EXHIBIT C

Alternatives Analysis

AT&T Mobility

Wireless Telecommunications Facility

at

1056 Serpentine Lane,

Pleasanton, CA 94566

CCU4243

AT&T Mobility has identified a significant gap in its service coverage throughout the City of Pleasanton. AT&T Mobility proposes to install a wireless communications facility ("WCF") with a new 60' monopine and a new raised steel equipment platform located at 1056 Serpentine Lane ("The Proposed Facility") as a means to fill this gap in coverage in this area of Pleasanton. The Proposed Facility consists of twelve panel antennas (four antennas for each of the three sectors, spread between 2 heights) concealed from view by both dense faux pine tree branches. The equipment cabinets will be hidden within a new raised horizontal corrugated screening equipment platform and therefore not visible from the main roads in the area. Mounting the antennas at 2 different heights further conceals the antennas within the stealth tree. The antennas will be mounted at a centerline of 52' above ground and 44' feet above ground level. The landlord has expressed a willingness to lease the required space to AT&T. The Proposed Facility is the least intrusive means to fill the significant gap of the alternatives investigated by AT&T Mobility as explained below.

Methodology and Zoning Criteria

The location of a PWS to fill a significant gap in coverage is dependent upon topography, zoning, existing structures, collocation opportunities, available utilities, access and a willing landlord. Wireless communication is line-of-sight technology that requires PWSs to be in relatively close proximity to the wireless handsets to be served.

AT&T Mobility seeks to fill a significant gap in coverage using the least intrusive means under the values expressed in the Wireless Communication Facilities chapter of the Pleasanton Municipal Code (Chapter 18.110, the "Wireless Code") and General Plan. The Wireless Code sets forth the requirements for locations of WCFs within the City of Pleasanton. PWSs are prohibited in residential and agricultural zones, and they must be located a minimum of 300 feet from property lines of residences, residential or agricultural zoning districts, schools, parks and senior care centers (Sec. 18.110.050.) Furthermore, while there is not a specific height limit for PWSs the Code does require minimizing visual impacts and encourages stealth techniques. (Sec. 18.110.070.)

AT&T Search Ring Area

The following map was generated by the AT&T Radio Frequency Engineers and provides the area in which siting of a new PWS will provide potential to best serve the coverage objective area in question.

Proposed Facility – 1056 Serpentine Lane

Existing Site Exterior

Proposed Site Exterior

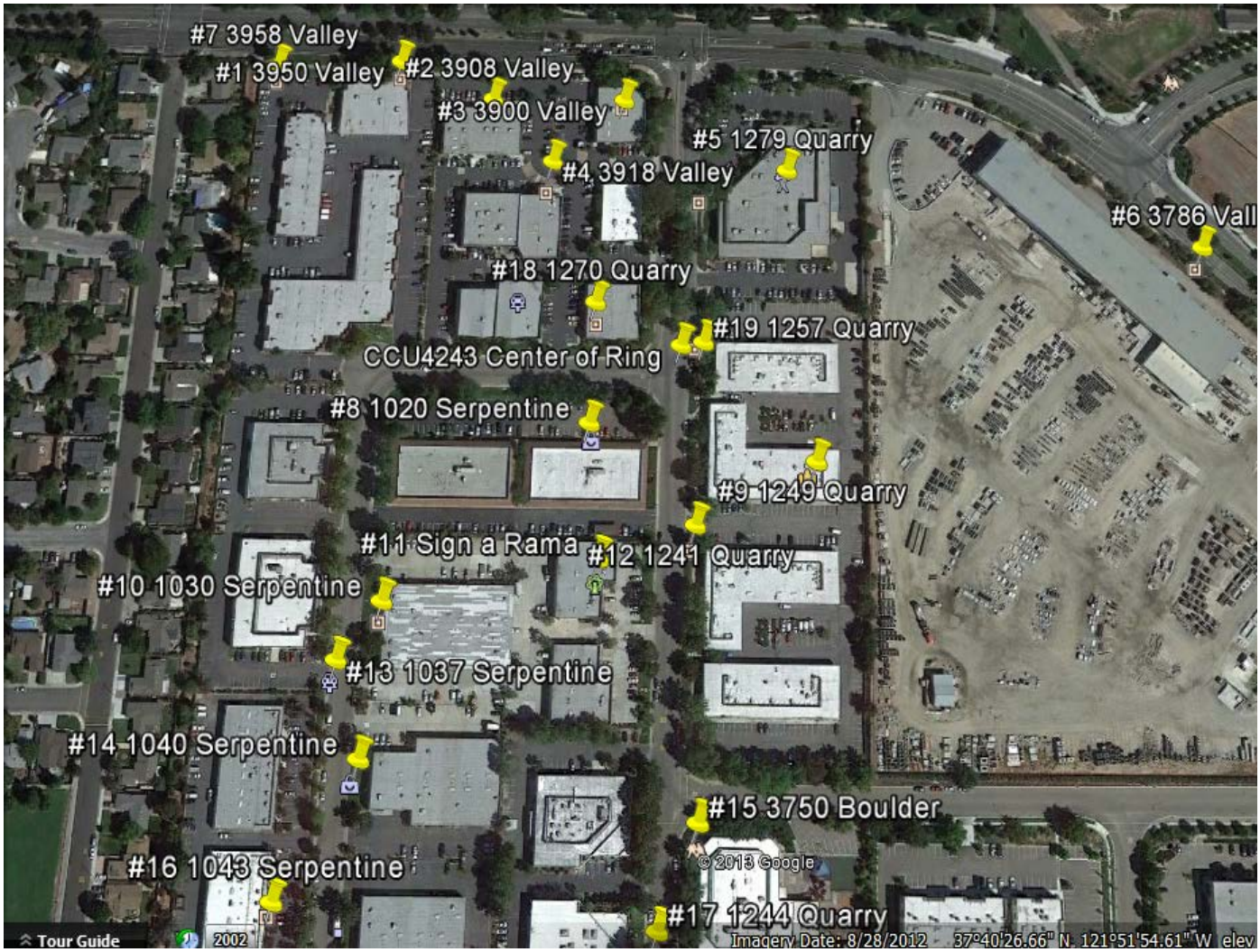
The Proposed Facility will be located on private commercial property and will comply fully with every aspect of the Pleasanton Code. The Proposed Facility is feasible from a construction perspective and will help AT&T to close its significant service coverage gap in the vicinity.

