SEIR was not required prior to the City Council's consideration of the Project. The City Council approved the Project on November 7, 2017, which included certification of the Final SEIR, amendment of the City's General Plan, rezoning of the properties to allow an expanded set of uses, and adoption of development standards and design guidelines for the Project area.

***d. 2017 Project Lawsuit and 2018 Rescission of Project Approvals***

In December 2017, an unincorporated association of persons calling themselves Pleasanton Citizens for Responsible Growth ("Petitioners") filed a lawsuit asking the court to rescind the City Council's Project approvals due to alleged CEQA violations. Petitioners alleged that the Final SEIR had an incomplete air quality analysis related to the Stoneridge Apartment Complex on Stoneridge Mall Road, and that more time was needed for public consideration of the economic impact analysis. In September 2018, the City Council voted to rescind the EDZ approvals in order to perform supplemental air quality analysis for the EDZ project. Petitioners thus dismissed the lawsuit.

***e. 2019 Partial Recirculated Draft SEIR, Revised Final SEIR, and Project Approval***

In July 2019, the City prepared and circulated the following supplemental environmental analyses for public comment:

- Health Risk Assessment
- Updated Air Quality Technical Memorandum
- Greenhouse Gas Analysis
- Energy Resources Technical Memorandum
- A Supplemental Recirculation Memorandum summarizing the methodology and the findings of the above four documents was also circulated, dated July 9, 2019

Together, these five documents comprise the Partial Recirculated Draft Supplemental Environmental Impact Report for the Project (the "Partial Recirculated Draft SEIR").

The City received nearly 300 public comments during the period that the Partial Recirculated Draft SEIR was recirculated, though only 14 letters raised substantive comments on the adequacy of the Partial Recirculated Draft SEIR, and most simply expressed support for or opposition to the project. The City prepared responses to those comments in October and November 2019. Those responses, together with the Draft SEIR and the Final SEIR (including all previous responses to comments prepared prior to the original approval of the Project) comprise the Revised Final Supplemental Environmental Impact Report for the Project ("Revised Final SEIR").

The City Council approved the Project and certified the Revised Final SEIR on February 4, 2020.

## II. PROJECT ENVIRONMENTAL REVIEW

### *a. Preparation of the Revised Final SEIR pursuant to CEQA*

Before the Project was originally approved in 2017, the City properly determined that a supplement to the General Plan EIR and the 2012 SEIR should be prepared to analyze the potential environmental impact of the Project.

CEQA Guidelines Section 15162 states that “When an EIR has been certified for a project, no subsequent EIR shall be prepared for that project unless the lead agency determines, on the basis of substantial evidence in the light of the whole record, one or more of the following:

1. Substantial changes are proposed in the project which will require major revisions of the previous EIR due to the involvement of new significant environmental effects or a substantial increase in the severity of previously identified significant effects;
2. Substantial changes occur with respect to the circumstances under which the project undertaken which will require major revisions of the previous EIR due to the involvement of new significant environmental effects or a substantial increase in the severity of previously identified significant effects; or
3. New information of substantial importance, which was not known and could not have been known with the exercise of reasonable diligence at the time the previous EIR was certified as complete, shows any of the following:
  - a. The project will have one or more significant effects not discussed in the previous EIR;
  - b. Significant effects previously examined will be substantially more severe than shown in the previous EIR;
  - c. Mitigation measures or alternatives previously found not to be feasible would in fact be feasible and would substantially reduce one or more significant effect of the project, but the project proponents decline to adopt the mitigation measure or alternative; or
  - d. Mitigation measures or alternatives which are considerably different from those analyzed in the previous EIR would substantially reduce one or more significant effects on the environment, but the project proponents decline to adopt the mitigation measure or alternative.” (CEQA Guidelines Section 15162[a])

CEQA Guidelines Section 15163 states that a lead agency may choose to prepare a “supplement” to an EIR rather than a “subsequent” EIR if:

1. Any of the conditions described in Section 15162 would require the preparation of a subsequent EIR; and

2. Only minor additions or changes would be necessary to make the previous EIR adequately apply to the project in the changed situation.

Further, CEQA Guidelines Section 15163 states:

- The supplement to the EIR need contain only the information necessary to make the previous EIR adequate for the project as revised.
- A supplement to an EIR shall be given the same kind of notice and public review as is given to a draft EIR under Section 15087.
- A supplement to an EIR may be circulated by itself without recirculating the previous draft or final EIR.
- When the agency decides whether to approve the project, the decision-making body shall consider the previous EIR as revised by the supplemental EIR. A finding under Section 15091 shall be made for each significant effect shown in the previous EIR as revised.

As discussed in section I.a above, the proposed Project builds on, supplements, and refines portions of the General Plan. Based on an initial review of the proposed Project and the criteria set forth in CEQA Guidelines Sections 15162 and 15163, the City originally determined that the Project may result in new significant impacts that were not addressed in the General Plan EIR or the Supplemental Housing Element and CAP EIR. The City also determined that the proposed Project would be a substantial change from the project evaluated in the prior EIRs because of the Project's potential to result in new significant environmental effects, or a substantial increase in the severity of previously identified significant environmental effects. As described in Chapter 3 (Project Description) of the Draft SEIR, the Project includes a General Plan amendment and rezoning of parcels, adoption of specific design guidelines, and other associated entitlement approvals. Construction and operation activities that could take place within the Project area would result in specific impacts that were not previously analyzed under the General Plan EIR or Supplemental Housing Element and CAP EIR.

Further, the City determined that a supplemental EIR would be appropriate for the Project because a supplemental EIR augments the EIR prepared for a prior project to address any project changes or changed circumstances since the time the prior document was certified. In the case of changes to a previously approved project, as is the case for this Project, the purpose of a supplemental EIR is to provide the additional analysis necessary to make the previous EIR adequately apply to the project as modified. Accordingly, the City determined that the supplemental EIR for this Project need contain only the analysis necessary to respond to the proposed change in the project that triggered the need for additional environmental review.

Given that approval of the Project would amend the adopted General Plan and result in other land use changes, that the remainder of the General Plan remains in effect as previously adopted, and in consideration of the scope of the Project, the City determined that a supplement to the previously certified EIR was necessary to implement the Project but that much of the

analysis in the previously certified EIRs would not need to be changed. Therefore, the Project did not require a major revision to the previously certified EIRs, and a supplemental EIR is the appropriate document to respond to the project changes.

Pursuant to CEQA and the CEQA Guidelines, and based on the above analysis and the entire administrative record for the Project, the City once again finds that a supplemental EIR is the appropriate environmental document for the Project. The Revised Final SEIR was therefore prepared for the Project in accordance with sections 15162 and 15163 of the CEQA Guidelines.

### **III. GENERAL FINDINGS AND RECORD OF PROCEEDINGS**

#### ***a. General Findings Regarding Preparation and Consideration of the Revised Final SEIR***

With respect to the City's preparation, review, and consideration of the Revised Final SEIR, the City Council finds that:

- The City exercised its independent judgment in accordance with the Public Resources Code section 21082.1(c) in retaining the independent consultant Environmental Science Associates (ESA) to prepare the Revised Final SEIR.
- The City circulated the Draft SEIR and the Partial Recirculated Draft SEIR for review by responsible and trustee agencies and the public and submitted them to the State Clearinghouse for review and comment by state agencies, as required by CEQA and the CEQA Guidelines.
- The Revised Final SEIR and the Project were presented to the Planning Commission on December 11, 2019. Using its independent judgment, the Planning Commission reviewed, considered, and held a public hearing on the Revised Final SEIR and the Project and determined that the Revised Final SEIR was adequate and sufficient, and prepared in compliance with CEQA and the CEQA Guidelines. The Planning Commission recommended to the City Council that the City Council certify the Revised Final SEIR and approve the Project.
- The Revised Final SEIR and the Project were presented to the City Council with the recommendation of the Planning Commission on February 4, 2020. Using its independent judgment, the City Council reviewed, considered, and held a public hearing on the Revised Final SEIR and the Project and determined that the Revised Final SEIR was adequate and sufficient, and prepared in compliance with CEQA and the CEQA Guidelines.

By these Findings of Fact and Statement of Overriding Considerations ("Findings"), the City Council ratifies, adopts, and incorporates the analyses, explanations, findings, responses to comments, and conclusions of the Revised Final SEIR, except as otherwise specifically provided and described in these Findings. The Revised Final SEIR and these Findings represent the independent judgment and analysis of the City and the City Council. The City Council further

finds that the Revised Final SEIR is adequate to support the approval and adoption of all Project components.

Finally, the City Council finds that the references to specific analysis and documentation cited in these Findings is not exhaustive; the City Council considered the complete record of proceedings described below in making these Findings.

***b. Record of Proceedings***

For purposes of CEQA and these Findings, the record of proceedings for the City Council's decision to certify the Revised Final SEIR and approve the Project consist of matters of common knowledge to the City Council, including but not limited to federal, state, and local laws and regulations, and the following documents that are in the custody of the City and compiled in accordance with Public Resources Code section 21167.6(e):

- The General Plan EIR;
- The 2012 SEIR;
- All notices issued by the City, including but not limited to notices of preparation, availability, and completion, that were issued by the City in conjunction with the Project;
- The Revised Final SEIR, which includes the following:
  - The Draft SEIR;
  - The Final SEIR as previously certified (including all written comments and responses to comments received during the Draft SEIR comment period, revisions to the Draft SEIR, and the Johnson Drive Economic Development Zone Supplemental Comparative Analysis dated August 2016);
  - The Partial Recirculated Draft SEIR;
  - All written comments and responses to comments received during the Partial Recirculated Draft SEIR comment period and revisions to the Partial Recirculated Draft SEIR contained in Chapter 4 of the Revised Final SEIR ("Summary of Changes to the Partial Recirculated Draft SEIR");
  - The Revised Mitigation Monitoring and Reporting Program ("RMMRP") for the Project;
- The Review of Final Supplemental Environmental Impact Report for the Johnson Drive Economic Development Zone memorandum dated June 5, 2017, prepared by ESA;
- All decisions, findings and resolutions submitted and/or adopted by the City in connection with the proposed Project, and all documents cited or referred to therein;
- All final reports, studies, memoranda, maps, correspondence, and related documents prepared by the City, or the consultants or responsible or trustee

agencies, with respect to: (1) the City's compliance with CEQA; and (2) the City's action on the proposed Project;

- All documents submitted to the City by other agencies and by members of the public in connection with the proposed Project;
- All documents compiled by the City in connection with the study of the proposed Project and alternatives; and
- The testimony and evidence presented at all public hearings at the Planning Commission and City Council on the environmental document or on the proposed Project.

The location of these documents and other materials that constitute the record of proceedings is: City of Pleasanton Community Development Department, 200 Old Bernal Avenue, Pleasanton, CA 94566. The custodian of the record of proceedings is the Planning Manager.

#### **IV. FINDINGS REGARDING LESS THAN SIGNIFICANT IMPACTS**

By these Findings, the City Council ratifies and adopts the conclusions regarding all impacts identified as "no impact" or "less than significant" in the Draft SEIR and Final SEIR.

By these Findings, the City Council ratifies and adopts the conclusions regarding all impacts identified as "no impact" or "less than significant" in the Partial Recirculated Draft SEIR and Responses to Comments on the Partial Recirculated Draft SEIR, including but not limited to the following:

- ***Project-level air quality impacts due to exposure of sensitive receptors to toxic air contaminants are less than significant.*** The maximum potential lifetime excess cancer risk associated with the Project is 4.7 in a million (occurs at an off-site residential receptor location), which would not exceed the BAAQMD cancer risk threshold of 10 in a million. The maximum potential chronic health index associated with the Project is 0.37 (occurs at an existing on-site worker receptor location), which would not exceed the BAAQMD's chronic hazard index threshold of 1. The maximum potential annual average PM<sub>2.5</sub> concentration associated with the Project is 0.28 micrograms per cubic meter ( $\mu\text{g}/\text{m}^3$ ) (occurs at an existing on-site worker receptor location), which would not exceed the BAAQMD's threshold of 0.3  $\mu\text{g}/\text{m}^3$ . Therefore, Project-level impacts due to exposure of sensitive receptors to toxic air contaminants (TACs) would be less than significant. (See Revised HRA Tables 6, 7, 8 in RTC Appendix B; Tables 3-7, 3-8, 3-9 of HRA; Response to Comments 2-2.)
- ***Cumulative air quality impacts due to exposure of sensitive receptors to toxic air contaminants are less than significant.*** The maximum potential cumulative lifetime excess cancer risk associated with the Project and all background TAC sources within 1,000 feet of the Project is 86.7 in a million (occurs at an off-site

worker receptor location), which would not exceed the BAAQMD cumulative cancer risk threshold of 100 in a million. The maximum potential cumulative chronic health index associated with the Project is 0.40 (occurs at an existing on-site worker receptor location), which would not exceed the BAAQMD's chronic hazard index threshold of 10. The maximum potential cumulative annual average PM2.5 concentration associated with the Project is 0.49  $\mu\text{g}/\text{m}^3$  (occurs at an existing off-site residential receptor location), which would not exceed the BAAQMD's threshold of 0.8  $\mu\text{g}/\text{m}^3$ . Therefore, cumulative impacts due to exposure of sensitive receptors to TACs would be less than significant. (See Revised HRA Tables 10 and 11 in Response to Comments Appendix B.)

- ***All three air quality impacts identified in the Draft SEIR as significant and unavoidable due to Project operations—operational emissions of criteria air pollutants (Impact 4.B-2), conflict with the applicable air quality plan (Impact 4.B-3), and cumulative emissions of criteria air pollutants (Impact 4.B-6)— have now been found to be less than significant.*** First, average daily full-buildout operational emissions of ROG, NOX, PM10, and PM2.5 would be 47.48, 34.16, 75.70, and 20.68 pounds per day, respectively. In addition, Phase 1 operational emissions plus Phase 2 construction emissions of ROG, NOX, PM10, and PM2.5 would be 49.95, 22.55, 35.91, and 10.07 pounds per day, respectively. These emissions do not exceed BAAQMD's threshold for ROG, NOX, and PM2.5 of 54 pounds per day and for PM10 of 82 pounds per day. Therefore, mitigation is not required and the impact would be less than significant. Second, operation of the project would not conflict with or obstruct implementation of the applicable air quality plan (the BAAQMD 2017 Clean Air Plan) because operational emissions of all criteria pollutants are below the project-level thresholds and the project would be consistent with the applicable air quality control measures contained in the 2017 Clean Air Plan. Therefore, mitigation is not required and the impact would be less than significant. Third, the cumulative air quality impact from operations of the project would not be cumulatively considerable because operational emissions of all criteria pollutants are below the project-level thresholds and, according to the BAAQMD, effects related to criteria air pollutants are inherently cumulative impacts because no single project is sufficient in size to, by itself, result in nonattainment of ambient air quality standards. Therefore, mitigation is not required and these impacts would be less than significant. (See Revised HRA Tables 7, 8, 10, 12 in Response to Comments Appendix B; Draft SEIR pages 4.B-24-25.)
- ***Phase 1 operational air quality impacts (not modeled separately for Phase 1 in the Draft SEIR) are less than significant.*** Average daily operational ROG, NOX, PM10, and PM2.5 emissions for Phase 1 would be 53.27, 53.91, 55.32, and 15.43 pounds per day, respectively. These emissions do not exceed BAAQMD's threshold for ROG, NOX, and PM2.5 of 54 pounds per day and for PM10 of 82 pounds per day. Therefore, ROG emissions would not require mitigation and Mitigation Measure M-AQ-2, *Low-VOC Architectural Coatings*, (identified in the

Updated Air Quality Technical Memorandum) is not required. Consequently, the Project would have a less than significant impact with regard to Phase 1 operational ROG emissions. (See Revised HRA Table 7 in Response to Comments Appendix B; Response to Comments 1-9.)

- ***The Project would have less than significant GHG impacts.*** The Project would be consistent with the 2017 Scoping Plan Update, Plan Bay Area 2040, and the City's Climate Action Plan. Because the Project is consistent with these applicable plans and policies to reduce GHG emissions, and because the Project implements certain Project design features (e.g. electric vehicle charging stations and rooftop solar photovoltaic panels), the Project would generate an incremental contribution to climate change compared to existing conditions, but would not generate enough GHG emissions on its own to significantly influence global climate change. Therefore, the Project would have a less than significant impact with regard to GHG emissions. (See Updated Greenhouse Gas Analysis pages 32-46; Response to Comments pages 3-33 through 3-40.)
- ***The Project would have less than significant energy-related impacts.*** As stated in the 2019 recirculated Health Risk Assessment, Phase 1 would not require haul trucks to export rubble resulting from the demolition of existing buildings at the site, as no demolition would be required or take place; all existing rubble would be reused on-site. In addition, the majority of demolition debris created during Phase 2 demolition activities of existing buildings would be reused on-site, and Phase 2 would require fewer haul trucks to export this debris, compared to conditions of all demolition debris were to be removed from the site. By using much of this material on-site as construction base, the Project would eliminate both disposal trips for the demolition debris and haul trips for new aggregated fill material, thus eliminating the diesel fuel consumption associated with each truck trip. The Project would comply with applicable construction regulations that affect energy demand, such as idling restrictions that would result in less fuel combustion and energy consumption and minimize the Project's construction-related energy use. As a result, construction energy impacts would be considered less than significant. And because the Project would be consistent with energy efficient building standards and promote transportation energy efficiency, it would not result in the wasteful, inefficient, and unnecessary consumption of energy or preclude opportunities for improving overall fuel efficiency and future energy conservation. The Project also would not conflict with or obstruct a state or local plan for renewable energy or energy efficiency. As a result, operational energy impacts would be considered less than significant. (See Response to Comments 2-1, 2-2; Energy Resources Technical Memorandum section 3.2.)

## V. FINDINGS REGARDING IMPACTS THAT ARE LESS THAN SIGNIFICANT WITH MITIGATION INCORPORATED

The Revised Final SEIR determined that the Project has potentially significant environmental impacts in the areas discussed below, and identified feasible mitigation measures to avoid or substantially reduce some or all of the environmental impacts in these areas. Based on the information and analyses set forth in the Revised Final SEIR, all but five of the impacts of the Project will be avoided or substantially reduced to less than significant with identified feasible mitigation measures incorporated into the Project.

The City Council agrees with the characterizations in the Revised Final SEIR with respect to all impacts initially identified as “significant” or “potentially significant” that would be rendered less than significant with implementation of the mitigation measures identified in the Revised Final SEIR and RMMRP. In accordance with CEQA Guidelines §15091(a), a specific finding is made for each impact and its associated mitigation measures in the discussions below. The City Council again ratifies, adopts and incorporates the full analysis, explanation, findings, responses to comments and conclusions contained in the Revised Final SEIR, including but not limited to the following:

#### Air Quality

##### ***Impact 4.B-1***

Construction activities within the area of the Project would result in increased emissions of fugitive dust, criteria air pollutants, and TACs from construction activities.

The Revised Final SEIR evaluates the impacts on air quality that would result from construction and operation activities that would take place within the area of the Project. The assessment includes the potential for the Project to violate an air quality standard or contribute substantially to an existing or projected air quality violation, to result in a cumulatively considerable net increase of any criteria pollutant for which the region is in non-attainment, or to expose sensitive receptors to substantial pollutant concentrations, including odors. Air quality effects related to the Project are evaluated against State and federal ambient air quality standards, as well as the standards established by BAAQMD.

*Significance Before Mitigation:* Significant

*Significance After Mitigation:* Less than Significant

*Finding:* Changes have been incorporated into the Project that would avoid the significant environmental effect as identified in the Revised Final SEIR. Mitigation Measures M-AQ-1 and 4.B-1, which have been incorporated into the Project, will reduce the significant environmental impact to a less than significant level.

*Facts in Support of Finding:* The following facts and mitigation measures indicate that the impact will be reduced to less than significant.

1. Phase 1 construction NO<sub>x</sub> emissions are estimated to be an average of 55.74 pounds per day, exceeding the significance threshold of 54 pounds per day.
2. Implementation of Mitigation Measures M-AQ-1 and 4.B-1 set forth on pages 21-22 of the Updated Air Quality Technical Memorandum and Table 5-1 in the Final SEIR, and listed in the RMMRP will ensure that Impact 4.B-1 would be reduced to a less than significant level. These mitigation measures are hereby incorporated by reference and described below.

*Mitigation Measure M-AQ-1:* The project sponsor or the project sponsor's contractor shall comply with the following:

1. All off-road equipment (including water construction equipment used onboard barges) greater than 50 horsepower shall have engines that meet Tier 3 off-road emission standards.
2. Diesel engines, whether for off-road or on-road equipment, shall not be left idling for more than two minutes, at any location, except as provided in exceptions to the applicable state regulations regarding idling for off-road and on-road equipment (e.g., traffic conditions, safe operating conditions). The contractor shall post legible and visible signs in English, Spanish, and Chinese, in designated queuing areas and at the construction site to remind operators of the two-minute idling limit.
3. The contractor shall instruct construction workers and equipment operators on the maintenance and tuning of construction equipment, and require that such workers and operators properly maintain and tune equipment in accordance with manufacturer specifications.

Site(s) affected: All sites within the Project.

(Updated Air Quality Technical Memorandum, pp. 21-22.)

*Mitigation Measure 4.B-1:* All developers of sites within the EDZ area shall ensure that construction plans include a requirement that the BAAQMD Best Management Practices for fugitive dust control be implemented. All developers of sites within the EDZ area are required to implement the following for all construction activities within the EDZ area, to reduce fugitive dust emissions that would be generated primarily during soil movement, grading, and demolition activities, but also during vehicle and equipment movement on unpaved construction sites:

1. All exposed surfaces (e.g., parking areas, staging areas, soil piles, graded areas, and unpaved access roads) shall be watered two times per day.
2. All haul trucks transporting soil, sand, or other loose material off-site shall be covered.

3. All visible mud or dirt track-out onto adjacent public roads shall be removed using wet power vacuum street sweepers at least once per day. The use of dry power sweeping is prohibited.
4. All vehicle speeds on unpaved roads shall be limited to 15 miles per hour.
5. All streets, driveways, and sidewalks to be paved shall be completed as soon as possible. Building pads shall be laid as soon as possible after grading unless seeding or soil binders are used.
6. Idling times shall be minimized either by shutting equipment off when not in use or reducing the maximum idling time to 5 minutes (as required by the California airborne toxics control measure Title 13, Section 2485 of CCR). Clear signage shall be provided for construction workers at all access points.
7. All construction equipment shall be maintained and properly tuned in accordance with manufacturer's specifications. All equipment shall be checked by a certified mechanic and determined to be running in proper condition prior to operation.
8. A publicly visible sign shall be posted with the telephone number and person to contact at the City of Pleasanton Planning Division regarding dust complaints. This person shall respond and take corrective action within 48 hours. BAAQMD's phone number shall also be visible to ensure compliance with applicable regulations.

Site(s) affected: All sites within the Project.

(Updated Air Quality Technical Memorandum, pp. 21-22; Draft SEIR, pp. 4.B-14 to 4.B-18.)

#### ***Impact 4.B-4***

Operation of uses that would be developed within the area of the Project would expose sensitive receptors to substantial concentrations of toxic air contaminants or respirable particulate matter (PM<sub>2.5</sub>).

The Draft SEIR evaluates the impacts related to the exposure of sensitive receptors, such as senior housing or outdoor recreation within the Project, in close proximity to sources of toxic air contaminants (i.e., within 300 feet of a fuel station or within 1,000 feet of warehouse loading docks or Highway I-680).

*Significance Before Mitigation:* Significant

*Significance After Mitigation:* Less than Significant

*Finding:* Changes have been incorporated into the Project that would avoid the significant environmental effect as identified in the Revised Final SEIR.

Mitigation Measure 4.B-4, which has been incorporated into the Project, will reduce the significant environmental impact to a less than significant level.

*Facts in Support of Finding:* The following facts and mitigation measure indicate that the impact will be reduced to less than significant.

1. Some of the sites within the Project that would be developed are within areas of concern related to TAC emissions from one or more stationary TAC sources. On-road vehicular traffic on nearby highway segments and arterials could also expose receptors within the area of the Project to TAC sources.
2. Implementation of Mitigation Measure 4.B-4 set forth in Table 5-1 of the Final SEIR and listed in the RMMRP will ensure that Impact 4.B-4 would be reduced to a less than significant level, and is hereby incorporated by reference and described below.

*Mitigation Measure 4.B-4:* If a new sensitive residential use, such as senior housing or a child-care or healthcare facility, is proposed within the EDZ area and within 300 feet of a fuel station or within 1,000 feet of warehouse loading docks or Highway I-680, the developer of this use shall prepare a health risk assessment report to be reviewed and approved by the City. The health risk assessment shall demonstrate that the increased cancer risks for the proposed sensitive use would be below the BAAQMD permitting limit of 10 in one million (per its Policy and Procedure Manual, the BAAQMD would deny an Authority to Construct or a Permit to Operate for any new or modified source of TACs that exceeds a cancer risk of 10 in one million or a chronic or acute hazard index of 1.0); or, should the health risk assessment determine that lifetime cancer risk would exceed 10 in one million, the developer shall install in the sensitive use an enhanced ventilation filtration system such that the resultant lifetime increased cancer risk is less than 10 in one million. No sensitive use shall be approved within the EDZ where the health risk assessment determines that lifetime cancer risk from the freeway and from uses in the EDZ would exceed 10 in one million.

Site(s) affected: All sites that include a sensitive use such as, but not limited to, a senior housing facility, child-care or healthcare facility, within 300 to 1,000 feet of a source of TACs.

(Draft SEIR, pp. 4.B-23 to 4.B-24.)

## Noise

### ***Impact 4.C-1***

Development within the Project would increase construction noise levels at sensitive receptors located near construction sites.

The Revised Final SEIR evaluates the impact of the Project related to a substantial temporary increase in noise levels at sensitive receptors located near construction sites.

*Significance Before Mitigation:* Significant

*Significance After Mitigation:* Less than Significant

*Finding:* Changes have been incorporated into the Project that would avoid the significant environmental effect as identified in the Revised Final SEIR. Mitigation Measures 4.C-1a and 4.C-1b, which are incorporated into the Project, will reduce the significant environmental impact to a less than significant level.

*Facts in Support of Finding:* The following facts and mitigation measures indicate that the impact will be reduced to less than significant.

1. Construction activities would include demolition, site preparation, paving, and building construction, in addition to construction for improvements such as roadways, storm drainage, and utilities. Construction would involve the use of heavy equipment (e.g., front loader, graders, haul trucks) in addition to small power tools, generators, and hand tools that would be sources of noise.
2. Implementation of Mitigation Measures 4.C-1a and 4.C-1b set forth in Table 5-1 of the Final SEIR and listed in the MMRP apply to all potential sites that would be developed within the Project and will ensure that Impact 4.C-1 will be reduced to a less than significant level, and are hereby incorporated by reference and described below.

*Mitigation Measure 4.C-1a:* To address nuisance impacts of construction activities within the EDZ area, all developers of sites within the EDZ area shall ensure that construction contractors implement the following:

- Signs shall be posted at all construction site entrances to the property upon commencement of construction, for the purposes of informing all contractors/subcontractors, their employees, agents, material haulers, and all other persons at the applicable construction sites, of the basic requirements of Mitigation Measures 4.C-1a and 4.C-1b.
- Signs shall be posted at the construction sites that include permitted construction days and hours, a day and evening contact number for the job site, and a contact number in the event of problems.
- An onsite complaint and enforcement manager shall respond to and track complaints and questions related to noise.

Site(s) affected: All sites within the Project.

*Mitigation Measure 4.C-1b:* To reduce daytime noise impacts due to construction within the EDZ area, all project developers shall require construction contractors working within 55 feet of the construction site property boundary to implement the following measures:

- Equipment and trucks used for construction shall use the best available noise control techniques (e.g., improved mufflers, equipment redesign, use of intake silencers, ducts, engine enclosures, and acoustically-attenuating shields or shrouds).
- Impact tools (e.g., jack hammers, pavement breakers, and rock drills) used for construction shall be hydraulically or electrically powered where feasible to avoid noise associated with compressed air exhaust from pneumatically powered tools. Where use of pneumatic tools is unavoidable, an exhaust muffler on the compressed air exhaust shall be used; this muffler can lower noise levels from the exhaust by up to about 10 dBA. External jackets on the tools themselves shall be used where feasible; this could achieve a reduction of 5 dBA. Quieter procedures, such as use of drills rather than impact tools, shall be used unless deemed not feasible by a geotechnical investigation.

Site(s) affected: All sites within the Project.

(Draft SEIR, pp. 4.C-13 to 4.C-14.)

#### ***Impact 4.C-7***

Development within the area of the Project would be exposed to stationary (non-transportation) noise sources at levels in excess of the City of Pleasanton Noise Standards.

The Revised Final SEIR evaluates the impact of the Project related to the exposure to stationary (non-transportation) noise sources that would exceed the applicable City of Pleasanton Noise Standards.

*Significance Before Mitigation:* Significant

*Significance After Mitigation:* Less than Significant

*Finding:* Changes have been incorporated into the Project that would avoid the significant environmental effect as identified in the Revised Final SEIR. Mitigation Measures 4.C-1c and 4.C-1d, which are incorporated into the Project, will reduce the significant environmental impact to a less than significant level.

*Facts in Support of Finding:* The following facts and mitigation measures indicate that the impact will be reduced to less than significant.

1. Noise from stationary (non-transportation) sources in the vicinity of all the potential sites for rezoning could exceed the applicable exterior noise exposure limit established within the City Municipal Code. Some areas adjacent to industrial/commercial areas could be subject to loading noise and late or 24- hour operations noise.
2. Implementation of Mitigation Measures 4.C-1c and 4.C-1d set forth in Table 5- 1 of the Final SEIR and listed in the RMMRP will ensure that Impact 4.C-7 would be reduced to a less than significant level, and are hereby incorporated by reference and described below.

*Mitigation Measure 4.C-1c:* Prior to the approval of the development of senior housing projects within the EDZ area, the City shall require site-specific acoustical assessments to determine exposure to existing and approved noise sources, impact, and mitigation regarding non-transportation sources. Noise exposure shall be mitigated to satisfy the applicable City Municipal Code criterion using appropriate housing site design.

Site(s) affected: All sites within the Project.

*Mitigation Measure 4.C-1d:* For all senior housing proposed for development within the EDZ area, the City shall require noise disclosures and noise complaint procedures for new residents of these developments, which will include 1) a disclosure of potential noise sources in the project vicinity; and 2) the establishment of procedures and a contact phone number for a site manager the residents can call to address any noise complaints.

Site(s) affected: All sites within the Project.

(Draft SEIR, pp. 4.C-19 to 4.C-20.)

### Transportation and Traffic

An additional summary of Findings regarding potentially significant transportation and traffic impacts that have been found to be mitigated to less than significant levels can be found in Table 1 in section VI.

#### ***Impact 4.D-9***

Development of the Project would increase traffic safety hazards for vehicles, bicyclists, and pedestrians on public roadways due to roadway design features, incompatible uses, or project-related vehicles trips.

The Revised Final SEIR evaluates the impact of the Project related to traffic safety hazards.

*Significance Before Mitigation:* Significant

*Significance After Mitigation:* Less than Significant

*Finding:* Changes have been incorporated into the Project that would avoid the significant environmental effect as identified in the Revised Final SEIR. Implementation of Mitigation Measures 4.D-3 and 4.D-4 would reduce this impact to a less than significant level and are incorporated into the Project.

*Facts in Support of Finding:* The following facts and mitigation measures indicate that the impact would be reduced to less than significant.

1. Implementation of the Project could affect vehicular, bicycle, and pedestrian traffic along Johnson Drive, especially in relation to movements into and out of new uses developed along Johnson Drive.
2. Mitigation Measure 4.D-3 and 4.D-4 set forth in Table 5-1 of the Final SEIR and listed in the RMMRP will ensure that Impact 4.D-9 would be reduced to a less than significant level, and are hereby incorporated by reference and described below.

*Mitigation Measure 4.D-3: Johnson Drive Improvements.* The City will review design plans for club retail and other traffic-intensive uses that would be developed as part of Phase I and buildout of the EDZ to determine needed improvements to accommodate additional traffic on Johnson Drive. If at the conclusion of this review the City determines that additional improvements to Johnson Drive are required, one or more of the following improvements shall be implemented:

1. If a club retail use is proposed for Parcel 6, signalize one or more entrances at Parcel 6, and widen Johnson Drive at this location, to accommodate a southbound left-turn pocket and a northbound right-turn pocket.
2. Widen Johnson Drive to provide up to two vehicle travel lanes in each direction from Stoneridge Drive to the main entries of sites with traffic-intensive uses (such as club retail).
3. Implement other improvements as needed at major driveways (signal control, provision of left-turn or right-turn pockets) to provide additional capacity.
4. Final design of all improvements along Johnson Drive shall maintain or enhance existing bicycles, transit, and pedestrian facilities, and shall ensure bicycle and pedestrian facilities and access to the Alamo Canal Trail at the signalized crossing at Commerce Circle and any other signalized locations on Johnson Drive.

Site(s) affected: All sites within the Project (Phase I and Full Buildout).

*Mitigation Measure 4.D-4:* Retention of Bicycle Lanes on Stoneridge Drive. Final design of all improvements along Stoneridge Drive shall maintain or enhance existing bicycles and pedestrian facilities.

Site(s) affected: All (Phase I and Full Buildout).

(Draft SEIR, pp. 4.D-57 to 4.D-60.)

### ***Impact 4.D-11***

Operation of uses within the Project would be inconsistent with adopted policies, plans, and programs supporting alternative transportation.

The Revised Final SEIR evaluates the impact of the Project related to alternative transportation.

*Significance Before Mitigation:* Significant

*Significance After Mitigation:* Less than Significant

*Finding:* Changes have been incorporated into the Project that would avoid the significant environmental effect as identified in the Revised Final SEIR. Implementation of Mitigation Measures 4.D-3 and 4.D-4 would reduce this impact to a less than significant level and are incorporated into the Project.

*Facts in Support of Finding:* The following facts and mitigation measures indicate that the impact would be reduced to less than significant.

1. Implementation of the Project could affect bicycle and pedestrian traffic as well as transit service along Johnson Drive, especially in relation to movements into and out of new uses developed along Johnson Drive.
2. Mitigation Measures 4.D-3 and 4.D-4 set forth in Table 5-1 of the Final SEIR, listed in the RMMRP, and included in the Findings for Impact 4.D-9 above will ensure that Impact 4.D-11 would be reduced to a less than significant level, and are hereby incorporated by reference.

(Draft SEIR, pp. 4.D-65 to 4.D-66.)

### ***Impact 4.D-12***

Development facilitated by the Project would result in increased demand for motor vehicle parking, or remove existing parking areas.

The Revised Final SEIR evaluates potential physical impacts of the Project related to demand for parking and existing parking areas.