- The Proposed Facility is located in the PUD-C district (Planned Unit Development - Commercial), which is permitted for wireless facilities as long as the antennas are setback 300-feet from residential and school property lines. (Section 18.110.050) Here, the antennas will satisfy the setback 300-feet from the nearest residential and private and public school property lines in the vicinity.
- The proposed facility is a stealth mono-tree installation with ground equipment placed on a newly designed steel platform. (Section 18.110.070)
- The equipment cabinets are setback behind the building, thereby being located where they are the least visible from surrounding properties and public places. (Section 18.11.070).
- AT&T searched for, but was unable to identify a viable collocation opportunity in the search area, however, the Proposed Facility will accommodate future collocation, in compliance with Section 18.110.060.

Analysis

AT&T Mobility investigated 19 potential alternatives for facilities to fill the identified coverage gap in Pleasanton. Following is a map showing the locations of these alternatives, including why the placing a PWS at these alternative properties is infeasible. The alternatives are discussed in the analysis which follows.

Location of Candidate Sites



Alternative Site 1 – 3950 Valley Avenue
Not within search ring and does not meet 300-foot setback from existing residential.

This property does not achieve RF engineering objectives and does not meet 300-foot setback from existing residential to the West.

Alternative Site 2 – 3908 Valley Avenue
Not within search ring and does not meet 300-foot setback from existing residential.

This property does not achieve RF engineering objectives and does not meet 300-foot setback from existing residential to the West.

Alternative Site 3 – 3900 Valley Avenue
Not within search ring.

This property does not achieve RF engineering objectives.

Alternative Site 4 – 3918 Valley Avenue
Not within search ring.

This property does not achieve RF engineering objectives.

Alternative Site 5 – 1279 Quarry Lane
Not within search ring.

This property does not achieve RF engineering objectives.

Alternative Site 6 – 3786 Valley Avenue
Not within search ring.

This property does not achieve RF engineering objectives.

Alternative Site 7 – 3958 Valley Avenue
Not within search ring and does not meet 300-foot setback from existing residential.

This property does not achieve RF engineering objectives and does not meet 300-foot setback from existing residential to the West.

Alternative Site 8 – 1020 Serpentine Lane
Property does not offer a less intrusive means for AT&T to close the significant service coverage gap.

A mono-tree would also need to be used for this property as the building height does not provide sufficient height to reach RF engineering objectives. This property does not offer a less intrusive means for AT&T to close the significant service coverage gap than the proposed PWS.

Alternative Site 9 – 1249 Quarry Lane
Not within search ring.

This property does not achieve RF engineering objectives.

Alternative Site 10 – 1030 Serpentine Lane
Does not satisfy City of Pleasanton's 300-foot setback requirement from residential property lines.

This property does not satisfy the minimum 300-foot setback from the residential property line to the West.

Alternative Site 11 – 1262 Quarry Lane
Property does not offer a less intrusive means for AT&T to close the significant service coverage gap.

Most of this property is located within 300 feet of the Quarry Lane School to the south. A new PWS at the rear of this property would be no less intrusive than the Proposed Facility.

Alternative Site 12 – 1241 Quarry Lane
Property does not offer a less intrusive means for AT&T to close the significant service coverage gap.

Most of this property is located within 300 feet of the Quarry Lane School to the south. A new PWS at the rear of this property, near Iron Horse Trail, would be no less intrusive than the Proposed Facility.

Alternative Site 13 – 1037 Quarry Lane
Not within search ring.

This property does not achieve RF engineering objectives.

Alternative Site 14 – 1040 Serpentine Lane
Not within search ring.

This property does not achieve RF engineering objectives.

Alternative Site 15 – 3750 Boulder
Not within search ring.

This property does not achieve RF engineering objectives.

Alternative Site 16 – 1043 Serpentine Lane
Not within search ring.

This property does not achieve RF engineering objectives.

Alternative Site 17 – 1244 Quarry Lane
Not within search ring.

This property does not achieve RF engineering objectives.

Conclusion

The Proposed Facility is the least intrusive means by which AT&T can close its significant service coverage gap and complies fully with the City of Pleasanton Wireless Telecommunications Ordinance (Chapter 18.110).

EXHIBIT D

Memorandum

To: Jenny Soo, City of Pleasanton
From: Jonathan L. Kramer, Esq.
Date: July 17, 2013
RE: 1056 Serpentine Ln. (AT&T Wireless)

At the direction of the City of Pleasanton ("City"), I have reviewed AT&T Mobility's ("AT&T") application materials to install a new wireless telecommunications facility at 1056 Serpentine Lane.

The City has asked that I evaluate the purpose of the project, the proposed radio frequency elements and emissions from AT&T's proposed project, and to assess whether there are ways and means to make the project less intrusive to the public.

Project Description

AT&T proposes to install a new unattended wireless telecommunications facility consisting generally of the following major elements and systems:

1. New raised open steel platform supporting two outdoors telecommunications cabinets (each 6' tall, each up to 1900 lbs. fully loaded); 6 backup power cabinets (150 lbs. per cabinet), 18 remote radio units ("RRUs", each about 60 lbs.), 2 fiber optic telecom interfaces, and a GPS antenna, plus cabling and 4 work lights. A lockable pull down ladder is proposed to provide ground level access to the raised open platform.

2. Adjacent to the raised steel platform AT&T will install a new 60' tall monopine. Six panel antennas are to be installed on the monopine centered at the 52' level, and 6 more panel antennas are to be installed at the 44' level. Six RRUs, plus DC surge protectors will be installed adjacent to the 6 antennas at the 52' level, and nine amplifiers will be installed at the 44' level.

Telecom
Law Firm. PC

Telecommunications Technology
and Legal Counsel for
Government Agencies
and Private Institutions

www.TelecomLawFirm.com

Main Office:
Kramer@TelecomLawFirm.com
CA Tel +1 (310) 312-9900
NM Tel +1 (505) 428-9900
Fax +1 (310) 473-5900

Suite 306
2001 S. Barrington Avenue
Los Angeles, California
90025-5379

3. This site will be interconnected to AT&T's mobile telephone switching center using a fiber optic cable connected to the AT&T wire-line telephone service pedestal located to the west of the building on Serpentine Lane. AT&T will secure site electrical power via a new underground run from an existing PG&E vault located to the west of the building on Serpentine Lane

RF Safety Considerations

The FCC completely occupies the field as to setting RF safety standards in the United States. The City is not permitted to set its own standards regardless of whether higher, lower, or even the same as the FCC's standards. The Commission does, however, permit the City to determine whether a proposed wireless project meets the requirements of the FCC rules found at 47 CFR § 1.1307 et seq. (the "FCC rules") as explained and supplemented by the FCC Office of Engineering and Technology Bulletin 65 ("OET 65") RF safety directives.

Under the FCC rules, certain types of wireless projects are deemed to be "categorically excluded," thus not subject to further RF evaluation under the rules due to identified factors including: whether the antenna supporting structure is not a building or shared to perform some other function, and the lowest portion of the transmitting antenna is at least 10 meters above ground.

The proposed project <u>does</u> qualify for categorical exclusion under the FCC rules because the antennas are all above 10 meters in height above ground. Accordingly, this site has demonstrated planned compliance with the FCC rules as to radio frequency emissions safety, and given the facts in the City's record, there is no legally-sustainable basis for the City to deny the project based on the radio frequency emissions that will occur at this site.

Existing and Planned Signal Coverage

In its application to the City, AT&T has provided three coverage-related maps related to its core cellular network coverage on 850 MHz.

The first AT&T map is a present-coverage map, shown below in Figure 1.

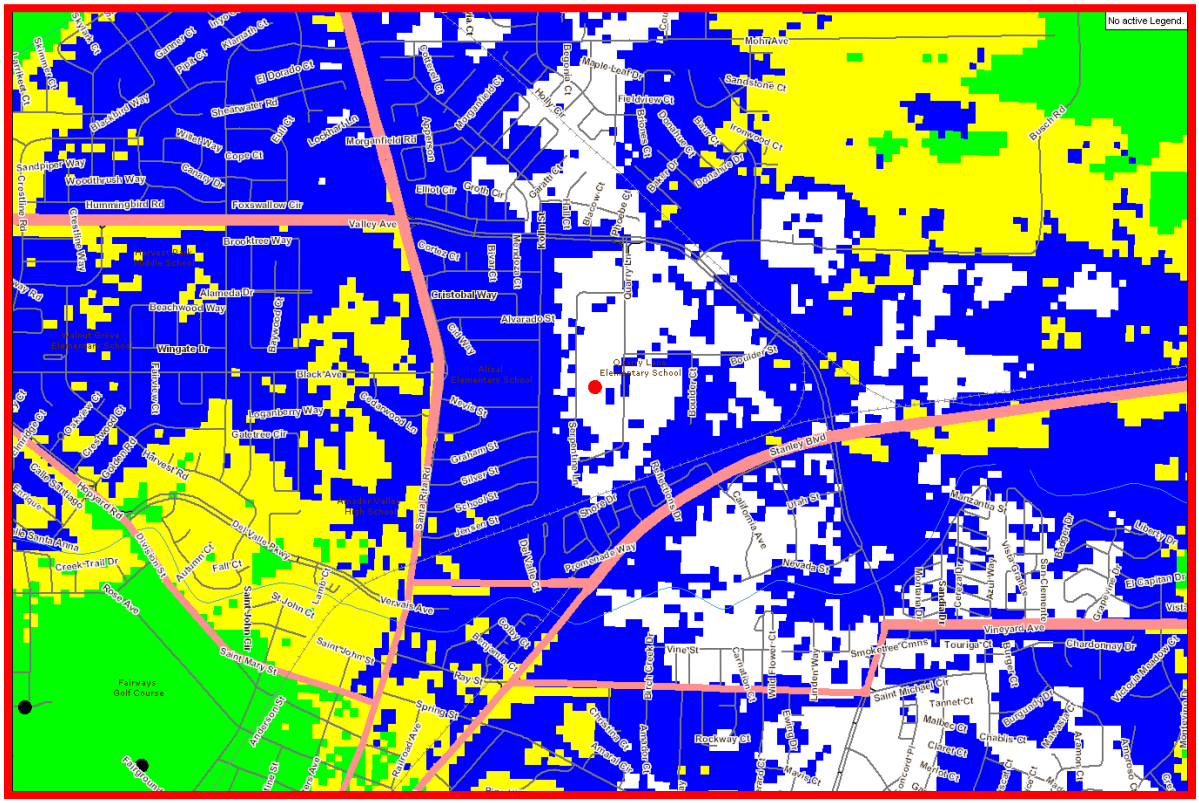


Figure 1: Present 850 MHz coverage map without Serpentine Lane (source: AT&T).

In Figure 1, the white areas are areas with less than outdoor level service. While some minimal wireless service will be available in these areas, the service will be spotty and not reliable, and in-vehicle and in-building coverage will be extremely limited (typically

near windows facing the nearest cell site). The blue areas of the map indicate reliable outdoors coverage, which means that the in-building (and to a lesser degree in-vehicle) coverage will be restricted. It is my opinion based on AT&T's map that there is a significant gap in its service exceeding 1 square mile.

Figure 2, below, indicates the AT&T network coverage with the service to be provided by the Serpentine Lane site.