*Significance Before Mitigation:* Significant

*Significance After Mitigation:* Less than Significant

*Finding:* Changes have been incorporated into the Project that would avoid the significant environmental effect as identified in the Revised Final SEIR. Mitigation Measure 4.D-3 would reduce this impact to a less than significant level and is incorporated into the Project.

*Facts in Support of Finding:* The following facts and mitigation measure indicate that the impact would be reduced to less than significant.

1. Implementation of the Project could remove existing street parking, including along Johnson Drive.
2. Mitigation Measure 4.D-3 set forth in Table 5-1 of the Final SEIR, listed in the RMMRP, and included in the Findings for Impact 4.D-9 above will ensure that Impact 4.D-12 would be reduced to a less than significant level, and are hereby incorporated by reference.

(Draft SEIR, pp. 4.D-66 to 4.D-67.)

## Biological Resources

### ***Impact 4.E-1a***

Development facilitated by the Project could potentially have a substantial adverse effect, either directly or through habitat modifications, on species identified as a candidate, sensitive, or special-status species in local or regional plans, policies, or regulations or by the CDFG, or the USFWS.

The Revised Final SEIR evaluates the impact of the Project on any species identified as a candidate, sensitive, or special-status species in local or regional plans, policies, or regulations, or by the California Department of Fish and Wildlife or U.S. Fish and Wildlife Service. The removal of trees or other vegetation associated with development within the Project could result in direct losses of nesting habitat, nests, eggs, nestlings, or roosting special-status bats, and demolition of unused or underutilized buildings could also impact bats through loss of habitat or by direct mortality.

*Significance Before Mitigation:* Significant

*Significance After Mitigation:* Less than Significant

*Finding:* Changes or alterations have been incorporated into the Project that would avoid the significant environmental effect as identified in the Revised Final SEIR. Mitigation Measures 4.C-1a and 4.E-1 from the 2012 SEIR which have been required in or incorporated into the Project will reduce the significant environmental impact to a less than significant level. Mitigation Measure 4.C-1a has been amended in the RMMRP to clarify application to the entire Project site (i.e. Phase 1 and Full Buildout). Mitigation Measure 4.E-1 has been amended in the RMMRP to clarify application to locations on the Project site where buildings shall be demolished or large trees constituting suitable habitat for roosting bats shall be removed.

*Facts in Support of Finding:* The following facts and mitigation measures indicate that the impact will be reduced to less than significant.

1. The removal of any trees or other vegetation associated with development within the Project could result in direct losses of nesting habitat, nests, eggs, or nestlings of special-status birds.
2. The removal of any trees or other vegetation or demolition of unused or underutilized buildings could result in direct losses of roosting special-status bats.
3. Implementation of Mitigation Measures 4.C-1a and 4.E-1 set forth in Table 5-1 of the Final SEIR and listed in the RMMRP will ensure that Impact 4.E-1a would be reduced to a less than significant level and are hereby incorporated by reference and described below.

Modified Mitigation Measure 4.C-1a from 2012 SEIR: Pre-construction Breeding Bird Surveys. The City shall ensure that prior to development of all potential sites for rezoning (Sites 1-4, 6-11, 13, 14, and 16-21) and each phase of project activities that have the potential to result in impacts on breeding birds (e.g., tree removal or demolition of buildings or bridges), the project applicant shall take the following steps to avoid direct losses of nests, eggs, and nestlings and indirect impacts to avian breeding success:

- If grading or construction activities occur only during the non-breeding season, between August 31 and February 1, no surveys will be required.
- Pruning and removal of trees and other landscaped vegetation, including grading of grasslands, should occur whenever feasible, outside the breeding season (February 1 through August 31).
- During the breeding bird season (February 1 through August 31) a qualified biologist will survey project sites for nesting raptors and passerine birds not more than 14 days prior to any ground-disturbing activity or vegetation removal. Surveys will include all line-of-sight trees within 500 feet (for raptors) and all vegetation within 250 feet for all other species.

- Based on the results of the surveys, avoidance procedures will be adopted, if necessary, on a case-by-case basis. These may include construction buffer areas (up to several hundred feet in the case of raptors) or seasonal avoidance.
- Bird nests initiated during construction are presumed to be unaffected by project activities, and no buffer would be necessary except to avoid direct destruction of a nest or mortality of nestlings.
- If pre-construction surveys indicate that nests are inactive or potential habitat is unoccupied during the construction period, no further mitigation is required if work is initiated within 14 days of the survey. Trees and shrubs that have been determined to be unoccupied by nesting or other special-status birds may be pruned or removed within 14 days of the pre-construction survey. Should activities be delayed beyond 14 days, pre-construction surveys shall be repeated prior to the start of work.

Site(s) affected: All (Phase 1 and Full Buildout).

*Mitigation Measure 4.E-1: Pre-Construction Bat Surveys.* Conditions of approval for building and grading permits issued for demolition and construction on sites within the EDZ area shall include a requirement for pre-construction special-status bat surveys when large trees constituting suitable habitat for roosting bats (e.g. trees with cavities or trees with bark that could be used for roosting such as eucalyptus and redwood) are to be removed or underutilized or vacant buildings are to be demolished.

- Surveys shall be conducted by a qualified biologist prior to any tree removal or building demolition. Removal of trees and structures shall occur when bats are active, approximately between the periods of March 1 to April 15 and August 15 to October 15; outside of bat maternity roosting season (approximately April 15 -August 31) and outside of months of winter torpor (approximately October 15 - February 28), to the extent feasible.
- If removal of trees and structures during the periods when bats are active is not feasible and active bat roosts being used for maternity or hibernation purposes are found on or in the immediate vicinity of the site where tree and structure removal is planned, a no disturbance buffer of 100 feet shall be established around these roost sites until they are determined to be no longer active by the qualified biologist. A 100-foot no disturbance buffer is a typical protective buffer distance; however, buffer width may be modified by the qualified biologist depending on existing screening around the roost site (such as dense vegetation or a building) as well as the type of construction activity which would occur around the roost site.
- The qualified biologist shall be present during tree and structure removal if potential bat roosting habitat or active bat roosts are present. Trees and

structures with active roosts shall be removed only when no rain is occurring or is forecast to occur for 3 days and when daytime temperatures are at least 50°F.

- Removal of trees with potential bat roosting habitat or active bat roost sites shall follow a two-step removal process:
  1. On the first day of tree removal and under supervision of the qualified biologist, branches and limbs not containing cavities or fissures in which bats could roost, shall be cut only using chainsaws.
  2. On the following day and under the supervision of the qualified biologist, the remainder of the tree may be removed, either using chainsaws or other equipment (e.g. excavator or backhoe).

Removal of structures containing or suspected to contain potential bat roosting habitat or active bat roosts shall be dismantled under the supervision of the qualified biologist in the evening and after bats have emerged from the roost to forage. Structures shall be partially dismantled to significantly change the roost conditions, causing bats to abandon and not return to the roost.

Site(s) affected: All sites where buildings shall be demolished or large trees constituting suitable habitat for roosting bats shall be removed.

(Draft SEIR, pp. 4.E-9 to 4.E-14.)

#### ***Impact 4.E-1c***

Development facilitated by the Project could potentially have a substantial adverse effect on federally protected wetlands.

The Revised Final SEIR evaluates the impact of the Project on wetlands, including wetlands present in the Alamo Canal adjacent to the area of the Project.

*Significance Before Mitigation:* Significant

*Significance After Mitigation:* Less than Significant

*Finding:* Changes have been incorporated into the Project that would avoid the significant environmental effect as identified in the Revised Final SEIR. Mitigation Measures 4.E-2 through 4.E-4, which have been incorporated into the Project, will reduce the significant environmental impact to a less than significant level.

*Facts in Support of Finding:* The following facts and mitigation measures indicate that the impact will be reduced to less than significant.

1. Construction activities within the Project - specifically, reconstruction and widening of the freeway on-ramp bridge over the Alamo Canal - could affect wetlands and wetland habitat.
2. Implementation of Mitigation Measures 4.E-2 through 4.E-4 set forth in Table 5-1 of the Final SEIR and listed in the RMMRP will ensure that Impact 4.E-1c will be reduced to a less than significant level and are hereby incorporated by reference and described below.

*Mitigation Measure 4.E-2: Wetland Delineation.* In coordination with the City, a qualified wetland ecologist shall conduct a wetland delineation of the proposed bridge expansion and replacement site to identify potential waters of the United States (U.S.) (including wetlands) or waters of the state which may be present. If no waters of the U.S. or waters of the state are identified onsite, no further action is required. Should waters of the U.S. or waters of the state be determined present within the site, features shall be mapped and documented in a report for submission to the appropriate jurisdictional agencies retaining authority over the identified features.

Site(s) affected: Proposed bridge expansion and replacement site.

*Mitigation Measure 4.E-3: Wetland Avoidance and Protection.* Access roads, work areas, and infrastructure shall be sited to avoid and minimize direct and indirect impacts to wetlands and waters. Where work will occur within and/or adjacent to federal and state jurisdictional wetlands and waters, protection measures shall be applied to minimize the footprint of overall impacts and protect these features. These measures shall include the following:

- A protective barrier (such as silt fencing) shall be erected around the work area (s) to minimize disturbance to wetland or water features and isolate adjacent to wetland or water features from construction activities to reduce the potential for incidental fill, erosion, or other disturbance beyond what is necessary for bridge expansion and replacement;
- Signage shall be installed on the fencing to identify sensitive habitat areas and restrict construction activities;
- No equipment mobilization, grading, clearing, or storage of equipment or machinery, or similar activity shall occur at the site until a representative of the City has inspected and approved the wetland protection fencing; and
- The City shall ensure that the temporary fencing is continuously maintained until all construction activities are completed.

A fencing material meeting the requirements of both water quality protection and wildlife exclusion shall be used.

Site(s) affected: All sites within the Project adjacent to wetlands.

*Mitigation Measure 4.E-4: Compensation for Impacts to Wetlands and Other Waters.* Where jurisdictional wetlands and other waters cannot be avoided, to offset temporary and permanent impacts that would occur as a result of the bridge expansion and replacement, restoration and compensatory mitigation shall be provided through the following mechanisms:

- Prior to construction, the City or Caltrans shall obtain relevant permits and authorizations from the U.S. Army Corps of Engineers (USACE), California Department of Fish and Wildlife (CDFW), and the San Francisco Bay Regional Water Quality Control Board (RWQCB);
- Consistent with the terms and conditions of these permits and authorizations, the City or Caltrans shall compensate for the unavoidable loss of wetlands and other waters at a minimum of a 1:1 ratio; and
- Compensation may be provided by one or more of the following methods: 1) on-site creation or habitat restoration, 2) off-site habitat creation, restoration and/or enhancement, or 3) payment to an approved wetland mitigation bank.

Mitigation bank credits, if available, shall be obtained prior to the start of construction. On-site or off-site creation/restoration/enhancement plans must be prepared by a qualified biologist prior to construction and approved by the permitting agencies. Implementation of creation/restoration/enhancement activities by the permittee shall occur prior to impacts, whenever possible, to avoid temporal loss. On- or off-site creation/restoration/enhancement sites shall be monitored by the City for at least five (5) years to ensure their success.

Site(s) affected: All sites within the Project.

(Draft SEIR, pp. 4.E-9 to 4.E-14.)

## Cultural Resources

### ***Impact 4.E-2b***

Development facilitated by the Project has the potential to cause a substantial adverse change in the significance of an archaeological resource pursuant to CEQA Guidelines §15064.5.

The Revised Final SEIR evaluates the impacts of the Project on archaeological resources. Some sites that would be developed may have only been minimally disturbed in the past and they

may contain unknown archaeological resources, the disturbance of which could therefore cause a substantial adverse change in the significance of a unique archaeological resource pursuant to §15064.5 of the CEQA Guidelines.

*Significance Before Mitigation:* Significant

*Significance After Mitigation:* Less than Significant

*Finding:* Changes have been incorporated into the Project that would avoid the significant environmental effect as identified in the Revised Final SEIR. Mitigation Measure 4.E-5, which has been incorporated into the Project, will reduce the significant environmental impact to a less than significant level.

*Facts in Support of Finding:* The following facts and mitigation measure indicate that the impact will be reduced to less than significant.

1. The Project is located in Holocene-aged alluvial deposits, a geologic formation that has a high potential for buried archaeological resources. Previous disturbance from the channelization of Alamo Creek, construction of the I-680 and I-580 freeways, and existing development throughout the area of the Project indicates that any sensitivity for buried prehistoric archaeological resources in the area has been significantly reduced; however, unknown archaeological resources may be present underground within the area of the Project.
2. Implementation of Mitigation Measure 4.E-5 set forth in Table 5-1 of the Final SEIR and listed in the RMMRP will ensure that Impact 4.E-2b would be reduced to a less than significant level and is hereby incorporated by reference and described below.

*Mitigation Measure 4.E-5: Archeological Resources.* If prehistoric or historic-period archaeological resources are encountered during ground disturbing activities for a project under construction within the EDZ, the construction contractor shall halt all activities within 50 feet of the discovery, and the construction contractor shall notify the City. Prehistoric archaeological materials might include obsidian and chert flaked-stone tools (e.g., projectile points, knives, scrapers) or toolmaking debris; culturally darkened soil (“midden”) containing heat-affected rocks, artifacts, or shellfish remains; stone milling equipment (e.g., mortars, pestles, handstones, or milling slabs); and battered stone tools, such as hammerstones and pitted stones. Historic-period materials might include stone, concrete, or adobe footings and walls; filled wells or privies; and deposits of metal, glass, and/or ceramic refuse. The project developer shall ensure that a Secretary of the Interior-qualified archaeologist will inspect the findings within 24 hours of discovery. If the archaeologist determines that construction activities could damage a historical resource or a unique archaeological resource (as defined pursuant to the CEQA Guidelines), mitigation will be implemented in

accordance with Public Resources Code (PRC) Section 21083.2 and Section 15126.4 of the CEQA Guidelines, with a preference for preservation in place. Consistent with Section 15126.4(b)(3), this may be accomplished through planning construction to avoid the resource; incorporating the resource within open space; capping and covering the resource; or deeding the site into a permanent conservation easement. If avoidance is not feasible, a qualified archaeologist will prepare and implement a detailed treatment plan in consultation with the City. Treatment of unique archaeological resources shall follow the applicable requirements of PRC Section 21083.2. Treatment for most resources would consist of (but would not be not limited to) sample excavation, artifact collection, site documentation, and historical research, with the aim to target the recovery of important scientific data contained in the portion(s) of the significant resource to be impacted by project construction. The treatment plan will include provisions for analysis of data in a regional context, reporting of results within a timely manner, curation of artifacts and data at an approved facility, and dissemination of reports to local and state repositories, libraries, and interested professionals.

Site(s) affected: All sites within the Project.

(Draft SEIR, pp. 4.E-17 to 4.E-19.)

#### ***Impact 4.E-2c***

Development facilitated by the Project may directly or indirectly destroy a unique paleontological resource or site or unique geologic feature.

The Revised Final SEIR evaluates the impacts of the Project related to the potential destruction of unique paleontological resources or a unique geologic feature.

*Significance Before Mitigation:* Significant

*Significance After Mitigation:* Less than Significant

*Finding:* Changes have been incorporated into the Project that would avoid the significant environmental effect as identified in the Revised Final SEIR. Mitigation Measure 4.D-3 from the 2012 SEIR, which has been incorporated into the Project, will reduce the significant environmental impact to a less than significant level.

*Facts in Support of Finding:* The following facts and mitigation measure indicate that the impact will be reduced to less than significant.

1. Subsurface ground-disturbing activities within the area of the Project could have a significant impact on previously unknown unique paleontological resources. The City has a moderate sensitivity with regard

to paleontological resources, and it is possible that paleontological resources could be present underground within the area of the Project.

2. Implementation of Mitigation Measure 4.D-3 from the 2012 SEIR set forth in Table 5- 1 of the Final SEIR and listed in the RMMRP will ensure that Impact 4.E-2c would be reduced to a less than significant level and is hereby incorporated by reference and described below.

Mitigation Measure 4.D-3: In the event that paleontological resources are encountered during the course of development, all construction activity must temporarily cease in the affected area(s) until the uncovered fossils are properly assessed by a qualified paleontologist and subsequent recommendations for appropriate documentation and conservation are evaluated by the Lead Agency. Excavation or disturbance may continue in other areas of the site that are not reasonably suspected to overlie adjacent or additional paleontological resources.

Site(s) affected: All sites within the Project.

(Draft SEIR, pp. 4.E-17 to 4.E-19.)

#### ***Impact 4.E-2d***

Development facilitated by the Project has the potential to disturb human remains, including those interred outside of formal cemeteries.

The Revised Final SEIR evaluates the impacts of the Project related to the disturbance of human remains.

*Significance Before Mitigation:* Significant

*Significance After Mitigation:* Less than Significant

*Finding:* Changes have been incorporated into the Project that would avoid the significant environmental effect as identified in the Revised Final SEIR. Mitigation Measure 4.E-6, which has been incorporated into the Project, will reduce the significant environmental impact to a less than significant level.

*Facts in Support of Finding:* The following facts and mitigation measure indicate that the impact will be reduced to less than significant.

1. Subsurface ground-disturbing activities within the Project could inadvertently disturb previously unknown human remains.
2. Implementation of Mitigation Measure 4.E-6 set forth in Table 5-1 of the Final SEIR and listed in the RMMRP will ensure that Impact 4.E-2d

would be reduced to a less than significant level and is hereby incorporated by reference and described below.

*Mitigation Measure 4.E-6: Human Remains.* In the event that human remains are discovered during ground disturbing activities for a project under construction within the EDZ, the construction contractor shall stop work immediately. No disposition of such human remains shall take place, other than in accordance with the procedures and requirements set forth in California Health and Safety Code Section 7050.5 and Public Resources Section 5097.98. Per these code provisions, the project developer shall ensure appropriate notification of the County Coroner and the Native American Heritage Commission, who in turn must notify the persons believed to be most likely descended from the deceased Native American for appropriate disposition of the remains.

Site(s) affected: All sites within the Project.

(Draft SEIR, pp. 4.E-17 to 4.E-19.)

#### Hazards and Hazardous Materials

##### ***Impact 4.E-5b***

Development facilitated by the Project could create a significant hazard to the public or the environment through reasonably foreseeable upset and accident conditions involving the release of hazardous materials into the environment.

The Revised Final SEIR evaluates the impacts of the Project related to disturbance of unknown hazardous materials in soil or groundwater during construction activities.

*Significance Before Mitigation:* Significant

*Significance After Mitigation:* Less than Significant

*Finding:* Changes have been incorporated into the Project that would avoid the significant environmental effect as identified in the Revised Final SEIR. Mitigation Measures 4.E-7 and 4.E-8 which are incorporated into the Project, will reduce the significant environmental impact to a less than significant level.

*Facts in Support of Finding:* The following facts and mitigation measures indicate that the impact will be reduced to less than significant.

1. Remaining and/or previously unidentified contamination may be present on or below the ground surface within the area of the Project. Encountering contaminated soil, surface water, or groundwater without taking proper precautions during site remediation within the Project could result in the exposure of construction workers to hazardous materials and

consequently result in associated significant adverse human health and environmental impacts.

2. Implementation of Mitigation Measures 4.E-7 and 4.E-8 set forth in Table 5-1 of the Final SEIR and listed in the RMMRP will ensure that Impact 4.E-5b would be reduced to a less than significant level and is hereby incorporated by reference and described below.

*Mitigation Measure 4.E-7: Soil and Groundwater Plan.* For proposed development on all sites within the EDZ undergoing or requiring remediation of contaminated soil or groundwater, and prior to issuance of a building or grading permit, the project developer shall demonstrate that its construction specifications include implementation of a Soil and Groundwater Plan (SGP) prepared by a qualified environmental specialist (geologist or engineer) and reviewed and approved by the agency or agencies with oversight over cleanup (San Francisco Regional Water Quality Control Board [RWQCB] and/or State Department of Toxic Substances Control [DTSC]). The SGP shall describe requirements for excavation, stockpiling, and transport of soil and disturbance of groundwater. The SGP shall also include a contingency plan to respond to the discovery of previously unknown contamination. In addition, all construction activities shall require written approval by either RWQCB or DTSC prior to commencement. The SGP shall be present on site at all times as ensured by the construction lead, and readily available to site workers and City staff as needed.

Site(s) affected: All sites within the area of the Project undergoing or requiring remediation of contaminated soil or groundwater.

*Mitigation Measure 4.E-8: Soil Vapor Barriers.* For proposed development on all sites within the EDZ undergoing or requiring remediation of contaminated soil or groundwater, where residual contamination includes volatile components (such as the chlorinated solvent TCE), and prior to issuance of a building or grading permit, the project developer shall demonstrate to the City either that the building plans include vapor barriers reviewed and approved by San Francisco Regional Water Quality Control Board (RWQCB) or State Department of Toxic Substances Control (DTSC) to be installed beneath foundations for the prevention of soil vapor intrusion, or that RWQCB or DTSC has determined that installation of vapor barriers is not necessary.

Site(s) affected: All sites within the EDZ area determined by the RWQCB or DTSC to require the installation of vapor barriers in buildings.

(Draft SEIR, pp. 4.E-27 to 4.E-28.)

***Impact 4.E-5c and 4.E-5d***

Development facilitated by the Project could potentially emit hazardous emissions or handle hazardous or acutely hazardous materials, substances, or waste within one-quarter mile of an existing or proposed school; and could be located on a site which is included on a list of hazardous materials sites compiled pursuant to Government Code §65962.5 and, as a result, create a significant hazard to the public or the environment.

The Revised Final SEIR evaluates the potential for development within the Project to emit hazardous emissions or handle hazardous or acutely hazardous materials, substances, or waste within one-quarter mile of an existing or proposed school, as well as the impacts related to the potential for sites proposed for development within the Project to be included on a list of hazardous materials sites compiled pursuant to Government Code §65962.5.

*Significance Before Mitigation:* Significant

*Significance After Mitigation:* Less than Significant

*Finding:* Changes have been incorporated into the Project that would avoid the significant environmental effect as identified in the Revised Final SEIR.

Mitigation Measures 4.E-7 and 4.E-8, which are incorporated into the Project, will reduce the significant environmental impact to a less than significant level.

*Facts in Support of Finding:* The following facts and mitigation measures indicate that the impact will be reduced to less than significant.

1. Development of sites known to be formerly contaminated by hazardous materials or wastes would occur within the Project, and remaining and/or previously unidentified contamination may be present on or below the ground surface within the area of the Project. Encountering contaminated soil, surface water, or groundwater without taking proper precautions during site remediation within the Project could result in the exposure of construction workers or others to hazardous materials and consequently result in associated significant adverse human health and environmental impacts.
2. Implementation of Mitigation Measures 4.E-7 and 4.E-8, which are listed above under Impact 4.E-5b, and set forth in Table 5-1 of the Final SEIR and listed in the RMMRP, will ensure that Impact 4.E-5 would be reduced to a less-than-significant level and are hereby incorporated by reference.

Site(s) affected: All sites within the Project.

(Draft SEIR, pp. 4.E-27 to 4.E-28.)

## Public Services and Utilities

### ***Impact 4.E-9e***

Development facilitated by the Project could potentially require new or expanded water supply resources or entitlements.

The Revised Final SEIR evaluates the impact of the Project related to the need for new or expanded water supply resources or entitlements.

*Significance Before Mitigation:* Significant

*Significance After Mitigation:* Less than Significant

*Finding:* Changes have been incorporated into the Project that would avoid the significant environmental effect as identified in the Revised Final SEIR. Mitigation Measure 4.E-9, which is incorporated into the Project, will reduce the significant environmental impact to a less than significant level.

*Facts in Support of Finding:* The following facts and mitigation measure indicate that the impact will be reduced to less than significant.

1. New development as facilitated on sites within the area of the Project would increase demand for water. Future water demand resulting from new development has been addressed by Zone 7's capital improvement projects to secure more water. In order to meet future needs, Zone 7 plans to improve conveyance, storage, and groundwater recharge and extraction facilities to accommodate the growth outlined in its customers' general plans, which include the City of Pleasanton.
2. Implementation of Mitigation Measure 4.E-9 set forth in Table 5-1 of the Final SEIR and listed in the RMMRP will ensure that Impact 4.E-9e would be reduced to a less than significant level, and is hereby incorporated by reference and described below.

*Mitigation Measure 4.E-9:* For any project proposed for development within the EDZ, prior to the recordation of a Final Map, the issuance of a grading permit, the issuance of a building permit, or utility extension approval, whichever is sooner, the project developer shall submit written verification from the Alameda County Flood Control and Water Conservation District Zone 7 (Zone 7) or the City's Utility Planning Division that water is available for the project. This approval does not guarantee the availability of sufficient water capacity to serve the project.

Site(s) affected: All sites within the Project.

(Draft SEIR, pp. 4.E-35 to 4.E-37.)

## **VI. SIGNIFICANT IMPACTS THAT CANNOT BE MITIGATED TO A LESS THAN SIGNIFICANT LEVEL**

The following significant transportation and traffic impacts cannot be mitigated to a less than significant level, even with the implementation of the identified mitigation measures set forth below, in the Revised Final SEIR, and the RMMRP. No mitigation measures are feasible that would mitigate these impacts to a less than significant level. The City has determined that the impacts identified below are acceptable because of overriding economic, legal, social or other considerations, as described in the Statement of Overriding Considerations presented in Section IX, below.

As presented in the Revised Final SEIR, the Project would result in five impacts to transportation and traffic that would be significant and unavoidable. Table 1 below illustrates the impacts discussed below and also identifies the following:

- The physical locations affected by each impact;
- To what extent mitigation measures would reduce the level of impact;
- Which impacts would remain significant and unavoidable after mitigation; and
- Which impacts would be significant and unavoidable due to uncertainty regarding Caltrans' discretionary review of the improvements contained in the measure.

To ensure the improvements described in the mitigation measures addressing Transportation and Traffic impacts are completed as provided for in the RMMRP, all of the required improvements shall be constructed with Phase I and be completed prior to occupancy of Costco.

Transportation and traffic improvements will be funded using one or more of a combination of sources, including the City's Transportation Impact Fee (TIF), a sales tax sharing agreement, developer cash contributions, or right-of-way contributions. In addition, the City would implement a Transportation Fee for the Project area. The new fee would be assessed on new development within the project area at the construction permitting stage. The City will use the proceeds from the new fee to reduce the amount owed to Costco through the proposed sales tax sharing agreement which, in turn, will reduce the years in which the City would be required to share the sales tax generated from the Costco store with Costco. A general description of that fee methodology and structure is provided below.

Staff has developed a proposal to allocate the \$8.4 million of costs not contributed by Costco to the future developments based on the percent of total trips at build-out by land use (based on building square footage that would be allowed under JDEDZ zoning). This methodology results in a \$28.28 per building square foot fee for retail uses and a \$13.70 per

building square foot fee for hotels. Figure 4 shows how that methodology would result in potential fees by parcel within the project area.

In general, Mitigation Measures 4.D-1a through 4.D-1c will be funded via the City's TIF, whereas the other Transportation and Traffic mitigation measures presented in the MMRP will be funded and/or implemented by Costco or other site developers.

**Table 1  
SUMMARY OF POTENTIALLY SIGNIFICANT TRANSPORTATION AND TRAFFIC IMPACTS**

Impact	Location Affected	Mitigation Measure	Physical Improvement or Other Mitigation	Level of Impact After Mitigation
<p><b>Impact 4.D-1:</b> Development facilitated by the proposed EDZ would affect <i>levels of service</i> at the <i>local study intersections</i> under <i>Existing plus Project</i> conditions.</p>	<p><b>Commerce Drive at Johnson Drive Intersection.</b> The addition of vehicle trips generated by Phase I of the EDZ during the PM peak hour would worsen the side street movement at this intersection to LOS F; this condition would be further worsened with full EDZ buildout conditions. <i>(Impact 4.D-1a)</i></p>	<p align="center"><b>4.D-1a</b></p>	<p>Install traffic signal.</p> <hr/> <p>Construct southbound left-turn lane to Commerce Drive.</p>	<p align="center">Less than Significant</p>
	<p><b>Johnson Drive at Owens Drive (North) Intersection.</b> The addition of vehicle trips generated by Phase I of the EDZ during the Saturday peak hour would degrade the service level at this intersection from LOS C to LOS E. Conditions would be slightly exacerbated with full EDZ buildout conditions (i.e., conditions would worsen but LOS would not be degraded from E to F). <i>(Impact 4.D-1b)</i></p>	<p align="center"><b>4.D-1b</b></p>	<p>Install traffic signal.</p>	<p align="center">Less than Significant</p>
	<p><b>Johnson Drive at Stoneridge Drive Intersection.</b> The addition of vehicle trips generated by full buildout of the EDZ during the PM peak hour would worsen conditions at this intersection from LOS D to LOS E. This impact would not occur under conditions caused by Phase I of the EDZ. <i>(Impact 4.D-1c)</i></p>	<p align="center"><b>4.D-1c</b></p>	<ol style="list-style-type: none"> <li>1. Third eastbound left-turn lane to Johnson Drive plus additional northbound receiving lane on Johnson Drive.</li> <li>2. Additional southbound right-turn lane on Johnson Drive.</li> <li>3. Rebuild (widen) Johnson Drive to six lanes (3 southbound lanes, 3 northbound lanes) for a minimum of 700 feet.</li> </ol>	<p align="center">Less than Significant</p>
	<p><b>Stoneridge Drive (Queue Spillback).</b> The addition of vehicle trips generated by Phase I and full buildout of the EDZ would result in vehicle queue spillback from Stoneridge Drive onto adjacent intersections and the freeway mainline. <i>(Impact 4.D-1d):</i></p> <ol style="list-style-type: none"> <li>1. Vehicle queue spillback from the <b>I-680 northbound off-ramp</b> and <b>southbound off-ramp</b> onto the <b>freeway mainline</b>.</li> <li>2. Vehicle queue spillback impeding through traffic on <b>Stoneridge Drive</b> and blocking access to <b>driveways along Johnson Drive</b>.</li> </ol>	<p align="center"><b>M-TR-1</b></p> <hr/> <p align="center"><b>4.D-1d</b></p>	<p>Implement Transportation Demand Management (TDM) Program</p> <hr/> <ol style="list-style-type: none"> <li>1. Stoneridge Drive at northbound I-680 off-ramp: Provide northbound right-turn overlap phase.</li> <li>2. Second southbound left-turn lane from Johnson Drive to Stoneridge Drive.</li> <li>3. Extend westbound right-turn pocket onto Johnson Drive approximately 800 feet east (widen Stoneridge Drive, convert resulting lane into through-right-shared lane).</li> <li>4. Second on-ramp lane to northbound I-680 from westbound Stoneridge Drive approach (lanes will merge; lane drop would occur over a distance of at least 800 feet; bridge reconstruction and widening).</li> </ol>	<p><b>Significant and Unavoidable</b> due to uncertainty about ultimate Caltrans approval for I-680 improvement (#4) &amp; the need for all improvements to be completed in order to fully mitigate the impacts.</p> <p><b>Funding:</b> City's TIF, except M-TR-1—funding from site developer(s)</p>

**Table 1 (continued)**  
**SUMMARY OF POTENTIALLY SIGNIFICANT TRANSPORTATION AND TRAFFIC IMPACTS**

Impact	Location Affected	Mitigation Measure	Physical Improvement or Other Mitigation	Level of Impact After Mitigation
<b>Impact 4.D-2:</b> Development facilitated by the proposed EDZ would affect levels of service at the local study intersections under <b>Near-term plus Project</b> conditions.	<b>Commerce Drive at Johnson Drive Intersection.</b> The addition of vehicle trips generated by Phase I of the EDZ during the PM peak hour would worsen the side street movement at this intersection to LOS F; this condition would be further worsened with full EDZ buildout conditions. <b>(Impact 4.D-2a)</b>	<b>4.D-1a</b>	<i>Same as above for Mitigation Measure 4.D-1a</i>	Less than Significant
	<b>Johnson Drive at Owens Drive (North) Intersection.</b> The addition of vehicle trips generated by Phase I of the EDZ during the PM peak hour would degrade the service level at this intersection from LOS C to LOS E, and during the Saturday peak hour would degrade the service level at this intersection from LOS C to LOS F. Conditions would be exacerbated with full EDZ buildout conditions. <b>(Impact 4.D-2b)</b>	<b>4.D-1b</b>	<i>Same as above for Mitigation Measure 4.D-1b</i>	Less than Significant
	<b>Johnson Drive at Stoneridge Drive Intersection.</b> The addition of vehicle trips generated by Phase I and full buildout of the EDZ during the PM peak hour would worsen conditions at this intersection from LOS D to LOS E. <b>(Impact 4.D-2c)</b>	<b>4.D-1c</b>	<i>Same as above for Mitigation Measure 4.D-1c</i>	Less than Significant
	<b>Stoneridge Drive (Queue Spillback).</b> The addition of vehicle trips generated by Phase I and full buildout of the EDZ would result in vehicle queue spillback from Stoneridge Drive onto adjacent intersections and the freeway mainline. <b>(Impact 4.D-2d):</b> 3. Vehicle queue spillback from the <b>I-680 northbound off-ramp</b> and <b>southbound off-ramp</b> onto the <b>freeway mainline.</b> 4. Vehicle queue spillback impeding through traffic on <b>Stoneridge Drive</b> and blocking access to <b>driveways along Johnson Drive.</b>	<b>M-TR-1</b>  <b>4.D-1c;</b> <b>4.D-1d</b>	Implement TDM Program  <i>Same as above for Mitigation Measures 4.D-1c and 4.D-1d</i>	<b>Significant and Unavoidable</b> due to uncertainty about ultimate Caltrans approval for I-680 improvement (#4 in Mitigation Measure 4.D-1d) and the need for all improvements to be completed in order to fully mitigate the impacts.  <b>Funding:</b> City's TIF, except M-TR-1—funding from site developer(s)