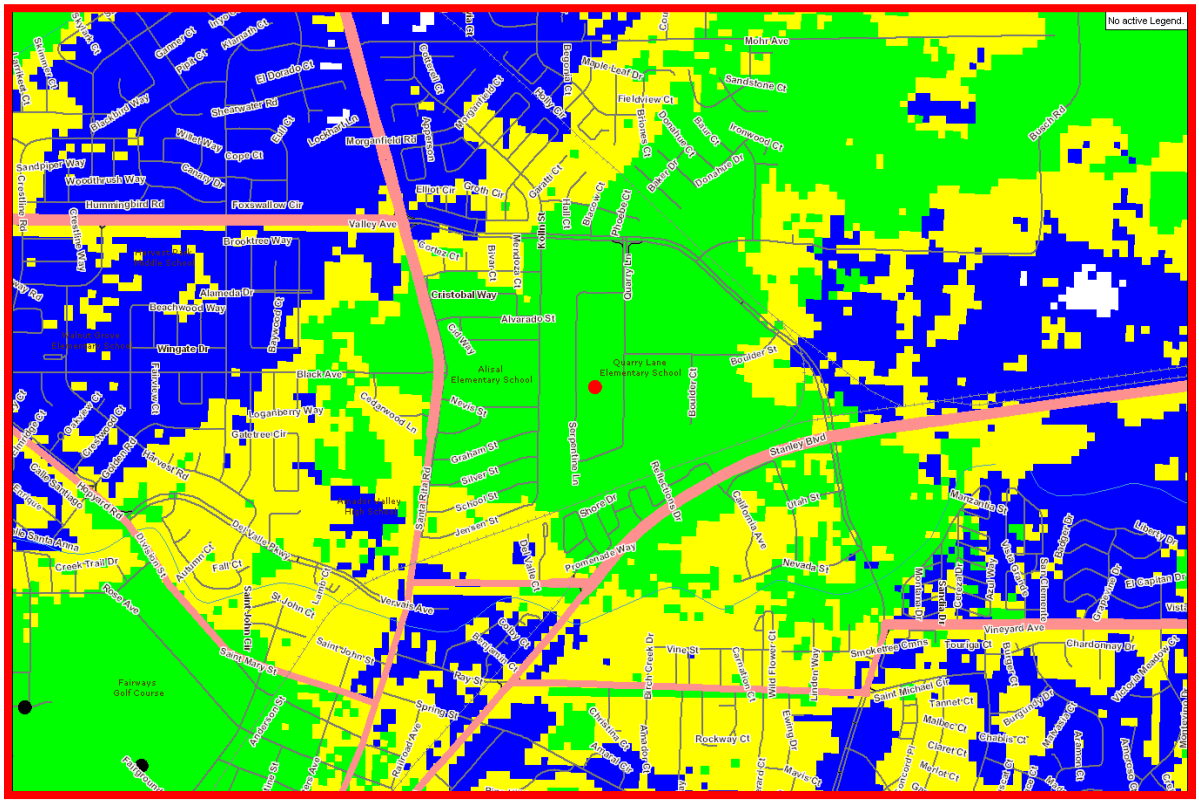


Figure 2: 850 MHz coverage map with the Serpentine Lane site on-air (source: AT&T).

AT&T's proposed project at Serpentine Lane will result in a substantial improvement of its services, especially in the areas indicated in white and blue in Figure 1. The area of improvement afforded to the residents of Pleasanton by the activation of the Serpen-

tine Lane site will be approximately 1.2 square miles. Within this improvement area, AT&T's services will be available in most parts of most structures, and within most every vehicle.

The third map provided by AT&T, figure 3 below, shows the geographic relationship of the four surrounding on-air sites.

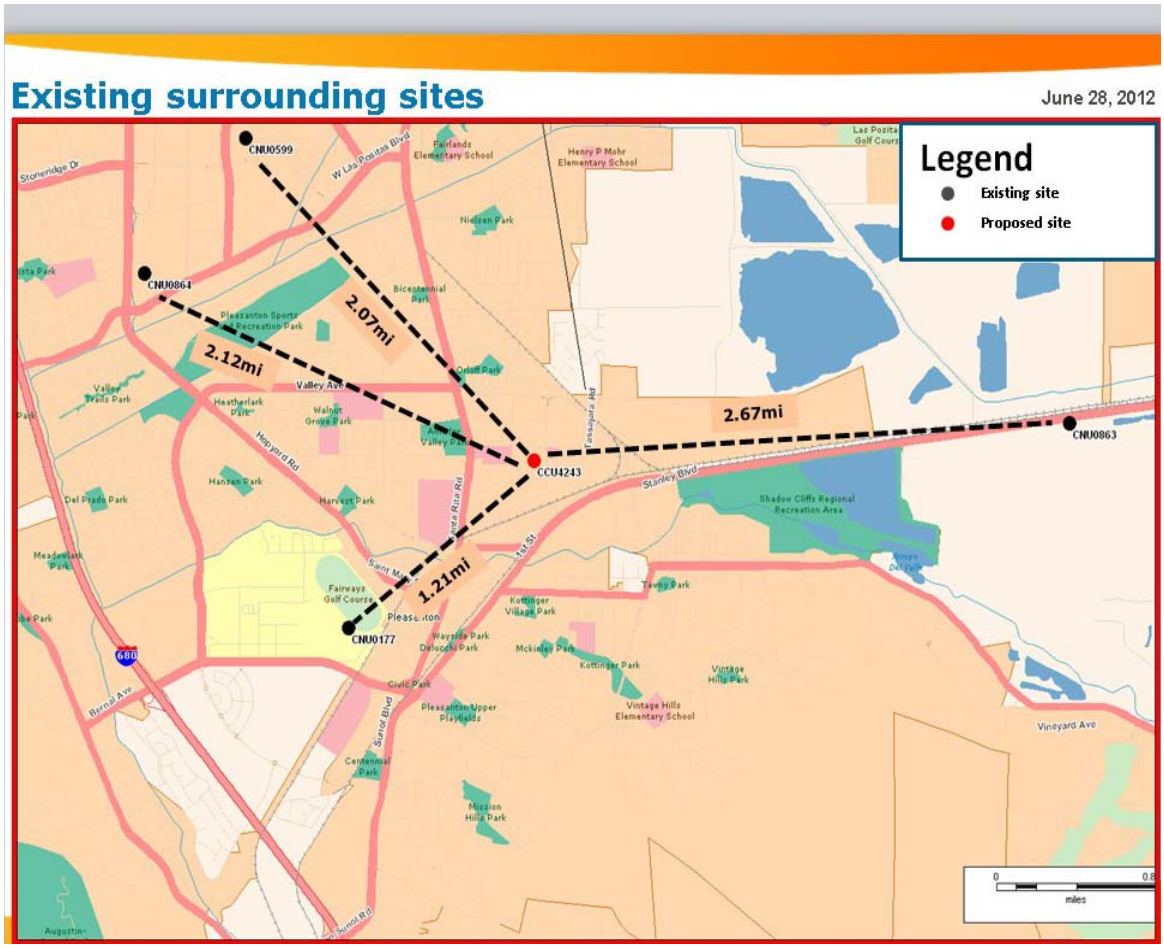


Figure 3: Geographic relationship between the proposed Serpentine Lane site and the three nearest on-air sites (source: AT&T).