**Table 1 (continued)**  
**SUMMARY OF POTENTIALLY SIGNIFICANT TRANSPORTATION AND TRAFFIC IMPACTS**

Impact	Location Affected	Mitigation Measure	Physical Improvement or Other Mitigation	Level of Impact After Mitigation
	<p><b>Johnson Drive and Park and Ride Lot Intersection.</b> The addition of vehicle trips generated by Phase I of the EDZ and other near-term projects during the PM peak hour would worsen the side street movement at this intersection to LOS E; under full buildout conditions, this condition would worsen to LOS F. <b>(Impact 4.D-2e)</b></p>	M-TR-1	Implement TDM Program	<p><b>Significant and Unavoidable</b></p> <p><b>Funding:</b> City's TIF, except M-TR-1—funding from site developer(s)</p>
		4.D-1c	Same as above for Mit. Meas. 4.D-1c	
<p><b>Impact 4.D-3:</b> Development facilitated by the proposed EDZ would affect levels of service at the local study intersections under <b>Far-term (Cumulative) plus Project</b> conditions.</p>	<p><b>Commerce Drive at Johnson Drive Intersection.</b> The addition of vehicle trips generated by Phase I of the EDZ during the PM peak hour would worsen the side street movement at this intersection to LOS F; this condition would be further worsened with full EDZ buildout conditions. <b>(Impact 4.D-3a)</b></p>	4.D-1a	Same as above for Mitigation Measure 4.D-1a	Less than Significant
	<p><b>Johnson Drive at Owens Drive (North) Intersection.</b> The addition of vehicle trips generated by Phase I of the EDZ during the Saturday peak hour would degrade the service level at this intersection from LOS C to LOS E. Conditions would be exacerbated with full EDZ buildout conditions. <b>(Impact 4.D-3b)</b></p>	4.D-1b	Same as above for Mitigation Measure 4.D-1b	Less than Significant
	<p><b>Johnson Drive at Stoneridge Drive Intersection.</b> The addition of vehicle trips generated by full buildout of the EDZ during the PM peak hour would worsen conditions at this intersection from LOS D to LOS E. <b>(Impact 4.D-3c)</b></p>	4.D-1c	Same as above for Mitigation Measure 4.D-1c	Less than Significant
	<p><b>Stoneridge Drive (Queue Spillback).</b> The addition of vehicle trips generated by Phase I and full buildout of the EDZ would result in vehicle queue spillback from Stoneridge Drive onto adjacent intersections and the freeway mainline. <b>(Impact 4.D-3d):</b></p> <ol style="list-style-type: none"> <li>1. Vehicle queue spillback from the <b>I-680 northbound off-ramp</b> and <b>southbound off-ramp</b> onto the <b>freeway mainline</b>.</li> <li>2. Vehicle queue spillback impeding through traffic on <b>Stoneridge Drive</b> and blocking access to <b>driveways along Johnson Drive</b>.</li> </ol>	M-TR-1	Implement TDM Program	<p><b>Significant and Unavoidable</b> due to uncertainty regarding ultimate Caltrans approval for I-680 improvement (#4 in Mitigation Measure 4.D-1d) and the need for all improvements to be completed in order</p>
4.D-1c; 4.D-1d	Same as above for Mitigation Measures 4.D-1c and 4.D-1d			

**Table 1 (continued)**  
**SUMMARY OF POTENTIALLY SIGNIFICANT TRANSPORTATION AND TRAFFIC IMPACTS**

Impact	Location Affected	Mitigation Measure	Physical Improvement or Other Mitigation	Level of Impact After Mitigation
				<p>to fully mitigate the impacts.</p> <p><b>Funding:</b> City's TIF, except M-TR-1— from developer(s)</p>
	<p><b>Johnson Drive and Park and Ride Lot Intersection.</b> The addition of vehicle trips generated by Phase I of the EDZ and other near-term projects during the PM peak hour would worsen the side street movement at this intersection to LOS E; under full buildout conditions, this condition would worsen to LOS F. <b>(Impact 4.D-3e)</b></p>	M-TR-1	Implement TDM Program	<p><b>Significant and Unavoidable</b></p> <p><b>Funding:</b> City's TIF, except M-TR-1— from developer(s)</p>
		4.D-1c	Same as above for Mitigation Measure 4.D-1c	
	<p><b>Hopyard Road at Owens Drive Intersection.</b> The addition of vehicle trips generated by Phase I of the EDZ during the PM peak hour would reduce LOS D conditions to LOS E. Full buildout of the EDZ would further worsen conditions. <b>(Impact 4.D-3f)</b></p>	Improvements identified in Gen. Plan for this intersection	<ol style="list-style-type: none"> <li>1. Modify westbound approach: 2 left turn, 1 through-right shared, 1 right turn</li> <li>2. Un-split eastbound/ westbound signal operation</li> </ol>	Less than Significant
<p><b>Impact 4.D-5:</b> Development facilitated by the proposed EDZ would affect levels of service for freeway ramps at merge/diverge areas within I-680 under <b>Existing plus Project</b> conditions.</p>	<ul style="list-style-type: none"> <li>• <b>Northbound I-680 On-ramp from the eastbound Stoneridge Drive merge</b> (PM Peak Hour)</li> <li>• <b>Northbound I-680 On-ramp from the westbound Stoneridge Drive merge</b> (PM Peak Hour)</li> <li>• <b>Southbound I-680 On-ramp from the eastbound Stoneridge Drive merge</b> (AM Peak Hour, PM Peak Hour)</li> <li>• <b>Southbound I-680 Off-ramp to Stoneridge Drive diverge</b> (AM Peak Hour)</li> </ul>	M-TR-1	Implement TDM Program	<p><b>Significant and Unavoidable</b> due to uncertainty about ultimate Caltrans approval for I-680, I-580 improvements.</p> <p><b>Funding:</b> Other funding (i.e., not the City's TIF)</p>
		4.D-2	<p>Freeway congestion-relieving improvements including: second phase of I-680/I-580 interchange improvements, widening of State Route 84, and other planned roadway system modifications.</p>	



**Table 1 (continued)**  
**SUMMARY OF POTENTIALLY SIGNIFICANT TRANSPORTATION AND TRAFFIC IMPACTS**

Impact	Location Affected	Mitigation Measure	Physical Improvement or Other Mitigation	Level of Impact After Mitigation
		4.D-4	Final design of all improvements along Stoneridge Drive shall maintain or enhance existing bicycles and pedestrian facilities.	
<p><b>Impact 4.D-11</b>            Operation of uses within the proposed EDZ would be inconsistent with adopted polices, plans, and programs supporting alternative transportation.</p>	<p><b>Johnson Drive.</b> Implementation of the Project could affect bicycle and pedestrian traffic as well as transit service along Johnson Drive, especially in relation to movements into and out of new uses developed along Johnson Drive.</p>	4.D-3 and 4.D-4	Same as above for Mitigation Measures 4.D-3 and 4.D-4	Less than Significant
<p><b>Impact 4.D-12</b>            Development facilitated by the proposed EDZ would result in increased demand for motor vehicle parking, or remove existing parking areas.</p>	<p><b>Johnson Drive.</b> Implementation of the Project would remove existing street parking, including along Johnson Drive.</p>	4.D-3	Same as above for Mitigation Measure 4.D-3	Less than Significant

### ***Impact 4.D-1***

Development facilitated by the proposed Project would affect levels of service at the local study intersections under Existing plus Project conditions (for vehicle queue spillback impeding through traffic on Stoneridge Drive and blocking access to driveways along Johnson Drive during PM peak hours).

The Revised Final SEIR evaluates the impact of the proposed Zone related to the potential to add traffic to local study intersections to the point at which they would operate unacceptably under Existing plus Project conditions.

*Significance Before Mitigation:* Significant

*Significance After Mitigation:* Significant and Unavoidable

*Finding:* Changes have been incorporated into the Project that would substantially lessen this impact, however, the changes would not reduce this impact to a less than significant level. Mitigation Measures M-TR-1, 4.D-1a, 4.D-1b, 4.D-1c, and 4.d-1d are incorporated into the Project.

*Facts in Support of Finding:* The following facts and mitigation measures indicate that the impact will not be reduced to a less than significant level.

1. Implementation of the Project would result in vehicle queue spillback that would impede through traffic on Stoneridge Drive and block access to driveways along Johnson Drive during PM peak hours.
2. Implementation of Measures M-TR-1, 4.d-1a, 4.d-1b, 4.d-1c, and 4.d-1d set forth in Table 5-1 of the Final SEIR and listed in the RMMRP will reduce the severity of Impact 4.D-1; as discussed in the Final SEIR, even with implementation of these mitigation measures, this impact would not be reduced to a less than significant level because the improvement described in part 4 of Mitigation Measure 4.D-1d is within Caltrans right-of-way and requires substantial Caltrans design review and oversight, and is not under the control of the City. Therefore, because the timing of Mitigation Measure 4.d-1d is not certain at this time, the measure is not legally feasible, though the measure is physically feasible. Mitigation Measures M-TR-1, 4.D-1a, 4.D-1b, 4.D-1c, and 4.D-1d are all required to mitigate associated impacts (i.e., all of these measures must be implemented to reduce the impact to Stoneridge Drive [queue spillback] to less than significant). These mitigation measures are hereby incorporated by reference and described below. Mitigation Measure M-TR-1 was formerly numbered 4.B-3 and mitigated air quality impacts that have now been found to be less than significant without mitigation. M-TR-1, as revised and set forth in the RMMRP, brings forward measures from

former 4.B-3 that involve transportation demand measures and could mitigate Impact 4.D-1.

*Mitigation Measure M-TR-1:* All developers of sites within the EDZ area shall implement Transportation Demand Management (TDM) measures, such as establishment of commute trip reduction program(s) with employers to discourage single-occupancy vehicle trips and encourage alternative modes of transportation such as car-pooling, taking transit, walking, and biking. Developers of sites within the EDZ shall also evaluate increasing transit accessibility to the EDZ, potentially including the use of a BART shuttle. The voluntary commute trip reduction program(s) may include, but would not be limited to, a ride-sharing program for which 50 percent or greater of site employees are eligible, carpooling encouragement, preferential carpool parking, a transportation coordinator, and ride-matching assistance. Specifically, TDM measures shall incorporate the following components to be required for individual projects, as appropriate to proposed land uses to be developed:

- Require commute based trip reduction programs for all businesses of more than 20 on-site employees that may include transit subsidies, parking cash out incentives, and carpool parking preferences;
- Require businesses to provide bicycle facility amenities such as showers and lockers;

Site(s) affected: All sites within the proposed Zone.

(Draft SEIR, pp. 4.B-18 to 4.B-21.)

*Mitigation Measure 4.D-1a:* Commerce Drive at Johnson Drive Intersection. Prior to the granting of a certificate of occupancy for the first use in Phase I that would generate 100 or more PM or Saturday peak-hour trips, the City shall install or require the developer in Phase I to install a traffic signal and construct a southbound left-turn lane to Commerce Drive at the Commerce Drive and Johnson Drive intersection. A funding mechanism for this improvement shall be approved by the City prior to the issuance of the first building permit for a Phase I use that would generate 100 or more PM peak-hour trips.

Site(s) affected: All sites within the proposed Zone (Phase I and Full Buildout).

*Mitigation Measure 4.D-1b:* Johnson Drive at Owens Drive (North) Intersection. Prior to the granting of a certificate of occupancy for the first use in Phase I that would generate 100 or more PM or Saturday peak-hour trips, the City shall install or require the developer in Phase I to install a traffic signal at the Johnson Drive at Owens Drive (North) intersection. A funding mechanism for this improvement

shall be approved by the City prior to the issuance of the first building permit for a Phase I use that would generate 100 or more PM peak-hour trips.

Site(s) affected: All sites within the proposed Zone (Phase I and Full Buildout).

*Mitigation Measure 4.d-1c:* Johnson Drive at Stoneridge Drive Intersection. Implement the following improvements:

1. Construct a third eastbound left-turn lane from Stoneridge Drive to Johnson Drive in conjunction with an additional northbound receiving lane on Johnson Drive (north side of intersection).
2. Construct an additional southbound right-turn lane on Johnson Drive.
3. Rebuild Johnson Drive as a six lane facility with three or four southbound lanes and three northbound receiving lanes for a minimum of 700 feet north of Stoneridge Drive. This improvement would require widening of Johnson Drive north of Stoneridge Drive by up to 36 feet and widening of Johnson Drive south of Stoneridge Drive a commensurate amount to align travel movements through the intersection.

A funding mechanism for these improvements shall be approved by the City prior to the issuance of the first building permit for a Phase I use that would generate 100 or more peak-hour trips.

Site(s) affected: All sites within the proposed Zone (Full Buildout not including Phase I).

*Mitigation Measure 4.d-1d:* Stoneridge Drive Queue Spillback (Stoneridge Drive and Johnson Drive Improvements). Implement the following improvements:

1. Modify the Stoneridge Drive at Northbound I-680 off-ramp to provide a northbound right-turn overlap phase.
2. Construct a second southbound left-turn lane from Johnson Drive to Stoneridge Drive.
3. Extend the existing westbound right-turn pocket at the Johnson Drive and Stoneridge Drive intersection approximately 800 feet east by widening Stoneridge Drive and convert the resulting lane into a through-right-shared lane. Install lane markings in the curb lane and adjacent lane indicating I-680 Northbound Only to reduce lane changes between Johnson Drive and the northbound on-ramp.
4. Construct a second on-ramp lane to northbound I-680 from the westbound Stoneridge Drive approach. The two lane on-ramp should be merged to

one lane prior to the freeway merge area. The lane drop will occur over a distance of at least 800 feet, and will require reconstruction and widening of the bridge at this on-ramp from one to two lanes, with the merge occurring after the bridge. (Note: This improvement is within Caltrans right-of-way and requires Caltrans design review and oversight.)

A funding mechanism for these improvements shall be approved by the City prior to the issuance of the first building permit for a Phase I use that would generate 100 or more PM or Saturday peak-hour trips.

Site(s) affected: All sites within the proposed Zone (Phase I and Full Buildout).

(Draft SEIR, pp. 4.D-20 to 4.D-38.)

### ***Impact 4.D-2***

Development facilitated by the Project would affect levels of service at the local study intersections under Near-term plus Project conditions (for vehicle queue spillback impeding through traffic on Stoneridge Drive and blocking access to driveways along Johnson Drive during PM peak hours, and for the Johnson Drive and Park and Ride Lot Intersection).

The Revised Final SEIR evaluates the impact of the Project related to the potential to add traffic to local study intersections to the point at which they would operate unacceptably under Near-term plus Project conditions.

*Significance Before Mitigation:* Significant

*Significance After Mitigation:* Significant and Unavoidable

*Finding:* Changes have been incorporated into the proposed Zone that would substantially lessen this impact, however, the changes would not reduce this impact to a less than significant level. Mitigation Measures M-TR-1, 4.D-1a, 4.D-1b, 4.D-1c, and 4.d-1d are incorporated into the Project.

*Facts in Support of Finding:* The following facts and mitigation measures indicate that the impact will not be reduced to less than significant.

1. Implementation of the Project would result in vehicle queue spillback that would impede through traffic on Stoneridge Drive and block access to driveways along Johnson Drive during PM peak hours, and for the Johnson Drive and Park and Ride Lot Intersection.
2. Implementation of Mitigation Measures M-TR-1, 4.d-1a, 4.d-1b, 4.d-1c, and 4.d-1d set forth in Table 5-1 of the Final SEIR and listed in the RMMRP will reduce the severity of Impact 4.D-2; as discussed in the Final SEIR, even with implementation of these mitigation measures, this

impact would not be reduced to a less-than- significant level because the improvement described in part 4 of Mitigation Measure 4.D-1d is within Caltrans right-of-way and requires substantial Caltrans design review and oversight, and is not under the control of the City. Therefore, because the timing of Mitigation Measure 4.d-1d is not certain at this time, the measure is not legally feasible, though the measure is physically feasible. Mitigation Measures M-TR-1, 4.d-1a, 4.d-1b, 4.d-1c, and 4.d-1d are all required to mitigate associated impacts (i.e., all of these measures must be implemented to reduce the impact to Stoneridge Drive [queue spillback] to less than significant). These mitigation measures are hereby incorporated by reference and described above under Impact 4.D-1.

(Draft SEIR, pp. 4.D-38 to 4.D-44.)

### ***Impact 4.D-3***

Development facilitated by the Project would affect levels of service at the local study intersections under Far-term (Cumulative) plus Project conditions (vehicle queue spillback impeding through traffic on Stoneridge Drive and blocking access to driveways along Johnson Drive during PM peak hours; and the Johnson Drive and Park and Ride Lot Intersection).

The Revised Final SEIR evaluates the impact of the Project related to the potential to add traffic to local study intersections to the point at which they would operate unacceptably under Far-term (Cumulative) plus Project conditions.

*Significance Before Mitigation:* Significant

*Significance After Mitigation:* Significant and Unavoidable

*Finding:* Changes have been incorporated into the Project that would substantially lessen this impact, however, the changes would not reduce this impact to a less than significant level. Mitigation Measures M-TR-1, 4.D-1a, 4.D-1b, 4.D-1c, and 4.d-1d are incorporated into the Project.

*Facts in Support of Finding:* The following facts and mitigation measures indicate that the impact will not be reduced to less than significant.

1. Implementation of the proposed Zone would result in vehicle queue spillback that would impede through traffic on Stoneridge Drive and block access to driveways along Johnson Drive during PM peak hours, and for the Johnson Drive and Park and Ride Lot Intersection.
3. Implementation of Mitigation Measures M-TR-1, 4.D-1a, 4.D-1b, 4.D-1c, and 4.D-1d set forth in Table 5-1 of the Final SEIR and listed in the RMMRP will reduce the severity of Impact 4.D-3; as discussed in the Final SEIR, even with implementation of these mitigation measures, this

impact would not be reduced to a less than significant level because the improvement described in part 4 of Mitigation Measure 4.d-1d is within Caltrans right-of-way and requires substantial Caltrans design review and oversight, and is not under the control of the City. Therefore, because the timing of Mitigation Measure 4.d-1d is not certain at this time, the measure is not legally feasible, though the measure is physically feasible. Mitigation Measures M-TR-1, 4.D-1a, 4.D-1b, 4.D-1c, and 4.D-1d are all required to mitigate associated impacts (i.e., all of these measures must be implemented to reduce the impact to Stoneridge Drive [queue spillback] to less than significant). These mitigation measures are hereby incorporated by reference and described above under Impact 4.D-1.

(Draft SEIR, pp. 4.D-44 to 4.D-50.)

#### ***Impact 4.D-5***

Development facilitated by the Project would affect levels of service for freeway ramps at merge/diverge areas within I-680 under Existing plus Project conditions.

The Revised Final SEIR evaluates the impact of the Project related to levels of service for freeway ramps at merge/diverge areas within I-680.

*Significance Before Mitigation:* Significant

*Significance After Mitigation:* Significant and Unavoidable

*Finding:* Changes have been incorporated into the Project that would substantially lessen this impact, however, the changes would not reduce this impact to a less than significant level. Mitigation Measure 4.D-2 is incorporated into the Project.

*Facts in Support of Finding:* The following facts and mitigation measure indicate that the impact will not be reduced to less than significant.

1. The addition of traffic that would be generated by the Project under Phase I and full buildout would further degrade operations of already deficient freeway segments and would either result in or worsen LOS F conditions at the I-680 northbound and southbound ramp merge/diverge areas at Stoneridge Drive.
2. Implementation of Mitigation Measure 4.D-2 set forth in Table 5-1 of the Final SEIR and listed in the RMMRP will reduce the severity of Impact 4.D-5; as discussed in the Final SEIR, even with implementation of this mitigation measure, this impact would not be reduced to a less-than-significant level because the improvement described in Mitigation Measure 4.D-2 is within Caltrans right-of-way and requires substantial Caltrans design review and oversight, and is not under the control of the

City. Therefore, because the timing of Mitigation Measure 4.D-2 is not certain at this time, the measure is not legally feasible, though the measure is physically feasible. This mitigation measure is hereby incorporated by reference and described below.

*Mitigation Measure 4.D-2: I-680 Northbound and Southbound Ramp Merge/Diverge Areas at Stoneridge Drive.* Construct improvements, such as the second phase of I-680/I-580 interchange improvements, widening of State Route 84, and other planned roadway system modifications that would relieve freeway congestion in the study area where feasible.

Site(s) affected: All sites within the proposed Zone (Phase I and Full Buildout).

(Draft SEIR, pp. 4.D-52 to 4.D-53.)

### ***Impact 4.D-7***

Development facilitated by the Project would affect levels of service for freeway ramps at merge/diverge areas within I-680 under Far-term (Cumulative) plus Project conditions.

The Revised Final SEIR evaluates the impact of the Project related to levels of service for freeway ramps at merge/diverge areas within I-680.

*Significance Before Mitigation:* Significant

*Significance After Mitigation:* Significant and Unavoidable

*Finding:* Changes have been incorporated into the Project that would substantially lessen this impact, however, the changes would not reduce this impact to a less than significant level. Mitigation Measure 4.D-2 is incorporated into the Project.

*Facts in Support of Finding:* The following facts and mitigation measure indicate that the impact will not be reduced to less than significant.

1. The addition of traffic that would be generated by the Project under Phase I and full buildout would further degrade operations of already deficient freeway segments and would either result in or worsen LOS F conditions at the I-680 northbound and southbound ramp merge/diverge areas at Stoneridge Drive.
2. Implementation of Mitigation Measure 4.D-2 set forth in Table 5-1 of the Final SEIR and listed in the RMMRP will reduce the severity of Impact 4.D-7; as discussed in the Final SEIR, even with implementation of this mitigation measure, this impact would not be reduced to a less than significant level because the improvement described in Mitigation Measure 4.D-2 is within Caltrans right-of-way and requires substantial

Caltrans design review and oversight, and is not under the control of the City. Therefore, because the timing of Mitigation Measure 4.D-2 is not certain at this time, the measure is not legally feasible, though the measure is physically feasible. This mitigation measure is hereby incorporated by reference and described above under Impact 4.D-5.

Site(s) affected: All sites within the proposed Zone (Phase I and Full Buildout).

(Draft SEIR, pp. 4.D-55 to 4.D-56.)

## VII. ALTERNATIVES

CEQA Guidelines §15126(a) requires that an EIR describe a reasonable range of alternatives that would obtain most of the basic project objectives but would avoid or substantially lessen any of the significant environmental effects of the project, and that the EIR evaluate the comparative merits of the alternatives. Case law indicates that the lead agency has the discretion to determine how many alternatives constitute a reasonable range (*Citizens of Goleta Valley v. Board of Supervisors* [1990] 52 Cal.3d 553, 569); and that an EIR need not present alternatives that are incompatible with fundamental project objectives (*Save San Francisco Bay Association v. San Francisco Bay Conservation & Development Commission* [1992] 10 Cal.App.4th 908, 922). CEQA Guidelines §15126.6(f) states that the range of alternatives required in an EIR is governed by a “rule of reason” that requires the EIR to set forth only those alternatives necessary to permit a reasoned choice.

Additionally, CEQA Guidelines §15126.6(a) provides that an EIR need not consider alternatives that are infeasible. CEQA Guidelines §15126.6(f)(1) provides that among the factors that may be taken into account when addressing the feasibility of alternative are “site suitability, economic viability, availability of infrastructure, general plan consistency, other plans or regulatory limitations, jurisdictional boundaries, and whether the proponent can reasonably acquire, control or otherwise have access to the alternative site.”

Where a lead agency has determined that, even after the adoption of all feasible mitigation measures, a project will still cause one or more significant environmental effects that cannot be substantially lessened or avoided, the agency, prior to approving the project as mitigated, must first determine whether, with respect to such impacts, there remain any project alternatives that are both environmentally superior and feasible within the meaning of CEQA. Although an EIR must evaluate this range of potentially feasible alternatives, an alternative may ultimately be deemed by the lead agency to be “infeasible” if it fails to fully promote the lead agency’s underlying goals and objectives with respect to the project.

Under CEQA Guidelines §15126.6, the alternatives to be discussed in detail in an EIR should be able to “feasibly attain most of the basic objectives of the project[.]” The objectives of the proposed Zone described above provided the framework for defining possible alternatives. The alternatives included and evaluated in the Final SEIR meet those basic objectives.

The significant impacts of the Project are related to transportation and traffic. Thus, project alternatives, except the required No Project Alternative, include development programs that are lower in intensity than the Project in order to address the amount of potential traffic.

The City finds that a good faith effort was made to evaluate a reasonable range of feasible alternatives that could obtain the basic objectives of the Zone. As a result, the scope of alternatives analyzed is not unduly limited or narrow. The City also finds that reasonable alternatives were reviewed, analyzed, and discussed in the review process of the Revised Final SEIR.

**a. *Alternative 1: No Project Alternative***

Alternative 1, the No Project Alternative, would result in development consistent with the City's existing General Plan and zoning land use designations for the area of the Project. The No Project Alternative assumes adoption of the Project would not occur within the area of the Project. This alternative assumes that the same types of uses that exist in area of the Project would continue to operate, and also assumes that some new development in the area would take place and would be similar to existing uses, with more office and commercial/retail uses developed in the area within the next 10 years, especially on Parcels 6, 9, and 10, and with some new uses replacing existing uses. Under this alternative, it is assumed that partial development of Parcels 6, 9, and 10 with office and retail uses would take place within the same buildout period for these parcels as described for the Project.

Under the No Project Alternative, the area of the Project would be developed with some general retail uses but mostly office uses, with approximately 383,000 square feet of new building area, including 338,000 square feet of office uses and 45,000 square feet of general retail uses. No club retail or hotel uses are assumed under this alternative.

The No Project Alternative would not meet most of the basic objectives of the Project. However, the No Project Alternative could, with the establishment of new office space, promote the development of locally and regionally accessible uses. This alternative would also generate fewer total traffic trips than the Project, which would result in fewer or lower impacts to LOS at adjacent intersections; however, the volume of traffic trips to the area of the Project that would be generated by this alternative would likely result in similar impacts related to spillback and further degrade operations of freeway ramps at merge/diverge areas that are already operating at unacceptable levels.

*Finding:* The City Council finds that, while it may provide an advantage from an environmental standpoint over the Project due to fewer total traffic trips, the No Project Alternative is infeasible in that it would accomplish none of the City's basic objectives, as discussed below.

1. *City Objective 1: Provide a consistent framework for the City's review and approval of new uses and projects in the area of the Project, encouraging investment in and adding value to these properties.* The No Project Alternative would not include the adoption of the Project and

would therefore not provide a specific framework for the City's review and approval of new uses and projects within the area. Without this framework, development within the area of the Project would likely proceed in an incremental fashion, and result in a low likelihood that multiple tenant commitments to the area would be made. As a result, transportation improvement costs required by the City for improvements to serve new uses within the Project area would likely fall on several developers, possibly acting independently, making it less likely for projects and associated transportation improvements to be financially feasible within the area. Therefore, the No Project Alternative would not encourage investment in the area of the Project nor serve to add value to these properties, and would not accomplish City Objective 1.

2. *City Objective 2: Maximize the benefits of the location of the area of the Project as an infill site located along transportation corridors and near transit by encouraging the development of both locally and regionally accessible uses in the area of the Project.* The No Project Alternative does not include adoption of the Project; as discussed above, without adoption of the Project, development within the area would likely proceed in an incremental fashion, and result in a low likelihood that multiple tenant commitments to the area would be made. Without the adoption of the Project, therefore, the mix and amount of uses that would likely be developed under the No Project Alternative would not serve to maximize the unique benefits of the location of the area as stated in City Objective 2, and this objective would not be met.
3. *City Objective 3: Encourage the development of a diverse mix of uses in the City that would promote long-term economic growth by generating substantial new revenues for the City.* The City has conducted multiple economic and fiscal analyses which indicate that, with adoption of the Project, the mix of uses anticipated to be developed within the area of the Project would yield a substantial level of fiscal and economic benefits, including up to \$2.3 million in new City General Fund revenues annually (on full buildout) and up to approximately \$383,975 annually in property taxes, as well as approximately \$277,440 in annual revenue to the Pleasanton Unified School District (see also the fiscal and economic analysis prepared for the Final SEIR [Appendix A] as well as the Supplemental Comparative Analysis). The No Project Alternative does not include the adoption of the Project and development within the area under this alternative would, as discussed above, occur in an incremental fashion; as a result, the No Project Alternative would not encourage the development of a diverse mix of uses that would promote long-term economic growth in the area of the Project, and would not generate a substantial level of new revenues. Therefore, this alternative would not meet City Objective 3.

**b. Alternative 2: Reduced Retail**

Alternative 2, Reduced Retail, would include some of the same uses as the Project, including general retail and a hotel use, but would not include club retail uses. Under this alternative, the Project would be adopted, and Parcels 6, 9, and 10 would be developed in an initial phase that would take place within the same buildout period for these parcels as described for the Project. Existing uses on other parcels within the area of the Project would continue to operate.

Under this alternative, the area of the Project would be developed with approximately 259,500 square feet of new building area, including 171,500 square feet of general retail uses and 88,000 square feet of hotel uses. Under this alternative, it is assumed that development of the hotel uses would take place first and development of general retail uses would take place over a longer timeframe.

The Reduced Retail Alternative would generate fewer total traffic trips than the Project, which could result in fewer or lower impacts to LOS at adjacent intersections; however, the volume of traffic trips to the area of the Project that would be generated by this alternative would also further degrade operations of freeway ramps at merge/diverge areas that are already operating at unacceptable levels, and this alternative would likely result in similar impacts related to spillback. Other environmental resources would experience less than significant impacts, similar to the Project.

*Finding:* The City Council finds that, under the Reduced Retail Alternative, impacts to transportation and traffic would remain significant and unavoidable. The City further finds that, while it could provide an advantage from an environmental standpoint over the Project due to its smaller scale, the Reduced Retail Alternative is infeasible in that it would not accomplish the City's basic objectives for the Project to a satisfactory extent. The substantial benefits articulated by the City in its objectives would not likely be provided under this alternative, as discussed below.

1. *City Objective I: Provide a consistent framework for the City's review and approval of new uses and projects in the area of the Project, encouraging investment in and adding value to these properties.* While the Reduced Retail Alternative would include the adoption of a version of the Project and would therefore provide a framework for the City's review and approval of new uses and projects, no large retail anchor is assumed under the Reduced Retail Alternative as it is for the Project. As discussed in the Supplemental Comparative Analysis prepared for the Project in August, 2016, an alternate development scenario that does not include a large retail anchor, like the Reduced Retail Alternative, would find it more difficult to secure multiple tenant commitments to the area of the Project sufficient to secure project financing. As a result, transportation improvement costs required by the City would likely fall on several developers, possibly acting independently, making it less likely for projects and associated transportation improvements to be financially feasible within the area of

the Project. These factors would work against City Objective 1, in that they could result in a failure to encourage investment in the properties within the area of the Project, and a related failure to develop transportation infrastructure necessary for new retail uses.

2. *City Objective 2: Maximize the benefits of the location of the area of the proposed Zone as an infill site located along transportation corridors and near transit by encouraging the development of both locally and regionally accessible uses in the area of the Project.* With its large club retail use, the Project would provide a use that is both locally and regionally accessible, suited to the location of the area of the Project near both the I-680 and the I-580. The Project would also provide a diversity of uses, including general retail and hotel as well as the club retail use. The Reduced Retail Alternative would provide less diversity of uses, and no club retail use, as well as a lower area of total new gross building space; therefore, the mix and amount of uses that would be provided under the Reduced Retail Alternative would not serve to “maximize” the unique benefits of the location of the area of the Project as stated in City Objective 2, especially in comparison to the Project.
3. *City Objective 3: Encourage the development of a diverse mix of uses in the City that would promote long-term economic growth by generating substantial new revenues for the City.* The City has conducted multiple economic and fiscal analyses which indicate that, with adoption of the Project, the mix of uses anticipated to be developed within the area of the Project would yield a substantial level of fiscal and economic benefits, including up to \$2.3 million in new City General Fund revenues annually (on full buildout) and up to approximately \$383,975 annually in property taxes, as well as approximately \$277,440 in annual revenue to the Pleasanton Unified School District (see also the fiscal and economic analysis prepared for the Final SEIR [Appendix A] as well as the Supplemental Comparative Analysis). Because it does not include a large retail anchor, includes a lower total area of new uses, and lacks the stability that a large retail anchor could provide (as discussed above under City Objective 1), the Reduced Retail Alternative would be much less likely to promote long-term economic growth to the same extent as the Project, and would not generate the same, substantial level of new revenues as the Project, making the full achievement of City Objective 3 less likely.

**c. *Alternative 3, Partial Buildout (Phase I Only)***

Alternative 3, Partial Buildout (Phase I Only), would include some of the same uses as the Project, including general retail, club retail, and a hotel use, but would not include general retail uses to the same extent.

Under this alternative, the Project would be adopted, and uses similar to those anticipated for Phase I of the Project would be developed, with no other development taking place within the Project. Parcels 6, 9, and 10 would be developed in an initial phase that would take place within the same buildout period for these parcels as described for the Project. Under this alternative, existing uses on other parcels within the area of the Project would continue to operate.

This alternative includes approximately 259,500 square feet of new building area, including 148,000 square feet of club retail uses, 23,500 square feet of general retail uses, and 88,000 square feet of hotel uses. Under this alternative, it is assumed that development of the hotel uses would take place first and development of general retail uses would take place over a longer timeframe.

The Partial Buildout Alternative would generate fewer total traffic trips than the proposed Zone, which could result in fewer or lower impacts to LOS at adjacent intersections; however, the volume of traffic trips to the area of the proposed Zone that would be generated by this alternative would also further degrade operations of freeway ramps at merge/diverge areas that are already operating at unacceptable levels, and this alternative would likely result in similar impacts related to spillback. Other environmental resources would experience less than significant impacts, similar to the Project.

*Finding:* The City Council finds that, under the Partial Buildout Alternative, impacts to transportation and traffic would remain significant and unavoidable. The City further finds that, while it could provide an advantage from an environmental standpoint over the Project due to its smaller scale, the Partial Buildout Alternative is infeasible in that it would not accomplish the City's basic objectives for the Project to a satisfactory extent. The substantial benefits articulated by the City in its objectives would not likely be provided under this alternative, as discussed below.

1. *City Objective 1: Provide a consistent framework for the City's review and approval of new uses and projects in the area of the Project, encouraging investment in and adding value to these properties.* Like the Reduced Retail Alternative, the Partial Buildout Alternative would include the adoption of a version of the Project and would therefore provide a framework for the City's review and approval of new uses and projects. In addition, the Partial Buildout Alternative would include the club retail use and therefore a large retail anchor, unlike the Reduced Retail Alternative. However, like the Reduced Retail Alternative, the Partial Buildout Alternative would limit the total area of uses developed within the area of the Project to approximately 259,500 square feet; investment in properties within the area of the Project would therefore occur to a lesser extent than would occur under development of the Project, which would work against City Objective 1.
2. *City Objective 2: Maximize the benefits of the location of the area of the proposed Zone as an infill site located along transportation corridors and near transit by encouraging the development of both locally and*

*regionally accessible uses in the area of the Project.* Although it would include a club retail use suited to the location of the area of the Project near both the I- 680 and the I-580, the Partial Buildout Alternative would include a much lower total area of general retail use, and a lower area of total new gross building space; therefore, the mix and amount of uses that would be provided under the Partial Buildout Alternative would, like the Reduced Retail Alternative, not serve to “maximize” the unique benefits of the location of the area of the Project as stated in City Objective 2, especially in comparison to the Project.

3. *City Objective 3: Encourage the development of a diverse mix of uses in the City that would promote long-term economic growth by generating substantial new revenues for the City.* A comparison of the fiscal benefits of a development program largely similar to the Project with an alternate development program with the same characteristics as the Partial Buildout Alternative was prepared for the area of the Project in 2015 (see Appendix C of the Draft SEIR, Johnson Drive EDZ Land Use Study and Fiscal Impact Analysis, for this comparison, and note that further fiscal analyses have refined the results of this study). This analysis indicated that a scenario identical to the Partial Buildout Alternative would yield only about 74 percent of the total annual general fund revenues that is currently estimated would be generated under the Project, as well as only 69 percent of the annual revenue that would be provided under the Project to the Pleasanton Unified School District. (The City’s most recent economic and fiscal analyses indicate that the mix of uses proposed within the Project would yield a substantial level of fiscal and economic benefits, including up to \$2.3 million in new City General Fund revenues annually [on full buildout], as well as approximately \$277,440 in annual revenue to the Pleasanton Unified School District). This general comparison indicates that, because it includes a lower volume of uses, the Partial Buildout Alternative would be less likely to promote long-term economic growth to the same extent as the Project, and would not generate substantial new revenues in comparison to the Project, making the full achievement of City Objective 3 less likely.

### ***Environmentally Superior Alternative***

CEQA Guidelines §15126.6(e)(2) indicates that an EIR must identify the Environmentally Superior Alternative from the range of alternatives evaluated in the EIR. If the No Project Alternative is identified as the Environmentally Superior Alternative, then the EIR shall also identify an Environmentally Superior Alternative among the other alternatives. The Environmentally Superior Alternative is the alternative that would result in the fewest and/or least severe environmental impacts.

Alternative 2, Reduced Retail, would be the environmentally superior alternative because it generates a lower number of traffic trips than the Partial Buildout Alternative (a difference of

approximately 1,970 weekday daily trips) and a lower number of traffic trips than the Project (a difference of approximately 5,370 weekday daily trips, or 44 percent). Other significant and unavoidable traffic and transportation impacts that would occur with implementation of the Project would remain under this alternative. The Reduced Retail Alternative also meets most of the basic objectives of the Project given that it would result in the adoption of a consistent framework for the City's review and approval of new uses in the area of the Project, and would promote the development of locally and regionally accessible uses.

### **VIII. GROWTH-INDUCING EFFECTS**

A project may be growth-inducing if it directly or indirectly fosters economic or population growth or additional housing, removes obstacles to growth, taxes community service facilities, or encourages or facilitates other activities that cause significant environmental effects. (CEQA Guidelines § 15126[g].)

Under CEQA, induced growth is considered a significant impact only if it directly or indirectly affects the ability of agencies to provide needed public services, or if it can be demonstrated that the potential growth could significantly affect the environment in some other way.

Chapter 6, Section A of the Draft SEIR provides an analysis of growth-inducing effects of the Project, as required by CEQA Guidelines section 15126.2(d). With the exception of the potential development of a minor amount of senior housing, the Project would not directly induce substantial population growth. As discussed in the Draft SEIR, population growth that could be induced as a consequence of new employees working with the area of the Project moving to the City would not be substantial; therefore, the Project is not likely to induce substantial indirect population growth. In addition, the area of the Project is currently served by water, sanitary sewer, stormwater, and other roadway and utility infrastructure, and any needed upgrades to these systems would not be likely to be of a scale that would induce substantial population growth. Improvements to local roadways and I-680 would be undertaken to accommodate the Project, and also would not be likely to stimulate substantial further growth in the area.

Accordingly, the City Council finds that the Project's effects related to indirect population growth would be minor, and that the Project's benefits substantially outweigh the five significant and unavoidable transportation and traffic impacts as demonstrated below in the Statement of Overriding Considerations.

### **IX. STATEMENT OF OVERRIDING CONSIDERATIONS**

Pursuant to Public Resources Code §21081 and CEQA Guidelines §15093, the City Council has balanced the economic, legal, social, technological, and other benefits of the Project against the Project's five significant and unavoidable transportation and traffic impacts and has adopted all feasible mitigation measures. The City Council has also examined three potentially feasible alternatives to the proposed Zone, none of which are feasible in that they would not accomplish the City's basic objectives for the proposed Zone to a satisfactory extent (the substantial benefits articulated by the City in its objectives would not likely be provided under

the alternatives). The City has adopted mitigation measures that reduce, to the extent feasible, the significant environmental effects of the Project.

The City Council hereby adopts and makes the following Statement of Overriding Considerations regarding the significant and unavoidable impacts of the Project and the anticipated economic, legal, social, technological, and other benefits of the Project.

***a. Significant and Unavoidable Impacts***

Based on information contained in the record and in the SEIR, the City Council has determined that the Project would result in significant and unavoidable impacts to transportation and traffic due to the possibility of substantial increases in traffic to local study intersections under Existing plus Project conditions, Near-term plus Project conditions, and Far-term (Cumulative) plus Project conditions; and to freeway ramps at merge/diverge areas under Existing plus Project conditions and Far-term (Cumulative) plus Project conditions.

Table 1 presented above illustrates the following: the impacts to transportation and traffic that would be significant and unavoidable, which physical locations (e.g., specific intersections or freeway on-ramps) would be affected, to what extent mitigation measures would reduce the level of impact, which impacts would remain significant and unavoidable after mitigation, and which impacts would be significant and unavoidable due to uncertainty regarding Caltrans' discretionary review of the improvements contained in the mitigation measure. As discussed previously, Mitigation Measure 4.d-1d is infeasible due to uncertainty regarding Caltrans' review and approval of the improvement described in that mitigation measure, and Mitigation Measures M-TR-1, 4.D-1a, 4.D-1b, 4.D-1c, and 4.D-1d are all required to be completed in order to fully mitigate associated impacts (i.e., all of these measures must be implemented to reduce the impact to Stoneridge Drive [queue spillback] to less than significant).

(Draft SEIR, pp. 4.B-18 to 4.B-21, 4.B-21 to 4.B-23, 4.B-24 to 4.B-25; 4.D-20 to 4.D-38, 4.D-38 to 4.D-44, 4.D-44 to 4.D-50, 4.D-52 to 4.D-53, 4.D-55 to 4.D-56.)

***Finding***

The City Council has considered all potentially feasible mitigation measures to substantially lessen or avoid the Project's significant and unavoidable impacts. Where feasible, mitigation measures have been adopted as part of the Project. The imposition of these measures will reduce the identified impacts, but not in all cases to a less than significant level. The City Council finds that it is not feasible to fully mitigate these impacts.

The City Council has also considered all potentially feasible alternatives to the Project. The City Council finds that there are no feasible alternatives that would reduce all of the significant and unavoidable impacts to a less than significant level.

The impacts of the Project therefore remain significant and unavoidable.

**b. *Overriding Considerations***

In accordance with CEQA and the CEQA Guidelines, after review of the entire administrative record, including but not limited to all materials and testimony referenced in section III.b above (Record of Proceedings), the City Council finds that specific economic, legal, social, technological and other anticipated benefits of the Project outweigh the significant and unavoidable impacts, and therefore justify the approval of the Project notwithstanding the identified significant and unavoidable impacts.

The City Council adopts and makes this Statement of Overriding Considerations that the Project has eliminated or substantially lessened all significant effects on the environment where feasible (including the incorporation of feasible mitigation measures), and finds that the remaining significant and unavoidable impacts of the Project are acceptable because the benefits of the Project set forth below outweigh those impacts. The City Council finds that each of the overriding considerations expressed as benefits and set forth below constitutes a separate and independent grounds for such a finding. Any one of the reasons for approval cited below is sufficient to justify approval of the Project. Thus, even if a court were to conclude that not every reason is supported by substantial evidence, the City Council will stand by its determination that each individual reason is sufficient by itself. The substantial evidence supporting the various benefits can be found in the Record of Proceedings for the Project and these Findings, which are incorporated by reference into the Record of Proceedings.

The City Council hereby finds that implementation of the Project would result in the following specific and substantial benefits:

1. *The Project Would Provide Substantial Economic and Fiscal Benefits to the City of Pleasanton*

Implementation of the Project would result in substantial economic and fiscal benefits to the City, including a considerable new volume of taxable sales, increased property values, and employment of up to 678 full time employees as well as temporary construction workers. The fiscal impact analysis prepared on behalf of the City for the effects of the Project indicates that, on a worst-case basis, businesses anticipated to be established within the Project are anticipated to generate a projected \$1.4 to \$1.7 million annual contribution to the City's General Fund at the completion of the first phase (which includes the club retail and hotel uses). This net revenue estimate increases to \$2.1 to \$2.3 million annually upon full buildout of the Project. At full buildout these net fiscal revenues represent an annual contribution equivalent to approximately 2.1 percent to 2.3 percent of the City's General Fund expenditures. (Note these revenue estimates do not include any City contributions to the traffic improvements required by the Project.) The City's General Fund is the primary funding source for the construction, operation and maintenance of a number of essential City services, programs and facilities, including fire and police services, recreation programs, library services, and administrative functions, among other services.

In addition, property taxes generated from the Project would provide approximately \$277,440 in annual revenue to the Pleasanton Unified School District (PUSD) and approximately

\$30,440 in annual revenue to other schools. The Project would also generate one-time supplemental taxes of approximately \$42,725 to the PUSD and \$4,690 to other schools.

The fiscal impact analysis also assessed the impact of development within the Project on businesses in the City, including the downtown area. The analysis indicates that impacts generated by the Project on the market area's existing retail environment would be limited. The economic analysis concluded that Phase I sales in the Project (i.e., the sales resulting from a club retail use and a limited amount of general retail uses) could result in a decrease in annual sales by existing market retailers of approximately \$26.7 million, or 0.9 percent of the market area's existing \$3 billion in annual retail sales, which is considered to be a nominal impact. Based upon these findings, the analysis concluded that implementation of the Project would not cause or contribute to urban decay.

2. *The Project Would Enhance Pleasanton 's Diversified Economic Base Through Business Expansion, Consistent with General Plan Economic and Fiscal Element Policy 1*

Policy 1 of the City's General Plan Economic and Fiscal Element is to "Enhance Pleasanton's diversified economic base through an aggressive business retention and expansion program." Approval of the Project is key to facilitating the "aggressive" business expansion envisioned by this policy. Without the approval of the Project, the area would be likely to develop on a parcel by parcel basis, and not benefit from a consistent framework for the City's review and approval of new uses and projects in the Project area, resulting in a piecemeal, incremental approach to development, typical of most small-scale non-residential development.

The Project would facilitate the redevelopment of land to a higher and better use by creating a plan for development rather than an incremental approach. An incremental approach would not likely provide the economies of scale (or degree of funding) necessary to provide needed infrastructure improvements as the need arises, nor would it facilitate development of a major retail anchor. An incremental approach would therefore not likely yield the scale of business expansion that the Project would yield.

In addition, the Project contains design guidelines that will ensure a high quality development that furthers the mission of the City's economic development goals and policies, by providing assurance of high quality design and access to major transportation corridors to which larger retailers are attracted.

c. *Adoption of Statement of Overriding Considerations*

The City Council has weighed the economic, legal, social, technological, and other benefits of the Project against the significant and unavoidable impacts of the Project. The City Council hereby finds that those benefits outweigh the significant and unavoidable impacts of the Project, and further determines that the Project's significant unavoidable impacts are acceptable due to the Project's benefits.

Accordingly, the City Council adopts the Statement of Overriding Considerations contained in these Findings recognizing that significant unavoidable impacts will result from implementation of the Project.

## CHAPTER 5

# Mitigation Monitoring and Reporting Program (Revised January 2020)

### 5.1 Introduction

CEQA requires public agencies that approve projects with EIRs identifying significant impacts to adopt monitoring and reporting programs or conditions of project approval to mitigate or avoid the identified significant effects (Public Resources Code Section 21081.6[a][1]). A public agency that adopts measures to mitigate or avoid the significant impacts of a proposed project is required to ensure that the measures are fully enforceable through permit conditions, agreements, or other means (Public Resources Code Section 21081.6[b]). The mitigation measures required by a public agency to reduce or avoid significant project impacts not incorporated into the design or program for the project may be made conditions of project approval as set forth in a Mitigation Monitoring and Reporting Program (MMRP). The program must be designed to ensure project compliance with mitigation measures during project implementation.

This MMRP includes the mitigation measures identified in the SEIR required to address the significant impacts associated with the proposed Johnson Drive Economic Development Zone (EDZ or JDEDZ). The required mitigation measures are summarized in this program; the full text of the impact analysis and mitigation measures is presented in the Draft SEIR in Chapter 2, *Summary*, except as revised in this Final SEIR.

The MMRP was initially included in the March 2016 Final SEIR. Revisions have been made as a result of the revised analysis of air quality in the 2019 Partial Recirculated Draft SEIR and are included herein. For ease of reading, the newly added mitigation measure from the 2019 Partial recirculated Draft SEIR (Mitigation Measure M-AQ-1) is not shown as double underlined but instead is preceded by a **bold-face, italicized** statement, “*New measure added in 2019 Partial Recirculated Draft SEIR*” (see page 5-3). Likewise, one air quality measure (Mitigation Measure M-TR-1) formerly included in the Air Quality analysis as Mitigation Measure 4.B-3 is now revised and included in the Transportation and Traffic analysis and is similarly labeled, “*Measure relocated in 2019 Partial Recirculated Draft SEIR*” (see page 5-7), with deleted portions shown in ~~strike through~~ text. Former Mitigation Measure 4.B-3 mitigated air quality impacts that have now been found to be less than significant without mitigation. New Mitigation Measure M-TR-1, as revised and set forth in the RMMRP, brings forward measures from former 4.B-3 that involve transportation demand measures and mitigate Impact 4.D-1. Finally, one air quality measure (Mitigation Measure 4.B-2) is removed, having been both implemented and

superseded by the 2019 recirculated Health Risk Assessment, and is therefore no longer required and is shown in ~~strike through~~ text (see page 5-4).

## 5.2 Format

The MMRP is organized in a table format (see **Table 5-1**), keyed to each significant impact and each SEIR mitigation measure. Only mitigation measures adopted to address significant impacts are included in this program. Each mitigation measure is set out in full, followed by a tabular summary of monitoring requirements. The column headings in the tables are defined as follows:

- **Mitigation Measures adopted as Conditions of Approval:** This column presents the mitigation measure identified in the SEIR.
- **Site(s) Affected:** The mitigation measures are, in some cases, site specific. This column identifies which specific sites would need to adhere to the mitigation measure, or states that the measure addresses all sites.
- **Implementation Procedures:** This column identifies the procedures associated with implementation of the mitigation measure.
- **Monitoring Responsibility:** This column contains an assignment of responsibility for the monitoring and reporting tasks.
- **Monitoring and Reporting Action:** This column refers the outcome from implementing the mitigation measure.
- **Mitigation Schedule:** This column shows the general schedule for conducting each mitigation task, identifying both the timing and the frequency of the action, where appropriate.
- **Verification of Compliance:** This column may be used by the City, as Lead Agency, to document the person who verified the implementation of the mitigation measure and the date on which this verification occurred.

## 5.3 Enforcement

If the EDZ is approved, the MMRP would be incorporated as a condition of such approval. Therefore, all mitigation measures for significant impacts must be carried out to fulfill the requirements of approval. A number of the mitigation measures would be implemented during the development review process. These measures would be checked on plans, in reports, and in the field before construction. Most of the remaining mitigation measures would be implemented during the construction or EDZ implementation phase.

**TABLE 5-1  
MITIGATION MONITORING AND REPORTING PROGRAM**

Mitigation Measures	Site(s) Affected	Implementation Procedures	Monitoring Responsibility	Monitoring and Reporting Action	Monitoring Schedule	Verification of Compliance
<b>4.A. Aesthetics</b>						
None required.						
<b>4.B. Air Quality</b>						
<p>● <i>New measure added in 2019 Partial Recirculated Draft SEIR</i></p> <p><b>Mitigation Measure M-AQ-1: Construction Emissions Minimization.</b> The project sponsor or the project sponsor's contractor shall comply with the following:</p> <ol style="list-style-type: none"> <li>All off-road equipment (including water construction equipment used onboard barges) greater than 50 horsepower shall have engines that meet Tier 3 off-road emission standards.</li> <li>Diesel engines, whether for off-road or on-road equipment, shall not be left idling for more than two minutes, at any location, except as provided in exceptions to the applicable state regulations regarding idling for off-road and on-road equipment (e.g., traffic conditions, safe operating conditions). The contractor shall post legible and visible signs in English, Spanish, and Chinese, in designated queuing areas and at the construction site to remind operators of the two-minute idling limit.</li> <li>The contractor shall instruct construction workers and equipment operators on the maintenance and tuning of construction equipment, and require that such workers and operators properly maintain and tune equipment in accordance with manufacturer specifications.</li> </ol>	All	Site developer shall include contractors' contract specifications.	Site developer Community Development Department	Verify inclusion of contract specifications. Inspect site during construction to ensure compliance with contract specifications.	Prior to issuance of grading or building permit, whichever is first. Field inspections during construction.	Verified by: Date:
<p><b>Mitigation Measure 4.B-1:</b> All developers of sites within the EDZ area shall ensure that construction plans include a requirement that the BAAQMD Best Management Practices for fugitive dust control be implemented. All developers of sites within the EDZ area are required to implement the following for all construction activities within the EDZ area, to reduce fugitive dust emissions that would be generated primarily during soil movement, grading, and demolition activities, but also during vehicle and equipment movement on unpaved construction sites:</p> <ol style="list-style-type: none"> <li>All exposed surfaces (e.g., parking areas, staging areas, soil piles, graded areas, and unpaved access roads) shall be watered two times per day.</li> <li>All haul trucks transporting soil, sand, or other loose material off-site shall be covered.</li> <li>All visible mud or dirt track-out onto adjacent public roads shall be removed using wet power vacuum street sweepers at least once per day. The use of dry power sweeping is prohibited.</li> </ol>	All	Site developer shall include BAAQMD BMPs in construction plan.	Site developer Community Development Department	Verify inclusion of BMPs in applicable construction plans and specifications; field inspections during construction. Inspect site during construction to ensure compliance with project construction plans.	Prior to issuance of grading or building permit, whichever is first. Field inspections during construction.	Verified by: Date:

**TABLE 5-1 (Continued)  
MITIGATION MONITORING AND REPORTING PROGRAM**

Mitigation Measures	Site(s) Affected	Implementation Procedures	Monitoring Responsibility	Monitoring and Reporting Action	Monitoring Schedule	Verification of Compliance
<b>4.B. Air Quality (cont.)</b>						
<p>4. All vehicle speeds on unpaved roads shall be limited to 15 miles per hour.</p> <p>5. All streets, driveways, and sidewalks to be paved shall be completed as soon as possible. Building pads shall be laid as soon as possible after grading unless seeding or soil binders are used.</p> <p>6. Idling times shall be minimized either by shutting equipment off when not in use or reducing the maximum idling time to 5 minutes (as required by the California airborne toxics control measure Title 13, Section 2485 of CCR). Clear signage shall be provided for construction workers at all access points.</p> <p>7. All construction equipment shall be maintained and properly tuned in accordance with manufacturer's specifications. All equipment shall be checked by a certified mechanic and determined to be running in proper condition prior to operation.</p> <p>A publicly visible sign shall be posted with the telephone number and person to contact at the City of Pleasanton Planning Division regarding dust complaints. This person shall respond and take corrective action within 48 hours. BAAQMD's phone number shall also be visible to ensure compliance with applicable regulations.</p>						
<p><b>Mitigation Measure 4.B-2:</b> All developers of sites within the EDZ area that are located within 1,000 feet of sensitive receptors including church, school, senior housing, or recreational uses (i.e., Valley Bible Church and Love &amp; Care Preschool, Club Sport, or other recreational uses) shall ensure that construction contract specifications include a requirement that all off-road diesel-powered construction equipment used during the construction activities within the EDZ area be equipped with engines that meet or exceed either U.S. Environmental Protection Agency or California Air Resources Board Tier 2 off-road emission standards, and are fitted with Level 3 Verified Diesel Emissions Control (VDEC), which would reduce diesel particulate emissions by at least 85 percent; or ensure that off-road diesel-powered construction equipment engines meet interim or final Tier 4 emission standards.</p>	<p>All sites located within 1,000 feet of sensitive receptors such as church, school, senior housing, recreational, or other sensitive uses</p>	<p>Site developer shall prepare construction plans that adhere to all specifications in this measure.</p>	<p>Site developer Community Development Department</p>	<p>Review and approve construction plans. Inspect site during construction to ensure compliance with project construction plans.</p>	<p>Prior to the issuance of grading or building permits, whichever is first. Field inspections during construction.</p>	<p>Verified by: Date:</p>

**TABLE 5-1 (Continued)  
MITIGATION MONITORING AND REPORTING PROGRAM**

Mitigation Measures	Site(s) Affected	Implementation Procedures	Monitoring Responsibility	Monitoring and Reporting Action	Monitoring Schedule	Verification of Compliance
<b>4.B. Air Quality (cont.)</b>						
<p><b>Mitigation Measure 4.B-4:</b> If a new sensitive residential use, such as senior housing or a child-care or healthcare facility, is proposed within the EDZ area and within 300 feet of a fuel station or within 1,000 feet of warehouse loading docks or Highway I-680, the developer of this use shall prepare a health risk assessment report to be reviewed and approved by the City. The health risk assessment shall demonstrate that the increased cancer risks for the proposed sensitive use would be below the BAAQMD permitting limit of 10 in one million (per its Policy and Procedure Manual, the BAAQMD would deny an Authority to Construct or a Permit to Operate for any new or modified source of TACs that exceeds a cancer risk of 10 in one million or a chronic or acute hazard index of 1.0); or, should the health risk assessment determine that lifetime cancer risk would exceed 10 in one million, the developer shall install in the sensitive use an enhanced ventilation filtration system such that the resultant lifetime increased cancer risk is less than 10 in one million. No sensitive use shall be approved within the EDZ where the health risk assessment determines that lifetime cancer risk from the freeway and from uses in the EDZ would exceed 10 in one million.</p>	All sites that include a sensitive use such as, but not limited to, a senior housing facility, child-care or healthcare facility, within 300 to 1,000 feet of a source of TACs.	Site developer shall hire a qualified air quality consultant to prepare an HRA.	Community Development Department	Approve air quality consultant selection. Review verification from air quality consultant.	Approve consultant selection, and review verification from air consultant, prior to approval of individual development permit.  Verify inclusion of approved measures.	Verified by:  Date:
<b>4.C. Noise</b>						
<p><b>Mitigation Measure 4.C-1a:</b> To address nuisance impacts of construction activities within the EDZ area, all developers of sites within the EDZ area shall ensure that construction contractors implement the following:</p> <ul style="list-style-type: none"> <li>Signs shall be posted at all construction site entrances to the property upon commencement of construction, for the purposes of informing all contractors/subcontractors, their employees, agents, material haulers, and all other persons at the applicable construction sites, of the basic requirements of Mitigation Measures 4.C-1a and 4.C-1b.</li> <li>Signs shall be posted at the construction sites that include permitted construction days and hours, a day and evening contact number for the job site, and a contact number in the event of problems.</li> <li>An onsite complaint and enforcement manager shall respond to and track complaints and questions related to noise.</li> </ul>	All	Site developer shall incorporate the specifications of this measure into project specifications as well as grading and construction plans.	Site developer  Community Development Department  Engineering Department	<p><i>Engineering Department:</i> Review and approve project specifications and grading and construction plans for inclusion of this measure into specifications.</p> <p><i>Community Development Department:</i> Inspect site during construction to ensure compliance with project construction plans.</p>	Prior to issuance of building or grading permit, whichever is first.  Field inspections during construction.	Verified by:  Date:

**TABLE 5-1 (Continued)  
MITIGATION MONITORING AND REPORTING PROGRAM**

Mitigation Measures	Site(s) Affected	Implementation Procedures	Monitoring Responsibility	Monitoring and Reporting Action	Monitoring Schedule	Verification of Compliance
<b>4.C. Noise (cont.)</b>						
<p><b>Measure 4.C-1b:</b> To reduce daytime noise impacts due to construction within the EDZ area, all project developers shall require construction contractors working within 55 feet of the construction site property boundary to implement the following measures:</p> <ul style="list-style-type: none"> <li>Equipment and trucks used for construction shall use the best available noise control techniques (e.g., improved mufflers, equipment redesign, use of intake silencers, ducts, engine enclosures, and acoustically-attenuating shields or shrouds).</li> <li>Impact tools (e.g., jack hammers, pavement breakers, and rock drills) used for construction shall be hydraulically or electrically powered where feasible to avoid noise associated with compressed air exhaust from pneumatically powered tools. Where use of pneumatic tools is unavoidable, an exhaust muffler on the compressed air exhaust shall be used; this muffler can lower noise levels from the exhaust by up to about 10 dBA. External jackets on the tools themselves shall be used where feasible; this could achieve a reduction of 5 dBA. Quieter procedures, such as use of drills rather than impact tools, shall be used unless deemed not feasible by a geotechnical investigation.</li> </ul>	All	Site developer shall incorporate the specifications of this measure into project specifications as well as grading and construction plans.	Site developer Community Development Department Engineering Department	<p><i>Engineering Department:</i> Review and approve project specifications and grading and construction plans for inclusion of this measure into specifications.</p> <p><i>Community Development Department:</i> Inspect site during construction to ensure compliance with project construction plans.</p>	Prior to issuance of building or grading permit, whichever is first. Field inspections during construction.	Verified by: Date:
<p><b>Mitigation Measure 4.C-1c:</b> Prior to the approval of the development of senior housing projects within the EDZ area, the City shall require site-specific acoustical assessments to determine exposure to existing and approved noise sources, impact, and mitigation regarding non-transportation sources. Noise exposure shall be mitigated to satisfy the applicable City Municipal Code criterion using appropriate housing site design.</p>	All	<p>Site developer shall prepare an acoustical assessment that adheres to all specifications of this measure.</p> <p>If noise thresholds in the General Plan and/or Municipal Code are exceeded, reasonable and feasible mitigation shall be required to reduce levels to City standards.</p>	Community Development Department	<p>Review and approve acoustical assessment and interior measures. Verify approved measures on construction plans.</p> <p>Inspect site during construction to ensure compliance with project construction plans.</p>	Prior to the approval of the development of senior housing projects.	Verified by: Date:
<p><b>Mitigation Measure 4.C-1d:</b> For all senior housing proposed for development within the EDZ area, the City shall require noise disclosures and noise complaint procedures for new residents of these developments, which will include 1) a disclosure of potential noise sources in the project vicinity, and 2) the establishment of procedures and a contact phone number for a site manager the residents can call to address any noise complaints.</p>	All sites within the EDZ proposed for senior housing	Developer/s of new senior housing shall ensure noise disclosures and noise complaint procedures be disseminated to residents of the senior housing.	Community Development Department	<p>Review and approve noise disclosures and noise complaint procedures prior to developer/s disseminating to senior housing residents.</p> <p>Inspect site after occupancy to ensure compliance.</p>	Prior to and after the approval of the development of senior housing projects.	Verified by: Date:

**TABLE 5-1 (Continued)  
MITIGATION MONITORING AND REPORTING PROGRAM**

Mitigation Measures	Site(s) Affected	Implementation Procedures	Monitoring Responsibility	Monitoring and Reporting Action	Monitoring Schedule	Verification of Compliance
<b>4.D. Transportation and Traffic</b>						
<p>● <b>Measure relocated and revised in 2019 Partial Recirculated Draft SEIR</b></p> <p><b>Mitigation Measure M-TR-1 (formerly Mitigation Measure 4.B-3 in Air Quality):</b> All developers of sites within the EDZ area shall implement Transportation Demand Management (TDM) measures, such as establishment of commute trip reduction program(s) with employers to discourage single-occupancy vehicle trips and encourage alternative modes of transportation such as car-pooling, taking transit, walking, and biking. Developers of sites within the EDZ shall also evaluate increasing transit accessibility to the EDZ, potentially including the use of a BART shuttle. The voluntary commute trip reduction program(s) may include, but would not be limited to, a ride-sharing program for which 50 percent or greater of site employees are eligible, carpooling encouragement, preferential carpool parking, a transportation coordinator, and ride-matching assistance. Specifically, TDM measures shall incorporate the following components to be required in the Development Agreements for individual projects, as appropriate to proposed land uses to be developed:</p> <ul style="list-style-type: none"> <li>• Require commute based trip reduction programs for all businesses of more than 20 on-site employees that may include transit subsidies, parking cash out incentives, and carpool parking preferences;</li> <li>• Provide preferred parking spaces and recharging stations for electric vehicles;</li> <li>• Require businesses to provide bicycle facility amenities such as showers and lockers;</li> <li>• Require electrical hook-ups for diesel trucks at loading docks;</li> <li>• Require any new backup diesel generators to meet CARB's Tier 4 emission standards;</li> <li>• Prohibit all vehicles including commercial motor vehicles with gross vehicular weight ratings of less than 10,000 pounds from idling for more than 2 minutes; and</li> <li>• Require truck fleets based in the area of the proposed EDZ to meet CARB's highest engine tier available at the time the building permits are issued.</li> </ul>	All	Business operator shall include TDM measures in business plan and/or application for occupancy permit or use permit.	Business operator Community Development Department	Verify inclusion of TDM measures in applicable occupancy permit or use permit.	Prior to issuance of occupancy permit or use permit.	Verified by: Date:

**TABLE 5-1 (Continued)  
MITIGATION MONITORING AND REPORTING PROGRAM**

Mitigation Measures	Site(s) Affected	Implementation Procedures	Monitoring Responsibility	Monitoring and Reporting Action	Monitoring Schedule	Verification of Compliance
<b>4.D. Transportation and Traffic (cont.)</b>						
<p><b>Mitigation Measure 4.D-1a: Commerce Drive at Johnson Drive Intersection.</b> Prior to the granting of a certificate of occupancy for the first use in Phase I that would generate 100 or more PM or Saturday peak-hour trips, the City shall install or require the developer in Phase I to install a traffic signal and construct a southbound left-turn lane to Commerce Drive at the Commerce Drive and Johnson Drive intersection. A funding mechanism for this improvement shall be approved by the City prior to the issuance of the first building permit for a Phase I use that would generate 100 or more PM peak-hour trips.</p>	All (Phase I and Full Buildout)	<p>Site developer shall contribute fair-share funds for traffic impact fees or construct the improvement.</p> <p>Community Development Department shall ensure the implementation of improvements and determine funding mechanism.</p>	Site developer Community Development Department	Develop the funding mechanism, the calculation of, and receipt of payment.	Prior to granting certificate of occupancy.	<i>Verified by:</i> <i>Date:</i>
<p><b>Mitigation Measure 4.D-1b: Johnson Drive at Owens Drive (North) Intersection.</b> Prior to the granting of a certificate of occupancy for the first use in Phase I that would generate 100 or more PM or Saturday peak-hour trips, the City shall install or require the developer in Phase I to install a traffic signal at the Johnson Drive at Owens Drive (North) intersection. A funding mechanism for this improvement shall be approved by the City prior to the issuance of the first building permit for a Phase I use that would generate 100 or more PM peak-hour trips.</p>	All (Phase I and Full Buildout)	<p>The site developer shall contribute fair-share funds for traffic impact fees or construct the improvement.</p> <p>Community Development Department shall ensure the implementation of improvements and determine funding mechanism.</p>	Site developer Community Development Department	Develop the funding mechanism, the calculation of, and receipt of payment.	Prior to granting certificate of occupancy.	<i>Verified by:</i> <i>Date:</i>
<p><b>Mitigation Measure 4.D-1c: Johnson Drive at Stoneridge Drive Intersection.</b> Prior to the granting of a certificate of occupancy for the first use in Phase I that would generate 100 or more PM or Saturday peak-hour trips, the City shall ensure the implementation of the following improvements:</p> <ol style="list-style-type: none"> <li>1. Construct a third eastbound left-turn lane from Stoneridge Drive to Johnson Drive in conjunction with an additional northbound receiving lane on Johnson Drive (north side of intersection).</li> <li>2. Construct an additional southbound right-turn lane on Johnson Drive.</li> <li>3. Rebuild Johnson Drive as a six lane facility with three or four southbound lanes and three northbound receiving lanes for a minimum of 700 feet north of Stoneridge Drive. This improvement would require widening of Johnson Drive north of Stoneridge Drive by up to 36 feet and widening of Johnson Drive south of Stoneridge Drive a commensurate amount to align travel movements through the intersection.</li> </ol> <p>A funding mechanism for these improvements shall be approved by the City prior to the issuance of the first building permit for a Phase I use that would generate 100 or more PM peak-hour trips.</p>	Full Buildout not including Phase I	<p>The site developer shall contribute fair-share funds for traffic impact fees or construct the improvement.</p> <p>Community Development Department shall ensure the implementation of improvements and determine funding mechanism.</p>	Site developer Community Development Department	Develop the funding mechanism, the calculation of, and receipt of payment.	Prior to granting certificate of occupancy.	<i>Verified by:</i> <i>Date:</i>

**TABLE 5-1 (Continued)  
MITIGATION MONITORING AND REPORTING PROGRAM**

Mitigation Measures	Site(s) Affected	Implementation Procedures	Monitoring Responsibility	Monitoring and Reporting Action	Monitoring Schedule	Verification of Compliance
<b>4.D. Transportation and Traffic (cont.)</b>						
<p><b>Mitigation Measure 4.D-1d: Stoneridge Drive Queue Spillback (Stoneridge Drive and Johnson Drive Improvements).</b> Prior to the granting of a certificate of occupancy for the first use in Phase I that would generate 100 or more PM or Saturday peak-hour trips, the City shall ensure the implementation of the following improvements:</p> <ol style="list-style-type: none"> <li>1. Modify the Stoneridge Drive at Northbound I-680 off-ramp to provide a northbound right-turn overlap phase.</li> <li>2. Construct a second southbound left-turn lane from Johnson Drive to Stoneridge Drive.</li> <li>3. Extend the existing westbound right-turn pocket at the Johnson Drive and Stoneridge Drive intersection approximately 800 feet east by widening Stoneridge Drive and convert the resulting lane into a through-right-shared lane. Install lane markings in the curb lane and adjacent lane indicating I-680 Northbound Only to reduce lane changes between Johnson Drive and the northbound on-ramp.</li> <li>4. Construct a second on-ramp lane to northbound I-680 from the westbound Stoneridge Drive approach. The two lane on-ramp should be merged to one lane prior to the freeway merge area. The lane drop will occur over a distance of at least 800 feet, and will require reconstruction and widening of the bridge at this on-ramp from one to two lanes, with the merge occurring after the bridge. (Note: This improvement is within Caltrans right-of-way and requires Caltrans design review and oversight.</li> </ol> <p>A funding mechanism for these improvements shall be approved by the City prior to the issuance of the first building permit for a Phase I use that would generate 100 or more PM or Saturday peak-hour trips.)</p>	All (Phase I and Full Buildout)	<p>The site developer shall contribute fair-share funds for traffic impact fees or construct the improvement.</p> <p>Community Development Department shall ensure the implementation of improvements and determine funding mechanism.</p>	Site developer Community Development Department	Develop the funding mechanism, the calculation of, and receipt of payment.	Prior to granting certificate of occupancy.	Verified by: Date:
<p><b>Mitigation Measure 4.D-2: I-680 Northbound and Southbound Ramp Merge/Diverge Areas at Stoneridge Drive.</b> Construct improvements, such as the second phase of I-680/I-580 interchange improvements, widening of State Route 84, and other planned roadway system modifications that would relieve freeway congestion in the study area where feasible.</p>	All (Phase I and Full Buildout)	<p>The site developer shall contribute fair-share funds for traffic impact fees.</p> <p>Community Development Department shall ensure the implementation of improvements.</p>	Site developer Community Development Department	Calculation and receipt of payment.	Prior to issuance of building permits.	Verified by: Date:

**TABLE 5-1 (Continued)  
MITIGATION MONITORING AND REPORTING PROGRAM**

Mitigation Measures	Site(s) Affected	Implementation Procedures	Monitoring Responsibility	Monitoring and Reporting Action	Monitoring Schedule	Verification of Compliance
<b>4.D. Transportation and Traffic (cont.)</b>						
<p><b>Mitigation Measure 4.D-3: Johnson Drive Improvements.</b> The City will review design plans for club retail and other traffic-intensive uses that would be developed as part of Phase I and buildout of the EDZ to determine needed improvements to accommodate additional traffic on Johnson Drive. If at the conclusion of this review the City determines that additional improvements to Johnson Drive are required, one or more of the following improvements shall be implemented:</p> <ol style="list-style-type: none"> <li>1. If a club retail use is proposed for Parcel 6, signalize one or more entrances at Parcel 6, and widen Johnson Drive at this location, to accommodate a southbound left-turn pocket and a northbound right-turn pocket.</li> <li>2. Widen Johnson Drive to provide up to two vehicle travel lanes in each direction from Stoneridge Drive to the main entries of sites with traffic-intensive uses (such as club retail).</li> <li>3. Implement other improvements as needed at major driveways (signal control, provision of left-turn or right-turn pockets) to provide additional capacity.</li> <li>4. Final design of all improvements along Johnson Drive shall maintain or enhance existing bicycles, transit, and pedestrian facilities, and shall ensure bicycle and pedestrian facilities and access to the Alamo Canal Trail at the signalized crossing at Commerce Circle and any other signalized locations on Johnson Drive.</li> </ol>	All (Phase I and Full Buildout)	<p>The site developer shall contribute fair-share funds for traffic impact fees or construct the improvement.</p> <p>Community Development Department shall ensure the implementation of improvements.</p>	Site developer Community Development Department	Calculation and receipt of payment.	Prior to issuance of building permits.	Verified by: Date:
<p><b>Mitigation Measure 4.D-4: Retention of Bicycle Lanes on Stoneridge Drive.</b> Final design of all improvements along Stoneridge Drive shall maintain or enhance existing bicycles and pedestrian facilities.</p>	All (Phase I and Full Buildout)	Community Development Department shall ensure implementation.	Site developer Community Development Department Engineering Department	<i>Engineering Department:</i> Review and approve project specifications and grading and construction plans for inclusion of this measure into specifications.	Prior to issuance of building permits.	Verified by: Date:

**TABLE 5-1 (Continued)**  
**MITIGATION MONITORING AND REPORTING PROGRAM**

Mitigation Measures	Site(s) Affected	Implementation Procedures	Monitoring Responsibility	Monitoring and Reporting Action	Monitoring Schedule	Verification of Compliance
<b>4.E-1. Biological Resources</b>						
<p><b>(2012 SEIR) Modified Mitigation Measure 4.C-1a: Pre-construction Breeding Bird Surveys.</b> The City shall ensure that prior to development of all potential sites for rezoning (Sites 1-4, 6-11, 13, 14, and 16-21) and each phase of project activities that have the potential to result in impacts on breeding birds (e.g., tree removal or demolition of buildings or bridges), the project applicant shall take the following steps to avoid direct losses of nests, eggs, and nestlings and indirect impacts to avian breeding success:</p> <ul style="list-style-type: none"> <li>• If grading or construction activities occur only during the non-breeding season, between August 31 and February 1, no surveys will be required.</li> <li>• Pruning and removal of trees and other landscaped vegetation, including grading of grasslands, should occur whenever feasible, outside the breeding season (February 1 through August 31).</li> <li>• During the breeding bird season (February 1 through August 31) a qualified biologist will survey project sites for nesting raptors and passerine birds not more than 14 days prior to any ground-disturbing activity or vegetation removal. Surveys will include all line-of-sight trees within 500 feet (for raptors) and all vegetation within 250 feet for all other species.</li> <li>• Based on the results of the surveys, avoidance procedures will be adopted, if necessary, on a case-by-case basis. These may include construction buffer areas (up to several hundred feet in the case of raptors) or seasonal avoidance.</li> <li>• Bird nests initiated during construction are presumed to be unaffected by project activities, and no buffer would be necessary except to avoid direct destruction of a nest or mortality of nestlings.</li> <li>• If pre-construction surveys indicate that nests are inactive or potential habitat is unoccupied during the construction period, no further mitigation is required if work is initiated within 14 days of the survey. Trees and shrubs that have been determined to be unoccupied by nesting or other special-status birds may be pruned or removed within 14 days of the pre-construction survey. Should activities be delayed beyond 14 days, pre-construction surveys shall be repeated prior to the start of work.</li> </ul>	<p>1-4, 6-11, 13, 14, 16-21 All (Phase I and Full Buildout)</p>	<p>Site developer shall prepare construction plans that incorporate pre-construction surveys and buffer zones. If required, avoidance procedures shall be implemented.</p> <p>Site developer shall hire a qualified biologist and the site developer's contractor(s) shall engage the qualified biologist to conduct pre-construction surveys as described.</p>	<p>Site developer Community Development Department</p>	<p>Review and approve a qualified biologist.</p> <p>Review pre-construction survey reports.</p> <p>If active nests are found, inspect construction site to confirm buffer zones.</p>	<p>No more than 14 days before start or restart of construction during the months of February through August.</p>	<p><i>Verified by:</i> <i>Date:</i></p>

**TABLE 5-1 (Continued)  
MITIGATION MONITORING AND REPORTING PROGRAM**

Mitigation Measures	Site(s) Affected	Implementation Procedures	Monitoring Responsibility	Monitoring and Reporting Action	Monitoring Schedule	Verification of Compliance
<b>4.E-1. Biological Resources (cont.)</b>						
<p><b>Mitigation Measure 4.E-1: Pre-Construction Bat Surveys.</b> Conditions of approval for building and grading permits issued for demolition and construction on sites within the EDZ area shall include a requirement for pre-construction special-status bat surveys when large trees constituting suitable habitat for roosting bats (e.g. trees with cavities or trees with bark that could be used for roosting such as eucalyptus and redwood) are to be removed or underutilized or vacant buildings are to be demolished.</p> <ul style="list-style-type: none"> <li>• Surveys shall be conducted by a qualified biologist prior to any tree removal or building demolition. Removal of trees and structures shall occur when bats are active, approximately between the periods of March 1 to April 15 and August 15 to October 15; outside of bat maternity roosting season (approximately April 15–August 31) and outside of months of winter torpor (approximately October 15–February 28), to the extent feasible.</li> <li>• If removal of trees and structures during the periods when bats are active is not feasible and active bat roosts being used for maternity or hibernation purposes are found on or in the immediate vicinity of the site where tree and structure removal is planned, a no disturbance buffer of 100 feet shall be established around these roost sites until they are determined to be no longer active by the qualified biologist. A 100-foot no disturbance buffer is a typical protective buffer distance; however, buffer width may be modified by the qualified biologist depending on existing screening around the roost site (such as dense vegetation or a building) as well as the type of construction activity which would occur around the roost site.</li> <li>• The qualified biologist shall be present during tree and structure removal if potential bat roosting habitat or active bat roosts are present. Trees and structures with active roosts shall be removed only when no rain is occurring or is forecast to occur for 3 days and when daytime temperatures are at least 50°F.</li> <li>• Removal of trees with potential bat roosting habitat or active bat roost sites shall follow a two-step removal process:             <ol style="list-style-type: none"> <li>1. On the first day of tree removal and under supervision of the qualified biologist, branches and limbs not containing cavities or fissures in which bats could roost, shall be cut only using chainsaws.</li> <li>2. On the following day and under the supervision of the qualified biologist, the remainder of the tree may be removed, either using chainsaws or other equipment (e.g. excavator or backhoe).</li> </ol> </li> </ul>	<p>All sites where buildings shall be demolished or large trees constituting suitable habitat for roosting bats shall be removed.</p>	<p>Site developer shall prepare construction plans that incorporate pre-construction surveys and buffer zones. If required, avoidance procedures shall be implemented.</p> <p>Site developer shall hire a qualified biologist and the site developer's contractor(s) shall engage the qualified biologist to conduct pre-construction surveys as described.</p>	<p>Site developer Engineering Department</p>	<p>Verify inclusion of condition on construction plans. If large trees are to be removed or if vacant buildings are to be demolished, review and approve qualified biologist, pre-construction survey reports, and a construction plan that includes bat avoidance.</p> <p>Inspect construction site to confirm buffer zones, if required.</p>	<p>Prior to issuance of grading or building permit, whichever is sooner.</p> <p>Inspect site during construction to ensure compliance with project construction plans.</p>	<p>Verified by: Date:</p>

**TABLE 5-1 (Continued)  
MITIGATION MONITORING AND REPORTING PROGRAM**

Mitigation Measures	Site(s) Affected	Implementation Procedures	Monitoring Responsibility	Monitoring and Reporting Action	Monitoring Schedule	Verification of Compliance
<b>4.E-1. Biological Resources (cont.)</b>						
Removal of structures containing or suspected to contain potential bat roosting habitat or active bat roosts shall be dismantled under the supervision of the qualified biologist in the evening and after bats have emerged from the roost to forage. Structures shall be partially dismantled to significantly change the roost conditions, causing bats to abandon and not return to the roost.						
<b>Mitigation Measure 4.E-2: Wetland Delineation.</b> In coordination with the City, a qualified wetland ecologist shall conduct a wetland delineation of the proposed bridge expansion and replacement site to identify potential waters of the United States (U.S.) (including wetlands) or waters of the state which may be present. If no waters of the U.S. or waters of the state are identified onsite, no further action is required. Should waters of the U.S. or waters of the state be determined present within the site, features shall be mapped and documented in a report for submission to the appropriate jurisdictional agencies retaining authority over the identified features.	Proposed bridge expansion and replacement site	Site developer shall hire a wetland ecologist as described in the measure to conduct wetland delineation.	Site developer Caltrans San Francisco Regional Water Quality Control Board (RWQCB) U.S. Army Corps of Engineers (USACE) Community Development Department	<i>Community Development Department:</i> Review and approval of wetland ecologist. <i>RWQCB/USACE:</i> Review, verify wetland delineation. <i>Community Development Department/Caltrans:</i> Review and approval of construction plan. <i>Community Development Department/Caltrans:</i> Inspect site during construction to ensure compliance with project construction plans.	Prior to issuance of grading or building permit, whichever is first.	<i>Verified by:</i> <i>Date:</i>
<b>Mitigation Measure 4.E-3: Wetland Avoidance and Protection.</b> Access roads, work areas, and infrastructure shall be sited to avoid and minimize direct and indirect impacts to wetlands and waters. Where work will occur within and/or adjacent to federal and state jurisdictional wetlands and waters, protection measures shall be applied to minimize the footprint of overall impacts and protect these features. These measures shall include the following: <ul style="list-style-type: none"> <li>A protective barrier (such as silt fencing) shall be erected around the work area(s) to minimize disturbance to wetland or water features and isolate adjacent to wetland or water features from construction activities to reduce the potential for incidental fill, erosion, or other disturbance beyond what is necessary for bridge expansion and replacement;</li> <li>Signage shall be installed on the fencing to identify sensitive habitat areas and restrict construction activities;</li> <li>No equipment mobilization, grading, clearing, or storage of equipment or machinery, or similar activity shall occur at the site until a representative of the City has inspected and approved the wetland protection fencing; and</li> </ul>	All sites within and adjacent to identified wetlands	Site developer shall prepare construction plans that identify wetlands and buffer zones. If required, avoidance and/or protection measures shall be implemented.	Site developer Community Development Department	Review and approve project specifications and grading and construction plans for inclusion of this measure in specifications. Inspect site during construction to ensure compliance with project construction plans.	Prior to issuance of grading or building permit, whichever is first. Field inspections during construction.	<i>Verified by:</i> <i>Date:</i>

**TABLE 5-1 (Continued)  
MITIGATION MONITORING AND REPORTING PROGRAM**

Mitigation Measures	Site(s) Affected	Implementation Procedures	Monitoring Responsibility	Monitoring and Reporting Action	Monitoring Schedule	Verification of Compliance
<b>4.E-1. Biological Resources (cont.)</b>						
<ul style="list-style-type: none"> <li>The City shall ensure that the temporary fencing is continuously maintained until all construction activities are completed.</li> </ul> <p>A fencing material meeting the requirements of both water quality protection and wildlife exclusion shall be used.</p>						
<p><b>Mitigation Measure 4.E-4: Compensation for Impacts to Wetlands and Other Waters.</b> Where jurisdictional wetlands and other waters cannot be avoided, to offset temporary and permanent impacts that would occur as a result of the bridge expansion and replacement, restoration and compensatory mitigation shall be provided through the following mechanisms:</p> <ul style="list-style-type: none"> <li>Prior to construction, the City or Caltrans shall obtain relevant permits and authorizations from the U.S. Army Corps of Engineers (USACE), California Department of Fish and Wildlife (CDFW), and the San Francisco Bay Regional Water Quality Control Board (RWQCB);</li> <li>Consistent with the terms and conditions of these permits and authorizations, the City or Caltrans shall compensate for the unavoidable loss of wetlands and other waters at a minimum of a 1:1 ratio; and</li> <li>Compensation may be provided by one or more of the following methods: 1) on-site creation or habitat restoration, 2) off-site habitat creation, restoration and/or enhancement, or 3) payment to an approved wetland mitigation bank.</li> </ul> <p>Mitigation bank credits, if available, shall be obtained prior to the start of construction. On-site or off-site creation/restoration/enhancement plans must be prepared by a qualified biologist prior to construction and approved by the permitting agencies. Implementation of creation/restoration/enhancement activities by the permittee shall occur prior to impacts, whenever possible, to avoid temporal loss. On- or off-site creation/restoration/enhancement sites shall be monitored by the City for at least five (5) years to ensure their success.</p>	All	<p>City or Caltrans shall obtain relevant permits as listed.</p> <p>City or Caltrans shall complete wetlands compensation.</p>	<p>Site developer Caltrans San Francisco Regional Water Quality Control Board (RWQCB) U.S. Army Corps of Engineers (USACE) California Department of Fish and Wildlife (CDFW) Community Development Department</p>	<p><i>RWQCB/USACE:</i> Review, verify wetland delineation.</p> <p><i>Community Development Department/Caltrans:</i> Review and approval of construction plan.</p> <p><i>Community Development Department/Caltrans:</i> Inspect site during construction to ensure compliance with project construction plans.</p>	Prior to issuance of grading or building permit, whichever is first.	Verified by: Date:

**TABLE 5-1 (Continued)  
MITIGATION MONITORING AND REPORTING PROGRAM**

Mitigation Measures	Site(s) Affected	Implementation Procedures	Monitoring Responsibility	Monitoring and Reporting Action	Monitoring Schedule	Verification of Compliance
<b>4.E-2. Cultural Resources</b>						
<p><b>Mitigation Measure 4.E-5: Archeological Resources.</b> If prehistoric or historic-period archaeological resources are encountered during ground disturbing activities for a project under construction within the EDZ, the construction contractor shall halt all activities within 50 feet of the discovery, and the construction contractor shall notify the City. Prehistoric archaeological materials might include obsidian and chert flaked-stone tools (e.g., projectile points, knives, scrapers) or toolmaking debris; culturally darkened soil ("midden") containing heat-affected rocks, artifacts, or shellfish remains; stone milling equipment (e.g., mortars, pestles, handstones, or milling slabs); and battered stone tools, such as hammerstones and pitted stones. Historic-period materials might include stone, concrete, or adobe footings and walls; filled wells or privies; and deposits of metal, glass, and/or ceramic refuse. The project developer shall ensure that a Secretary of the Interior-qualified archaeologist will inspect the findings within 24 hours of discovery. If the archaeologist determines that construction activities could damage a historical resource or a unique archaeological resource (as defined pursuant to the CEQA Guidelines), mitigation will be implemented in accordance with Public Resources Code (PRC) Section 21083.2 and Section 15126.4 of the CEQA Guidelines, with a preference for preservation in place. Consistent with Section 15126.4(b)(3), this may be accomplished through planning construction to avoid the resource; incorporating the resource within open space; capping and covering the resource; or deeding the site into a permanent conservation easement. If avoidance is not feasible, a qualified archaeologist will prepare and implement a detailed treatment plan in consultation with the City. Treatment of unique archaeological resources shall follow the applicable requirements of PRC Section 21083.2. Treatment for most resources would consist of (but would not be not limited to) sample excavation, artifact collection, site documentation, and historical research, with the aim to target the recovery of important scientific data contained in the portion(s) of the significant resource to be impacted by project construction. The treatment plan will include provisions for analysis of data in a regional context, reporting of results within a timely manner, curation of artifacts and data at an approved facility, and dissemination of reports to local and state repositories, libraries, and interested professionals.</p>	All	Site developer shall hire a qualified archaeologist to prepare an archaeological mitigation program as described.	Site developer Community Development Department	Review and approval of archaeologist. Review and approval of the construction plan that includes archaeological mitigation. Inspect site during construction.	Prior to issuance of grading permit. Field inspections during construction.	Verified by: Date:

**TABLE 5-1 (Continued)  
MITIGATION MONITORING AND REPORTING PROGRAM**

Mitigation Measures	Site(s) Affected	Implementation Procedures	Monitoring Responsibility	Monitoring and Reporting Action	Monitoring Schedule	Verification of Compliance
<b>4.E-2. Cultural Resources (cont.)</b>						
<p><b>(2012 SEIR) Mitigation Measure 4.D-3:</b> In the event that paleontological resources are encountered during the course of development, all construction activity must temporarily cease in the affected area(s) until the uncovered fossils are properly assessed by a qualified paleontologist and subsequent recommendations for appropriate documentation and conservation are evaluated by the Lead Agency. Excavation or disturbance may continue in other areas of the site that are not reasonably suspected to overlie adjacent or additional paleontological resources.</p>	All	<p>Site developer shall train workers and monitor their activities.</p> <p>Site developer shall halt work and hire a paleontologist if materials are discovered.</p> <p>Paleontologist shall conduct independent review and prepare a treatment plan, if necessary, and file any required reports with the appropriate state agencies.</p> <p>Site developer shall implement treatment plan.</p>	Site developer Community Development Department	<p>If resources are encountered, verify work is suspended as required, review and approve paleontologist and paleontologist's recommendations.</p> <p>Inspect site during construction to ensure compliance with project construction plans.</p>	During construction.	<i>Verified by:</i> <i>Date:</i>
<p><b>Mitigation Measure 4.E-6: Human Remains.</b> In the event that human remains are discovered during ground disturbing activities for a project under construction within the EDZ, the construction contractor shall stop work immediately. No disposition of such human remains shall take place, other than in accordance with the procedures and requirements set forth in California Health and Safety Code Section 7050.5 and Public Resources Section 5097.98. Per these code provisions, the project developer shall ensure appropriate notification of the County Coroner and the Native American Heritage Commission, who in turn must notify the persons believed to be most likely descended from the deceased Native American for appropriate disposition of the remains.</p>	All	<p>Site developer shall train workers and monitor their activities.</p> <p>Site developer shall halt work and notify the County Coroner, if necessary. If appropriate, Coroner shall notify NAHC. NAHC shall notify Most Likely Descendant.</p> <p>This measure shall be printed on all construction documents, contracts, and project plans.</p>	Site developer Community Development Department	<p>Verify mitigation measure on construction plans.</p> <p>Inspect site during construction to ensure compliance with project construction plans.</p>	Prior to issuance of a grading and building permit. Field inspections during construction.	<i>Verified by:</i> <i>Date:</i>
<b>4.E-3. Greenhouse Gases</b>						
None required.						

**TABLE 5-1 (Continued)  
MITIGATION MONITORING AND REPORTING PROGRAM**

Mitigation Measures	Site(s) Affected	Implementation Procedures	Monitoring Responsibility	Monitoring and Reporting Action	Monitoring Schedule	Verification of Compliance
<b>4.E-4. Geology and Soils</b>						
None required.						
<b>4.E-5. Hazards and Hazardous Materials</b>						
<b>Mitigation Measure 4.E-7: Soil and Groundwater Plan.</b> For proposed development on all sites within the EDZ undergoing or requiring remediation of contaminated soil or groundwater, and prior to issuance of a building or grading permit, the project developer shall demonstrate that its construction specifications include implementation of a Soil and Groundwater Plan (SGP) prepared by a qualified environmental specialist (geologist or engineer) and reviewed and approved by the agency or agencies with oversight over cleanup (San Francisco Regional Water Quality Control Board [RWQCB] and/or State Department of Toxic Substances Control [DTSC]). The SGP shall describe requirements for excavation, stockpiling, and transport of soil and disturbance of groundwater. The SGP shall also include a contingency plan to respond to the discovery of previously unknown contamination. In addition, all construction activities shall require written approval by either RWQCB or DTSC prior to commencement. The SGP shall be present on site at all times as ensured by the construction lead, and readily available to site workers and City staff as needed.	All sites within the EDZ area undergoing or requiring remediation of contaminated soil or groundwater	Site developer shall prepare a Soil and Groundwater Plan that adheres to all specifications of this measure, unless this measure has already been achieved.	Site developer RWQCB and/or California Department of Toxic Substances Control (DTSC)  Community Development Department  Engineering Department for verification.	<i>RWQCB and/or DTSC:</i> Review and approve environmental specialist (geologist or engineer). Verify approved measures on construction plans.  <i>Engineering Department:</i> Verification and inspection of site during construction to ensure compliance with project construction plans.	Prior to issuance of a grading and building permit.  Field inspections during construction.	<i>Verified by:</i> <i>Date:</i>
<b>Mitigation Measure 4.E-8: Soil Vapor Barriers.</b> For proposed development on all sites within the EDZ undergoing or requiring remediation of contaminated soil or groundwater, where residual contamination includes volatile components (such as the chlorinated solvent TCE), and prior to issuance of a building or grading permit, the project developer shall demonstrate to the City either that the building plans include vapor barriers reviewed and approved by San Francisco Regional Water Quality Control Board (RWQCB) or State Department of Toxic Substances Control (DTSC) to be installed beneath foundations for the prevention of soil vapor intrusion, or that RWQCB or DTSC has determined that installation of vapor barriers is not necessary.	All sites within the EDZ area determined by the RWQCB or DTSC to require the installation of vapor barriers in buildings	Site developer shall install vapor barriers that adhere to all specifications of this measure, unless this measure has already been achieved.	Site developer RWQCB and/or DTSC  Community Development Department  Engineering Department for verification.	<i>RWQCB and/or DTSC:</i> Review and approve building plans.  <i>Engineering Department:</i> Verification.	Prior to issuance of a grading and building permit.	<i>Verified by:</i> <i>Date:</i>
<b>4.E-6. Hydrology and Water Quality</b>						
None required.						
<b>4.E-7. Land Use and Planning</b>						
None required.						

**TABLE 5-1 (Continued)  
MITIGATION MONITORING AND REPORTING PROGRAM**

Mitigation Measures	Site(s) Affected	Implementation Procedures	Monitoring Responsibility	Monitoring and Reporting Action	Monitoring Schedule	Verification of Compliance
<b>4.E-8. Population and Housing</b>						
None required.						
<b>4.E-9. Public Services and Utility Systems</b>						
<b>Mitigation Measure 4.E-9:</b> For any project proposed for development within the EDZ, prior to the recordation of a Final Map, the issuance of a grading permit, the issuance of a building permit, or utility extension approval, whichever is sooner, the project developer shall submit written verification from the Alameda County Flood Control and Water Conservation District Zone 7 (Zone 7) or the City's Utility Planning Division that water is available for the project. This approval does not guarantee the availability of sufficient water capacity to serve the project.	All	Site developer shall provide written verification from the Alameda County Flood Control and Water Conservation District Zone 7 (Zone 7) or the City's Utility Planning Division that water is available for the project.	Site developer Community Development Department for verification.	Community Development Department for verification.	Prior to the recordation of a Final Map, the issuance of a grading permit, the issuance of a building permit, or utility extension approval, whichever is first.	Verified by: Date:
<b>4.E-10. Recreation</b>						
None required.						

NOTES:

\*F = degrees Fahrenheit; BAAQMD = Bay Area Air Quality Management District; BART = Bay Area Rapid Transit; BMP = best management practice; Caltrans = California Department of Transportation; CARB = California Air Resources Board; CCR = California Code of Regulations; CDFW = California Department of Fish and Wildlife; CEQA = California Environmental Quality Act; City = City of Pleasanton; dBA = A-weighted decibels; DTSC = California Department of Toxic Substances Control; EDZ = Johnson Drive Economic Development Zone; General Plan = *Pleasanton General Plan 2005-2025*; HRA = health risk assessment; I-580 = Interstate 580; I-680 = Interstate 680; NAHC = Native American Heritage Commission; PRC = Public Resources Code; RWQCB = Regional Water Quality Control Board; SEIR = Supplemental EIR, SGP = Soil and Groundwater Plan; TAC = toxic air pollutant; TCE = trichloroethylene; TDM = Transportation Demand Management; U.S. = United States; USACE = U.S. Army Corps of Engineers

## Project Description

The project site would be developed with approximately 148,000 square feet (sf) of club retail (Costco store) with a 20-pump (dispensers)\* gas station on parcel 6. Parking for up to 800 vehicles and landscaping and site improvements, including bio-retention areas to manage on-site stormwater runoff and trees planted throughout the parcel to provide shading and visual screening around the perimeter, could also be developed on this parcel. A 231-room hotel consisting of approximately 132,000 sf and 5,000 sf of retail would be developed on parcels 9 and 10, and the remaining parcels would be developed with approximately 184,000 sf of retail space.

\*20 fueling positions or 10 pumps



## MEMORANDUM

**Date:** July 9, 2019

**From:** Gerry Beaudin, Director of Community Development – Community Development Department

**Subject:** Case Nos. PUD-105 and P14-0852 / Johnson Drive Economic Development Zone (JDEDZ) Supplemental Air Quality Analysis

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Following the City's certification of the Supplemental Environmental Impact Report (SEIR) and approval of the JDEDZ, "an unincorporated association" of persons calling themselves Pleasanton Citizens for Responsible Growth (the "Petitioners") filed a lawsuit asking the court to rescind the City Council's JDEDZ approvals due to alleged violations of the California Environmental Quality Act (CEQA). Petitioners alleged that the SEIR had an incomplete air quality analysis related to the Stoneridge Apartment Community (located on the west side of I-680 near Stoneridge Mall at 6250 through 6450 Stoneridge Mall Road). In September 2018, the City and Costco agreed to rescind the JDEDZ approvals in order to perform supplemental air quality analysis for the JDEDZ project. In return, Petitioners dismissed the lawsuit.

In working with the City's outside counsel, Rick Jarvis of Jarvis, Fay & Gibson, LLP, and environmental consultant, Environmental Science Associates (ESA), the City decided to expand the scope of work beyond the supplemental air quality analysis in order to more comprehensively identify and mitigate for any additional impacts created by the JDEDZ. Accordingly, the City directed ESA to prepare the following analyses:

- Health Risk Assessment (HRA)
- Updated Air Quality Technical Memorandum – Criteria Pollutant Emissions Analysis
- Greenhouse Gas Analysis
- Energy Resources Technical Memorandum

The methodology and a summary of the findings, as well as any newly identified impacts and mitigations, unveiled by the analyses listed above is provided in subsequent sections of this memorandum. Full copies of each of the analyses, including their appendices and/or any attachments are attached to this memorandum and/or are available by request to the City's Planning Division.

Additionally, this memorandum includes a summary of the findings of the Economic Impact Analysis prepared by ALH Economics that was circulated for public comment as part of the Draft SEIR in 2015. No changes have been made to the Economic Impact Analysis; however, the City has agreed to recirculate this analysis for additional public comment pursuant to a request from the Petitioners. The full Economic Impact Analysis including any appendices and/or any attachments are attached to this memorandum and/or are available by request to the City's Planning Division.

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**Health Risk Assessment**

The HRA evaluates potential health risks associated with toxic air contaminants (TACs) resulting from the JDEDZ. Health risks were assessed for exposure of nearby sensitive receptors to TAC emissions resulting from construction and operation of the JDEDZ. The HRA was conducted to evaluate whether construction and operation of the JDEDZ would expose sensitive receptors to substantial concentrations of TACs or respirable particulate matter, and whether JDEDZ project-level impacts related to TAC exposure would be significant. The HRA was also prepared to assess the exposure of sensitive receptors to cumulative concentrations of TACs and respirable particulate matter from construction and operation of the JDEDZ when combined with past, present and other reasonably foreseeable development in the vicinity, including existing permitted stationary sources and Interstates 680 and 580.

The HRA evaluates JDEDZ risks at existing on-site businesses and surrounding residential units, businesses and fitness clubs that are within 1,000 feet of the JDEDZ boundary. Both sensitive receptors and worker receptors within the study domain were included. Although the Bay Area Air Quality Management District (BAAQMD) does not consider worker receptors as sensitive receptors, and therefore does not require that HRAs include worker risk evaluation, the HRA includes worker risk for existing off-site and existing on-site worker exposures to provide a comprehensive and conservative assessment of potential risk associated with the JDEDZ.

*The maximum potential lifetime excess cancer risk associated with the JDEDZ is 5.4 in a million (occurs at an off-site residential receptor location), which would not exceed the BAAQMD cancer risk threshold of 10 in a million. The maximum potential chronic health risk associated with the JDEDZ is 0.52 (occurs at an off-site worker receptor location), which would not exceed the BAAQMD's hazard index threshold of 1. The maximum potential annual average PM<sub>2.5</sub> concentration associated with the JDEDZ is 0.22 micrograms per cubic meter (µg/m<sup>3</sup>) (occurs at an off-site worker receptor location), which would not exceed the BAAQMD's threshold of 0.3 µg/m<sup>3</sup>. Therefore, JDEDZ project-level impacts due to exposure of TACs to sensitive receptors would be less than significant.*

*The maximum potential cumulative lifetime excess cancer risk associated with the JDEDZ and all background TAC sources within 1,000 feet of the project is 86.5 in a million (occurs at an off-site worker receptor location), which would not exceed the BAAQMD cumulative cancer risk threshold of 100 in a million. The maximum potential cumulative chronic health risk associated with the JDEDZ is 0.64 (occurs at an off-site worker receptor location), which would not exceed the BAAQMD's hazard index threshold of 10. The maximum potential cumulative annual average PM<sub>2.5</sub> concentration associated with the JDEDZ is 0.59 µg/m<sup>3</sup> (occurs at an off-site worker receptor location), which would not exceed the BAAQMD's threshold of 0.8 µg/m<sup>3</sup>. Therefore, cumulative impacts due to exposure of TACs to sensitive receptors would be less than significant.*

**Updated Air Quality Technical Memorandum - Criteria Pollutant Emissions Analysis**

The technical memorandum presents the updated criteria pollutant emissions analysis for Section 4.B – Air Quality of the SEIR for the JDEDZ. As noted above, a HRA has been prepared and is also being added to the SEIR. Consistent with new modeling data used for the HRA, this technical memorandum supplements Section 4.B of the Draft SEIR with an updated analysis of criteria pollutants emissions including reactive organic carbon (ROG), nitrogen oxides (NO<sub>x</sub>), construction related exhaust particulate matter (PM), particulate matter with an aerodynamic diameter equal to or less than 10 microns (PM<sub>10</sub>), particulate matter with an aerodynamic diameter equal to or less than 2.5 microns (PM<sub>2.5</sub>), and carbon monoxide (CO).

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The technical memorandum also discusses health effects of criteria pollutants along with the JDEDZ's potential cumulative health-related impacts consistent with the California Supreme Court's ruling in *Sierra Club v. County of Fresno* (2018) 6 Cal.5th 502.

Consistent with the HRA, this analysis uses the updated and conservative assumptions about the timing of construction and the scope of project-related activity within the JDEDZ project area. For near-term activities, such as the first phase of construction, realistic assumptions are made based on the anticipated construction activity and phasing of development. For longer-term activities that may occur beyond the first phase of development, such as the development of commercial and retail space during phase 2, more conservative assumptions were made in order to provide a worst-case analysis of potential JDEDZ impact, because the actual construction activity and phasing of this development is currently unknown. These assumptions are provided in greater detail in Chapter 1 of the technical memorandum.

For construction, this analysis shows the Project's criteria pollutant emissions are below the corresponding BAAQMD significance thresholds except for NO<sub>x</sub> emissions from Phase 1 construction. Phase 1 construction NO<sub>x</sub> emissions are estimated to be an average of 55.74 pounds per day (lbs./day), exceeding the significance threshold of 54 lbs./day. Therefore, mitigation is required to reduce JDEDZ impacts during Phase 1 construction. As such, all off-road equipment greater than 50 horsepower would be required to have engines that meet United States Environmental Protection Agency (USEPA) Tier 3 off-road emission standards.

**Implementation of this mitigation measure would reduce this impact to a less-than-significant level.**

For operations, Phase 1 operational activities are estimated to be an average of 54.60 pounds of ROG per day (lbs./day), exceeding the significance threshold of 54 lbs./day. Therefore, mitigation is required to reduce JDEDZ impacts during Phase 1 operations. As such, the JDEDZ would require all future tenants and building owners to use low-volatile organic compound (VOC) paints during maintenance activities. The VOC content of paints shall not exceed 10 grams of VOCs per liter. **Implementation of this mitigation measure would reduce this impact to a less-than-significant level.**

Because of certain updated JDEDZ project details used in this analysis as compared to those used in the Draft SEIR (e.g. changes in square footage of some proposed land uses, construction phasing and equipment fleets), the conclusions with regard to the JDEDZ's criteria pollutants emissions have changed with this updated analysis. ***For example, conclusions about construction emissions changed from less than significant for all criteria pollutants in the Draft SEIR to less than significant with mitigation in this updated analysis (due to average daily unmitigated emissions during Phase 1 construction exceeding the BAAQMD threshold); the conclusions about project operational emissions have changed from significant and unavoidable impacts (attributable to average daily and total annual NO<sub>x</sub> and PM<sub>10</sub> emissions) during full buildout operations in the Draft SEIR to less than significant for all operational scenarios including the full buildout operations.***

**Greenhouse Gas Analysis**

Following the original approval of the project and certification of the JDEDZ SEIR, the California Office of Planning and Research adopted amendments to the CEQA Guidelines, including changes to CEQA Guidelines section 15064.4 addressing analysis of GHG emissions. Further, Senate Bill 32 (2016) set a statewide GHG emissions reduction target of 40 percent below 1990 levels by 2030. The amendments became effective on December 28, 2018. The City's adopted Climate Action Plan (CAP) is only considered qualified through 2020 for purposes of GHG analysis under CEQA, but project buildout is expected to occur beyond 2020. In

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accordance with these legislative changes, the City has added analysis of the project's GHG emissions to the recirculated SEIR.