As a radio frequency engineer, the locations of the existing on-air sites shown in Figure 3 (excluding the proposed Serpentine site),

and the limited existing coverage shown in Figure 1, above, are internally consistent. Moreover, the proposed location of the Serpentine site with services activated is consistent with the substantial improvement shown in Figure 2.

Finally, I am aware of the careful siting limitations contained in the City's wireless ordinance. Those limitations require setbacks to existing residential zones in the City.

My opinion is that the Serpentine site is a compromise addressing AT&T's signal needs while meeting the City's set back requirements. It is in my view the least intrusive means to close AT&T's significant gap, shown in Figure 1.

Design Comments

The main camouflage element of this project is the use of a monopine. The plans do not detail the physical design elements of the proposed monopine, such as branch count, length, shape, lowest branch level, etc.

Enclosing the panel antennas within the canopy is desirable, and none should be permitted by design or construction to extend so as to protrude beyond the branch canopy. Failure to insistent on a requirement to extend the branches past the antennas can result in the type of design shown in Figure 4, below.

<Balance of page intentionally left blank>

Figure 4: Example of antennas extending beyond the branches (photo by J. Kramer)

I recommend that there be a minimum 12" of branches extending past all panel antennas and antenna-related equipment (such as the antenna actuators, RRUs and DC surge protectors) at each level of the monopine, and that the overall design of the branch canopy be as natural as possible.

I recommend that all antenna panels, all equipment mounted at the antenna levels (antenna actuators, cables, RRUs, DC surge protectors, etc., and the mounts upon which those equipment are attached be painted greens and browns in a camouflage patterns to blend with the monopine tree design. Moreover, AT&T should include pine-needle sock covers for all panel antennas. In Figure 4, the one panel antenna that is neither camouflage-painted nor equipped with a pine-need sock cover is quite visible.

Another significant element of proper monopine camouflage design is the requirement for three dimensional bark cladding on all portions of the trunk and branches.

Figure 5, below, illustrates the visual discontinuity and heightened sun reflections from the flat surfaces that lack three dimensional bark cladding.

<Balance of page intentionally left blank>

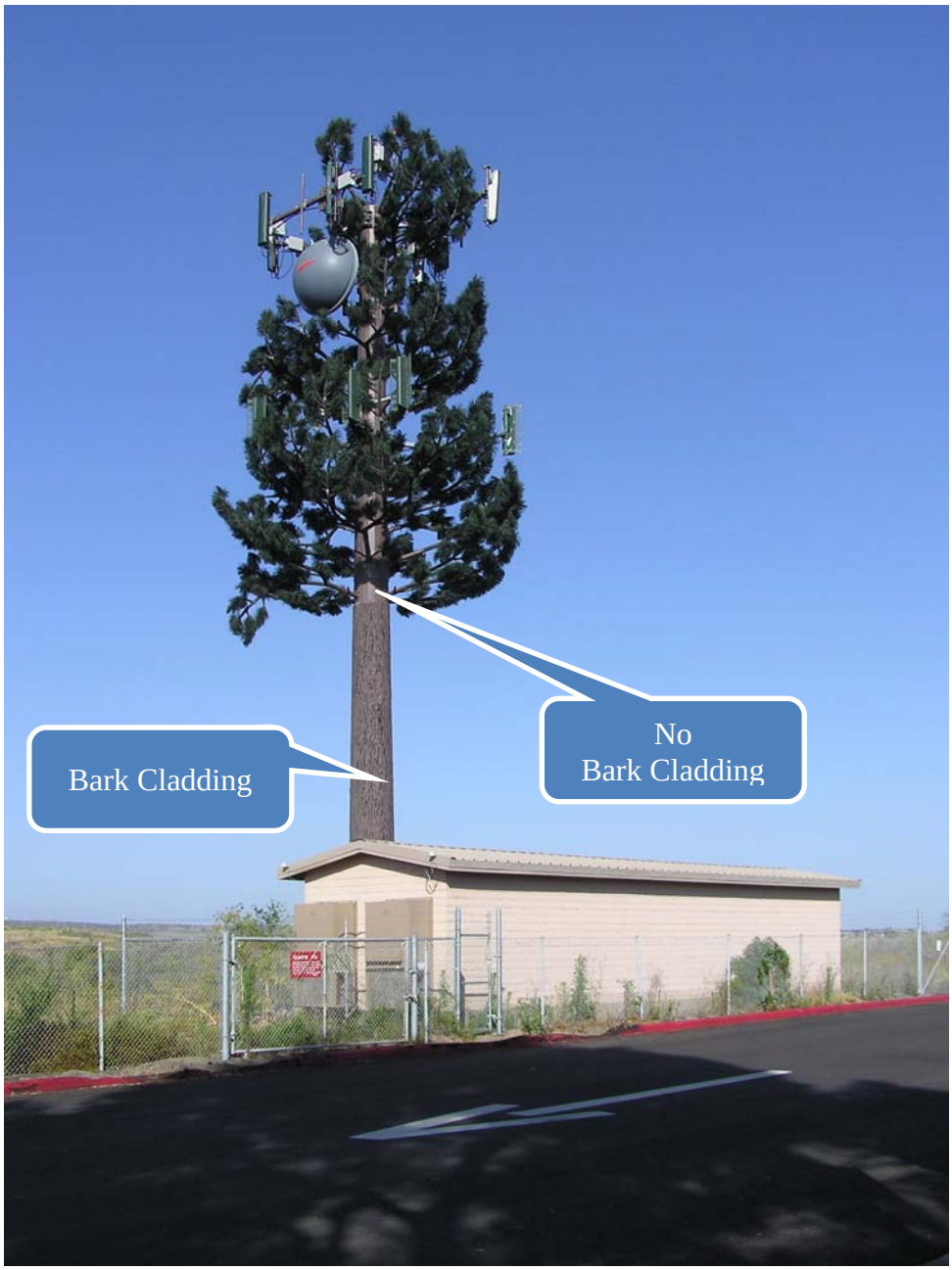


Figure 5: Partial bark cladding (Photo by J. Kramer).