Pursuant to revised section 15064.4 and Appendix G of the Guidelines, the City has discretion whether to assess GHG emissions quantitatively or qualitatively and to establish thresholds of significance. Since there is no applicable quantitative threshold (e.g., neither the City's CAP nor the Bay Area Air Quality Management District's emissions threshold are qualified to be consistent with SB 32's 2030 targets), the City used the qualitative threshold provided in CEQA Guidelines section 15064.4(b), which considers whether the Project complies with applicable plans, policies, regulations, and requirements adopted to implement a statewide, regional, or local plan for the reduction or mitigation of greenhouse gas emissions.

The California Air Resources Board's 2017 Scoping Plan Update is intended to reduce GHG emissions to meet the statewide targets set forth in SB 32. The Association of Bay Area Governments' (ABAG) and Metropolitan Transportation Commission's (MTC) Plan Bay Area 2040 is designed to achieve regional GHG reductions from the land use and transportation sectors as required by SB 375 and the state's long-term climate goals. The City's CAP is designed to reduce local GHG emissions to support the statewide target for 2020 set forth in AB 32 and put the City on an emissions trajectory that is consistent with the State's longer-term targets.

The City's GHG analysis determined that the project would be consistent with the 2017 Scoping Plan Update, Plan Bay Area 2040, and the City's CAP. The analysis found that because the Project is consistent with these applicable plans and policies to reduce GHG emissions, and because the Project implements certain project design features (e.g. EV charging stations), the Project would generate an incremental contribution to climate change compared to existing conditions, but would not generate enough GHG emissions on its own to significantly influence global climate change. **Therefore, the analysis determined that the project would not have a significant effect on the environment.**

**Energy Resources Technical Memorandum**

The technical memorandum analyzes the impacts on energy resources due to construction and operation of the JDEDZ. In accordance with the requirements of the CEQA Guidelines, specifically Appendix G, Environmental Checklist, and Appendix F, Energy Conservation, this assessment provides an estimate of energy consumption for the JDEDZ and the potential impacts from associated construction and operational activities. The assessment includes the categories and types of energy consumption resulting from the JDEDZ, the calculation procedures used in the analysis, and any assumptions or limitations.

Construction of the JDEDZ would occur in two phases. Phase 1 would begin in 2020 with a one-year duration and Phase 2 would begin in 2030 with a one-year duration. Each of the construction phases would utilize energy for necessary on-site construction activities and to transport materials, soil, and debris to and from the site. Phase 1 construction would consume approximately 114,345 gallons of diesel and 19,813 gallons of gasoline during the one-year construction timeframe. Phase 2 construction would consume approximately 64,504 gallons of diesel and 14,051 gallons of gasoline during the one-year construction timeframe.

Phase 1 diesel consumption would represent approximately 0.10 and 0.003 percent of total 2017 diesel fuel consumption in Alameda County and California, respectively. Phase 1 gasoline consumption would represent approximately 0.006 and 0.0002 percent of County and State 2017 gasoline consumption, respectively. Phase 2 diesel consumption would represent approximately 0.06 and 0.002 percent of County and State 2017 diesel consumption, respectively. Phase 2 gasoline consumption would represent approximately 0.002 and 0.0001

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percent of County and State 2017 gasoline consumption, respectively. The estimated annual average construction fuel usage would represent a very small fraction of annual (2017) fuel usage in Alameda County and the State. As stated in the HRA prepared for the JDEDZ, Phase 1 would not require haul trucks to export rubble resulting from the demolition of existing buildings at the site; all rubble and new construction and demolition debris would be reused on-site. By using this material on-site as construction base, the JDEDZ would eliminate both disposal trips for the demolition debris and haul trips for new aggregated fill material, thus eliminating the diesel fuel consumption associated with each truck trip. The JDEDZ would comply with applicable construction regulations that affect energy demand, such as idling restrictions that would result in less fuel combustion and energy consumption and minimize the JDEDZ's construction-related energy use. **As a result, construction energy impacts would be considered less than significant.**

Operational energy consumption would occur from building energy needs (electricity and natural gas), off-site water supply and wastewater treatment, and from transportation fuels (e.g., diesel and gasoline) used for vehicles traveling to and from the site, transportation refrigeration units (TRUs), and emergency generators. JDEDZ operations would occur in two phases. Phase 1 operations would commence in 2021 and Full Buildout operations would commence in 2031.

Phase 1 operations would have an annual electricity demand of approximately 5.19 million kilowatt-hours (kWh), which represents approximately 0.006 percent of Pacific Gas & Electric Company (PG&E) network sales for 2017. Phase 1 operations would represent approximately 0.05 percent of electricity supplied by PG&E to the County in 2017. Phase 1 operations would have an annual natural gas demand of approximately 4.43 million standard cubic feet (scf), which represents approximately 0.002 percent of the PG&E network sales for 2017. Phase 1 operations would represent approximately 0.01 percent of natural gas supplied by PG&E to the County in 2017.

Phase 1 operations would consume approximately 94,880 gallons of diesel and 1,089,881 gallons of gasoline annually associated with vehicle trips. Phase 1 diesel consumption would represent approximately 0.08 percent and 0.002 percent of County and State 2017 diesel consumption, respectively. Phase 1 gasoline consumption would represent approximately 0.19 percent and 0.007 percent of County and State 2017 gasoline consumption, respectively.

Full Buildout operations would have an annual electricity demand of approximately 7.07 million kWh, which represents approximately 0.009 percent of PG&E's network sales for 2017. Full Buildout operations would represent approximately 0.06 percent of electricity supplied by PG&E to the County in 2017. Full Buildout operations would have an annual natural gas demand of approximately 4.73 million scf, which represents approximately 0.002 percent of PG&E's network sales for 2017. Full Buildout operations would represent approximately 0.01 percent of natural gas supplied by PG&E to the County in 2017.

Full Buildout operations would consume approximately 237,540 gallons of diesel and 1,342,830 gallons of gasoline annually associated with vehicle trips. Full Buildout diesel consumption would represent approximately 0.21 and 0.006 percent of County and State 2017 diesel consumption, respectively. Full Buildout gasoline consumption would represent approximately 0.23 and 0.009 percent of County and State gasoline 2017 consumption, respectively.

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The amount of energy used would represent an insubstantial fraction of the region's available energy supply and capacity. The JDEDZ would be consistent with energy efficiency standards in the applicable Title 24 Energy Efficiency Standards for Nonresidential Buildings and the Title 24 Building Energy Efficiency Standards, referred to as the California Green Building Standards (CALGreen) Code and include electric vehicle supply equipment (EVSE) to promote transportation energy efficiency. Additionally, the Costco warehouse would be designed to include solar at the time of opening which would reduce its consumption of electricity provided by PG&E.

**Because the JDEDZ would be consistent with energy efficient building standards and promote transportation energy efficiency, it would not result in the wasteful, inefficient, and unnecessary consumption of energy or preclude opportunities for improving overall fuel efficiency and future energy conservation. The JDEDZ project also would not conflict with or obstruct a state or local plan for renewable energy or energy efficiency. As a result, operational energy impacts would be considered less than significant.**

**Economic Impact Analysis**

The Economic Impact Analysis prepared by ALH Economics, was circulated for public comment as part of the Draft SEIR in 2015. No changes have been made to the Economic Impact Analysis; however, the City has agreed to recirculate this analysis for additional public comment pursuant to a request from the Petitioners. **As a refresher, the Economic Impact Analysis indicates that impacts generated by the JDEDZ on the market area's<sup>1</sup> existing retail environment would be limited.** The Economic Analysis projects that Phase I sales in the JDEDZ (i.e., the sales resulting from a club retail use and a limited amount of general retail uses) could result in a decrease in annual sales by existing market retailers of approximately \$26.7 million, or 0.9 percent of the market area's existing \$3 billion in annual retail sales, which is a nominal impact.

The proposed JDEDZ's effect on the local economy is projected to be focused in three specific retail categories: gasoline stations, home furnishings and appliances, and food and beverages. In the first two categories (gasoline stations, and home furnishings and appliances), sales within the JDEDZ would amount to a combined 1.1 percent or less of existing market area sales, which would not be considered substantial when spread among the numerous gas stations and home furnishing and appliance stores in the market area. While food and beverage sales within the JDEDZ would amount to 7.4 percent of existing market sales, the new market demand alone generated between now and buildout of the JDEDZ would be sufficient to recompense existing businesses for these potentially diverted sales. Accounting for the fact that sales diverted from existing stores to a club retail use would be widely dispersed among numerous supermarkets, ethnic food stores, and other small food markets (rather than concentrated in a single store or small number of stores), there would be limited effects on existing food and beverage retailers.

**The Economic Impact Analysis also concludes that the JDEDZ would have no adverse economic effects on downtown businesses.** primarily because downtown offers a unique and different shopping environment than a club retailer, and most downtown businesses sell goods that are quite different from those sold at club retailers. On the positive side, the economic study also notes that a Costco could generate enhanced visibility for existing businesses in the proposed JDEDZ, benefits associated with local availability of low-cost food and gas, and possible long-term increases in property values.

<sup>1</sup> The "market area" for this study comprises 18 full census tracts and three partial census tracts spanning the City of Pleasanton, the majority of the City of Dublin, and some unincorporated Alameda County areas south of the City of Pleasanton and northwest of the City of Dublin. The market area was determined through review of drive times to the project site and the locations of other nearby club retail stores, with consideration also given to natural and man-made features, such as topography and freeway access.

**COMMUNITY DEVELOPMENT – P. O. BOX 520, Pleasanton, CA 94566-0802**

<b>Planning</b>	<b>Building &amp; Safety</b>	<b>Engineering</b>	<b>Traffic</b>	<b>Inspection</b>
200 Old Bernal Ave. (925) 931-5600 Fax: 931-5483	200 Old Bernal Ave. (925) 931-5300 Fax: 931-5478	200 Old Bernal Ave. (925) 931-5650 Fax: 931-5479	200 Old Bernal Ave. (925) 931-5650 Fax: 931-5479	157 Main St. (925) 931-5680 Fax: 931-5484

JDEDZ

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**Conclusion**

With the supplemental environmental analyses now complete, pursuant to CEQA, the City is now recirculating the revised environmental analyses as well as the previously circulated Economic Impact Analysis for public comment. **That public comment period will be 45 days commencing at 8:00 a.m. on July 10, 2019 and ending at 5:00 p.m. on Friday, August 23, 2019.** All public comments should be sent in writing or via email to:

Eric Luchini  
Associate Planner  
City of Pleasanton Planning Division  
P.O. Box 520  
Pleasanton, CA 94566-0802  
[eluchini@cityofpleasantonca.gov](mailto:eluchini@cityofpleasantonca.gov)

Subsequent to the public comment period and consideration of and response to any comments as required by CEQA, City staff intends to schedule the JDEDZ project for reconsideration by the Planning Commission and City Council in the Fall of 2019.

**COMMUNITY DEVELOPMENT – P. O. BOX 520, Pleasanton, CA 94566-0802**

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<b>Planning</b>	<b>Building &amp; Safety</b>	<b>Engineering</b>	<b>Traffic</b>	<b>Inspection</b>
200 Old Bernal Ave. (925) 931-5600 Fax: 931-5483	200 Old Bernal Ave. (925) 931-5300 Fax: 931-5478	200 Old Bernal Ave. (925) 931-5650 Fax: 931-5479	200 Old Bernal Ave. (925) 931-5650 Fax: 931-5479	157 Main St. (925) 931-5680 Fax: 931-5484

**RESOLUTION NO. 20-\_\_\_\_**

**A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF PLEASANTON, ADOPTING AN AMENDMENT TO THE GENERAL PLAN, AS FILED UNDER CASE P14-0852, REGARDING A CHANGE IN LAND USE DESIGNATION FOR 12 PARCELS AT 7106 THROUGH 7315 JOHNSON DRIVE AND 7035 AND 7080 COMMERCE CIRCLE, COMPRISING APPROXIMATELY 40 ACRES KNOWN AS THE JOHNSON DRIVE ECONOMIC DEVELOPMENT ZONE (JDEDZ), FROM BUSINESS PARK AND GENERAL AND LIMITED INDUSTRIAL TO RETAIL/HIGHWAY/SERVICE COMMERCIAL, BUSINESS AND PROFESSIONAL OFFICES**

**WHEREAS**, the City of Pleasanton has applied for a General Plan Amendment to change the Land Use Designation on 12 parcels at 7106 through 7315 Johnson Drive and 7035 and 7080 Commerce Circle, comprising approximately 40 acres known as the Johnson Drive Economic Development Zone (JDEDZ), from Business Park (Industrial/Commercial and Office) and General and Limited Industrial to Retail/Highway/ Service Commercial; Business and Professional Offices (the "Project"); and

**WHEREAS**, at its duly noticed public meeting of December 11, 2019, the Planning Commission considered all public testimony, agenda reports, relevant exhibits, and recommendations of City staff concerning the proposed General Plan Amendment; and

**WHEREAS**, the Planning Commission at its regular meeting on December 11, 2019, adopted Resolution PC-2019-30, determining that the proposed General Plan Amendment is appropriate for the Project and recommending to the City Council that P14-0852 be approved; and

**WHEREAS**, at its duly noticed public meeting of February 4, 2020, the City Council considered all public testimony, agenda reports, relevant exhibits, and recommendations of City staff and the Planning Commission concerning the proposed General Plan Amendment; and

**WHEREAS**, pursuant to the California Environmental Quality Act (CEQA), a Revised Final Supplemental Environmental Impact Report (RFSEIR) was prepared and certified for the Project; and

**WHEREAS**, the City Council finds that the proposed General Plan Amendment is consistent with the Goals and Policies of the Pleasanton General Plan.

**NOW, THEREFORE BE IT RESOLVED THAT THE CITY COUNCIL OF THE CITY OF PLEASANTON DOES RESOLVE, DECLARE, DETERMINE AND ORDER THE FOLLOWING:**

**SECTION 1.** The City Council adopts an amendment to the Land Use Element of the Pleasanton General Plan 2005-2025, as set forth in Exhibit A, attached hereto and made part of this resolution by reference.

**SECTION 2.** This resolution shall become effective immediately upon its passage and adoption.

**SECTION 3.** City Clerk shall certify to the passage of this resolution and enter it into the book of original resolutions.

**PASSED, APPROVED AND ADOPTED** by the City Council of the City of Pleasanton at a regular meeting held on February 4, 2020.

I, Karen Diaz, City Clerk of the City of Pleasanton, California, certify that the foregoing resolution was adopted by the City Council at a regular meeting held on the 4<sup>th</sup> day of February, 2020, by the following vote:

Ayes:  
Noes:  
Absent:  
Abstain:

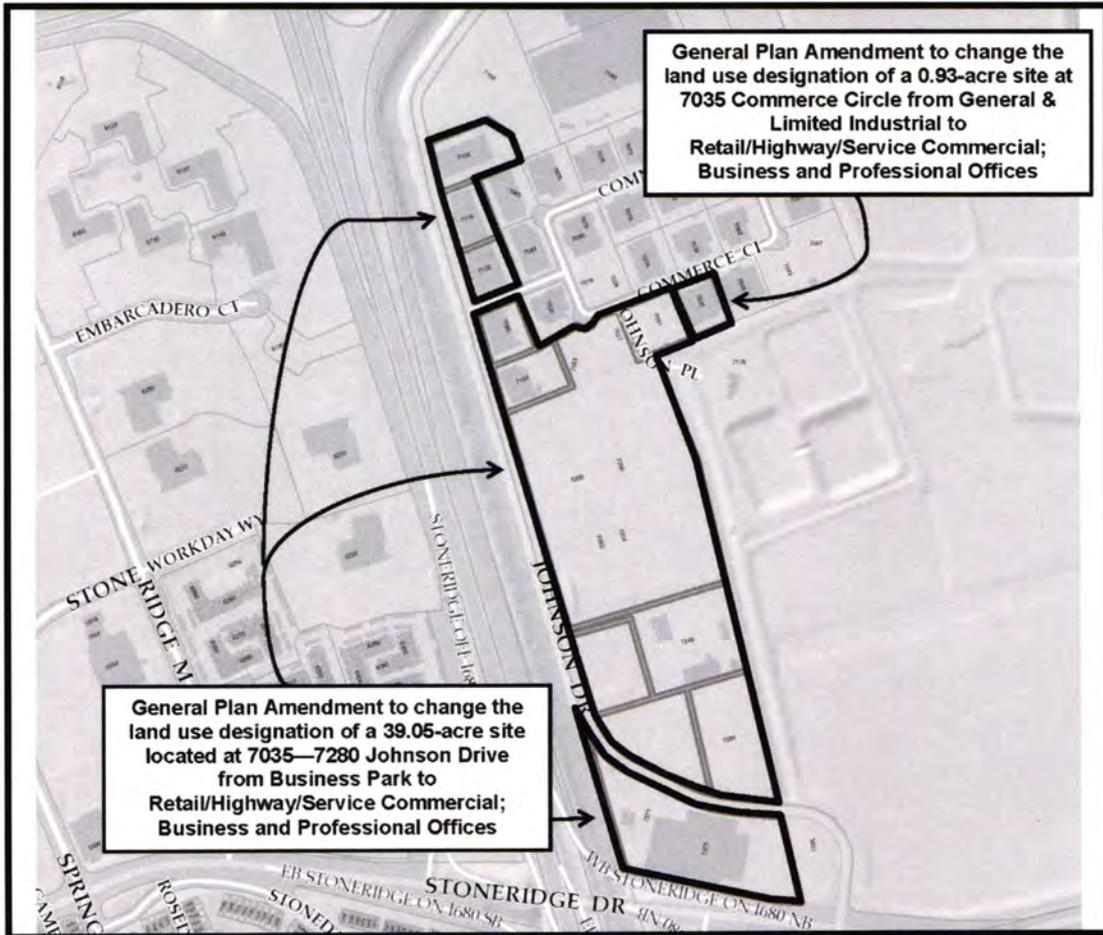
\_\_\_\_\_  
Karen Diaz, City Clerk

Dated: \_\_\_\_\_

APPROVED AS TO FORM:

\_\_\_\_\_  
Daniel G. Sodergren, City Attorney

**EXHIBIT A, GENERAL PLAN AMENDMENT MAP**



General Plan Amendment to change the land use designation of a 0.93-acre site at 7035 Commerce Circle from General & Limited Industrial to Retail/Highway/Service Commercial; Business and Professional Offices

General Plan Amendment to change the land use designation of a 39.05-acre site located at 7035—7280 Johnson Drive from Business Park to Retail/Highway/Service Commercial; Business and Professional Offices

**CITY OF PLEASANTON  
PLANNING DIVISION**

**General Plan Amendment**

<b>DRAWN BY:</b> K. Granucci	<b>APPROVED BY:</b>	<b>DATE:</b> November 7, 2017
<b>SCALE:</b> 1" = Appx. 6,500'	<b>DIRECTOR of COMMUNITY DEVELOPMENT</b>	<b>SEC. NO.:</b> P14-0852

**ORDINANCE NO.**

**AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF PLEASANTON, APPROVING PLANNED UNIT DEVELOPMENT (PUD) REZONING FOR THE APPLICATION OF THE CITY OF PLEASANTON FOR THE JOHNSON DRIVE ECONOMIC DEVELOPMENT ZONE (JDEDZ), AS FILED UNDER CASE PUD-105**

**WHEREAS**, The City of Pleasanton has applied for a Planned Unit Development (PUD) Rezoning to rezone 12 parcels at 7106 through 7315 Johnson Drive and 7035 and 7080 Commerce Circle, comprising approximately 40 acres known as the Johnson Drive Economic Development Zone, from Planned Unit Development-General and Light Industrial (PUD-G&LI) District, Planned Unit Development-Industrial/Commercial-Office (PUD-I/C-O) District, and General Industrial (I-G-40,000) District to PUD-C (the "Project"); and

**WHEREAS**, at its duly noticed public meeting of December 11, 2019, the Planning Commission considered all public testimony, agenda reports, relevant exhibits, and recommendations of the City staff concerning the proposed PUD Rezoning; and

**WHEREAS**, the Planning Commission at its regular meeting on December 11, 2019, adopted Resolution No. PC-2019-31, determining that the proposed Rezoning is appropriate for the Project and recommending to the City Council that PUD-105 be approved; and

**WHEREAS**, at its duly noticed public meeting of February 4, 2020, the City Council considered all public testimony, agenda reports, relevant exhibits, and recommendations of the City staff concerning the proposed PUD Rezoning; and

**WHEREAS**, the City Council finds that the proposed PUD Rezoning is consistent with the City's General Plan and purposes of the PUD Ordinance as set forth in the agenda report and pursuant to the California Environmental Quality Act (CEQA), a Revised Final Supplemental Environmental Impact Report (RFSEIR) was prepared and certified for the Project.

**NOW, THEREFORE, THE CITY COUNCIL OF THE CITY OF PLEASANTON DOES HEREBY ORDAIN AS FOLLOWS:**

**SECTION 1.** Approves Case PUD-105, the application for a Planned Unit Development (PUD) Rezoning to rezone 12 parcels at 7106 through 7315 Johnson Drive and 7035 and 7080 Commerce Circle, comprising approximately 40 acres known as the Johnson Drive Economic Development Zone, from Planned Unit Development-General and Light Industrial (PUD-G&LI) District, Planned Unit Development-Industrial/Commercial-Office (PUD-I/C-O) District, and General Industrial (I-G-40,000) District to PUD-C, subject to the map attached in Exhibit A, conditions as shown in Exhibit B and the Development Standards and Design Guidelines dated March 2017 as shown in Exhibit C, all of which are attached hereto and made part of this ordinance by this reference.

**SECTION 2.** The Zoning Map of the City of Pleasanton, dated April 18, 1960, on file with the City Clerk, designating and dividing the City into zoning districts, is hereby amended by Zoning Unit Map No. 506, attached hereto as Exhibit A, dated October 11, 2017, and incorporated herein by this reference.

**SECTION 3.** A summary of this ordinance shall be published once within fifteen (15) days after its adoption in the "Valley Times", a newspaper of general circulation published in the City of Pleasanton, and the complete ordinance shall be posted for fifteen (15) days in the City Clerk's Office within fifteen (15) days of its adoption.

**SECTION 4.** This ordinance shall be effective thirty (30) days after its passage and adoption.

The foregoing Ordinance was introduced at a regular meeting of the City Council of the City of Pleasanton on February 4, 2020 by the following vote.

Ayes:  
Noes:  
Absent:  
Abstain:

\_\_\_\_\_  
Jerry Thorne, Mayor

ATTEST:

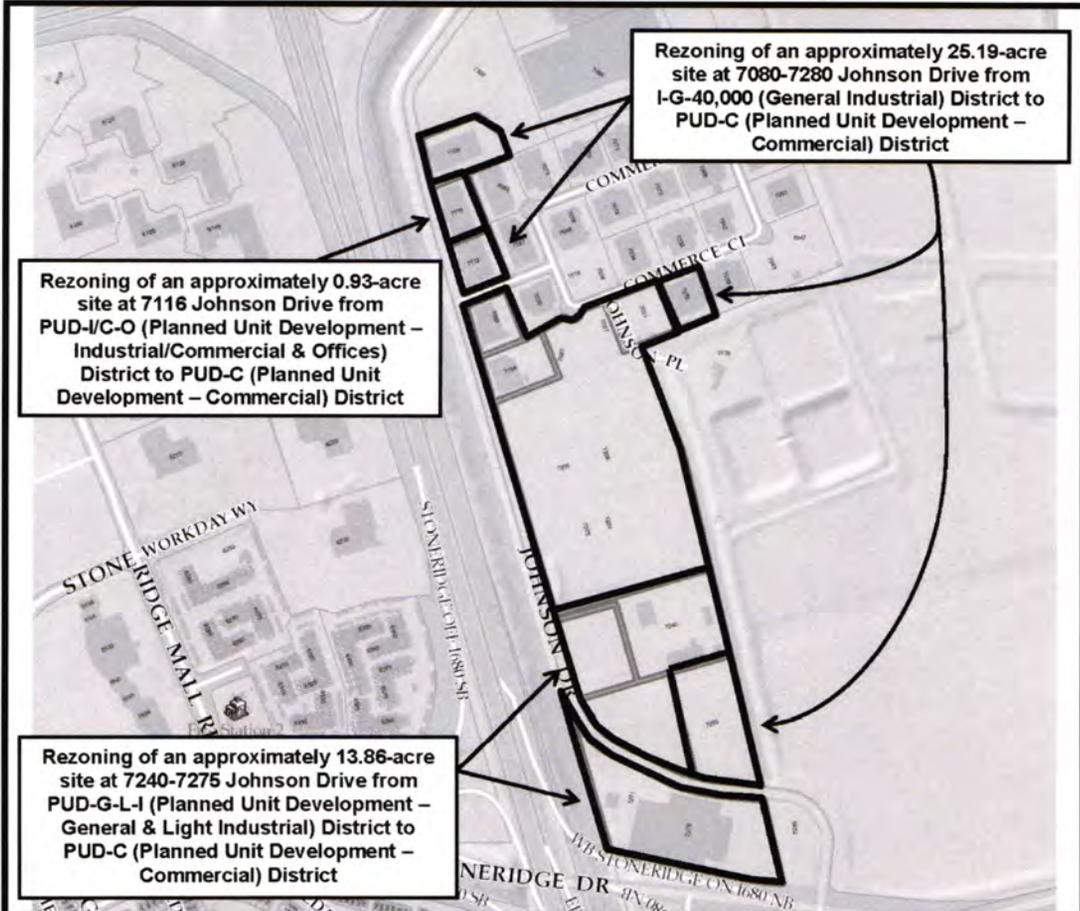
\_\_\_\_\_  
Karen Diaz, City Clerk

Dated: \_\_\_\_\_

APPROVED AS TO FORM:

\_\_\_\_\_  
Daniel G. Sodergren, City Attorney

EXHIBIT A



**CITY OF PLEASANTON  
PLANNING DIVISION**

Ordinance No.             
Zoning Unit Map No. 506

<b>DRAWN BY:</b> K. Granucci	<b>APPROVED BY:</b>	<b>DATE:</b> October 11, 2017
<b>SCALE:</b> 1" = Appx. 6,500'	<b>DIRECTOR of COMMUNITY DEVELOPMENT</b>	<b>SEC. NO.:</b> PUD-105

**EXHIBIT B  
CONDITIONS OF APPROVAL**

**PUD-105  
7106 through 7315 Johnson Drive and 7035 and 7080 Commerce Circle  
Johnson Drive Economic Development Zone (JDEDZ)  
February 4, 2020**

The applicant is hereby notified, as part of this approval, that (s)he is required to satisfy and maintain compliance with the conditions of approval below. Where approval by the Director of Community Development, Planning Division, Director of Engineering/City Engineer, City Attorney, Chief Building and Safety Official, Fire Department or other City staff is required, review shall be for compliance with all applicable conditions of approval, adopted policies and guidelines, ordinances, laws and regulations, and accepted practices related to the approval. In addition to complying with the conditions below, the applicant is required to comply with all applicable federal, state, and local laws that pertain to this project whether or not specifically noted herein.

This approval is granted for a Planned Unit Development (PUD) Rezoning to rezone 12 parcels at 7106 through 7315 Johnson Drive and 7035 and 7080 Commerce Circle, comprising approximately 40 acres known as the Johnson Drive Economic Development Zone, from Planned Unit Development-General and Light Industrial (PUD-G&LI) District, Planned Unit Development-Industrial/Commercial-Office (PUD-I/C-O) District, and General Industrial (I-G-40,000) District to PUD-C District located at 7106 through 7315 Johnson Drive and 7035 and 7080 Commerce Circle. Development shall be substantially as shown on the project materials listed below:

- a. JDEDZ Development Standards and Design Guidelines dated March 2017, Exhibit C, prepared by the City of Pleasanton, and kept on file in the Planning Division of the Community Development Department.

**THIS APPROVAL IS GRANTED SUBJECT TO THE FOLLOWING CONDITIONS:**

1. All mitigation measures listed within the Revised Final Supplemental Environmental Impact Report (RFSEIR) prepared for the project and the Mitigation Monitoring and Reporting Program dated November 20, 2019, and on file with the Planning Division are hereby incorporated as conditions of approval for the project and shall be adhered to and/or fully complied with to the satisfaction of the Director of Community Development Department prior to final inspection. **(Project Specific Condition)**

2. The permitted and conditionally permitted uses for the Johnson Drive Economic Development Zone shall include:

Uses	Allowed Uses
Automobile dealerships or similar as determined by CDD	P
Bars and brew pubs or microbreweries, as defined in PMC Chapter 18.08	C
Churches and similar religious and meeting facilities in existing structures	C
Existing or approved uses established prior to the adoption of this Planned Unit Development*	P
Existing or approved public schools, private schools, and childcare centers, not including schools which only provide tutorial services*	P
Copying and related duplicating services and printing/publishing services using only computers, copy machines, etc., not including lithographing, engraving, or such similar reproduction services	P
Food market including supermarkets, convenience markets, and specialty stores but not including liquor stores	P
Garden centers, including plant nurseries	P
Gymnasiums and health clubs with less than 50,000 square feet.	C
Hardware stores and home improvement stores/centers	P
Hotels and motels	P
Laundries and dry cleaners where service is provided	C
Meeting halls	C
Membership warehouse club including gas and tire service	P
Offices, including, but not limited to medical, business, professional, and administrative offices	C
Personal Services including, but not limited to Beauty Shops, Massage, Nails Salons and other similar uses as determined by the Director of Community Development	P
Photographic studios and/or supply stores	P
Recreation and sport facilities, indoor, which cannot meet the recreation and sport facility criteria as written in the use category below	C
Restaurants and soda fountains not including drive-thrus or drive-ins, except drive-thru coffee uses	P
Retail not including drive-thrus or drive-ins or firearm sales	P
Retail including drive-thrus or drive-ins or firearm sales	C
Schools and colleges, including trade, business, Heritage, music and art schools, but not including general purpose or nursery schools	C
Theaters and auditoriums	C
Tutoring	C

\*Permitted industrial uses, consistent with the uses permitted and conditionally permitted in the I-P and I-G zoning districts as of January 1, 2017, shall be allowed on parcels a minimum of 5 gross acres in area where existing light industrial uses, as determined by the Director of Community Development, already exist. *(Project Specific Condition)*

3. Unless otherwise specified in the conditions of approval, the site development standards and design guidelines of the project shall be those of the Johnson Drive Economic Development Zone, Exhibit C, dated "March 2017," on file with the Planning Division. These development standards and design guidelines shall only be applicable to "new or vacant land" and/or "replacement of existing development" within the Economic Development Zone. These development standards and design guidelines shall not be applicable to pre-existing development within the Economic Development Zone, including pre-existing development within the Economic Development Zone made non-conforming as a result of Economic Development Zone improvements within the public right of way. Said pre-existing development shall be considered consistent with the site development standards and design guidelines of the Economic Development Zone until such time said development is proposed for replacement, at which time, the site development standards and design guidelines of the Economic Development Zone shall apply. At the discretion of the Director of Community Development, replacement development shall be permitted to follow site development standards of pre-existing development on the same parcel within the Economic Development Zone. These determinations shall be made on a case-by-case basis. A Design Review application shall be required for all new, replacement, and expansions of existing development. ***(Project Specific Condition)***
  
4. No signage is part of this approval. A master sign program shall be developed for each individual development site/project within the project area. All signage shall be complementary to the site layout and building architecture. All master sign programs or individual signage plans, including freeway pylon signs, require City approval as part of a Sign Design Review application process on a project by project basis. Corporate branding and colors specific to the tenant are permitted. ***(Project Specific Condition)***

**END**

**EXHIBIT C**  
**Johnson Drive Economic Development Zone (JDEDZ)**  
**DRAFT Development Standards and Design Guidelines**  
**March 2017**

**Site Development Standards**

MINIMUM YARDS			MAX. FLOOR AREA RATIO	MAX. HEIGHT*	CLASS I ACCESSORY STRUCTURES**		
Front	One Side/ Both Sides	Rear			Max. Height	Min. Side Yard	Min. Rear Yard
35 feet	10 feet/20 feet	15 feet	30%	Office – 80 feet Hotel – 65 feet Retail – 40 feet	40 feet	10 feet	15 feet

\*Measured as defined by Pleasanton Municipal Code (PMC)

\*\*Does not apply to trash enclosures

Note: These standards would only be applicable to “new on vacant land” and/or “replacement of existing development” within the Economic Development Zone. These standards would not be applicable to pre-existing development within the Economic Development Zone, including pre-existing development within the Economic Development Zone made non-conforming as a result of Economic Development Zone improvements within the public right of way. Said pre-existing development would be considered consistent with the site development standards of the Economic Development Zone until such time said development is proposed for replacement, at which time, the site development standards and design guidelines of the Economic Development Zone shall apply. At the discretion of the Director of Community Development, replacement development may be permitted to follow site development standards of pre-existing development on the same parcel within the Economic Development Zone. These determinations will be made on a case-by-case basis.

**Purpose and Vision**

The purpose of these guidelines is to provide urban design guidance at the planning application stage in order to assess, promote and achieve appropriate development for all uses including large format retail stores, hotels, and other commercial uses within the Economic Development Zone. The specific site context and conditions will also be reviewed in conjunction with these Design Guidelines. Through the implementation of these Design Guidelines, the vision for the Economic Development Zone includes:

- Creating a redevelopment area that provides business opportunities and employment.
- Ensuring development consistency throughout the project area.
- Encouraging visual continuity of the architecture in terms of mass, scale, materials, and color relative to adjacent development.
- Achieving interesting, high-quality architectural design for all development, including large format retail buildings.

- Enhancing landscaping, public open space, and environmental performance.
- Creating comfortable and attractive pedestrian environments (e.g., visual interest at the street level, comfortable open space areas, and attractive pedestrian connections from parking areas to buildings).
- Promoting development patterns that allow for future intensification.

### **Site Design and Spatial Characteristics**

- When appropriate, site and building planning may be undertaken in a manner that allows phased development of the site over time.
- When multiple structures are planned as part of a single ownership or project, they should be designed in a unified architectural and spatial manner for the site.
- The siting and orientation of each building shall be considered as it relates to its specific parcel (buildings are encouraged, but are not necessarily required as determined by the Director of Community Development, to be sited toward the street frontages of project area parcels to the greatest extent possible), its effect on adjacent parcels, and, as it occurs, the massing of adjacent buildings.
- To the greatest extent possible and based on the type of use, appropriate building scale shall be used to maintain a comfortable pedestrian environment.
- Building entries should be located so that they are easily identifiable.
- Each project should provide a well-defined entry sequence for pedestrian and vehicular uses from the street to the building.
- Pedestrian pathways shall be in conformance with current Americans with Disabilities Act (ADA) standards.
- The placement of shopping cart corrals should consider the pedestrian path of travel from the parking field to the corral, and from the corral to the front of the subject stores.
- Open space within each building site is encouraged. Uses within setbacks are limited to berms (front setback areas along Johnson Drive may include a 35-foot wide bermed landscape area for the full site frontage) or other acceptable landscape feature that provides adequate buffering from Johnson Drive, driveway crossings (shared driveways shall be encouraged between project area parcels), landscaping, public and private utilities, drainage and slopes, sidewalks, irrigation, and permitted signs.

### **Vehicular Access and Circulation**

- A fundamental development objective for all sites is the safe and efficient movement of vehicles and pedestrians. Vehicular access to any site must be carefully designed in relationship to vertical and horizontal curves, sight distances, median cuts, other driveways, and other common traffic engineering criteria so that efficient, smooth flow of traffic is provided.

- Sites should be designed to minimize conflicts between automobiles and pedestrians and create a clearly organized system of entrances, driveways, and parking lots, while still providing adequate and convenient parking spaces. These requirements should minimize paved areas and curb cuts. Parking lots and driveways should be designed to avoid conflict with vehicular traffic in the street.

### **Pedestrian/Bicycle Access and Circulation**

- Site and building design must accommodate pedestrian circulation onsite from parking areas to plazas, open space, pedestrian pathways, and to adjoining buildings. Existing and proposed pedestrian and/or bicycle circulation systems and easements must be integrated into site design. Pedestrian systems should be physically separated from vehicular circulation as much as possible. Minimizing the areas where the two systems cross or are physically adjacent reduces traffic hazards and makes the pedestrian system more efficient, pleasant, and visually attractive.
- Intersections where pedestrian routes cross vehicular circulation are critical areas and should be clearly marked for visual identification by both motorists and pedestrians. Sidewalks shall be located along all perimeter streets and designed to meet City standards. At least one sidewalk connection between the building and the perimeter street is required. Large parking areas must have sidewalk connections to the building entries or ground plaza areas.
- Pedestrian pathways should be designated from transit stops on Johnson Drive to primary site pedestrian circulation.
- At intersections where new traffic signals may be installed, pedestrian actuation should be provided.
- Both recreational and commuter bicycle accessibility to and within the project area is required.
- Should Johnson Drive be widened to accommodate vehicle traffic, bicycle lanes should be maintained on the roadway, and given the increase in traffic volumes, provision of buffered bicycle lanes should be considered. At new signalized intersections on Class II bicycle routes, bicycle detection should be incorporated into the final design of the intersection and traffic signals.

### **Grading, Excavation, and Drainage**

- The design objectives for parcel grading are to create smooth slope transitions between adjacent parcels and proposed improvements, eliminate abrupt or unnatural landforms, and promote positive surface drainage. Proposed grading schemes will be examined during the individual design review process on a project by project basis.
- Off-site grading shall not be permitted. Each site must meet existing grade conditions at property and/or lease lines.
- Concentrated drainage across walkways and other pedestrian areas is not permitted. Drainage across driveway entries is to be avoided.
- Where feasible, integrate storm water treatment features into on-site open space.

### **Utility, Solar, Electrical, and Mechanical Equipment**

- All ground, building, or roof-mounted electric, gas, mechanical units, and similar devices must be properly located to avoid unsightliness or potential safety problems, and must be properly screened. Such equipment should be located and screened in a manner compatible with the design of the building and site improvements.
- No heating, air conditioning, electrical, or other equipment may be installed on the roof of any building or structure unless screened with materials compatible with the predominant exterior building material. All ground equipment should be located a minimum of 25 feet from all public streets, 5 feet from any sidewalk, and shall be screened accordingly.
- No transformer, electric, gas, meter of any type or other apparatus shall be located on any power pole or hung on the outside of any building, except where specially approved by the City. The screening of all exterior mounted equipment should be compatible with the exterior building materials.
- Utility layouts and connection points are part of the design review process. All permanent utility lines shall be installed underground. No overhead wiring is permitted.
- Passive heating and cooling design features (e.g., shading devices to reduce sun exposure) and building design that can accommodate solar collectors and other alternative energy systems are required.

### **Services, Delivery, Trash, and Outdoor Equipment or Storage Areas**

- Loading and service dock areas should be located to the rear or sides of a building, away from the main building entrance, or related high visibility areas. Preferably, service, loading, emergency generator, and trash areas should be enclosed within the building. External facilities must be enclosed and screened with landscaping to minimize views from adjoining streets, buildings, or open space, and designed and constructed with the same design theme and of the same materials as the adjoining building. Such facilities may not be placed adjacent to or facing adjoining streets.
- Any adverse visual impacts on any other site shall be mitigated by the use of screening and/or landscaping to the extent necessary and appropriate to reduce those impacts to the satisfaction of the Director of Community Development.
- Each project must accommodate loading and servicing activity. All loading and service areas shall be clearly signed and conform to City standards. Loading areas shall be designed to accommodate backing and maneuvering onsite, not from a public street, and when occupied shall not prohibit onsite vehicular circulation.
- Trash enclosures and/or other waste storage facilities may be allowed, with City approval of both the design and location, provided that such facilities are screened from view and protected from wind by architectural or landscape features. All trash enclosures and waste containers must be covered, and waste containers shall be stored, within the trash enclosures at all times except when being unloaded. All trash enclosures and waste storage facilities shall be designed to meet City standards.

- Pedestrian trash and recycling receptacles shall be placed in strategic locations for effective litter control. Where possible, they should be grouped with other site furnishings and placed adjacent to pedestrian pathways. All trash and recycling receptacles shall be located on paved surfaces in locations where they do not conflict with landscape maintenance.
- No materials, supplies, equipment, service vehicles, finished or semi-finished products, raw materials, or articles of similar nature may be stored or permitted to remain outside of buildings or be visible from adjacent properties or adjoining streets.

### **Parking**

- All private driveways, parking areas, and loading areas will be paved in accordance with City standards. Parking areas must be paved with asphalt, concrete, masonry pavers, or similar material approved by the City. Surface parking areas shall not be permitted closer than 10 feet from side or an average of 15 feet (5-foot minimum) from rear property lines. Where parking areas will be contiguous and accessible to parking on adjacent lot(s), the parking may extend to the property line if part of a unified project. Visual screening must be provided for parking areas that can be viewed from adjacent development sites or from off-site public spaces such as streets, plazas, and walkways. All parking area layouts for the project area shall comply with City parking development standards.
- Parking areas should be designed to:
  - Provide safe and convenient movement of motor vehicles
  - Limit vehicular/pedestrian conflicts
  - Limit paved areas
  - Provide for screening of paved areas
  - Soften the visual impact of parking areas by providing interior planting
- Where opportunities exist for shared parking between users with staggered peak parking demands, owners and developers shall make every possible effort to take advantage of this opportunity to reduce the total number of parking spaces within each site or parcel. Where shared parking is intended, the analysis of parking criteria shall be submitted to the City as part of the design review process.
- Compact car parking requirements shall conform to City requirements. Up to 40 percent of the required off-street parking spaces may be compact.
- Parking structures are allowed but must be architecturally compatible with proposed buildings and the material finish must be the same as, or architecturally complimentary to, the exterior of buildings on the site. Placement of parking structures along site frontages is discouraged.
- Accessible parking spaces and location shall conform to the latest Americans with Disabilities Act (ADA) requirements in addition to the City's accessible parking space requirements. In case of conflict, the more restrictive provisions shall govern.
- Each project shall provide motorcycle parking to the satisfaction of the Director of Community Development. Motorcycle parking should be consolidated and segregated from automobile parking and must have concrete pavement surfaces to support motorcycle kickstands. Motorcycle stalls should be a minimum of 4 feet by 8 feet and clearly marked.

- Bicycle parking is required for each project to the satisfaction of the Director of Community Development. Appropriate bike rack hardware shall be provided for each stall and approved by the City prior to installation. Bicycle parking shall be located near building entries.
- Alternative vehicle parking is required for each project to the satisfaction of the Director of Community Development. Alternative vehicle parking shall be designed to meet City standards.
- Dimensional requirements for parking spaces and maneuvering areas shall be in conformance with City standards. A 90-degree parking angle is encouraged for ease of circulation. Parking areas located behind buildings are encouraged, but not necessarily required. Parking areas shall incorporate internal landscaped islands, pedestrian pathways, perimeter landscape islands, and screening. The design of the site shall discourage large expanses of parking uninterrupted by landscaping or buildings. Painted lines must designate all parking spaces.

### **Site Furnishings**

- Site furnishings encompass a wide variety of individual elements, including lamp posts, pedestrian trash and recycling receptacles, and benches. Site furnishings shall be constructed of materials that are durable and easy to maintain and blend or complement the exterior colors of the surrounding buildings. Site furnishing shall be reviewed by the City as part of the design review process on a project by project basis.

### **Artwork**

- Public art (refers to works of art in any media that have been planned and executed, both in size and materials, with the specific intention of being sited or staged in the public domain, usually outside and accessible to all), outdoor sculptures, and special architectural and landscape features are encouraged in the development of individual sites and parcels. Such pieces and features help establish strong visual identities for individual facilities and greatly enhance the special character of the project area in general. Artwork shall be approved by the City prior to installation.

### **Vending Machines**

- All vending machines must be placed completely inside buildings.

### **Architecture**

#### **Visual Interest of Façade**

Facades with a high level of visual interest from both auto and pedestrian viewpoints are encouraged. The exterior character of all buildings should enhance pedestrian activity in their immediate vicinities.

- To the greatest extent possible, create visual interest through the use of horizontal and vertical articulation, including plane changes, varying roof/parapet heights, recessed entries and windows, score lines, awnings, and varied materials, textures, and colors.
- Design walkways that encourage pedestrian use. Avoid locating walkways where users will be subjected to harsh glare from building materials or subjected to harsh environmental conditions.
- Design ground floor exteriors of buildings to be "pedestrian-friendly." Specific criteria include the following:

- Decorative wall surfaces and landscape materials between sidewalks and buildings are encouraged.
- Muted, modular materials, such as brick and stone, are particularly desirable.
- Windows that reveal indoor amenities and activities are encouraged.
- To the greatest extent possible, large expanses of blank walls or mirror glass shall be prohibited.
- Covered walks or arcades are encouraged.
- Each building should have a discernible base, a clear pattern of openings and/or surface features, a well-defined entry, and a clearly defined top roofline element.
- All buildings shall include a minimum of three primary exterior materials.

#### Noise Mitigation

Buildings along Johnson Drive should be designed to minimize the effect of road noise on buildings and plazas.

- Consider buffering major outdoor areas, such as balconies, terraces, and plazas, with design elements such as earth berms, evergreen plantings, or other acceptable landscape features.
- Use wall materials with significant sound transmission ratings.
- Sound walls adjacent to the street are prohibited.

#### Massing, Scale, Form, and Details

Buildings should relate to the area and each other in their massing and forms. Larger masses should be located at the centers of building compositions, with smaller forms stepping outwards and down.

- Consider breaking very large buildings into modules or sub-parts to reduce perceived scale.
- Vary the height of the roof to identify distinct elements.

#### Building Profile

Design buildings to step back and step down to help break up mass. Use landscape materials on and/or along building elevations to soften appearance and massing of structures from Johnson Drive. "Stepped down approaches" are especially appropriate for breaking up larger structures in excess of 100,000 square feet or those over two stories in height.

- Express the position of each floor in the external skin design, using the following techniques:
  - Terracing, articulated structural elements, or changing building materials.
  - Belt courses, or other horizontal trim bands, of contrasting colors and/or materials.

#### Pedestrian Scale

Buildings should appear to be designed at a pedestrian scale. In general, this means using familiar forms and elements that can be interpreted in human dimensions.

- On buildings over 50,000 square feet and more than two stories high, do not use wall planes more than 24 feet high without incorporating meaningful techniques to break up the perceived building mass.
- Express facade components in ways that help establish building scale. Encourage compositions that emphasize floor lines or express rhythms and patterns of windows, columns, and other architectural features.

#### Entrances

Primary pedestrian entrances should be easily identifiable and attractive to pedestrians.

- Design main entrances to be clearly identifiable as seen from primary driveways and drop-offs.
  - Entrances should be designed as contrasting areas on a building's façade.

- Use building entranceways as transitions from buildings to the ground plane. Specific criteria include:
  - Walls, terraces, grading, and plant materials should be incorporated.
  - Terraces or porticos can be used to define and extend entrances.
- Design secondary entrances to connect to pedestrian circulation systems. These entrances should be visible from parking areas. They may also be more subdued.

### Color and Materials Palette

Visual continuity in major building materials is desired throughout the project area.

- Use wall materials that are muted in color and have texture. Specific criteria include the following:
  - Natural matte textures and earth tone colors are encouraged. Textured, colored concrete may also be considered.
  - The use of fine textured materials, such as brick, cast stone, tile, and textured block are encouraged. Horizontally textured concrete, stucco and dark metal panels or glass spandrel panels may be suitable if used at a scale visually related to pedestrians.
  - Wood is not appropriate as a primary building material.
- Reserve the use of strongly contrasting materials and colors for accents, such as building entrances, railings, stairs, etc. Avoid an excessive variety of façade materials.
- If glass is proposed at pedestrian levels, use clear or lightly tinted low-e glass (glazing), particularly at pedestrian levels where transparency between indoor and outdoor spaces is desirable.
- Select building materials that will age with grace. Avoid light colored materials that may streak, fade, stain, generate glare, or detract from the natural setting.
- Glass with reflective, metallic coatings that increase glare is discouraged.
- Site-cast concrete should provide effective articulation.
- Large expanses of stucco visible from public areas are discouraged.

### Human Scale Materials

Building materials manufactured in units measurable in human proportions should be used whenever possible. Materials such as brick, tile, concrete masonry units, and modular stone help people interpret the size of a building. Perceiving the scale of a building is important in terms of a pedestrian's ability to relate comfortably to it. Avoid over-scaling materials.

- Use building materials that are familiar in their dimensions and can be repeated in understandable modules.
- Combine building materials in modules that can be visually measured. Consider the following specific criteria:
  - Cast or scored concrete that gives a sense of proportion may be appropriate, as well as conventional modular materials, such as brick or stone. Avoid large, featureless surfaces.
  - Large, uninterrupted surface areas should have a change in articulation through the use of pattern, texture, material, openings, or change in plane.

### Colors

Building colors should blend in with the natural surroundings.

- Study the landscape for cues. A predominance of earth tone colors that relate to the surrounding area, such as light, neutral tans, and browns is encouraged.
- Use darker colors at the base of walls and lighter colors for the tops of walls.
- Use darker colors or earth tones (neutral browns, darker buffs, tans, ochres) for expanses of walls, with brighter accents or white for trim.
- Use neutral roof colors between light and dark, avoiding white or reflective materials unless located behind a parapet. Cool roof materials are encouraged.

## **Landscape**

To the greatest extent possible, water conservation measures shall be incorporated into the design. All landscaping plans shall comply with the State/City's Model Water Efficient Landscape Ordinance and Bay Friendly Guidelines. All landscaping plans and materials require City approval as part of the design review process on a project by project basis.

### **Visual Buffers**

Visual buffers should be created along property lines and where utility, service, garbage and/or loading areas are sited to provide thorough screening. The plant material should be a combination of evergreen trees and large-growing shrubs. A minimum of 50 percent of the screening material shall be evergreen trees. Exceptions may be approved by the Director of Community Development.

### **Landscape Setbacks**

A 35-foot wide bermed landscape setback may be required on all parcels within the project area along Johnson Drive. The minimum height of the berm shall be determined by the Director of Community Development. Other landscape features may be utilized instead of a berm as determined acceptable by the Director of Community Development. Uses permitted within landscape setbacks are berms, driveways crossings, landscaping, public and private utilities, drainage and slopes, site furnishings, sidewalks, trails, irrigation, and permitted signs. Provide a minimum five-foot wide planting strip along building walls visible from the public right of way to reduce building massing. This area may be reduced where there are pedestrian plazas or storefront uses.

### **Plant Palette**

The plant palette shall predominantly feature species native to California that are drought tolerant and can withstand recycled water.

### **Parcel Entry Drives**

The landscape emphasis at the entry drives is to be based on intended use. Visitor and primary entrances are to receive the greatest emphasis with respect to landscape treatment. The plant material selection should provide a variety of layering by size, seasonal interest, texture and color.

### **Parking Area Requirements**

- Landscape islands, a minimum of five feet in width, are to be provided internal to parking areas and as endcaps to all parking rows.
- Parking lot trees, minimum 24-inch box size shall be required at a minimum ratio of one tree for every eight parking spaces. View corridors are permitted through orchard-style planting provided the minimum overall tree quantity requirements are maintained.
- Shrubs selected for parking lot screening, including spaces and maneuvering drives, shall be a minimum 15-gallon size at planting.

### **Lighting**

All lighting shall be complementary to the site layout and building architecture and shall be designed to avoid glare on surrounding parcels and uses. All lighting plans shall comply with City standards and applicants shall submit a lighting location site plan that includes limited conflicts with proposed tree planting locations, fixture details and specifications, and a photometric plan. All lighting plans and materials require City approval as part of the design review process on a project by project basis.

**Signage**

As appropriate, a master sign program shall be developed for each individual development site/project within the project area. All signage shall be complementary to the site layout and building architecture. All master sign programs or individual signage plans, including freeway pylon signs, require City approval as part of a sign design review process on a project by project basis. Corporate branding and colors specific to the tenant are permitted.

**Exceptions**

Exceptions to these Design Guidelines may be granted by the decision-making body if it can be determined that the proposed project is substantially compliant with the PUD-C District and these Development Standards and Design Guidelines.



## MEMORANDUM

**Date:** December 11, 2019

**To:** Planning Commission

**From:** Mike Tassano, Deputy Director of Community Development, Transportation  
Cedric Novenario, Senior Traffic Engineer *cn*

**Subject:** Johnson Drive Economic Development Zone Traffic Analysis

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Several questions regarding the Traffic Analysis have been submitted by the Planning Commission. This memorandum addresses the transportation questions received from the Planning Commissioners related to the December 11, 2019 questions on the certification of the Revised Final Supplemental Environmental Impact Report (RFSEIR) for the Johnson Drive Economic Development Zone (JDEDZ).

### **Background**

The JDEDZ project completed a Traffic Impact Analysis (TIA) in May of 2015 and included this report in the September 2015 Draft Supplemental Environmental Impact Report (DSEIR). This report analyzed 17 intersections as well as freeway mainline and ramp/merge operations. These locations were reviewed for the following time frames/land use assumptions: existing, existing+approved projects and General Plan Buildout.

As a result of the TIA, several transportation related roadway improvements were identified as necessary to maintain acceptable levels of service and acceptable vehicle queue lengths for the JDEDZ project. These mitigations are shown in Figures 2 and 3 located on page 11 and 12 of the December 11, 2019 Planning Commission Agenda Report packet. These mitigations are:

- Installation of a traffic signal at Commerce Drive at Johnson Drive (Mitigation 4.D-1a)
- Installation of a traffic signal at Johnson Drive at Owens Drive (N) (Mitigation 4.D-1b)
- Reconstruction of Stoneridge Drive at Johnson Drive (Mitigation 4.D-1c)
  - Construct third eastbound left turn lane
    - Construct third receiving lane on Johnson Drive to accommodate third turn lane
  - Convert and extend the westbound right turn pocket into a fourth westbound through lane
    - Construct fourth receiving lane on westbound Stoneridge Drive to accommodate fourth lane

- Construct second on-ramp lane for westbound Stoneridge Drive to northbound I-680
  - Construct southbound left and southbound right turn lane on Johnson Drive
- Johnson Drive widening from one (1) travel lane to two (2) travel lanes in each direction (Mitigation 4.D-3)

The City Council certified the DSEIR/FSEIR and approved the JDEDZ project in late 2017, but later rescinded the DSEIR/FSEIR certification and JDEDZ approvals so that supplemental environmental analyses could be completed in relation to Air Quality and Greenhouse Gas. This supplemental environmental analyses did not alter the Transportation section of the original DSEIR/FSEIR and no additional transportation related study was required for the recirculation efforts.

Costco decided to continue to design the transportation mitigations while the supplemental environmental analyses were being prepared.

**Discussion/questions**

*Transportation Mitigations and Timeline*

One of the questions received asked for clarification on the transportation mitigations, which have been outlined in the background section of this memorandum.

The design work on all four of the transportation mitigations is underway including the freeway ramp modification that requires approval from Caltrans. This mitigation was identified as "Significant and Unavoidable" because the improvement is within the Caltrans right-of-way. The construction of this improvement is a requirement of the project.

Caltrans has approved the 100% plans for the freeway ramp widening project (approved by Caltrans in October of 2019). Upon certification of the RFSEIR, the final construction documents will be prepared for an anticipated May 2020 construction advertisement. Construction is expected to take seven months, but may experience minor delays due to construction restrictions over waterways during the winter rainy season, making March 2021 the anticipated opening date for the ramp widening project.

*Other Traffic Improvements underway*

Hopyard Road at Owens Drive is included as a Project in the City's Capital Improvement Plan. This project will construct a new southbound right turn lane. This project was not part of the JDEDZ traffic mitigation. This project was included in the May 2015 TIA as a Project that would be completed in the existing+approved time frame.

This project also requires Caltrans approval, as the project extends back into their right-of-way. Caltrans is currently reviewing the 90% plans and it is anticipated that this project will be fully designed and approved by March 2020, with project construction in the Summer of 2020, and the opening of the southbound right turn lane in the Fall of 2020.

*Congestion due to Chik-fil-A*

Chik-fil-A is located off Owens Drive and Johnson Court. Recently their drive-thru vehicle queue has been recorded extending from the Chik-fil-A to Owens Drive and at times blocks the Owens Drive travel lane.

Staff met with Chik-fil-A in October 2019 to request modifications to their drive-thru procedures. Several striping changes within the Chik-fil-A parking lot have been completed along with a re-routing of the drive-thru exit vehicles. This re-routing has reduced the number of conflicts causing congestion and the queues into Chik-fil-A are shorter. Staff will continue to work with Chik-fil-A to implement solutions to eliminate the queue spillback that periodically still impacts Owens Drive during the lunch and dinner hours.



## **Economic Vitality Committee Minutes**

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**October 5, 2017**

**7:30 a.m.**

**Pleasanton Library Community Meeting Room  
400 Old Bernal Avenue**

### **CALL TO ORDER**

Meeting called to order at 7:35 am by EVC Chair Barbara Steinfeld.

### **ROLL CALL**

Committee members present were Barbara Steinfeld, Will Doerlich, Christina Nystrom Mantha, Kristen Hayes Kuse, Ellen Pensky McGraw, Steve Baker, PUSD Trustee Jamie Hintzke, Olivia Sanwong, Council member Arne Olson, Chiman Lee, Sylvia Tian, Angel Moore and Betsy Edwards. Committee members not in attendance were Kareen Knowles, Janet Yarbrough, Scott Raty, Shareef Mahdavi and Esther Yu. Guests in attendance were Angela Ramirez Homes, Tony Perino and Brad Hirst. City staff present were Director of Community Development Gerry Beaudin, Permit Center Manager Melinda Denis, Planning Manager Adam Weinstein, Associate Planner Eric Luchini, Traffic Engineer Mike Tassano, Management Analyst Sean Welch, Director of Finance Tina Olson, Director of Engineering Steve Kirkpatrick, Office Assistant Shawn Harris and Director of Economic Development Pamela Ott.

### **PUBLIC COMMENT**

Angela Ramirez Homes, a consultant for Costco, offered that she is at the meeting to answer questions and noted several comments: Costco has a purchase option on the prospective property within the Economic Development Zone; Costco will be making parking investments at each of its Tri-Valley locations; the Pleasanton Costco will include a gas station; the square footage of the proposed Costco will be larger than the Danville store and smaller than the Livermore store.

Nearon Enterprises' president Tony Perino, as a property owner within the Economic Development Zone, offered his availability to confirm the uses of the parcels and support for the EDZ. He confirmed that Nearon intended to sell the properties for the proposed Costco and hotel(s) projects.

### **UPDATE, DISCUSSION AND INPUT REGARDING JOHNSON DRIVE ECONOMIC DEVELOPMENT ZONE**

Director of Community Development Gerry Beaudin offered an overview of the Johnson Drive Economic Development project, including the recent direction by the City Council relative to the financing of required transportation improvements associated with the Economic Development Zone (EDZ). He reported that after the EVC's review, the project will move

forward in Planning Commission and then City Council consideration during October through December.

Director of Economic Development Pamela Ott shared how the EDZ concept is related to the City's Economic Development Strategic Plan:

- B1. Collaborate with Planning and other city departments to update land use and zoning policies to reflect current business needs.
- B2. Identify potential development and redevelopment sites to provide updated space, contemporary worker housing, and amenities.
- C7. Identify potential opportunity sites in the City for hotel expansion or development.

Associate Planner Eric Luchini gave an overview of JDEDZ timeline and key events to date:

2013 – Clorox vacates campus along Johnson Drive

April 2014 – City initiates Johnson Drive Economic Development Zone

May 2014 to March 2016 – CEQA and Public Process

- DSEIR released & public comment period
- Neighborhood and community workshops
- City releases FSEIR for public comment

April 2016 – Joint City Council/Planning Commission Work Session

Limit the size of the buildings to 50000 square feet or less

July 2016 through November 2016 – Initiative Process

- City Council directs staff to stop work on the JDEDZ pending results of initiative
- Initiative defeated by voters

January 2017 to September 2017

- City staff re-engages work on JDEDZ project activities

Mid-October through December 2017 – Public Review and Approval

Eric Luchini showed a map of the JDEDZ area to provide context for its location within the city, and then reviewed the goals and objectives of the EDZ and well as anticipated phasing:

- Economic Vitality
  - Transform the area into a thriving commercial corridor
  - Create opportunities for new land uses and services
  - Streamline the Development Review Process/CEQA Review
- Infrastructure Improvements
  - Enhance the traffic and transportation network
- Financial Stability
  - Generate new tax revenue to support City services and programs-sales taxes, property taxes & hotel tax
- JDEDZ Phasing
  - Phase I: Parcels 6, 9, and 10, with approximately 285,000 square feet of new uses including Club retail, general retail, and hotel(s). This would trigger all the needed transportation improvements.

Eric Luchini further offered a list of other potential uses within the JDEDZ (below), noting that existing or approved uses established prior to the adoption of this Planned Unit Development (PUD) would be permitted:

Automobile dealerships or similar as determined by CDD	P
Bars and brew pubs or microbreweries, as defined in PMC Chapter 18.08	C
Churches and similar religious and meeting facilities in existing structures	C
Existing or approved uses established prior to the adoption of this Planned Unit Development	P
Gymnasiums and health clubs with less than 50,000 square feet.	C
Hardware stores and home improvement stores/centers	P
Hotels and motels	P
Membership warehouse club including gas and tire service	P
Offices, including, but not limited to medical, business, professional, and administrative offices	C
Recreation and sport facilities, indoor	C
Restaurants and soda fountains not including drive-thrus or drive-ins, except drive-thru coffee uses	P
Retail not including drive-thrus or drive-ins or firearm sales	P
Retail including drive-thrus or drive-ins or firearm sales	C
Schools and colleges, including trade, business, Heritage, music and art schools, but not including general purpose or nursery schools	C
Theaters and auditoriums	P

City staff indicated interest in feedback from the EVC regarding two policy questions:

- Are the overall objectives and land uses contemplated for the JDEDZ appropriate for this location?
- Does the JDEDZ meet the key objectives of the ED strategic Plan?

Chair Barbara Steinfeld asked if there were additional comments from the public attendees; none were made.

Committee member discussion points and comments included:

- What uses wouldn't be allowed if the JDEDZ is approved?
  - Examples included uses not on the list of permitted/conditionally permitted uses.
  - Staff noted the intent is to enhance existing uses already in that area, and promote economic development
- What is the environmental impact of the gas station?
  - Planning Manager Adam Weinstein referenced the CEQA review that had been conducted earlier in the planning process noting the study's conclusion that there was significant impact to regional air quality as there is with all projects of this scale. He shared this doesn't take into consideration potentially shorter trips to Costco from Pleasantont.
- Will there be ample parking at this site?
  - The conceptual plan shows there is good on-site circulation and parking for vehicles, as well as sufficient roadway capacity.

- Has the City considered how this will impact local businesses?
  - The City commissioned an economic impact analysis that addresses how local businesses will be impacted – the analysis showed no significant impact except for some diminished revenues to grocery stores and gas stations which will be absorbed over the coming few years with the anticipated increase in residential/employee population
  - Costco is not free to sell as much gas as it wants and is regulated by Bay Area Air Quality Management District (BAAQMD) in that regard
  - Angela Ramirez Homes stated that Costco customers have requested gas at this store as people are driving to the Livermore store just for gas, and that the number of pumps is based on anticipated demand
  - The economic impact analysis conducted for Pleasanton, as well as input from other cities that have a Costco, indicates that generally local businesses are supportive of Costco as it brings increased visibility for business and relatively inexpensive consumer goods
- Are there concerns about security in light of the recent robberies at other Costco stores?
  - Pleasanton Police Department staff indicates that for any use, including hotel and retail, there may be an incremental change in the number of service calls received, but this incremental change is not expected to be substantial
  - Also, there will be a new police substation as part of the nearby Workday project
- What type hotels are interested?
  - The two interested hotels are both select service, all-suite hotels and will likely focus on the business traveler
- Will the Park & Ride lot at Stoneridge and Johnson drives be expanded?
  - There is no room to expand that lot but City staff is working with other partners (e.g., Stoneridge Shopping Center, ACE, etc.) to expand park and ride options in the city.
- How was the shape/boundary of the EDZ determined?
  - As this was a pilot economic development zone, the intent was to first focus on Johnson Drive; properties like the DoubleTree weren't included as that hotel use is already what we want to see in that area, and then an additional property (9A on the map) was added as it was purchased by Nearon Enterprises
  - City staff initially spoke with all the affected property owners who expressed interest
- Will mitigations be required on several parcels?
  - The environmental impact report considered air quality, transportation/traffic, noise, biological resources, cultural resources, hazards and hazardous materials, and public services and utilities as those areas that required mitigation (but only transportation/traffic and air quality impacts would be considered significant and unavoidable). Regarding transportation mitigations, the City can fully implement all of these itself except the widening of the I-680 onramp as that is in CalTrans jurisdiction.
- What are the traffic mitigations needed and how will those be paid for?
  - City Traffic Engineer Mike Tassano shared that \$21.47 million was projected to install all the needed transportation improvements, which includes traffic signals on Johnson Drive at Commerce Circle and at Stoneridge Drive, widening of Johnson Drive, and an additional lane on Stoneridge near Johnson Drive which is currently in the City's General Plan.

- These traffic improvements will be more than needed for Phase I of the EDZ as they will be constructed to accommodate 100% of the trips at full build-out of the EDZ
- How do we respond to comments that the City is giving up money for Costco?
  - Finance Director Tina Olson responded the City is not 'giving up money' but is collecting funds through sales tax revenues and an advance from Costco that will help pay for transportation improvement costs required up front. This will be used along with regional transportation fees that have been collected from other developments to add the needed improvements.
  - A transportation fee will also be assessed on future development within the EDZ as payment toward Costco's advancing of funds
  - Angela Ramirez Homes commented that Costco is expected to bring less than half of the EDZ's traffic –about 44% - but is paying more than 44% of the transportation improvement costs.
- If Costco is putting forward the money and sales tax revenues will be used to pay Costco back over time, is all of the sales tax going to Costco?
  - Tina Olson explain that it will be a 60% (City) /40% (Costco) split, wherein approximately \$600,000 will go to the City initially as Costco is reimbursed over a maximum of 25 years
- Has there been discussion about the job creation that will come from the EDZ?
  - Planning Manager Adam Weinstein noted the analysis showed a long-term net increase of 780 workers in the EDZ; Angela Ramirez Holmes offered that Costco by itself will create about 250 jobs
  - Construction jobs created within in the zone are additive to these estimates
  - City staff should create a talking point similar to "The project created X jobs over X time" to demonstrate value of the project
- If the EDZ is approved when will the traffic improvements be done?
  - Mike Tassano: when the Sunol interchange is complete, then the Stoneridge Drive onramp will be done
  - Another improvement will be a second southbound turn on to Owens Drive from Hopyard Road near the new Chick-fil-A
  - Mike Tassano: the City is also ensuring that bicyclists are accommodated in the improvements as part of the City's Complete Streets program
- What is the timeframe for the project, particularly Costco?
  - Staff anticipates the process of working with CalTrans through the design of the I-680 onramp will take up to two years, followed by construction of the improvement over another 1-2 years, so estimating Costco will open in approximately 2020-2021; Angela Ramirez Holmes noted the city manager would like to see an earlier opening date
  - It was also noted that during the Council's transportation improvements financing discussion there was interest in allowing the installation of the improvements to happen simultaneously with construction of the Costco building
- It would be beneficial to have an easy-to-understand FAQs to give the community an awareness of the construction.
  - In addition, or incorporated into the FAQS, could be a flier that is translated into other languages so all residents can be informed

Chair Barbara Steinfeld asked if, and how, how the committee would want to offer support for the EDZ. It was moved and seconded that the EVC recommend to the City Council support for

the JDEDZ as it meets the objectives of the City's Economic Development Strategic Plan; motion is passed by a vote of 13-0-0. The EVC also offered its support and recommendation of materials and outreach that help to make the project easy to understand by the community.

Angela Ramirez Holmes reported that there are 6,500 Costco businesses memberships assigned to Pleasanton along with 23,163 Pleasanton households that have Costco memberships; this is an 89% penetration rate among residents.

**MEETING ADJOURNED**

The meeting was adjourned at 8:49 am.