The planned design does not show that the monopine will use bark cladding from top to bottom and on all branches, or that any bark cladding will be used at all. I recommend that full length bark cladding be a City requirement.

The number of branches per foot is not shown in the design plans. Generally 3.5 branches per vertical foot between the starting height and the top is the minimum that should be approved by the City.

Note that the project plans do not detail the starting elevation of the branches. A schedule of proposed branches should be included in the plans to be approved, including at a minimum the branch length, mounting height, and angular orientation from true north.

Special Safety Considerations

The design, simulated by AT&T in Figure 6 below, is apparently intended to preserve the two existing parking spaces under the proposed raised platform, which is adjacent to a truck access drive in roll-up door.

<Balance of page intentionally left blank>

Figure 6: Proposed raised platform and monopine (Photo simulation by AT&T).

I recommend the City carefully evaluate the raised platform design by requiring AT&T to provide the City with a wet-stamped structural engineer's report and calculations to show that the design will meet all applicable safety codes.

Conclusions and Recommendations

AT&T has a significant gap in its present service. The Serpentine Lanes site closes that gap in the least intrusive manner.

Because of the nature of the proposed elevated platform, I recommend AT&T provide a wet-stamped engineering analysis now, during the planning phase, as opposed to typically waiting for a stamped plan to be produced during the permitting phase.

I recommend that any project permit incorporate the other recommendations contained in this memorandum.

/jlk

EXHIBIT E

Jenny Soo

From:
Sent: Wednesday, March 27, 2013 7:35 PM
To: Jenny Soo
Subject: AT&T wireless (p12-1718)

Jenny could you pass this on to Janice Stern,

We the neighbors on Kolln Street oppose the AT&T wireless (p12-1718) application. Of course the zoning for the Valley business park is light industrial. We have to find out who is patrolling this area. Or has any code enforcement person ever even been back there? i.e.. dismantled cars, motor homes parked pack there, junk all over the place it's becoming a nuisance to our housing track. The church plays music until late hours, kids shooting basket ball until their parents finally come to pick them up. Enough is enough... no wireless antennas, no painting parts and shelves out side like the place next to the church, paint fumes all day long (who is looking after these people) not you that is for sure. I'm fed up with the changes the conditional use permits, what are you guys thinking. Why not have AT&T put that 60 foot tower and 17 foot platform at the corporation yard or how about 200 old Bernal. We would like a public hearing so our neighborhood can voice our opinion. Please let me know date and time so I can get the neighbors together and storm city hall.

Anyhow please keep me up to date,

Thank you,

Bruce Takens
963 Kolln Street
Pleasanton, Ca. 94566

Click here to report this email as spam.

From: Jenny Soo
Sent: Wednesday, July 10, 2013 4:47 PM
To:
Cc: Julie Harryman; Janice Stern
Subject: Concern re: 60 ft. antenna (1056 Serpentine Lane)

Hello Julie,

Thank you for your email. The subject site is 1056 Serpentine Lane (not 1055 Serpentine Lane). It is located on the east side Serpentine Lane. The proposed monopine would be approx. 690' from the northeast corner of your property. Please see location map below. The red dot shows the proposed monopine location; the smiley face is your property.

I've responded to your questions in purple below. I am also sending you a copy of the RF report so that you can see the emission level, and photosimulations of the proposed monopine – one photo was taken near the back of your property, and the other was taken from Kolln Street. If you have any other questions, please do not hesitate to contact me.

Jenny

From: Julie Barsten Pascualy
Sent: Wednesday, July 10, 2013 2:05 PM
To: Jenny Soo
Subject: Fw: Concern re: 60 ft. antenna

Here we go.
My daughters reiterate their concern re: constant radiation from the antenna...
Julie

----- Forwarded Message -----
From: Julie Barsten Pascualy
To: "jsoo@pleasantonca.gov" <jsoo@pleasantonca.gov>
Sent: Tuesday, July 9, 2013 3:46 PM
Subject: Concern re: 60 ft. antenna

Hi Jenny,
I just left you a message on your voicemail concerning the meeting tonight about the proposed installation of a faux pine tree antenna at 1055 Serpentine Lane. I may not be able to get to the meeting in time due to events with my children, but wanted to be sure to again express my concerns about the proposal.

As mentioned to you when we first spoke on the phone about this last month or so, I am concerned about the unappealing aesthetics of a 60 foot faux pine that will be visible in our neighborhood. Beside being unsightly for residents, how might this affect property values?? Is there any known information on that?

> Aesthetic Concerns: I've attached copies of photosimulations for the proposed faux monopine which show the existing view (no monopine) and the proposed view (with monopine). These photos were taken from the property where the monopine is proposed as well as a photosimulation of what the monopine would look like from Kolln Street as well as a location behind your property. I think you'll find that the tree is difficult to see (and sometimes even hidden from view) from Kolln Street.
>
> From a legal perspective, cities do have the ability to influence the aesthetics of a wireless facility. However, federal law has preempted state and local governments from "unreasonably discriminating among providers of functionally equivalent services" and has prohibited state and local governments from adopting regulations that prohibit or have the effect of prohibiting the provision of personal wireless services. More specifically, state and local governments cannot prevent a wireless carrier from closing a "significant gap" in service coverage by that applicant (*Metro PCS v. City and County of SF* (2005) and *T-Mobile v. City of Anacortes* (2009))
>
> Here, the City hired an independent consultant to "peer review" AT&T's application. The consultant determined that a significant gap in service coverage exists and that AT&T's chosen location is the lease intrusive means to fill that gap. The consultant did recommend that various conditions be placed on the applicant to improve the aesthetics of the faux monopine. Staff will incorporate those suggestions into the conditions of approval that AT&T must follow.
>
> Impact on Property Values: With regard to property values, federal preemption applies whether the local decision is explicitly based on environmental effects (RF fears), or through some proxy such as decline of property values. Moreover, a federal district court in California determined that in light of the federal preemption of RF regulation, "concern over the decrease in property values may not be considered as substantial evidence if the fear of property value depreciation is based on concern over the health effects caused by RF emissions." *AT&T Wireless v. City of Carlsbad* (308 F. Supp. 2d 1148, 1159. Also see, *Sprint Spectrum v. Borough of Ringwood*, 386 N.J. Super.62 (2005) holding that an ordinance imposing unusual setback requirements on wireless facilities was preempted RF-based regulation.

In addition, I am concerned about the EMF being emitted from the antenna constantly. What is the health and safety information on this? We are not immediately adjacent to the proposed site, but other people and businesses are. What do studies say about the short- and long-term health effects of EMF exposure?

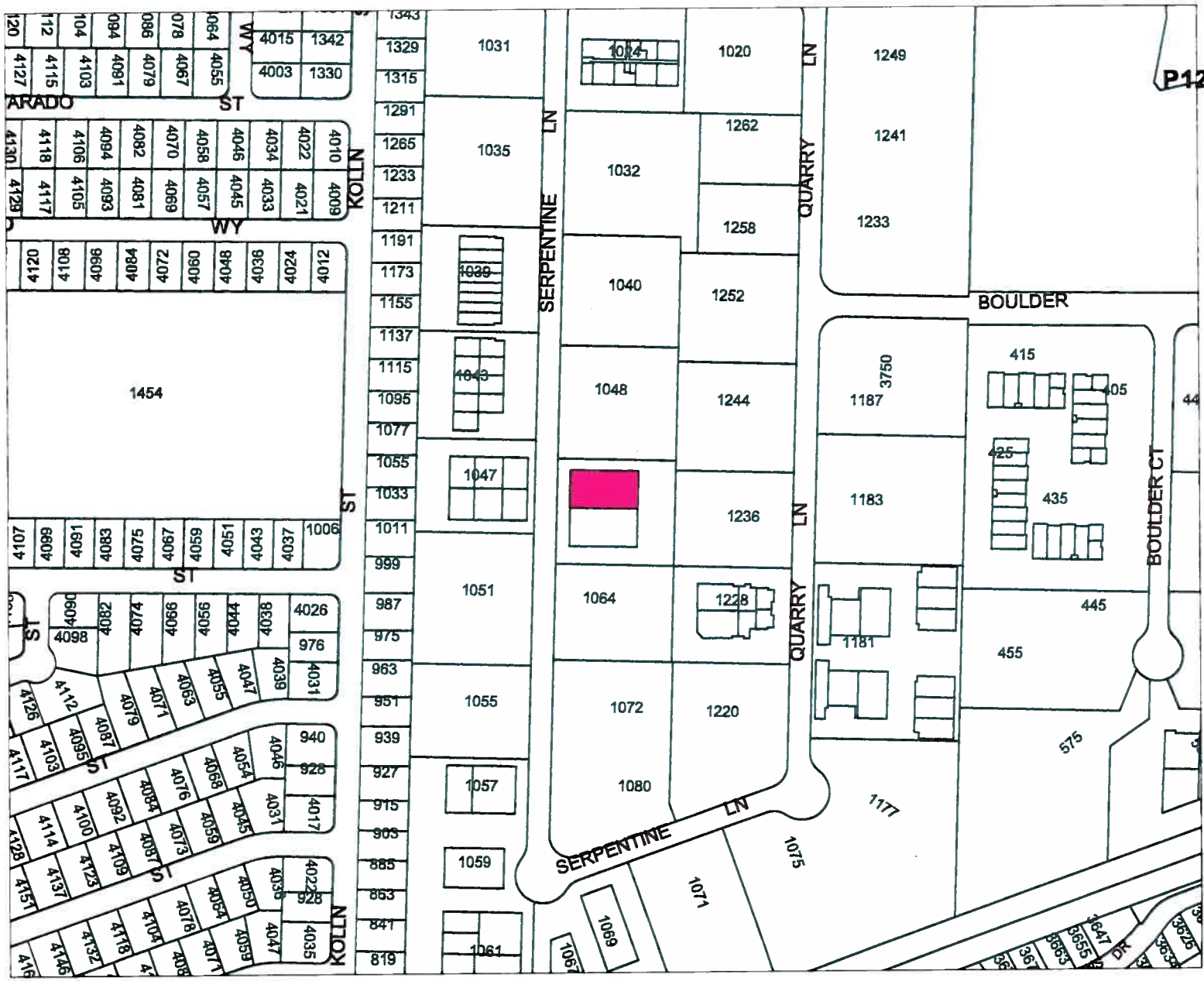
> RF Concerns: With regard to RF concerns, the federal Telecommunications Act of 1996 prohibits any local government from "regulat[ing] the placement, construction, and modification of personal wireless service facilities on the basis of the environmental effects of radio frequency emissions to the extent that such facilities comply with the Commission's regulations concerning such emissions." (47 USC 332(c)) Local governments may not establish RF emissions regulations. The FCC does this. So long as the wireless applicant can show that its equipment will meet the standards set by the FCC, a local government may not deny an application on the basis of RF emissions. Local governments may, however, review applications for compliance with the RF emission standards. (See Govt. Code 65850.6(f)) With the current application, AT&T submitted an RF report demonstrating that it met these standards. The City then hired a consultant to "peer review" that RF report; the consultant has confirmed the findings in that RF report. With that said, I will also tell you that this particular tower will emit only 1% of the amount allowed by the federal government. In other words, the RF is very, very low for this application. I can also send you an informational pamphlet on this topic which addresses frequently asked questions and answers. See attached.