**P14-0852 and PUD-105, 7106-7315 Johnson Drive and 7035-7080 Commerce Circle**

Consider: (1) certifying the Final Supplemental Environmental Impact Report (FSEIR); (2) approval of a General Plan Amendment to change the land use designation of the project site from Business Park (Industrial/Commercial and Office) and General and Limited Industrial to Retail/Highway/ Service Commercial; Business and Professional Offices; and (3) approval of a Planned Unit Development (PUD) Rezoning to rezone the project site from Planned Unit Development-General and Light Industrial (PUD-G&LI) District, Planned Unit Development Industrial/Commercial-Office (PUD I/C O) District, and General Industrial (I-G-40,000) District to PUD-C District on 12 parcels at 7106 through 7315 Johnson Drive and 7035 and 7080 Commerce Circle, comprising approximately 40 acres known as the Johnson Drive Economic Development Zone (JDEDZ).

Community Development Director Ellen Clark recused from the Public Hearing for Item 5.

Interim Planning Manager/Permit Center Manager Melinda Denis sat in for the Public Hearing for Item 5.

Associate Planner Eric Luchini presented the specifics of the item in the Agenda Report.

Chair Allen asked whether the Planning Commission's goal is to make a recommendation based upon what was previously approved or if additional areas within the Environmental Impact Report (EIR) were open for potential discussion.

Mr. Luchini responded this is a de novo decision and the Planning Commission has the ability to review everything within the record to date.

Assistant City Manager Brian Dolan cautioned the Commission to do so, stating the issues and impacts were well-analyzed and discussed when the project previously came before the Commission.

Chair Allen referred to the EIR and said one section has been revised while the other sections remained the same. She said she thought adjustments might need to be made since it's been two years since the project came before the Commission and assumptions had been made at that time. She asked if there was any standard when sections of the document might need to be reviewed and amended.

Mr. Dolan stated staff's analysis is adequate and he deferred to the EIR consultant, Rick Jarvis.

ESA consultant Rick Jarvis spoke to the previous analysis conducted, the current analysis conducted and the previous EIR, all of which are believed to be sufficient.

Commissioner Pace inquired about the impact to the existing retail within the City and the suggestion that retailers might be benefited by what is proposed to occupy the space.

Mr. Luchini responded that the Economic Impact Analysis had drawn the conclusion that because Costco sources many products there is a small chance they would benefit existing retailers in town because they could source products locally to them. Additionally, due to the anticipated growth within the City over the next 10 years and the demand that will accompany

that growth, the grocery sector may initially be affected but it is expected to grow, and existing facilities are not expected to be negatively impacted.

Commissioner Balch referenced the Planned Unit Development (PUD) conditions and staff-level approval in the future and inquired whether that was to benefit the City and also whether those would be presented to staff as a Zoning Administrator or staff-level approval.

Mr. Luchini confirmed.

Mr. Dolan clarified that an over-the-counter process would include staff's review of the application and plans, as though it were to come before Planning Commission, but it would not be required to come before the Planning Commission.

Commissioner Pace inquired about which conditional items would come before the Commission.

Mr. Dolan responded that the conditional items as outlined in the chart as "C" would come before the Commission.

Commissioner Balch inquired about 40 percent compact parking and confirmed it was a standard code requirement and questioned as to how the percentage relates to this Costco location.

Mr. Luchini noted he did not believe Costco was at the full 40 percent compact parking and he recommended keeping the project area in mind, which may develop with a less intensive use.

Mr. Dolan responded that it will come as a design review and parking will be evaluated at that time.

Commissioner Ritter inquired if the primary change being brought forward pertains to air quality and traffic.

Mr. Luchini confirmed it is about air quality impacts and clarified the new analysis identified only one new impact and the mitigation would allow it to be reduced to less than significant and he described the 2017 EIR air quality impacts which are now less than significant, given changes to the project.

Commissioner Balch inquired about the preliminary approval granted by Caltrans as it relates to the freeway off-ramp traffic and asked if this has been approved.

Mr. Dolan confirmed.

Commissioner Ritter commented that the Caltrans process did not stop, and Mr. Dolan replied how cooperative Caltrans had been in allowing the City to work on it so as not to lose time.

Chair Allen asked and confirmed with Mr. Dolan that if the Caltrans process was delayed it would delay occupancy for Costco but not the other uses in Phase 1.

Commissioner Brown inquired whether over the past two years there has been significant change to the project as it relates to the traffic analysis that would warrant any change in traffic mitigation.

Mr. Luchini replied there would be no changes required per the traffic consultant.

Chair Allen called upon project representatives for a presentation.

Director of Real Estate for Costco Jennifer Murillo thanked staff and members of the public and community who are in support of the project. She gave a presentation regarding Costco's commitment to the community, stated the compact parking stalls and spoke about reasons why Costco prefers larger 10x20 stalls as opposed to smaller, compact stalls because of the need to position carts in between vehicles in the parking lot, are cognizant of the positive member experience and tends to provide more stalls and larger stalls.

### **THE PUBLIC HEARING WAS OPENED**

Brian Flynn on behalf of Laborers International Union Local 304 spoke against the proposed project, stating the EIR is inadequate as it pertains to the health risks from construction materials proposed to be used such as known carcinogens and greenhouse gas (GHG) emissions. He asked the Commission to require the developer commit to use of no formaldehyde-added wood products and to review Bay Area Air Quality Management District's (BAAQMD) thresholds for GHG emission thresholds.

President and CEO of the Pleasanton Chamber of Commerce Steve Van Dorn spoke in support of the proposed project on behalf of himself and the over 80 percent of their 750 members who are small business owners within the City that are in support and the benefit that Costco will bring to the City. He also mentioned that 63 percent of Pleasanton voters supported the project and noted the amount of new General Fund revenues realized from the project which benefits the City, the school district and schools and the JDEDZ as well as the overall economic benefits and jobs to the entire community.

Chair of the Pleasanton Economic Vitality Committee Christina Nystrom Montha spoke in support of the proposed project and echoed comments from Mr. Van Dorn regarding benefits to small businesses, the City, schools, residents, and the Johnson Drive Economic Development Zone (JDEDZ). She spoke about the community's vote on the project and asked that the project move forward.

### **THE PUBLIC HEARING WAS CLOSED**

Chair Allen suggested Mr. Jarvis address the public comments received.

Mr. Jarvis spoke in regard to the public comments received and disagreed with the comments made that their analysis was inadequate.

Chair Allen referred to a letter received by Mark Wolfe on behalf of M.R. Wolfe & Associates, P.C., and referenced Comment 3.6 which pointed out that projects under construction and approved had not been included in the subsequent analysis of the cumulative air quality information.

Mr. Jarvis referred to ESA's extensive Response to Comments document which contains analysis on air quality which takes into account cumulative development and that assumes there will be continuing development.

Commissioner Pace inquired how the models are created and how exceptions are generated in order to account for exceptions and monitoring for air quality based upon growth.

Mr. Jarvis responded that all situations were accounted for and taken into consideration when developing the analysis. Some projects in the General Plan are not far enough along in the development process to be accounted for and he spoke about two projects taking place in the neighboring City of Dublin.

Commissioner Pace asked and confirmed that the analysis relied upon are part of the General Plan for the City of Dublin and the City of Pleasanton and the model uses those as the primary input for the assessment conducted.

Chair Allen referred to the next item referenced in the correspondence as to health risk and the response that because other projects are beyond 1,000 feet from the project site, they are outside the impact area addressed; the author has discretion as to whether they want to go beyond this level for analysis.

Mr. Jarvis confirmed that City staff and ESA have both reviewed and determined there is no reason to go beyond the threshold. Exceptions might be used for industrial facilities or something that produces unusual impacts and the analysis conducted determined they were far from any thresholds.

Commissioner Pace inquired why 1,000 feet is used.

Mr. Jarvis confirmed this is the regulatory standard recommended by BAAQMD.

Chair Allen referenced the second question as it relates to the cumulative impact which was already answered. She then referenced the third question and the data source for the pass-by assumptions related to trips generated by traffic and impact of the project.

Mr. Jarvis responded this is the first time the question has been raised and they can provide more details at the City Council level. He spoke about pass-by trips, weekend versus weekday traffic and believes there is sufficient information and analysis in the record to support the EIR's conclusions.

Commissioner Ritter inquired about the new analysis and confirmed with Mr. Jarvis that he did not see any genuine EIR issues and that the comments were more or less a way to slow the process of the project moving forward.

Chair Allen referenced the correspondence received by Matt Sullivan and inquired about the comments and questions brought up in his letter.

Mr. Jarvis stated this letter indicates the writer is not amenable with the responses that have been provided within the document.

Commissioner Balch referenced that the response to the question was answered within the EIR as it relates to air quality from idling vehicles and daily delivery trucks.

Chair Allen referred to Item 4 on page 1 or page 3-89, Comment 13-5 and whether the fuel delivery truck was traveling to and from the site and whether the idling on site was included in the emissions analysis.

Commissioner Balch noted the response is that the analysis included both travel and idling emissions and emissions from daily delivery trips.

Chair Allen then referred to the public comment received by Brian Flynn regarding formaldehyde.

Mr. Jarvis responded that this public comment was restating comments made in the comment letter of August 21, 2019 and those concerns were fully addressed within the EIR.

Commissioner Balch then referenced the newly circulated Final Supplemental Environmental Impact Report (FSEIR) document and the recent approval received by Caltrans, which appeases the public's concerns.

Commissioner Brown commented that previously the Commission had discussed, at length, the traffic impact and analysis in addition to other items and that due diligence has been given to the project and the process in reviewing all associated concerns.

Commissioner Pace mentioned his newness to the project and the research he conducted to achieve a better understanding of the documents and the model. He feels this is an important decision for the City to make, along with both benefits and impacts to local businesses. It is important to have services for the community and that also allows them to benefit from them, given on-line shopping trends. He tried to find areas where there is a gap but could not and said the modeling for the area seems appropriate.

Chair Allen expressed she has spent ample time reviewing the documents, especially as it pertains to air quality concerns and traffic impacts. She expressed that staff has been thoughtful in thinking through the alternatives and impacts that would be posed by the project. She thinks it is an important project, keeps business here and hopefully minimizes some of the opportunities for Amazon. The Commission has reviewed downsides and has done as much as they can to mitigate any potential issues satisfactorily and noted the project is widely supported by the community.

Commissioner Ritter referenced how substantial the timeline for the project has been and he did not think there was a more vetted project than this.

**Commissioner Ritter moved to recommend approval of the Final Supplemental Environmental Impact Report (FSEIR), General Plan Amendment, and the Planned Unit Development (PUD) Rezoning under Cases P14-0852 and PUD-105.  
Commissioner Balch seconded the motion.**

**ROLL CALL VOTE:**

**AYES:** Commissioners Allen, Balch, Brown, Pace and Ritter  
**NOES:** None  
**ABSENT:** Commissioner O'Connor

Resolutions PC-2019-28, PC-2019-29, and PC-2019-30 approving Cases P14-0852 and PUD-105 were adopted, as motioned.

**Stefanie Ananthan**

---

**Subject:** FW: Costco

**From:** Judith Seid [REDACTED]  
**Sent:** Monday, December 9, 2019 5:15 PM  
**To:** Stefanie Ananthan <sananthan@cityofpleasantonca.gov>  
**Subject:** Costco

**SUPPLEMENTAL MATERIAL**  
Provided to the Planning Commission  
After Distribution of Packet

**Date Distributed:** 12-10-19 SA

I am happy to see the possibility of a Costco in Pleasanton is back. The site is the correct place for a big box store and we could use the tax revenue.

--

Please reply to [JudithSeid](#) [REDACTED]. I don't check this e-mail EVER.

Click [here](#) to report this email as spam.

**Stefanie Ananthan**

---

**Subject:** FW: Yes on Costco

**From:** Julie Nostrand [REDACTED]  
**Sent:** Monday, December 9, 2019 8:09 PM  
**To:** Stefanie Ananthan <sananthan@cityofpleasantonca.gov>  
**Subject:** Yes on Costco

**SUPPLEMENTAL MATERIAL**  
Provided to the Planning Commission  
After Distribution of Packet  
Date Distributed: 12-10-19 SA

Hi-

Please express my desire to have a costco in Pleasanton. Livermore and Danville are crazy busy, and I get tired of my tax dollars going to other cities coffers. I voted yes for Costco 2 years ago and I'd like to see the will of the people complete with the building of this store.

Thank you  
Julie Nostrand  
[REDACTED] Vista Diablo Ct.  
Pleasanton, CA

Click [here](#) to report this email as spam.

**Stefanie Ananthan**

---

**Subject:** FW: Letter to Planning Commission re: JDEDZ - for 12/11 hearing  
**Attachments:** PCRG\_Letter to PC\_12-11-19.pdf

**From:** Mark Wolfe [REDACTED]  
**Sent:** Wednesday, December 11, 2019 8:44 AM  
**To:** Pleasanton City Clerk <[pleasantoncityclerk@cityofpleasantonca.gov](mailto:pleasantoncityclerk@cityofpleasantonca.gov)>  
**Cc:** Amy Statham <[ASTatham@cityofpleasantonca.gov](mailto:ASTatham@cityofpleasantonca.gov)>  
**Subject:** Letter to Planning Commission re: JDEDZ - for 12/11 hearing

**SUPPLEMENTAL MATERIAL**  
Provided to the Planning Commission  
After Distribution of Packet  
Date Distributed: 12-11-19 SA

To the City Clerk:

Please find attached in PDF format correspondence addressed to the Planning Commission concerning the Johnson Drive Economic Development Zone project. Please distribute copies to the Commissioners in advance of the public hearing on the matter, currently set for this evening, December 11, 2019 at 7 pm as Item No. 5.

I would be grateful if you could acknowledge receipt of this email and attachment at your convenience.

Thank you very much.

Click [here](#) to report this email as spam.

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Mark R. Wolfe  
M. R. Wolfe & Associates, P.C.  
Land Use | Environmental Law | Elections  
555 Sutter Street | Suite 405 | San Francisco, CA 94102  
415.369.9400 | Fax: 415.369.9405 | [www.mrwolfeassociates.com](http://www.mrwolfeassociates.com)

The information in this e-mail may contain information that is confidential and/or subject to the attorney-client privilege. If you have received it in error, please delete and contact the sender immediately. Thank you.

December 11, 2019

**Via E-Mail**

Planning Commission  
City of Pleasanton  
c/o City Clerk  
123 Main Street  
Pleasanton, CA 94566  
pleasantoncityclerk@cityofpleasantonca.gov

**Re: P14-0852 and PUD-105; Revised Final Supplemental  
Environmental Impact Report for Johnson Drive Economic  
Development Zone**

To the Planning Commission:

Please accept and consider the following points and concerns regarding the revised final supplemental EIR (RFSEIR) for the Johnson Drive Economic Development Zone Project (Project) referenced above, submitted on behalf of Pleasanton Citizens for Responsible Growth (PCRG). As discussed below, the responses to PCRG's and others' comments on the Draft RSEIR in several respects do not meet the standards for good-faith disclosure and analysis required by the California Environmental Quality Act (CEQA). The Planning Commission should therefore decline to recommend that the City Council certify the RFSEIR as complete and CEQA-compliant at this time.

Comment 3-6 pointed out and listed a number of development projects that have been approved, are under construction, or already complete in the vicinity of the Project site in both Pleasanton and Dublin. We made a similar comment ourselves (Comment 2-8), pointing out that under Public Resources Code section 21166 a subsequent or supplemental analysis of the Project's contribution to cumulative traffic, air quality, and economic impacts in the vicinity should be undertaken to address whether it there will be a significant cumulative impact.

With respect to health risks, the FRSEIR's response to this comment is that because these other projects are further than 1,000 feet from the Project, they are

outside the impact analysis area for the health risk assessment (HRA). No other explanation is provided. The response does not acknowledge that the Bay Area Air Quality Management District's 2017 CEQA Guidelines specifically provide that: "[a] lead agency should enlarge the 1,000-foot radius on a case-by-case basis if an unusually large source or sources of risk or hazard emissions that may affect a proposed project is beyond the recommended radius."

With respect to cumulative traffic and air quality impacts, the FRSEIR claims that "[a]ll of the Draft SEIR's analyses of these issues (the analysis of traffic and air quality impacts initially presented in the Draft SEIR, and the 2019 Recirculated Air Quality Analysis) were based on models from 2015 that accounted for regional cumulative growth," and that with two exceptions "[t]he traffic and air quality models used in the Draft SEIR already anticipated future development consistent with future development projections in the general plans of the cities of Pleasanton and Dublin." (FRSEIR, p. 3-91, 3-92). Other than general statements that the various projects listed are consistent with the Dublin and/or Pleasanton General Plan, and were thus assumed by the cumulative traffic analyses in those Plans' years-old EIRs, there is no further discussion of this Project's potential cumulative traffic impacts considering the actual traffic generated by the other projects. There accordingly is no substantial evidence to support any finding concerning the JDEDZ Project's cumulative traffic and air quality impacts taking into account all these other projects in the vicinity.

Additionally, in comments on the Draft RSEIR, we and others noted that the Draft RSEIR had updated the trip generation estimates for the Costco/Phase I portion of the Project, applying pass-by discounts that were approximately double the rates specified by CalEEMod and the ITE for general retail and warehouse club uses, and 60 percent more than for gas stations. We accordingly asked the City to disclose the data source or other evidentiary basis supporting these exceptionally high pass-by discounts, which if incorrect would mean a significant understatement of overall trip generation. The RFSEIR's response states that "the pass-by and diverted trip reductions in the 2019 Recirculated HRA were taken directly from the traffic study conducted for the Draft SEIR, prepared by Fehr & Peers (May 2015), and were developed specifically for a Costco store," and refers to Appendix H of the Draft SEIR.

The information in Appendix H of the Draft SEIR, consisting of memos from Costco's traffic engineering consultant, Kittleson and Associates, merely states

December 11, 2019

Page 3

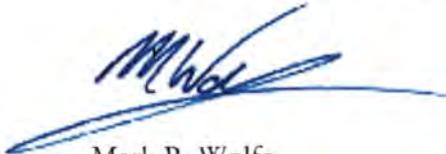
that the pass-by trip discount figures were from a database maintained by that firm that purportedly contains “transportation information such as trip rates, trip type percentages, and parking demand for Costco locations in the United States. A large portion of the data is from existing Costco sites in California. The database is updated and refined each time new Costco traffic counts or information become available to [Kittelson].” Draft SEIR, Appx. H, p. 2. A narrative description of a database maintained by a consultant and a statement of conclusions based on data allegedly obtained from it, does not constitute substantial evidence under CEQA. Just as it provides the assumptions used for the CalEEMod air emissions model in an appendix, the City should append and recirculate the actual data from the referenced Kittelson database.

For these reasons, the Planning Commission should decline to recommend that the City Council certify the FRSEIR in its current form.

Thank you for your consideration of these concerns.

Yours sincerely,

M. R. WOLFE & ASSOCIATES, P.C.



Mark R. Wolfe

On behalf of Pleasanton Citizens for Responsible Growth

MRW:sa

## Eric Luchini

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**From:** Matt Sullivan <mjs7882@gmail.com>  
**Sent:** Wednesday, December 11, 2019 2:32 PM  
**To:** Eric Luchini  
**Cc:** Mayor and City Council; Nelson Fialho; Dan Sodergren  
**Subject:** Revised Final Supplemental Environmental Impact Report for Johnson Drive Economic Development Zone  
**Attachments:** M Sullivan - Costco Supplemental Air Quality Analysis Questions 092319.pdf

Eric,

Please provide a copy of this email and attachment to the Planning Commission prior to tonight's meeting. Thank you.

---

Dear Planning Commission members,

I am writing regarding your meeting tonight to consider the Revised Final Supplemental Environmental Impact Report for the Johnson Drive Economic Development Zone. I submitted comments to the SEIR in August (see attached) and I believe that the response to my comments from the city is completely inadequate and does not meet the standards for good-faith disclosure and analysis required by the California Environmental Quality Act (CEQA). Especially egregious is the city's refusal to examine cumulative impacts of nearby current and planned growth on air quality and traffic as outlined under "JDEDZ Heath Risk Assessment, No. 5", of the attached. Reading others comments and the responses by the city demonstrates to me that the city is completely dismissing many valid concerns and is intent on approving this project without adequately analyzing its environment impacts.

Based on the clear shortcomings of the RFSEIR I would urge you to reject its findings, not certify it, and send a recommendation to the City Council to reopen the SEIR to fully evaluate the project's environmental and health impacts on our community.

Thank you

Matt Sullivan

--  
Matt Sullivan  
cell (415) 533-8164

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**PUD-105 and P14-0852/Johnson Drive Economic Development Zone Supplemental Air Quality Analysis  
Questions and Comments**

**Submitted by Matt Sullivan, Resident of Pleasanton**

**August 23, 2019**

The following are my questions and comments regarding the subject Supplemental Air Quality Analysis documents:

**July 9, 2019 Memorandum**

1. Greenhouse Gas Analysis: Please identify the CEQA provision that permits a project finding that GHG emissions are "insignificant" based on a comparison to global GHG emissions and its effect on global climate change.

**JDEDZ Heath Risk Assessment**

1. Table 3, Daily Truck Deliveries, Costco store: How does this compare to other Costco stores of similar square footage and merchandise type?
2. Table 3, Daily Truck Deliveries, Costco Gas Station: How does this compare to other Costco gas stations based on number of pumps and gallons of gasoline sold per day?
3. Figure 2, Modeling Boundary: The air quality modeling boundary included very small portions of residential areas Stoneridge Apartments, Val Vista, and Stonedale Dr. These are the closest residential neighborhoods to Costco and where significant neighborhood concern exists about air quality impacts of the project. Why weren't the modeling boundaries extended to evaluate the impact on these entire neighborhoods to give a more accurate assessment of residential impacts?
4. Page 30, Gas Station: Was the fuel delivery truck travel to/from site and when idling on site included in the emissions analysis?
5. Page 42, Future Development Projects: There are a significant number of projects just completed or are planned soon near the project site which were not evaluated either for air quality or traffic impacts. These include:

Pleasanton

- a. Workday office building adjacent to West Dublin BART station (410,000-square-foot, six-story building 2,200 employee)
- b. Redevelopment of the JC Penny Home Store site, reportedly for office of high density residential
- c. The redevelopment of Stoneridge Mall

Dublin

- a. Zeiss Innovations - 433,090 sf; 1396 parking spaces
- b. Kaiser Permanente - 220,000 sf (opened May, 2019)
- c. At Dublin (Shea Properties) - 77.3 ac; 400,550 sf retail; 665 residential
- d. Corrie Center- 78,516 sf
- e. Tru Hotel - 120 rooms
- f. Hotel Corrie Center - 138 rooms
- g. Westin Hotel - 200 rooms
- h. Volvo dealership

Why were these projects not included in the air quality or previously performed traffic analysis? Please update the analysis to include emissions from these projects.

6. Page 44, Freeway Sources: Were the Freeway Sources of emissions part of the cumulative air quality Heath Risk Analysis? Please provide a diagram that illustrates the 1000-foot modeling boundary for the Freeway Sources.
7. Appendix A, Table 4: Explain rational for reducing trip generation.
8. Appendix A, Table 6: Explain rational for reducing trip generation.
9. Appendix A, Table 8: Does not include Fuel Truck emissions.
10. Appendix A, Table 13: Does not include Fuel Truck emissions.

#### **Technical Memo on Updated Air Quality Analysis**

1. Page 15, Para. 3.a.i: What is basis for annual gasoline throughput, other than “provided by the city”?
2. Table 4: Provide data from other Costco operations that corroborates daily truck deliveries.
3. Page 28-29: The changed emission models have significantly reduced emissions to the point where what was a “significant and unavoidable impact” in the Draft SEIR to “less than significant impact” in the Supplemental SEIR is too good to be true from Costco and the city’s standpoint in terms of approving the project. Provide the technical and regulatory basis for making the modeling change.
4. Table 14: Same question.

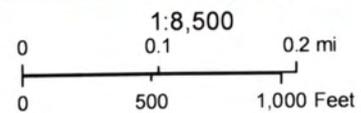
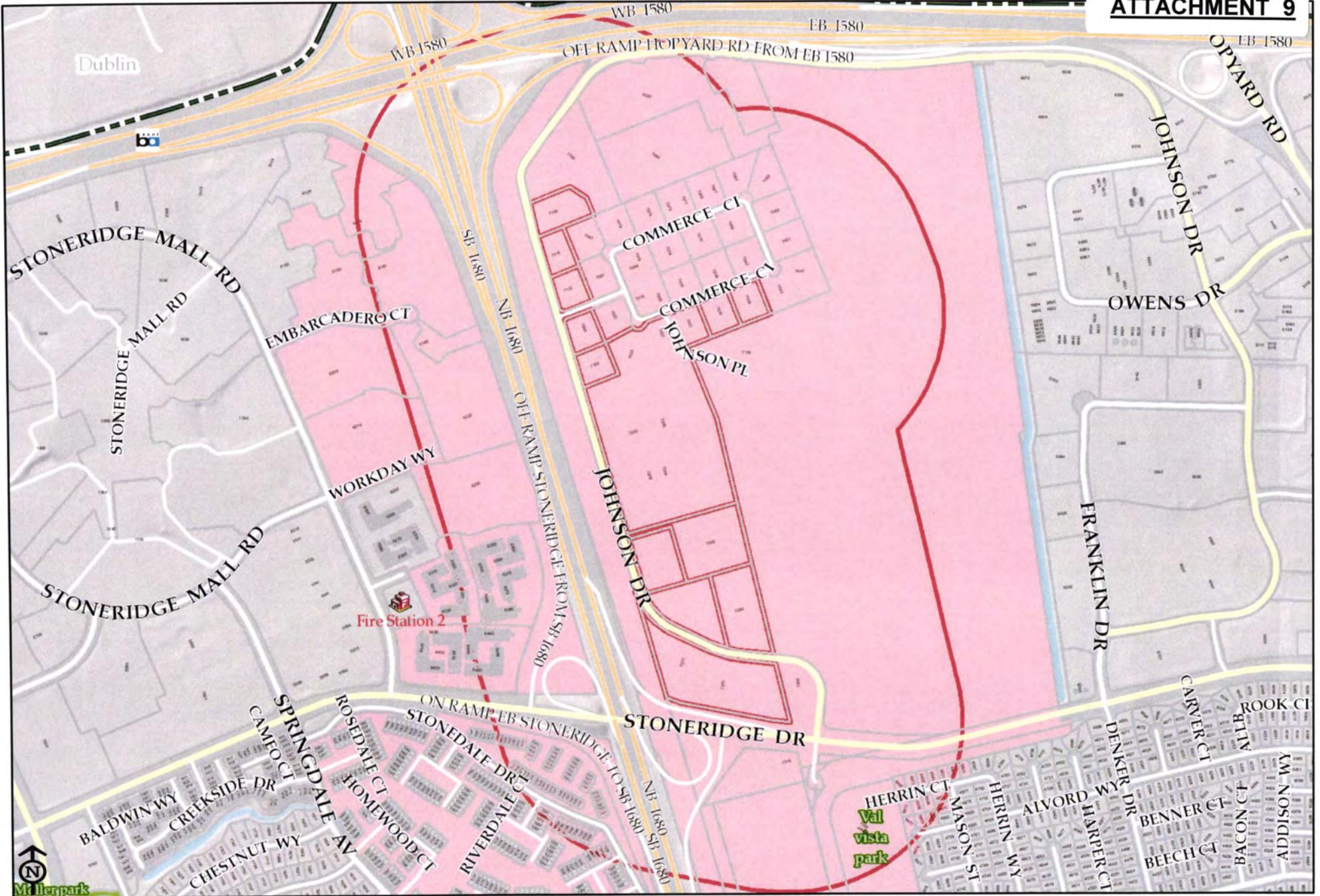
#### **Greenhouse Gas Technical Analysis**

1. Page 10: How can a “CEQA-qualified” Climate Action Plan (CAP) adopted prior to the 2017 Climate Change Scoping Plan Update comply with the CO<sub>2</sub>e reductions as mandated by the 2017 plan?
2. Page 18, para, 2.4: Describe how the construction of the JDEDZ would hamper the ability to meet the existing CAP GHG reduction goals?
3. Page 18, para, 2.4: Provide an update on Pleasanton’s progress on meeting GHG reduction goals of the CAP.
4. Table 3: The Emissions Reductions Strategies are policies, not firm or approved plans, and speculative at best. Provide the basis for calculation of GHG reductions for each strategy, timeline for implementation, and approval process to implement each strategy.
5. Table 3 and Chapter 2 Conclusion: How will current and future residential, commercial, and industrial growth affect the conclusion that CAP policies will offset GHG impacts of the JDEDZ?
6. Page 22, Energy Use: SB 32 will require broad-based electrification of energy usage to achieve its carbon reduction goals. Cities in California such as Berkeley have already adopted polices for full electrification of all new construction. Simply complying with the Title 24 Energy Code will be inadequate. Please explain why the city has not required the JDEDZ to be designed as a non-natural gas, fully electric energy usage project.
7. Page 34: What is the legal basis for the city to ignore SB 32 mandates for reducing GHG by 40% of 1990 levels by 2030?
8. Page 35: What is the legal basis for the city to ignore BAAQMD existing emissions efficiency thresholds?

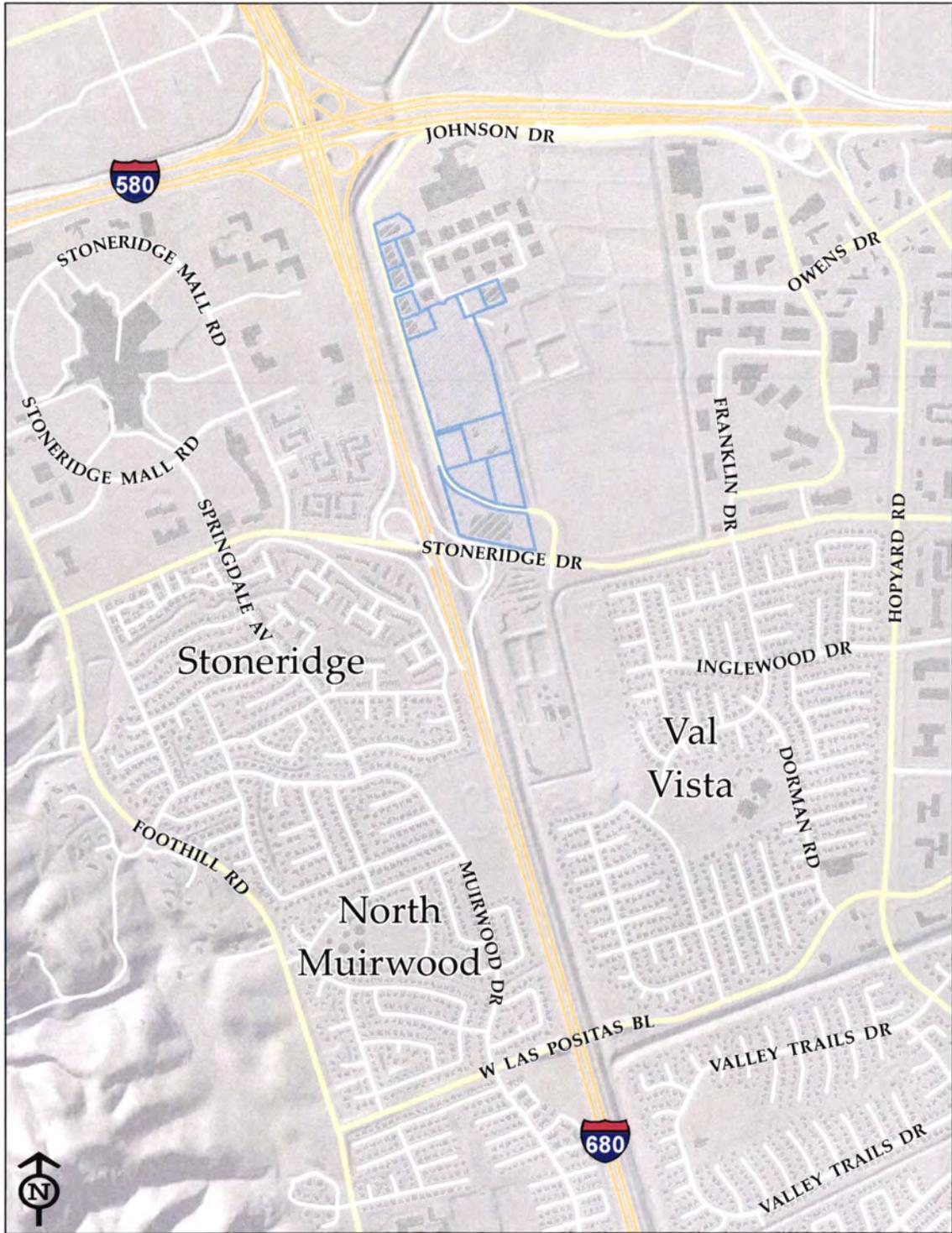
9. Page 35-36: I would challenge the assertion that the project “would not have a significant effect on the environment” based on the convoluted and illogical arguments presented on page 35 and 36. This appears to be a manipulation of existing environmental law to benefit Costco and the project. Please provide a legal analysis and peer-reviewed interpretation of the arguments made on these pages for this finding.
10. Table 6: What percentage is the full JDEDZ buildout of 15 million tons annually of GHG emission to the total **retail** and **overall total** emissions in the city? How does this increase compare to annual GHG reductions goals in the city as required by the CAP?
11. Page 40: Provide the legal basis and criteria for using a “qualitative” analysis when sufficient data exists to perform a “quantitative” analysis?
12. Page 40, bottom of page: Same comment as #7 and #8.
13. Page 41: Please elaborate on the logic that a project that creates 15 million tons of GHG emissions per year helps meet and is consistent with the 2017 Scoping Plan update. Explain how this is not an inversion of the intent of California law to reduce GHG emissions.
14. Table 7: Please provide similar information of how the JDEDZ is consistent or inconsistent with the General Plan Sustainability policies and goals.
15. Page 46, Conclusion: The city seems to be basing their judgement of the effects of GHG emissions compared to that of global GHG emissions and global climate change. It is precisely the cumulative impacts of thousands of projects just like this one (and other activities) that have created global climate change. Identify the CEQA provision that permits an evaluation of project GHG emissions significance compared to global GHG emissions.

#### **Economic Analysis**

1. The Economic Analysis was performed in 2016 prior to the planning and construction of new retail and other projects in the Tri Valley. Please update the assumptions for newly constructed or planned projects, including the new IKEA in Dublin, not included in the 2016 analysis and re-evaluate the economic impacts of Costco.



PUD-105/P14-0852, Johnson Drive EDZ



580

JOHNSON DR

STONERIDGE MALL RD

OWENS DR

STONERIDGE MALL RD

FRANKLIN DR

SPRINGDALE AV

STONERIDGE DR

HOPYARD RD

Stoneridge

INGLEWOOD DR

Val Vista

DORMAN RD

FOOTHILL RD

North Muirwood

MURWOOD DR

W LAS POSITAS BL

680

VALLEY TRAILS DR

VALLEY TRAILS DR