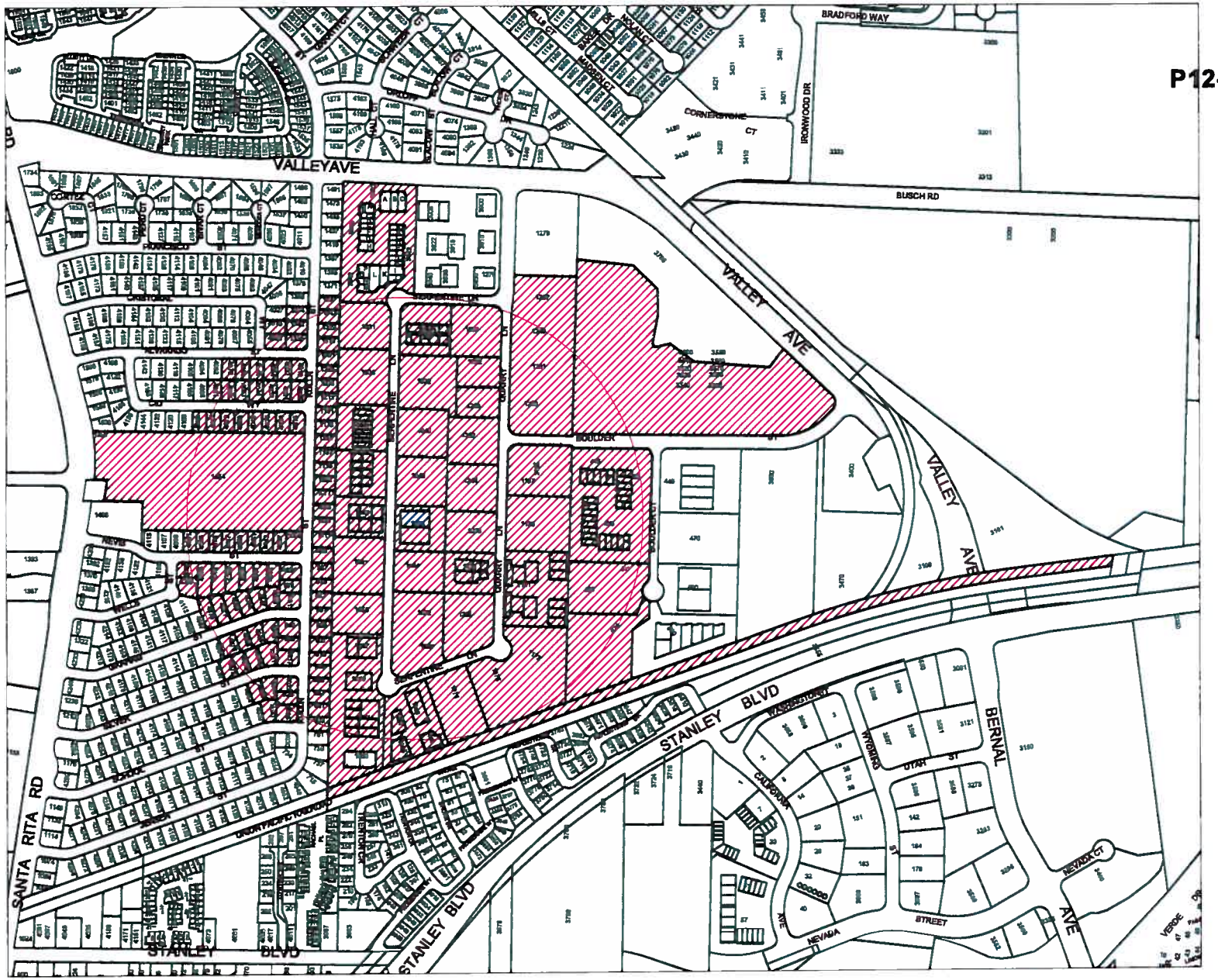
Please relay my concerns to the planning division. I hope to arrive at the meeting before it concludes, but would like these issues addressed in the event that I cannot get there in time.

Thank you.

Sincerely,
Julie

EXHIBIT F


SERPENTINE LN
QUARRY LN
BOULDER
BOULDER CT
KOLLN
ARADO ST
WY
ST
1454
1031
1035
1039
1043
1047
1051
1055
1057
1059
1061
1069
1071
1075
1177
1181
1183
1187
1220
1228
1236
1244
1252
1258
1262
1233
1241
1249
1020
1024
1032
1040
1048
1064
1072
1080
3750
415
405
425
435
445
455
575
1342
1330
4015
4003
1329
1315
1291
1265
1233
1211
1191
1173
1155
1137
1115
1095
1077
1055
1033
1011
999
987
975
963
951
939
927
915
903
885
863
841
819
1343
4127
4115
4103
4091
4079
4067
4055
4130
4118
4106
4094
4082
4070
4058
4046
4034
4022
4010
4129
4117
4105
4093
4081
4069
4057
4045
4033
4021
4009
4120
4108
4096
4084
4072
4060
4048
4036
4024
4012
4107
4095
4083
4071
4059
4047
4035
1006
4098
4086
4074
4062
4050
4038
4026
976
4031
4126
4114
4102
4090
4078
4066
4054
4042
4030
940
928
4017
4128
4116
4104
4092
4080
4068
4056
4044
4032
4022
928
4035
4151
4139
4127
4115
4103
4091
4079
4067
4055
4043
4031
4146
4134
4122
4110
4098
4086
4074
4062
4050
4038
4026
4117
4105
4093
4081
4069
4057
4045
4033
4021
4009
4116
4104
4092
4080
4068
4056
4044
4032
4020
4008
4145
4133
4121
4109
4097
4085
4073
4061
4049
4037
4025
4013
4132
4120
4108
4096
4084
4072
4060
4048
4036
4024
4012
4131
4119
4107
4095
4083
4071
4059
4047
4035
4023
4011



P12-1718, Radha Sharma/A

City of Pleasanton

GIS

Department

1056 Serpentine Ln.

N
W E
S

0 350 700 1050

THE CITY OF PLEASANTON

Printed 7/5/2013